

NEVERMORE

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FADE IN:

EXT. SEASHORE - NIGHT

A lonely figure walks on a windswept shore. This is --

JOHN MILTON (16), *a sensitive kid with haunted eyes.*

Behind him, his FOOTPRINTS go back as far as the eye can see, as if he's been crossing this purgatory forever.

Suddenly, he freezes at the sight of...

THE DEAD

Ghostly specters glimmering in the gloom, looking at him with hollow eyes, eerily silent and motionless.

FLASH! The BEAM from a distant LIGHTHOUSE passes over Milton, but...

Instead of light, it's a ray of DARKNESS, its blackness engulfing Milton like a horde of ravens...

SMASH CUT TO:

INT. MENTAL INSTITUTION FOR TEENS, MILTON'S ROOM - NIGHT

Milton wakes up from the nightmare with a muffled scream.

His roommate, **BILL** (17), whispers in the dark.

BILL

Same dream?

MILTON

Yeah... I can't stay here anymore.

He gets out of bed and bends down to take a long ROPE he has been crafting from the bed sheets.

MILTON

Goodbye, Bill.

As he opens the window and throws the rope outside --

BILL

Where are you going?

MILTON

Somewhere where there are no monsters.

EXT. MENTAL INSTITUTION FOR TEENS - NIGHT

Old and Gothic, decorated with STONE GARGOYLES. The Manhattan skyline looms above.

The moon's ghostly silver light reveals --

MILTON

Lowering himself down the rope from a high window.

As he finds himself against one of the gargoyles, he makes the mistake of looking down.

Milton's POV: The world swirls around him in a sudden attack of vertigo.

Dizzy, Milton hurries to look back up, and that's when...

THE GARGOYLE OPENS ITS EYES AND STARES RIGHT AT HIM.

Milton GASPS and almost loses his grip on the rope.

He shuts his eyes and whispers to himself, a mantra.

MILTON

It's not real. It's not real. It's not real.

Slowly, he opens his eyes to look at the gargoyle...

Only to see the creature GRIN at him mockingly.

Milton flinches back from it, breathing hard and covered in cold sweat, as --

The gargoyle HISSES in a raspy voice.

GARGOYLE

Run.

Milton hurries down the rope and jumps to the ground.

As he runs away from the institution, RAIN begins to fall.

From the window, Bill watches his friend disappear, the rain soaking him.

EXT. BROADWAY - NIGHT

Milton runs down the avenue, where people spill out of the theaters.

As he makes his way in the crowd, he sees FLASHES of various CREATURES among them:

Milton's POV:

A man turns to look his way, revealing FANGS dripping with blood - a VAMPIRE.

A woman with fragile WINGS passes by - a FAIRY.

A man with HORNS and RED EYES bumps into him - a DEMON.

Milton averts his gaze and keeps running, fighting to keep his sanity.

EXT. TRINITY CHURCH CEMETERY - NIGHT

There's an eerie atmosphere among the gloomy gravestones, where dead leaves float like lost souls.

Milton staggers by statues of weeping angels, which almost seem to follow him with their marble eyes.

He collapses before HIS PARENTS' RESTING PLACE, a double tomb engraved with the words: **DAVID AND DIANA MILTON**.

MILTON
Mom, dad. Help me.

Raindrops slide down Milton's tortured face, like tears.

AZRAEL (O.S.)
The dead can't help you. But I can.

Milton spins around as --

AN OTHERWORLDLY FIGURE SURROUNDED BY A GLOWING AURA

Appears out of the shadows. This is --

AZRAEL. He looks like a manicured man in his 40s, but has the eyes of an old, old soul. TWO STUMPS protrude from his back, remnants of WINGS that were cut off long ago.

Azrael is a fallen angel, and he has a melancholy air about him that only centuries of existence can bring.

Milton shakes his head in disbelief and despair.

MILTON
I've totally lost it.

AZRAEL
No, you've found it. Your destiny.

MILTON
You're just a figment of my imagination.

AZRAEL
Really? Could a figment of your
imagination do this?

Azrael gestures, and time seems to stand still as --

The raindrops around Milton FREEZE and hang in mid-air.
The floating leaves are also motionless.

Milton touches the frozen raindrops in wonder, doubting
his madness for the first time.

MILTON
Who are you?

AZRAEL
That's the wrong question... John.

Milton draws a sharp breath, shaken.

MILTON
How do you know my name?

AZRAEL
I know a lot more about you. I know your
parents died in the car accident that
left you clinically dead for exactly
seven minutes and six seconds...

(beat)
Or in other words, six minutes and sixty
six seconds.

Milton pales visibly at the 666 implication.

AZRAEL
I know that since then you've been in and
out of mental hospitals, claiming to see
monsters. No one believed you, of course.

The angel sighs, as if saddened by mankind's short sight.

AZRAEL
The good news is you're not going mad.
The bad news is that monsters are real.

MILTON

What do you want from me?

AZRAEL

To offer you a choice: keep running away,
or become what you were meant to be.

MILTON

I don't understand.

AZRAEL

Supernatural beings use glamour spells to
disguise themselves as human. But you're
special. Because your soul has been to the
other side, you can see through it. And if
you can see them, you can kill them.

MILTON

You want me to kill monsters for you?

AZRAEL

Not for me. For God. He can bestow upon
you incredible powers and weapons, and I
can train you to use them. All you have
to do is swear your service to Him.

Milton is tempted, but still hesitates.

MILTON

How can I serve God by becoming a killer?

AZRAEL

You will only kill the evil ones, those
that God orders me to send to hell.

His penetrating gaze seems to see into Milton's soul.

AZRAEL

And you'll never have to be afraid again.

That seals the deal. Milton bows before the angel.

MILTON

I swear to serve God.

Azrael smiles and helps Milton to his feet.

AZRAEL

Come, I'll take you to a sanctuary run by
a friend of mine. You'll be safe there.

As the angel and Milton head out of the cemetery, we...

DISSOLVE TO:

THE BRONZE FACE OF AN ANGEL

Pull back to reveal this is --

The Bethesda Fountain's Angel of the Waters statue, and we are in...

EXT. BETHESDA TERRACE, CENTRAL PARK - NIGHT

The moonlight glows on the Fountain's pool, where white water lilies float.

SUPER: 20 YEARS LATER

It's the dead of night. The deserted terrace is shrouded in ghostly MIST. Suddenly --

A SCREAM echoes from the darkness. The sound of laboured breathing and running footfalls, as --

DAPHNE (25, jogger outfit) bursts into the terrace, running for her life.

From behind her comes an eerie HISSING sound.

As Daphne looks over her shoulder in terror, she slips and falls against the Fountain's basin. She GASPS as --

A SINISTER FIGURE

Materializes in the fog, its shadow falling over Daphne like the wings of a dark angel. This is --

THE BLOODY MUMMER (30). Under his white makeup his face is contorted in a maniacal grin, like a combination of Marcel Marceau and the Joker.

He mimes pulling the string of a bow and releasing it...

And suddenly a REAL ARROW appears out of thin air and --

WHOOSH! It flies past Daphne's face, missing her by an inch. She SHRIEKS as...

The Bloody Mummer mimes throwing a dagger and --

THUMP! A REAL DAGGER slams into the Fountain right next to Daphne's head.

Daphne's jaw drops, she can't believe what she's seeing.

The Bloody Mummer is a murderous psychic whose every imaginary motion materializes in real life.

A villainous smile parts the Bloody Mummer's lips at the sight of Daphne's horror. *He's enjoying this.*

Then, he mimes drawing a GUN and pointing it at her. Daphne's eyes go wide with mortal fear.

The Bloody Mummer's finger closes on the "trigger". Daphne whimpers, ready for death, and that's when...

WHAM!

A BOLAS comes out of nowhere, wraps around the Bloody Mummer's neck and its iron weights SMASH his face.

The Bloody Mummer falls down and clutches his throat, choking, as his attacker comes out of the shadows:

MILTON (now 36). The sensitive kid is gone, replaced by a grim man that seems merciless like a weapon. But if you look closely, his eyes will tell you he carries within him every life he has ever taken.

Milton draws a SWORD engraved with arcane runes to finish the Bloody Mummer off, but --

The Bloody Mummer mimes cutting the bolas' cords with scissors. They unravel and he flees into the fog.

As Milton turns to chase him --

DAPHNE

Are you crazy? He will kill you.

Milton only gives her a stoic glance.

MILTON

There are worse things than him out there tonight.

DAPHNE

Really? Like what?

MILTON

Like me.

And he disappears into the mist after the Bloody Mummer.

EXT. DELACORTE THEATER, CENTRAL PARK - NIGHT

The empty theater's stage looks as if a ghostly play is about to be performed on it.

THUD! The Bloody Mummer lands on the stage and runs across it, as --

Milton comes after him in hot pursuit.

The Bloody Mummer turns around, mimes shooting with an imaginary gun and --

BOOM! BOOM! BOOM!

THREE REAL BULLETS speed toward Milton, and we FREEZE FRAME as...

Milton's POV: he sees the bullets' FUTURE TRAILS as he anticipates their trajectory and --

Milton rolls on the stage and leaps high in the air, evading the bullets.

BANG! BANG! BANG!

The Bloody Mummer "shoots" again, but --

Milton quickly draws his GUN, which is engraved with runes in Enochian, the language of angels.

Milton's POV: again he sees the bullets' future trails in his mind's eye, and --

Milton fires back, impossibly fast, and...

SLOW MOTION: Milton's bullets BLAST straight into the Bloody Mummer's bullets!

The Bloody Mummer growls in frustration and escapes to...

EXT. BELVEDERE CASTLE, CENTRAL PARK - NIGHT

The Gothic castle looms over the Turtle Pond like a palace out of a fairy tale.

The Bloody Mummer runs on the parapet wall, looking over his shoulder for --

Milton, who leaps on the wall, hot on his heels.

The Bloody Mummer keeps "shooting" as he rushes across the wall, but Milton blows his bullets out of the air.

Finally, the Bloody Mummer reaches the Romanesque corner tower. He mimes throwing a ROPE and --

He swings up with the materializing rope, lands on the conic tower's top and --

SLAM!

Milton LEAPS with inhuman agility, SMASHES into the Bloody Mummer and the two drop down from the tower to...

EXT. TURTLE POND, CENTRAL PARK - NIGHT

CRASH!

Every bone in the Bloody Mummer's body SHATTERS as he hits the ROCKS on the pond's edge, Milton on top of him.

Milton rises, unhurt, his fall cushioned by the Mummer. He stares at the Mummer's broken body, expressionless.

Blood trickling from his mouth, the Bloody Mummer turns a baleful look at Milton.

As Milton aims his gun at the Bloody Mummer to put him out of his misery --

BLOODY MUMMER

You must think you're a hero, protecting people from us freaks.

The Bloody Mummer coughs blood as he struggles to speak.

BLOODY MUMMER

(whispering)

Only a monster can kill monsters.

BOOM!

Milton SHOOTS the Bloody Mummer between the eyes, killing him instantly.

For a long moment, Milton stares at the Bloody Mummer's corpse, his face a stony facade.

Finally, he sighs and turns to go. But as he leaves, he doesn't notice --

A SHADOWY FIGURE WITH BURNING RED EYES

Hidden in the nearby trees, its face hidden in the gloom.
Watching him.

EXT. MIDTOWN TUNNEL - NIGHT

Riding on a motorcycle, Milton turns to the road where the sign says "To Long Island".

EXT. INTERSTATE 495 - NIGHT

Milton races along the Long Island Expressway.

EXT. MILTON'S HOME - NIGHT

A secluded, picturesque two-story house perched on the edge of a cliff overlooking the sea.

Milton stops before a gate with a code lock in the wrought iron fence surrounding the house.

The fence seems like a paltry defense against intruders, until Milton unlocks the gate and --

A SHIMMERING DOME

Flashes around the house, surrounding it with arcane runes and electricity.

It's a security system that combines technology and magic.

EXT. MILTON'S HOME, GARDEN - NIGHT

There's WATER everywhere: fountains shaped like mermaids, ponds with floating flowers, a moonlit pool.

Milton crosses a gabled entrance way with intricate stonework of seashells and stops at the sound of --

PIANO MUSIC

Coming from the house, Chopin's "Raindrop" prelude.

A soft SMILE crosses Milton's face, as surprising as a sudden rainbow across a stormy sky.

INT. MILTON'S HOME, LIVING ROOM - NIGHT

A spiral staircase, decorated with aquarelle paintings, leads to the second floor.

A log fire in a large hearth casts its warm glow on --

A woman in a white gossamer dress who plays the PIANO.

Milton stares, enchanted, at the delicate profile of...

AISLING SPRINGBORN (30). Her BLUE-GREEN SKIN is the color of the sea. Her large, inhuman eyes sparkle like PEARLS. Under her flowing hair, her POINTY EARS flutter softly.

Aisling is a NYMPH. And she's the love of Milton's life.

AISLING

You can come closer, I won't bite you.

MILTON

I could use a bite or two.

Aisling turns to him. Her radiant smile lights the room.

AISLING

What took you so long?

MILTON

I had to save a damsel in distress.

AISLING

I'm in distress too.

She hurries to Milton and embraces him.

MILTON

Wait...

But it's too late: Milton's clothes leave stains of BLOOD on Aisling's dress. Her eyes widen in alarm.

MILTON

You're hurt...

MILTON

It's not mine.

He cringes at the sight of Aisling's stained dress, as if the blood on his hands sullies her purity.

AISLING

You need a hot bath.

MILTON

I need you.

She gives him a mischievous look and whispers in his ear.

AISLING

Why not have both?

INT. MILTON'S HOME, BATHROOM - NIGHT

Flickering candles light the room. Liszt's "*Love Dream*" plays on an antique phonograph.

Milton and Aisling snuggle together in the bathtub, both covered in foam.

MILTON

I don't deserve you.

He nibbles at the lobe of her pointy ear. She giggles.

AISLING

Yes, well, who said life was fair?

Milton smiles and licks her shoulder, where there's an exquisite TATOO of a **BLACK BUTTERFLY**.

His calloused hands caress her skin ever so lightly. All his tenderness, saved for her.

Milton groans as Aisling straddles on top of him. He kisses her with an almost desperate hunger.

Aisling slides up and down, rubbing against Milton, gasping breathlessly.

As "*Love Dream*"'s enchanting melody keeps playing, Milton and Aisling make passionate love in the bathtub.

INT. MILTON'S HOME, BEDROOM - DAY

Milton wakes up, sleepily reaches across the bed...

But Aisling is not there.

MILTON

Aisling?

Silence. Milton springs out of bed, looking alarmed, as if afraid Aisling will fade like a dream.

INT. MILTON'S HOME, LIVING ROOM - DAY

Milton relaxes only when he catches sight of Aisling in the backyard, the sun bathing her in a golden aura.

EXT. MILTON'S HOME, BACKYARD - DAY

Fountains shaped like mermaids are spread across the backyard, which ends right at the cliff's edge.

Aisling leans on the fence and stares at the sea, lost in thought. Milton comes from behind and hugs her.

MILTON

Last night was amazing.

Aisling just nods. She seems distracted, as if her mind is on something else.

MILTON

What's wrong?

AISLING

Nothing.

Milton waits in vain for more. Finally --

MILTON

I have to go to Azrael.

Aisling remains quiet. Milton is mystified, but knows her too well to press the matter.

He turns to go, but as he's about to leave --

AISLING

When you come back, I have something to tell you.

She fidgets nervously. Milton tenses, worried.

MILTON

Can't you tell me now?

AISLING

It's a "walk on the beach" talk.

MILTON

That serious, huh?

Aisling puts a finger on Milton's lips.

AISLING

Trust me.

EXT. AZRAEL'S MANSION - DAY

An opulent Gothic manor with elegant gables and arches.

As Milton approaches the entrance gate, it opens silently on its own, as if by invisible hands.

EXT. AZRAEL'S MANSION, GARDEN - DAY

Milton passes by statues of various Biblical figures.

INT. AZRAEL'S MANSION, HALLWAY - DAY

Decorated with priceless works of art and antiques.

Milton stops before --

TWO SERAPHS

Low-ranking angels who guard the double doors at the hallway's end with crossing blades.

At Milton's sight, they pull their swords aside and let him in to --

INT. AZRAEL'S MANSION, MAIN HALL - DAY

The place is full of MIRRORS of all kinds and sizes, but they don't reflect the hall.

Instead, each mirror shows different places and people from all across the world.

The images in the mirrors constantly FLASH and change.

For a split second, Milton thinks he sees himself and Aisling in one of them from the corner of his eye, but by the time he looks, the image has disappeared.

At the hall's far end there's --

A BRONZE STATUE OF THE ANGEL MICHAEL WIELDING A SPEAR

Next to it stands AZRAEL, who seems to have not aged in the last 20 years.

He stares into one of the mirrors, where an image materializes like a nightmare come to life.

IN THE MIRROR

A dark room shrouded in shadows, where a RAVEN perched on a table by a skull peers at us with gleaming RED EYES.

AZRAEL

"And the Raven, never flitting, still is sitting, still is sitting; and his eyes have all the seeming, of a demon's that is dreaming"...

He sighs and turns to Milton.

AZRAEL

Ah, no one wrote poetry like Poe. I told him so before he died, poor soul.

He gestures at his mirrors.

AZRAEL

Past, present, future. Do you know what is the worst thing about seeing them all?

MILTON

No surprises?

Azrael laughs, but there's bitterness in his soft voice.

AZRAEL

Knowing that nothing lasts. Not friendship, or beauty, or passion.

MILTON

Not even love?

AZRAEL

Especially not love.

Azrael seems lost in thought for a moment. Then --

AZRAEL

Well, to business then.

He opens a nearby suitcase, revealing GOLD inside.

AZRAEL

Job well done on killing the Bloody Mummer. The Almighty will be pleased.

As Milton takes the suitcase from Azrael, the fallen angel notices the assassin's slight cringe.

AZRAEL

What, you've grown a conscience?

He gives Milton a shrewd, knowing look.

AZRAEL

You get paid to kill monsters, I'm getting back in God's good graces so He might give me my wings back and welcome me to heaven. Everybody wins.

MILTON

Those I kill think I am the monster.

AZRAEL

Come now. You kill only those that God deems worthy of hell. The Mummer would have murdered that girl if you hadn't intervened, you know that.

MILTON

It's just that the more I do God's work, the more I feel like I'm becoming someone worthy of hell myself.

AZRAEL

So what, you want out? Don't forget how I found you: lost, alone, convinced you were going mad for seeing through the glamour of the hidden world's creatures.

Azrael's silky voice turns to steel.

AZRAEL

God gave you more than just weapons and powers. He gave you purpose. And what He gives, He can take back.

Azrael nods over his shoulder at his wing stumps.

AZRAEL

Trust me, I know that better than anyone.

A moment of awkward silence between them. Then --

DING! A bell RINGS somewhere in the mansion.

AZRAEL

Ah, my master summons me. I'm afraid we'll have to discuss your moral conundrums another time.

Azrael heads to a large door at the hall's end, but turns around just as he's about to leave.

AZRAEL

Oh, and congratulations, by the way.

MILTON

For what?

But Azrael just smiles enigmatically as the door closes behind him, leaving Milton wondering.

EXT. MILTON'S HOME - TWILIGHT

The sun sets as Milton parks his motorcycle and enters.

INT. MILTON'S HOME, LIVING ROOM - TWILIGHT

He finds Aisling staring at her reflection in the mirror intently, as if she too can see there hidden mysteries.

AISLING

How was it at Azrael's?

MILTON

As usual: I know he's an angel, and yet I have the feeling I'm making a deal with the devil.

AISLING

Lucifer was also an angel once. And appearances can be deceiving.

She passes her hand over her body from top to bottom, whispering in some arcane language, and suddenly --

Her skin's color fades as her appearance changes to that of a human woman.

This is the "*glamour*", a disguising spell which enables supernatural beings to pass as human in public.

MILTON

I like you better without the glamour.

AISLING

We can't risk someone running into us on the beach and seeing the real me, can we?

EXT. SEASHORE - TWILIGHT

Despite Aisling's precaution, the beach is desolate.

Milton and Aisling walk on the shore, the cliff with their house on the top looming above.

Aisling watches the waves glimmer in the sun's last rays, not looking at Milton.

Milton follows her as she leads him into --

INT. GROTTO - TWILIGHT

A beautiful natural cave with GLOWING FIREFLIES on its walls. Colorful fish swim in the clear blue water.

Aisling is silent for a long moment, as if steeling herself. Milton waits patiently beside her. Finally...

AISLING

I'm pregnant.

Milton stares at her blankly. Now it's Aisling's turn to wait for him to speak, but he's too stunned for words.

AISLING

Say something. Please.

MILTON

But, a human and a nymph... that's impossible.

AISLING

No, just improbable.

MILTON

How... how old is it?

AISLING

He, not it.

MILTON

It's a boy?

Milton looks as if he's been hit by a truck as he tries to digest the news. Aisling's face falls.

AISLING

You're upset.

MILTON

No, I'm not.

Milton is silent for a long moment, as if struggling with some inner barrier. Then --

MILTON

I guess I'm just scared. I don't think I'm ready for this. I mean, can you really see me as a father?

For a moment, we get to see Milton's soul: a wasteland of self-loathing and guilt.

AISLING

What was it Edmund Dantes said in your beloved *"Count of Monte Cristo"*?

Milton smiles faintly, recalling Dumas' classic.

MILTON

"Until the day when God will deign to reveal the future to man, all human wisdom is summed up in these two words..."

Aisling's luminous eyes seem to see into Milton's soul as she puts his hand on her belly.

AISLING

"Wait and Hope".

As Milton feels Aisling's belly in wonder, a broad, incredulous smile slowly spreads on his face.

MILTON

I can feel him...

Tears of joy well up in Aisling's eyes.

AISLING

We will love him so much.

The fireflies' glow bathes Aisling in an ethereal aura, making her look like an angel sculpted from mist.

Milton holds Aisling close to him, looking happy for the first time we saw him.

Then, unbidden, a memory hits him. And a silky voice whispers in his mind:

AZRAEL (V.O.)

Oh, and congratulations, by the way.

INT. AZRAEL'S HALL - DREAM

Milton opens his eyes, disoriented. Where is he?

He looks around to find himself in Azrael's hall. But everything looks nightmarish and distorted.

From the mirrors, all the monsters Milton killed stare at him accusingly: vampires, werewolves, banshees.

The Bloody Mummer leers at Milton from a nearby mirror, making a "slit your throat" motion with his finger.

A shadowy figure stands in the gloom, its back to Milton, eerily silent.

MILTON

Azrael?

No answer except the echo of his voice. The ominous sound of a BELL comes from somewhere, like a harbinger of doom.

Milton approaches the figure slowly, when suddenly it turns, revealing --

Aisling, tears of BLOOD running down her face.

AISLING

You cannot bring life to this world.

She caresses her belly, where something grotesque and monstrous WRITHES horribly.

AISLING

You only bring death.

Milton recoils from her apparition, aghast, but his back comes up against a mirror. Suddenly --

TWO BLOODY HANDS

Come out of the mirror, grabbing him and holding him captive, as --

BANG! Cracks spread across the mirrors like dark spiderwebs as they all SHATTER and --

All the monsters come out of the broken mirrors and slither toward Milton.

MILTON

No!

SMASH CUT TO:

INT. MILTON'S HOME, BEDROOM - NIGHT

Milton comes to his senses, covered in cold sweat and gasping for breath.

Beside him, Aisling wakes up, alarmed.

AISLING

What is it?

MILTON

Just a nightmare...

But the words die on his lips. His sixth sense tells him something's wrong.

MILTON

Someone's in the house.

Aisling tenses. She and Milton listen intently. For a moment all they hear is silence.

Then they hear the strangest sound:

PIANO MUSIC

From within the house, a discordant, ominous melody.

Milton draws his gun in one hand and takes Aisling's in the other.

MILTON

Stay with me.

Composed and utterly focused, he advances to...

INT. MILTON'S HOME, SECOND FLOOR LANDING - NIGHT

As Milton tries to see in the deep gloom, Aisling freezes as she realizes something chilling.

AISLING

It's the same four notes over and over again. D, E, A, D...

She gasps at the sight of --

THE SILHOUETTE OF A MAN

Playing the piano in the living room.

The man whispers to himself in a hissing voice that makes the skin crawl.

Suddenly the man turns to look up at them, revealing...

BLOOD-RED EYES BURNING WITH A HELLISH GLOW

This is **CAIN** (30), a demon in human form. The most vicious, sadistic fiend this side of hell.

BOOM!

Lightning-quick, Milton SHOTS, but...

Cain moves inhumanly fast, evading the bullet, as --

BANG!

The windowpanes all SHATTER and...

A HORDE OF DEMONS

Burst into the house, HOWLING madly. They look human, but their GLOWING RED EYES reveal their true nature.

Aisling screams in horror as --

BOOM! BOOM! BOOM!

Milton BLASTS the demons, who turn to ASH as they are sent back to hell.

A demon rushes up the staircase, throwing a DAGGER at Milton as he leaps, but...

Milton's POV: he sees the dagger's future path to him, calculates the right angle and --

He fires at the dagger, throwing it off its course, while at the same time...

The bullet shoots off the dagger's blade straight into the demon's head.

The living room turns to a nightmare of screaming demons, but Milton remains icy calm.

He shoots with analytical precision, taking the demons out one by one, but --

There's too many of them. As Milton stops to reload, they charge up the staircase and --

MILTON
(to Aisling)
Get back!

As Aisling retreats, Milton KICKS the leading demon off the staircase and breaks the next one's neck, but...

The swarm of demons SLAM into Milton and --

They all roll down the staircase to fall in a heap in...

INT. MILTON'S HOME, LIVING ROOM - NIGHT

First to recover, Milton throws a demon off him and looks for his gun, but can't find it in the mayhem.

He jumps to his feet and draws his SWORD just as --

A demon comes at him, snarling with blood lust...

SLASH!

Milton CUTS open the demon's throat.

A series of lightning-quick moves as Milton...

-- spins to STAB a demon in the chest.

-- ducks under the attack of a demon and IMPALES him.

-- chokes one demon while SLASHING another one's gut.

Finally, the demons manage to grapple the sword out of Milton's grasp, and --

Milton turns to hand in hand combat. With uncanny agility and strength, he...

-- PUNCHES a demon, smashing his face.

-- KICKS a demon with such force that he flies in the air and CRASHES against the wall.

-- CRACKS open a demon's skull with a well placed hit.

Two demons charge toward Milton, roaring, but --

Milton ducks and throws both of them over his shoulder straight into...

THE FIREPLACE

Where the demons scream as they catch FIRE and...

All hell breaks loose as...

The burning demons run amok, igniting the curtains and the furniture.

As flames blaze around him, Milton grabs a log from the fire and SWINGS it, knocking out a pair of demons.

Free for a split second, Milton turns to the staircase to run for Aisling, only to find --

ON THE SECOND FLOOR LANDING

Cain holds Aisling captive with a DAGGER under her throat.
Her eyes are wide with fear.

CAIN
Enough with the fun.

Milton freezes in place.

CAIN
On your knees. Now.

Milton hesitates. He looks at Aisling, who shakes her head slightly, and realizes what's in her mind.

She's afraid for the baby, not for herself.

Milton goes down on his knees. Cain sneers in contempt.

CAIN
Good boy.

He gestures to his demons and one of them wraps his arm around Milton's throat.

CAIN
Don't kill him.

He grins cruelly and licks his lips in anticipation.

CAIN
Not yet.

Milton's POV: the flames illuminate Aisling in a grisly red hue, like blood. Then --

DARKNESS.

EXT. MILTON'S HOME, GARDEN - NIGHT

Milton comes back to his senses to a scene straight out of Dante's "*Inferno*".

The fountains are smashed to bits, the plants have been uprooted, and SMOKE covers everything.

BECAUSE THE HOUSE IS BURNING.

The fence has been shattered. Milton, his mouth gagged, is bound to a chair right on the cliff's edge.

CAIN (O.S.)

Good, you're up. I'd hate it if you missed the nymph's death.

The demon appears out of the smoke and leers at Milton.

Milton searches with his fingers for an opening in the knots binding him, but finds none.

CAIN

Don't bother with the ropes. There's a spell on them. No human can untie them.

A muffled WOMAN'S CRY chills Milton's heart, as a gust of wind blows the smoke aside, revealing --

AISLING TIED TO A STAKE ON A PILE OF WOOD

Surrounded by gleeful, bloodthirsty demons.

At Aisling's sight, Milton struggles with all his might to break free, but all in vain.

Cain turns to Aisling and licks her throat hungrily.

CAIN

I would've liked to taste you first, pretty one, but...

He sighs with mock regret.

CAIN

Orders are orders.

Milton's eyes BULGE, his whole body shakes violently as he struggles to free himself, but...

It's no use. There's no escape.

CAIN
 You like water, don't you? You know what
I like?

Cain takes a flaming log from one of his demons and
 whispers in Aisling's ear.

CAIN
Fire.

Aisling flinches back from him, terrified.

Milton fights wildly in the chair, helpless, as Cain
 brings the log close to the bonfire and --

HISS!

The wood catches fire.

And that's when Aisling breaks and finally begs for mercy,
 even though she knows it's futile.

AISLING
 Please, don't do this. I carry a child.

Cain pretends to be touched and makes a sad face.

CAIN
 Oh, why didn't you say so before?

He caresses Aisling's belly in an imitation of sympathy.

CAIN
 I'd never burn a child alive.

And in a sudden motion, he draws his DAGGER and --

STABS AISLING IN THE STOMACH

Aisling convulses and SCREAMS, a horrible cry of pain and
 loss from the very depths of her soul.

Milton goes BERSERK on his chair, rocking madly, his eyes
 wide open in horror.

CAIN
 You should thank me, nymph. Your baby
 won't suffer like you will.

He turns to Milton, who makes awful sounds behind the
 duct tape on his mouth.

CAIN
 I have bad news and good news.

Cain approaches Milton and looks down the sheer drop.
Below, the sea crashes against the cliff.

CAIN

The bad news is her death will haunt you
for the rest of your life.

Cain puts his leg on the chair and chuckles.

CAIN

The good news is the rest of your life is
a few minutes tops.

BOOM!

With a powerful KICK, he shoves the chair with Milton on
it off the cliff.

EXT. CLIFF - NIGHT

Milton falls through the air, rolling head over heels,
bound to the chair.

EXT. SEA - NIGHT

SPLASH!

Milton HITS the water and sinks into the depths.

UNDERWATER

Water fills his nostrils as the weight of the chair drags
him deeper.

He can't breath, he's going to drown.

Milton stops struggling, resigned to death. Suddenly...

SLENDER HANDS

Reach out to him.

They belongs to a group of MERMAIDS, who grab Milton and
swim upward.

ABOVE THE WATER

The mermaids bite off the rope binding Milton with their
sharp fangs, freeing him from the chair.

They drag the almost comatose Milton out to...

EXT. SHORE - NIGHT

Milton removes the duct tape and collapses on the beach, coughing water and gasping for breath.

The mermaids look at him with pity.

MERMAIDS
(together)
For Aisling.

And then they disappear back into the sea, leaving Milton lying on the sand, exhausted.

By sheer force of will, Milton gets up and runs up the cliff path.

EXT. MILTON'S HOME - NIGHT

Milton limps painfully toward what was once his home: now it's a smoldering ruin consumed by fire.

INT. MILTON'S HOME, LIVING ROOM - NIGHT

Milton picks up his gun and sword from the floor, ready for combat as he heads outside, but...

EXT. MILTON'S HOME, GARDEN - NIGHT

Cain and his demons have gone, leaving Aisling slumped against the stake among the flames.

Milton leaps into the fire, ignoring the pain, unties Aisling and drags her away.

Her body hasn't burned yet, but the loss of blood and the suffocating smoke have left her no chance.

She's dead. And so is their baby.

MILTON
Aisling...

He cradles her body in his arms, looking like a man who lost not only his love, but also his soul.

EXT. SEASHORE - DAWN

As the SUN rises, Milton carries Aisling's body toward the grotto.

INT. GROTTO - DAWN

Milton puts Aisling's body in a CAVITY in the rocks around the water. His face is a white mask.

He pushes a slab of stone to cover the tomb. But as he takes a last look at Aisling, he sees --

THE BLACK BUTTERFLY TATTOO

On her shoulder, and can't help but be overwhelmed by a memory of their first meeting...

INT. MUSEUM OF MODERN ART, GALLERY - DAY (FLASHBACK)

Aisling, in her human glamour, stares at Dali's surreal painting of melting clocks, "The Persistence of Memory".

MILTON (O.S.)
Dali painted it for Gala, his wife
and muse...

Aisling turns to Milton, caught in a private moment.

MILTON
To freeze their love in time, so it will
never be lost.

AISLING
That's so romantic... did you just make
it up?

Aisling's wry smile makes Milton's heart beat faster.

MILTON
No, I swear, it's true.

He can't take his eyes off her swan-like throat.

MILTON
I'm John, by the way.

AISLING
Aisling.

Milton gestures at the black butterfly tattoo.

MILTON

What does it mean?

AISLING

It's a a symbol of reincarnation and rebirth. Some people believe when we die our soul is taken by a black butterfly, to be transformed into our next life.

MILTON

That's so romantic... did you just make it up?

Aisling chuckles in appreciation.

AISLING

Touche.

MILTON

Do you believe in it? That there is life after this one?

AISLING

I believe that as long as someone who loved us still remembers us, we are not truly gone...

INT. GROTTTO - DAWN

Aisling's words echo in Milton's mind as he seals the tomb with the stone.

As the light of dawn casts an ethereal aura on Aisling's resting place, Milton hears --

OTHERWORLDLY SINGING

Coming from the sea. He turns around to see --

MERMAIDS

Emerge out of the sea to sing a beautiful, haunting lament for Aisling.

As the mermaids' keening dirge reaches a crescendo, we can see the struggle on Milton's face.

He terribly wants to cry, but he can't.

Not until he gets his revenge.

EXT. AZRAEL'S MANSION - DAY

Milton's motorcycle comes to a screeching halt before the angel's manor.

INT. AZRAEL'S MANSION, MAIN HALL - DAY

Milton BURSTS inside, seething, the two seraph guards struggling to hold him back.

Sitting behind his desk, Azrael closes the book of Poe poems that he was reading and gestures to the seraphs.

AZRAEL

Leave us.

As the seraphs leave, he gives Milton a sorrowful look.

AZRAEL

I'm truly sorry, old friend.

Milton points at the countless mirrors around.

MILTON

You saw it, didn't you?

AZRAEL

I only see possible futures, not the future.

MILTON

And you couldn't warn me?

AZRAEL

Telling someone about his future usually results in him trying to alter it, and thus bringing on himself the very fate he was trying to avoid. That is why God forbids it.

The angel glances at his wing stumps meaningfully.

AZRAEL

And you don't want to defy the Almighty, I assure you.

MILTON

The demons who killed Aisling had orders. I want to know where to find them.

AZRAEL

And then what? Kill them and send them back to hell?

MILTON

After they tell me who hired them, so
I can kill him too.

AZRAEL

What's the point? I don't need my mirrors
to see it won't bring you peace.

MILTON

Aisling deserves justice.

AZRAEL

Only God can decide where justice will
be served. And he has not ordered the
demons' termination.

BOOM! Milton SLAMS the angel's desk, furious.

MILTON

I DON'T CARE!

Trembling with rage, he sees in one of the mirrors --

A FUTURE VERSION OF HIMSELF

A broken, drunk man, pointing his own gun to his head.

MILTON

I will have my revenge. After that, God
can do what He wants with me.

Azrael considers Milton for a long moment, as if weighing
his soul. Finally --

AZRAEL

I am forbidden to directly intervene in
killing Satan's brood without God's
specific instructions.

As Milton's face darkens in frustration...

AZRAEL

That said, you might want to go down to
the old City Hall subway station and
visit this fine establishment.

He hands Milton a CARD with a macabre picture that looks
like Hieronimous Bosch' depictions of the underworld.

Milton turns it over: on the other side, within a serpent
biting its own tail, is the name "CLUB INFERNO".

AZRAEL

I hear they throw a hell of a party.

INT. CITY HALL SUBWAY STATION - NIGHT

Closed for decades, the old station still has the atmosphere of its past's grandeur.

Its elegant Art Deco architecture features tile arches, brass chandeliers and skylights of amethyst glass.

It feels like time stands still here, as if at any moment a phantom train will arrive with ghosts of passengers long gone.

Milton searches across the curvy platform until he finds what he seeks: a wall of bricks hidden in the shadows.

Milton's POV: The glamour spell on it fades to reveal the wall of bricks is actually --

A MOSAIC

On which a quote from Virgil's "Aeneid" appears:

"THE DESCENT INTO HELL IS EASY"

Milton pushes the mosaic inwards, revealing --

A SECRET OPENING

Visible only to supernatural beings or to those who can see them.

Milton enters and finds himself in --

INT. HIDDEN STAIRCASE - NIGHT

A dark staircase which spirals down into the depths of the earth.

Glowing STONES are set in the walls to light the way with their magical aura.

On closer inspection, Milton sees that inside each stone there are TINY FAIRIES, their wings shining brightly.

What seems like graffiti on the walls are MURALS of the nine circles of hell according to Dante's "Inferno".

As Milton descends, he hears the rhythmic BEAT of music, getting louder the further down he goes.

Finally, the staircase ends in --

INT. TUNNEL - NIGHT

At the tunnel's end there's a DARK VELVET curtain glowing with the words "*CLUB INFERNO*" in red.

On closer look, Milton notices the words are actually blazing FIRE, but somehow the fabric doesn't burn.

The club's bouncer, a burly CYCLOPS, blocks Milton at the entrance without even looking at him a second time.

CYCLOPS
No humans allowed.

MILTON
I'm not a human.

CYCLOPS
What are you then?

MILTON
I'm a monster.

Milton's quiet, dire voice makes the Cyclops freeze. He looks at Milton closely with his one eye.

CYCLOPS
It's a private party. I can't let you in unless you have an invitation.

Milton silently hands him the card Azrael gave him.

The bouncer inspects it suspiciously, then looks at Milton again, clearly reluctant to allow him inside.

CYCLOPS
Who are you?

MILTON
My name is Edmund Dantes.

Whether it's because the Cyclops recognizes the Count of Monte Cristo's name, or because of Milton's deadly gaze --

The Cyclops moves aside and lets Milton in.

As Milton disappears inside the club...

CYCLOPS
Yeah, and I'm Victor Hugo.

INT. CLUB INFERNO - NIGHT

BOOM! BOOM! BOOM!

The beat of what sounds like a techno-house version of Saint-Saens' "*Dance Macabre*" fills our ears.

Chandeliers made of BONES illuminate a decadent party for the ghastly and the grotesque.

All kinds of creatures dance to the hypnotic music:

VAMPIRES

Spin wildly like pale wraiths, their fangs glistening as they drink blood from fountains.

WEREWOLVES

Snarl in ecstasy, howling at enchanted holograms of the moon floating above.

DRYADS

Blow colorful smoke from their cigarettes into the air, where it hangs like a cloud over the revelers.

SHAPE-SHIFTERS

Glide gracefully in the neon light, their faces changing as they swirl on the dance floor.

SIRENS

Sing their tempting songs inside CAGES hanging from the ceiling, while winged MOTHMEN hover around them.

A DOZEN BALLERINA GIRLS

Spiral in a magical ballet on a raised platform, looking normal at first glance...

Until we realize they are all the same: DOPPELGANGERS.

IN THE BAR

Various creatures drink and laugh in a wild bacchanal, leering and shouting.

JACK-O'-LANTERNS cast an eerie orange light on --

THE BARTENDER, A BEAUTIFUL ELF GIRL

She hands a BLACK FLASK to a monstrous OGRE, who gulps from it and...

In the blink of an eye, he DISAPPEARS from sight...

Only to REAPPEAR a second later in the other side of the bar, laughing.

The Jack-o'-lanterns' creepy smile BROADENS, as if they possess some unholy life.

The bartender keeps pouring the teleportation drinks to her drunk customers, while --

IN THE DJ BOOTH

The DJ, a horned FAUN, sniffs a violet powder as the music changes to a pumped-up "*Carmina Burana*".

And then all activity stops when Milton enters.

A tense moment as all eyes turn to Milton, the only human in the club.

Then they all take a step back, clearing a path for him.

Some of them recognize Milton. All Of them fear him.

Milton ignores the hostile looks and crosses the club, looking for Cain and his demons.

When he finds no sign of them, he heads toward --

AN IRON DOOR MARKED "PRIVATE AREA"

It's locked. When Milton tries to push it open --

MAITRE D' (O.S.)

You're wasting your time. I put a spell on it. The only way to open it is by saying the password.

Milton turns to meet the cold gaze of the MAITRE D' (25), a slender DRYAD in a dress made of leaves.

MILTON

Open it. I won't ask again.

The Maitre D' sneers, staring daggers at him.

MAITRE D'
Or what, you'll kill me like you killed
my brother?

Milton freezes. His past has caught up with him.

MAITRE D'
That's right. You probably don't even
remember him.

MILTON
I'm sure he was a criminal of some sorts.

MAITRE D'
He was. He sold poisoned magical potions
that killed his clients. But did that
gave you the right to kill him?

MILTON
I had God's orders.

MAITRE D'
Do you have them now?

She eyes him knowingly, daring him to lie.

MILTON
Look, I have to get in. There are demons
inside. Murderers.

MAITRE D'
Seems to me the murderer is on this side
of the door.

She smiles in contempt, fully expecting him to unleash
his violent nature and force her to reveal the password.

But Milton just stares at her for a long moment, seeing
himself reflected in her eyes. Finally...

MILTON
Sebastian.

And the door opens at the sound of the password.

MILTON
Your brother's name. I do remember him. I
remember them all.

The Maitre D's eyes widen in surprise. Without a second
glance at her, Milton enters the private area.

INT. CLUB INFERNO, HALLWAY - NIGHT

Milton crosses a hallway lit by CANDELABRA shaped like entangled naked bodies.

On closer inspection, he sees the metal bodies on the candelabras actually MOVE, as if love-making.

Curtains of CRIMSON VELVET obscure the private rooms along the hallway.

We can't see what happens inside, but we can hear...

MOANS

Of pleasure and pain from within.

Milton pushes the curtains aside and inspects the rooms, which seem to contain stranger things as he moves deeper:

IN THE FIRST ROOM

A muscular MINOTAUR groans as he gets what seems like a strange S&M session from a HOODED WOMAN with WHIPS instead of hands...

IN THE SECOND ROOM

TWO MERMAIDS swim in a large AQUARIUM full of EELS and lick a phosphorous substance off them, seemingly immune to the ELECTRICITY sparks glowing on the eels' fangs...

IN THE THIRD ROOM

A grotesque FRANKENSTEIN'S MONSTER rolls in bed, making passionate love to a GORGON whose hair seems to crawl like snakes...

IN THE FOURTH ROOM

A human BABUSHKA opens into smaller clones of herself, swaying sensually before what seems like no one, until we notice the INVISIBLE MAN's glasses floating in mid-air...

IN THE FIFTH ROOM

A pair of naked SATYRS entangled together give the word "horny" a whole new meaning...

Having found no sign of the demons, Milton heads for the hallway's end, where it opens into...

INT. CLUB INFERNO, PLEASURE DOME - NIGHT

A huge, shadowy cavern with a floor made of soft fungus.
Red oil lamps cast garish light on --

CAIN'S GANG OF DEMONS

Who leer, lust in their burning eyes, at --

WINGED FAIRY STRIPPERS

Who dance seductively around STEEL POLES.

At the cavern's far end --

CAIN

Lies with his eyes closed, a fairy's head between his
legs. Suddenly --

WHOOSH! WHOOSH! WHOOSH!

Cain's eyes snap open in alarm at the sound, but before
he can move...

SLAM!

Milton's BOLAS comes swinging through the air and smashes
Cain's face.

Cain screams and the demons all reach for their weapons,
but it's too late as --

BOOM! BOOM! BOOM!

Milton bursts into the pleasure dome, his gun blazing as
he kills the demons one by one.

Cain's eyes widen at the sight of Milton, and there is
something there that we've never seen before:

Fear.

The demons drop like flies as Milton shoots with the rage
of a madman and the precision of a killing machine.

The fairies jump off the steel poles and fly out of the
pleasure dome, but --

One demon manages to catch a fairy by the leg and forces
her down, using her as a human shield.

Milton aims his gun and --

Milton's POV: he zeroes in on a STEEL POLE near the demon and the fairy, calculating the exact right angle as...

SLOW MOTION: Milton shoots at the pole, the bullet hits it and changes course to blast the demon's head.

As the demon drops dead, Cain leaps and wraps his hand around the fairy's throat, aiming a gun to her head.

CAIN

Drop it or she's dead!

Milton freezes. The fairy's wings flutter frantically, her pointy ears quiver with fright.

Slowly, he lowers his gun to the ground. Cain smiles.

CAIN

I have a feeling of deja vu.

BANG! BANG! BANG!

Cain shoots at Milton, but...

Milton's POV: he sees the future trail of Cain's bullets in his mind's eye.

Milton rolls on the ground, evading Cain's bullets by anticipating their trajectory.

CLICK!

Cain growls as he runs out of ammo, just as --

SLAM!

Milton SMASHES into Cain and the two crash against a steel pole.

Free, the fairy flies and flees out of the dome as --

WHAM!

Cain grabs Milton's head and viciously SLAMS it against the pole.

Taking advantage of Milton's momentary dizziness, Cain leaps and escapes the dome.

Milton groans in pain but grabs his gun from the floor and runs after him.

INT. CLUB INFERNO, HALLWAY - NIGHT

Milton chases Cain but behind him...

SLAM!

The demons still alive from Cain's gang leap on Milton's back and try to choke him.

Milton is death in motion as --

SLASH!

He CUTS a demon's throat wide open with his sword and breaks the neck of another one, but...

SMASH!

A pair of demons SLAM into Milton and the three of them blast through a curtain into --

THE MERMAIDS' ROOM

The demons and Milton struggle and --

BANG!

They CRASH into the aquarium, SMASHING it to bits. The mermaids scream as...

The floor is flooded with EELS, slithering in the water like black snakes.

One of the demons SWINGS a dagger at Milton, but...

Milton ducks under his attack, KICKS the dagger out of the demon's hand, and --

He grabs a slippery eel off the floor, wraps it around the demon's throat and uses it to CHOKE him.

As the demon drops down, the other one charges at Milton, but Milton throws the eel at him and --

The eel BITES the demon, who SHRIEKS as...

ZAP!

The eel ELECTRIFIES the demon.

Free, Milton runs back to...

INT. CLUB INFERNO, HALLWAY - NIGHT

The hallway is in complete chaos: the Babushka clones run around in panic, the satyrs leap naked from their room and the Frankenstein's Monster SNARLS angrily.

Milton looks for Cain but can't find him in the mayhem.

He almost reaches the hallway's end when --

SMASH!

More of Cain's demons CRASH into him.

BOOM!

Milton blasts one of them, but the others overcome him by their sheer weight and drag him into --

THE MINOTAUR'S ROOM

As Milton fights the demons, the Minotaur growls deep in his throat, frustrated at the interruption.

The raging Minotaur bends forward and charges at Milton, but at the last second --

RIP!

Milton ducks and the Minotaur IMPALES one of the demons with his deadly horns.

As the demon screams and turns to ash, another demon attacks Milton, but he sidesteps and --

WHOOSH!

The woman with whips for hands SPIRALS so quickly she becomes a blur and --

WHAM!

The whips HIT the demon like a tornado, throwing him in the air and knocking him out.

The woman hisses at Milton and comes at him like an avenging Valkyrie, but...

Milton ducks under the whips and rolls on the floor to...

INT. CLUB INFERNO, HALLWAY - NIGHT

Finally free of the demons, Milton reloads his gun as he bursts through the iron door to --

INT. CLUB INFERNO - NIGHT

Milton spots Cain running through the revelers and sprints after him, as --

Cain turns around and...

BOOM! BOOM! BOOM!

He shoots at Milton, who evades the bullets, but all hell breaks loose as...

The crowd escapes in panic and screams while --

Milton's POV: he sees the future trails of his bullets, calculating his fire so as not to hit any of the crowd.

BANG! BANG! BANG!

-- One of Milton's bullets goes between the legs of a running vampire...

-- A second bullet passes just beyond the head of the terrified elf bartender...

-- A third bullet buzzes between the horns of the faun DJ as he leaps from his booth...

But the inhumanly fast Cain manages to escape the bullets and slip out of the club.

Milton pursues him but --

The Cyclops bouncer runs toward Milton with a huge spiky cudgel, thinking he is the source of danger.

Milton doesn't have time for explanations. He aims his gun, shoots at the chain of a CHANDELIER and...

CRASH!

It falls down and SMASHES on the bouncer.

Milton leaps over the unconscious Cyclops, snatches a teleportation flask from the bar and dashes into --

INT. HIDDEN STAIRCASE - NIGHT

Milton runs up the spiral stairs after the fleeing Cain.

INT. CITY HALL SUBWAY STATION - NIGHT

Cain runs down the rails into the darkness of the subway tunnel, Milton close behind him.

INT. SUBWAY TUNNEL - NIGHT

Milton pursues Cain as LIGHT flashes down the tunnel and a distant RUMBLE gets closer.

A train is coming.

Cain aims his gun at the coming train and --

BOOM!

He BLASTS the front car's door as the train rushes toward them, jumps in the air and --

SLAM!

He crashes into the train, which drives straight at Milton, who has nowhere to run...

Milton quickly gulps the teleportation potion and --

He disappears just as the train runs over the spot he left, and --

INT. SUBWAY CAR - NIGHT

Milton REAPPEARS in the train next to Cain, who can't believe his eyes.

CAIN
Son of a bitch...

SLASH!

Cain CUTS Milton's abdomen with his dagger and flees. Milton ignores the pain and runs to --

THE NEXT CAR

Where he chases the demon through frightened PASSENGERS who scream as the two race...

THROUGH THE TRAIN

Where they charge through car after car, hurling the passengers out of their way, until...

Finally, Milton catches up to Cain in the last car, leaps at him and...

CRASH!

Milton smashes into Cain and the two BLAST through the train's glass into --

INT. SUBWAY TUNNEL - NIGHT

As the train disappears down the tunnel, Milton crashes on top of Cain on the rails.

WHAM! WHAM! WHAM!

Milton punches Cain again and again until the demon lies beaten, his face a bloody pulp.

Milton rises and puts his leg on Cain's throat, pinning him to the rails.

Cain's cruel voice echoes in Milton's mind.

CAIN (V.O.)
I would've liked to taste you first,
but... orders are orders.

MILTON
Who ordered you to kill Aisling?

Cain just spits blood.

Milton grabs his head, puts it on the third rail and...

ZZZT!

Cain convulses and howls in agony as the current electrifies him. Milton pulls him back.

MILTON
Tell me or we'll do this all night.

CAIN
Go fu --

ZZZT!

Another electric shock sends Cain into a violent spasm.
Milton glances down the tunnel as --

The light of a coming TRAIN appears in the distance.

MILTON

Or I can send you back to hell right now.

Milton holds the demon's head to the rails as the train
rushes toward them.

Cain's eyes widen. He can take pain, but the tortures
that await him in the underworld are something else.

CAIN

No, wait...

Milton senses that Cain reached his breaking point and
pushes his face close to the demon's.

MILTON

Who ordered you to kill Aisling?

CAIN

Prospero, it was Prospero!

MILTON

Prospero, as in demon crime boss Prospero?

CAIN

Yes, yes!

MILTON

Where is he?

CAIN

I don't know.

MILTON

You're lying.

CAIN

No, I swear! Nobody knows where
Prospero's headquarters is.

MILTON

Than how did he hire you?

CAIN

He sent me a message through his raven.
You have to believe me.

MILTON

I believe you. That's why you're no use
to me anymore.

Cain looks at the coming train in terror.

CAIN

No, please...

Milton imitates the sympathetic face Cain made to Aisling
before he stabbed her.

MILTON

Why didn't you say so before?

He draws his blade, IMPALES Cain to the ground and takes
a step back to watch as...

Cain SCREAMS in terror, the train's lights flashing on
his tortured face before --

SLASH!

The train DECAPITATES him.

Milton stares at Cain's headless body for a long moment,
expressionless. Then...

Sensing someone watching him, he turns around to see --

A RAVEN

Looking at him from the shadows.

Milton approaches the raven and examines it closely.

Deep in the raven's eyes, there's a RED DEMONIC GLINT.

Prospero's watching him through the raven.

Milton leans close to the bird, stares straight at its
eyes and whispers.

MILTON

I'm coming for you.

INT. PROSPERO'S SECRET HEADQUARTERS - NIGHT

An opulent room covered with Satanic runes of protection. Durer's images of hell hang on the walls.

On a large table lie the remains of a lavish feast, bones and skulls... some of them human, some not.

PROSPERO (45), a demon fat from the pleasures of this world, sits at the table's head and watches --

A DARK CRYSTAL BALL

Which displays a distorted view of Milton as seen through the raven's eyes.

PROSPERO

He knows.

He signals his manservant, a grey-skinned ORC munching on the bones.

PROSPERO

Bring me the Red Death.

The orc nods and hurries to do his master's bidding, but before he leaves --

PROPSERO

And a lot of gold.

EXT. CITY HALL PARK - NIGHT

Milton limps out of the underground tunnels, finds his motorcycle parking nearby and leans on it.

It's then that the pain and fatigue finally catch up with him. He examines himself: BLOOD seeps through his shirt.

Milton's POV: The world TILTS, his view becomes blurry.

A slender WOMAN passes nearby. He looks at her and his heart misses a beat: it's AISLING.

MILTON

Aisling!

The woman turns around, revealing...

It's not Aisling. Just Milton's imagination.

As the woman hurries away, Milton collapses on the ground and PASSES OUT.

As Milton lies senseless, we hear a CROAK, as --

PROSPERO'S RAVEN

Flies out of the shadows and hovers above him, his red eyes GLINTING in the gloom.

INT. PROSPERO'S SECRET HEADQUARTERS - NIGHT

Prospero watches his crystal ball, eyeing the unconscious Milton with a malignant grin, as --

ORC (O.S.)
As you commanded, master.

Prospero raises his gaze to a visage that sends a shiver even down the demon's cold spine:

THE RED DEATH

Wears a crimson robe resembling a funeral shroud. His creepy MASK looks like the rigid face of a corpse.

Prospero gestures at Milton's image.

PROSPERO
Him.

The Red Death takes one of the skulls from the feast's remains and toys with it.

The orc, trembling visibly in the Red Death's presence, puts a chest full of gold on the table.

SNAP!

The Red Death crushes the skull with a sickening sound and pushes the gold chest away scornfully.

PROSPERO
You want more?

RED DEATH
Milton.

His voice oozes malice, as if every raspy syllable climbs up his throat from the depths of hell.

RED DEATH
Him I'll do for free.

EXT. CITY HALL PARK - NIGHT

As Milton lies comatose and defenseless on the ground, we hear the sound of FLUTTERING WINGS, as --

THE FAIRY STRIPPERS

Float down to Milton, led by the one that he saved from Cain. The glamour hides them from the outside world.

They lift Milton and carry him away, flying against the starry skies like silvery angels.

EXT. THE SANCTUARY - NIGHT

The fairies fly above downtown Manhattan, the tips of their moth-like wings glittering in the moonlight.

They head to a place that looks like a derelict mansion which has been abandoned for decades.

It's only when they cross above the chained gate that the glamour disguising the place drops and --

THE BUILDING TRANSFORMS INTO A MAGNIFICENT MANOR.

This is the Sanctuary, a place of safety for those who walk in the shadows of the hidden world.

The fairies gently lay Milton on the Sanctuary's entrance and knock with the imp-shaped door hammer.

Then they gracefully glide up in the air and fly. But as they disappear in the sky, they don't notice...

Prospero's raven, perched on a tree outside the Sanctuary.

Watching.

INT. THE SANCTUARY, INFIRMARY - DAWN

The sun is rising outside as Milton comes to his senses, lying on a bed in a pristine room.

VALENTINE (O.S.)
I was wondering when you'd show up on my
doorstep again.

Milton turns to meet the kind gaze of --

The Sanctuary's manager, **VALENTINE** (50s), a hopelessly romantic IMP with a liver of whisky and a heart of gold.

VALENTINE

Just so you know, you ruined my perfect night drinking scotch while watching a romantic movies marathon.

Milton groans and looks around.

MILTON

How did I get here?

VALENTINE

Titania's fairies brought you.

He offers Milton a glass with a swirling emerald liquid.

VALENTINE

For the pain.

Milton empties the glass in one gulp. Valentine gives him a compassionate look.

VALENTINE

The physical one, anyway.

MILTON

You've heard about Aisling.

VALENTINE

Of course. Nothing happens in New York's supernatural underworld without my knowing. And now you need a place to hide while you plot your revenge.

MILTON

You've always known me better than anyone.

VALENTINE

That's why I can't let you stay. You know the rules. This is holy ground. Killing here will condemn your soul to damnation.

MILTON

I'm already damned.

VALENTINE

Death follows you wherever you go. Your presence puts the Sanctuary's occupants in danger. You must leave, Milton.

MILTON

I will. The moment I find out where Prospero's hiding.

VALENTINE

Prospero did it? Why would he order the killing of a harmless nymph?

MILTON

That's what I'm going to ask him before I blast him back to hell.

VALENTINE

He would send assassins after you. The kind that have no soul to lose.

MILTON

I'll kill them before they hurt any of the Sanctuary's guests, you have my word.

VALENTINE

Is it really worth it? An eternity in hell just to get a revenge that won't bring you any solace for losing Aisling?

SNAP!

Milton's hand clenches so hard he breaks the glass. The shards cut his palm.

MILTON

She was carrying our child.

Valentine draws a sharp breath, losing his composure for the first time.

MILTON

She was so happy. And though I didn't know it at the time, so was I. A baby...

His voice breaks as the stony facade he tries so hard to keep begins to crack.

MILTON

I felt that if I can bring something so good and pure into the world, maybe it was my chance at redemption. I dared to hope that I could leave this life behind.

Milton stares numbly at the blood on his hand.

MILTON

Prospero took it all away. He must pay.

Valentine is taken aback by the raw pain in Milton's face. He considers him for a long moment. Finally --

VALENTINE

One day. That's it.

MILTON

That's all I'll need.

Valentine sighs and offers Milton his hand.

VALENINE

Come, your old room still awaits you.

INT. THE SANCTUARY, VARIOUS - DAY

As Valentine leads Milton across the Sanctuary, we catch glimpses of its inhabitants' daily life:

IN THE GYM

A gruff DWARF exercises to strengthen his wounded knees.

IN THE POOL

A SELKIE (half human and half seal) and a RUSALKA (a fragile spirit) swim gracefully.

IN THE COMMON ROOM

An OGRE and a FEMALE LEPRECHAUN play chess.

IN THE DINING ROOM

An ape-like YETI swallows his breakfast ravenously.

IN THE LOUNGE

An anxious-looking FEY GIRL plays the harp, its soothing melody calming her nerves.

IN THE LIBRARY

A young man reads Dickens "*Great Expectations*". On first look he seems normal...

Only when we see his YELLOW EYES we realize he's a werewolf in human form.

INT. THE SANCTUARY, MILTON'S ROOM - DAY

Simple and Spartan, with runes of protection inscribed on the windowpane.

Valentine accompanies Milton, who stares in surprise at --

PAINTINGS BEARING THE INITIALS "JM"

On the walls. Surreal and Gothic drawings, like a mirror of a tormented, lost soul.

MILTON

You've kept my old paintings...

VALENTINE

You wanted to be a painter when you were young, remember?

MILTON

Yeah, well, we don't get what we want in this life, do we?

The imp smiles sadly.

VALENTINE

No, we don't.

Milton gazes at one of the paintings, mesmerized by its haunting imagery:

A lonely figure on a windswept shore, his only companions the shadows of the dead, glimmering in the ghostly gloom.

It's as if he somehow had a premonition of his own fate.

MILTON

I used to have this recurring nightmare when I was a kid. I thought serving God and doing his bidding might save me from it. But there's no escape, is there?

Valentine's heart goes out to him. He hands Milton the painkiller potion and gestures at the bed.

VALENTINE

You need to rest, my friend.

MILTON

What I need is to find Prospero.

VALENTINE

Leave that to me. If anyone knows where he is, I'll dig him up. Literally.

INT. THE SANCTUARY, MILTON'S ROOM - DAY

Facing the mirror, Milton tends to his wounds, grimacing in pain as he bandages himself.

INT. THE SANCTUARY, MILTON'S ROOM, BATHROOM - DAY

Milton lies in a bathtub, trying to give his body the rest it needs.

He looks around: there's no music, no candles, and worse of all: no Aisling.

The contrast between this bathroom and the bathroom where he made love to her for the last time is unbearable.

He closes his eyes so he won't see her absence. No matter how much it hurts, he will not cry.

INT. THE SANCTUARY, MILTON'S ROOM - TWILIGHT

The sun sets outside as Milton comes out of the bathroom wrapped in a towel, when suddenly he hears --

KNOCK KNOCK!

He looks at the window:

A BEAUTIFUL SWAN

Stands on the windowsill, pecking at the glass.

Milton considers it for a moment, then opens the window.

The swan hops inside and --

WHOOSH!

In a flurry of motion and feathers, it turns into --

OPHELIA (35), a gorgeous shape-shifter with a sultry demeanor that hides her deadliness.

OPHELIA

I thought I taught you better than that.

MILTON

What other assassin but you would masquerade as a swan?

Ophelia's wry smile makes her all the more alluring.

OPHELIA
I've missed you. Even your scars.

She eyes Milton's wounded body.

OPEHLIA
Especially your scars.

MILTON
How did you know I was here?

OPHELIA
A little bird told me.

She comes closer to Milton, sensing his vulnerability.

OPHELIA
I'm sorry about Aisling, I truly am. But before you met her we had some good times together. Surely you remember.

MILTON
I remember you tried to kill me.

OPHELIA
It was just business, nothing personal.
And you're still here.

She stretches seductively and caresses Milton's cheek.

OPHELIA
I can be anyone you want me to.

She leans close and whispers in his ear.

OPEHLIA
Even her.

FLASH! She WHIRLS around, changing into --

AISLING

Milton draws a sharp breath, shaken. Here she is, in the flesh, and it doesn't matter that he knows it's not real.

MILTON
Wait...

But she doesn't. Her lips search for his as she reaches to untie his towel.

Milton's tempted. So tempted. He wants to stop but...

He kisses her with desperate hunger and takes her in his arms as they tumble to the bed.

He's going to do it, it will feel so good to forget the pain, just for a few moments...

MILTON

No.

He rises from the bed, breathing hard.

MILTON

You're not her. No one will ever be.

In Aisling's form, Ophelia licks her lips enticingly.

OPHELIA

You know you want it.

She even has Aisling's voice. Milton flinches, the sound cutting him like a knife. He turns his back to her.

MILTON

Leave.

Ophelia rises from the bed, hurt and trying to hide it.

OPHELIA

You're the real swan, Milton. Swans mate for life, you know.

MILTON

Please.

Ophelia's jaw drops. She has never heard Milton beg. No one has.

She touches Milton's cold skin, surprisingly gentle, her eyes shining with pity.

OPHELIA

You died with her, didn't you?

She hands Milton a SWAN-SHAPED PENDANT, its runes glowing with a golden hue.

OPHELIA

If you ever need me, you can find me with this.

She changes back to her swan form, then flies out of the window, leaving Milton alone.

INT. THE SANCTUARY, MILTON'S ROOM - NIGHT

The shadows deepen outside as Milton does something he didn't do for years: he PAINTS.

He holds the brush with tight fingers, grimacing in pain as if he paints with his heart's blood.

Finally done, he takes a deep breath and looks at it:

A PORTRAIT OF AISLING

Capturing the essence of her radiant spirit as only Milton can.

KNOCK! KNOCK!

Valentine opens the door, holding a covered tray. Milton spins to him, eager for information.

MILTON

What have you got for me?

VALENTINE

Supper.

MILTON

I'm not hungry.

VALENTINE

Eat. You'll need your strength tonight.

MILTON

Where am I going?

VALENTINE

The bad news is everyone who knew where Prospero's hiding is dead, and refuse to talk even beyond the grave.

He shrugs, as if to say necromancy was worth a shot.

VALENTINE

The good news is I know someone who might help you find him... For a price.

MILTON

Money's not a problem.

VALENTINE

Lilith is not interested in money. She craves the things money can't buy: dreams, emotions, memories.

MILTON

Where can I find her?

VALENTINE

In the Shadow Fair, a secret meeting place for the creatures of the night.

MILTON

Where is it?

VALENTINE

Where my favorite movie took place: the Catskill mountains.

Milton just stares at him blankly. Valentine sighs in disbelief, as if to say Milton's hopeless.

VALENTINE

What, you've never seen "*Dirty Dancing*"?

EXT. CATSKILL MOUNTAINS - NIGHT

Milton races on his motorcycle across the twisty roads through the misty mountains.

EXT. ROAD - NIGHT

Milton parks his motorcycle as he sees --

Through the trees, shadows move against colorful lights.

Sounds of merriment echo in the night.

EXT. WOODS - NIGHT

In the mist, the woods seem like an enchanted forest.

Milton heads toward the Fair but fails to notice...

THE TIP OF A CRIMSON ROBE

Fluttering in the wind behind a tree.

EXT. SHADOW FAIR - NIGHT

In a large clearing in the forest, creatures of all kinds offer various goods and services.

GOBLINS

Sell strange elixirs and POTIONS, colorful fumes swirling out of them.

GOBLIN

Drink and you'll be ten times stronger!

GHOULS

Peddle BLACK CAULDRONS, the nearby sign claiming they will bestow eternal life upon whoever uses them.

A BANSHEE

An old hag in a booth made of skulls, who cries out in a chilling voice.

BANSHEE

Come to learn when you'll die!

Milton crosses over to the --

CIRCUS SECTION

Where he passes by...

A MARIONETTE THEATER

Where the PUPPETS COME TO MAGICAL LIFE as they perform to the delight of dwarf children.

A PSYCHIC SLEEPING BEAUTY

Whose fantastic dreams are projected on a canvas like a surreal movie.

A BLIND KNIFE THROWER

With milky white eyes throws daggers at a lovely PIXIE GIRL, who doesn't even flinch as they barely miss her.

A HANGAR-LIKE BUILDING

With a flashing marquee sign in the shape of a maze that says "THE ILLUSIONARIUM".

WHOOSH! WHOOSH! WHOOSH!

The sound comes from a secluded area where a group of...

ELF ACROBATS

Perform with inhuman agility and grace, leaping over and rolling under --

A RAZOR-SHARP PENDULUM

That swings back and forth, its deadly scythe barely missing the acrobats.

A BAND OF GNOMES

Play merry music, drumming while their floating fiddles seem to play on their own.

Milton heads to a TENT painted with Tarot illustrations, all with a morbid, macabre quality.

INT. LILITH'S TENT - NIGHT

Inside, BLACK CANDLES burn with a distorted halo glowing around them, as if seen through a glass darkly.

Ravel's "*Pavane for a Dead Princess*" plays from a Victrola spinning without a record.

The scant light reveals a dark-haired WOMAN, her back to Milton, who lays Tarot cards on the table.

WOMAN

*"Can we love but on condition that the
one we love must die?"*

The woman upturns a skull-shaped HOURGLASS. *Its grains of sand float upwards.*

WOMAN

She loved Browning's poetry.

Milton draws a sharp breath. *Aisling.*

MILTON

How do you know?

The woman turns, revealing...

LILITH looks in her 30s, but has the eyes of an ancient soul. Her pale skin is covered with DARK SNAKE TATTOOS.

LILITH
My cards show me a lot, as Valentine
must have told you. And my knowledge
always comes with a price.

MILTON
Just tell me where Prospero's hiding.
I'll give you whatever you want.

LILITH
What can you offer me? Your emotions are
gone, all except rage and regret. Your
only dreams are about revenge and death.

She plays absently with the "THE FOOL" card. The figure
on the card has a face disturbingly similar to Milton's.

LILITH
I don't need to read your future to know
that you have none. The only worthwhile
thing you have is in your past.

Milton swallows hard, visibly shaken, realizing where
she's going with this.

MILTON
You want my memories of Aisling.

LILITH
Not all of them, I'm not greedy.

She licks her lips, her dark eyes burning with a terrible
hunger that mirrors Milton's hunger for vengeance.

LILITH
Just your most cherished one.

Milton freezes. He was ready to give anything... anything
but this. It's the only thing he has left.

MILTON
And if I give it to you...

LILITH
You will lose it forever. As if it never
happened.

Milton considers for a long moment. It's the hardest
decision he ever faced in his life.

We can see the struggle on his face: *is he really willing to make such a sacrifice for the sake of revenge?*

Finally, through clenched teeth...

MILTON

Take it.

Lilith does not seem surprised, as if it was inevitable.

LILITH

I need you to concentrate and recall your most precious moment with her.

MILTON

How do I know which is it?

Lilith smiles a sad, dark smile.

LILITH

It's the one that hurts the most.

Milton closes his eyes, his heart and soul in turmoil, and the memory comes to his mind...

INT. GROTTO - TWILIGHT

As Milton feels Aisling's belly in wonder, a broad, incredulous smile slowly spreads on his face.

MILTON

I can feel him...

Tears of joy well up in Aisling's eyes.

AISLING

We will love him so much.

Milton holds Aisling close to him, looking happy for the first time we saw him.

INT. LILITH'S TENT - NIGHT

Lilith puts her hands on Milton's head and...

THE SNAKE TATTOOS CREEP OUT OF HER SKIN

And slither through the air to sink their teeth in Milton's flesh.

Milton convulses in pain, his knuckles white, as the snakes SUCK the memory out of him.

EXT. SHADOW FAIR - NIGHT

Sudden silence falls on the market. All the creatures sense something that scares them to their core.

THE LIVE MARIONETTES

Cover their eyes and whisper to each other, all of them saying the same word.

MARIONETTES

Death...

THE SLEEPING BEAUTY

Moans as her colorful dream, projected on the screen, turns to a black and white nightmare. The only color in it is the RED of a sinister figure's cloak...

THE BLIND KNIFE-THROWER

Loses his concentration and the pixie screams as a knife almost impales her hand.

THE ELF ACROBATS

Leave their pendulum and take cover in the trees.

THE GNOMES

Stop playing their music and stare, trembling, at...

THE RED DEATH

Who appears out of the shadows, his cloak swirling around him, as silent as a ghost.

He scans the market, his eyes flashing behind his mask. Slowly, he turns toward Lilith's tent.

He only stops by the Banshee, the old hag that claims to predict her clients' date of death.

She flinches back from him, gasping in terror, as he whispers in her ear.

RED DEATH

Today.

The Banshee clutches her chest, her eyes bulging, and collapses on the ground.

INT. LILITH'S TENT - NIGHT

Milton breathes hard, as the snakes leave him and...

MERGE BACK INTO LILITH'S SKIN

Lilith moans in ecstasy, experiencing Milton's memory in her mind. Finally --

It's over. Lilith smiles, seeming alive for the first time we've seen her.

LILITH

Ah, true love.

Milton is shaken, his heart aches with an echo of loss, like the pain of a phantom limb.

MILTON

Now where is Prospero?

LILITH

Let's see what my cards have to say.

Lilith concentrates... and we realize she was speaking literally when suddenly --

THE TAROT CARDS COME TO LIFE

The various characters of the Major Arcana become three dimensional, human-sized figures, swirling around Milton.

IN "THE STAR" CARD

The WOMAN looks up at the ring of stars shining brightly in the sky.

WOMAN

Follow the stars...

IN "THE HANGED MAN" CARD

The MAN hanging upside down from a tree gestures at Milton and speaks.

HANGED MAN

Come to me...

IN "THE JUDGEMENT" CARD

The DEAD crawl out of their graves and wail as they point at their burial crypts.

THE DEAD
We're waiting for you down there...

IN THE "DEATH" CARD

The GRIM REAPER looks straight at Milton, a warning in his pale, hollow eyes.

GRIM REAPER
Beware...

Lilith tenses, sensing the coming danger, but Milton is too transfixed to the cards' creepy clues to notice.

GRIM REAPER
He's coming for you...

Lilith gasps and loses her concentration, and the Tarot characters FLICKER, as if about to fade away.

LILITH
 We have to go.

MILTON
 Wait, I still don't know where...

LILITH
Now.

She chants in some arcane language and suddenly...

A GLOWING PORTAL

Opens in the air behind her.

As the Tarot characters vanish, Lilith enters the portal and gestures at Milton urgently.

LILITH
 Come on!

Milton turns to join her, but...

BOOM!

The Red Death EXPLODES into the tent, slamming into Milton and knocking him off his feet as...

The portal closes and Lilith disappears.

Locked together, Milton and the Red Death blast into the tent's fabric, tearing it apart, and roll out to...

EXT. SHADOW FAIR - NIGHT

Milton and the Red Death both draw their guns, shooting one at the other, and --

PANDEMONIUM

All hell breaks loose in the Shadow Fair:

The live puppets of the marionette theater run around hysterically, frightened by the fight.

The sleeping beauty's nightmare on the screen becomes violent and chaotic.

The Red Death grabs the knife-thrower's KNIVES and --

WHOOSH! WHOOSH! WHOOSH!

He throws the knives at Milton one after the other, impossibly fast. They fly toward Milton's heart...

But Milton leaps and rolls on the ground, barely evading the knives, as --

SLASH!

One of the knives cuts his cheek, just missing his eye.

BOOM! BOOM! BOOM!

Milton shoots at the Red Death, but --

He has found his match. The Red Death can anticipate the trajectory of his bullets too, and...

SLOW MOTION: The Red Death shoots back and his bullets blast Milton's bullets out of the air.

Milton stops to reload, but doesn't get the chance as the Red Death charges at him and --

BANG! BANG! BANG!

Milton's POV: he sees the bullets' future trails and...

Milton leaps sideways to escape the coming fire, but --

The Red Death's bullets CHANGE COURSE in the middle of their flight toward Milton's new location.

Milton desperately grabs one of the ghouls' CAULDRONS and uses it as a shield as...

The bullets HIT the cauldron, which saves Milton's life.

Milton's eyes widen as he realizes he has never faced such an enemy before.

As the Red Death's deadly fire keeps coming at him, Milton notices --

THE HANGAR-LIKE BUILDING

With the flashing marquee sign in the shape of a maze that says "THE ILLUSIONARIUM".

Milton retreats inside and finds himself in...

INT. ILLUSIONARIUM - NIGHT

A phantasmagorical, ever shifting LABYRINTH of passages, hallways and staircases.

Somehow, the building's interior seems much bigger than its exterior suggests.

Milton stops for a moment to get his bearings in the disorienting maze swirling around him, but --

BOOM! BOOM! BOOM!

The Red Death bursts inside, his gun blazing.

Milton reloads while running into --

A HALLWAY

Which STRETCHES on to what seems like infinity while Milton turns around, SHOOTS, and --

BANG! BANG! BANG!

Milton's POV: his bullets rush toward the Red Death, they're going to hit him, but...

THE HALLWAY TWISTS AND TURNS

And the sudden shift in gravity throws the bullets off their course and they miss their target.

As the Red Death charges at him, Milton races up a...

STAIRCASE

Where he fights to stay on his feet as --

The staircase SPIRALS impossibly upon itself, like a surreal Escher painting.

The Red Death pursues Milton relentlessly, as...

BOOM! BOOM! BOOM!

They both shoot at each other, but the bullets go astray as the staircase keeps shrinking and expanding.

Realizing his gun is useless, Milton draws his SWORD, jumps at the Red Death and --

SLASH!

Milton's blade almost cuts off the Red Death's head...

But the spiraling movement of the stairs throws the Red Death back to safety.

The Red Death draws a blade of his own and --

DING!

Their blades meet in a shower of sparks as --

Milton and the Red Death duel in a trippy sword fight against the laws of physics.

Suddenly, gravity shifts, throwing the Red Death and Milton into --

A PASSAGE

Where they find themselves face to face and --

SLAM!

The Red Death SMASHES into Milton and engages him in a ferocious hand to hand fight.

THE PASSAGE SHIFTS AND TURNS SIDEWAYS

As Milton and the Red Death battle, both getting thrown against the walls.

The passage's floor becomes the ceiling and --

CRASH!

Milton loses his footing and gets his wind knocked out of him when he lands on his back.

The Red Death seizes the opportunity and attacks Milton, ready for the kill, when --

Milton notices the entrance to the *Illusionarium* nearby. He has no choice but to escape outside to --

EXT. SHADOW FAIR - NIGHT

Where he turns around and aims his gun at the Red Death, who comes right after him, but...

CLICK!

Milton runs out of ammo, and in the split second it takes him to reload...

SLAM!

The Red Death comes jumping through the air like a bird of prey and KICKS the gun out of Milton's hand.

Milton draws his blade, but --

WHAM!

The Red Death attacks Milton viciously and throws him over his shoulder, knocking his sword aside.

Milton rises only to get KNOCKED back and --

CRASH!

Milton is beaten into the goblins' booth and topples with it to the ground.

Milton jumps to his feet and smashes his fist into the Red Death's mask, but --

The Red Death seems unstoppable. He charges at Milton, inescapable like death.

Milton and the Red Death fight in hand to hand combat, but the Red Death is faster and stronger.

-- He HITS Milton on the side of the head...

-- Knees him in the groin...

-- Knocks Milton's legs from under him...

And stands above Milton, who lies weaponless and bleeding on the ground.

HISS!

The Red Death makes a horrible choked sound. It takes a moment for Milton to realize he's chuckling.

The Red Death lifts his sword to finish Milton off, but --

Milton rolls, grabs one of the STRENGTH POTIONS from the goblins' fallen booth...

And drinks it in one gulp.

For a moment nothing happens, and the Red Death closes in for the kill. Then --

Milton CONVULSES, his face turning RED, and suddenly...

Milton's body grows taller and his muscles bulge impossibly, as he becomes...

A MIGHTY SAVAGE

As if the potion turned him into a combination of Mr. Hyde and the Hulk.

Milton growls deep in his throat and charges at the Red Death like a madmen, as --

SLASH!

The Red Death strikes with his blade at him, but...

Milton THROWS the sword aside as if it was nothing more than a stick, as --

The Red Death rolls on the ground and reaches for his gun, but...

SLAM!

Milton KICKS the gun from the Red Death's hand, grabs him by his cloak and throws him right into --

THE BANSHEE'S BOOTH

Where the Red Death collapses, the Banshee's skulls crushing all around him.

The Red Death rises painfully to his feet, but --

WHAM! WHAM! WHAM!

Milton PUNCHES the Red Death again and again, pushing him back toward the swinging PENDULUM.

The Red Death can't stop Milton's onslaught, as...

BANG! BANG! BANG!

Milton HITS the Red Death with all his might.

The Red Death sways unsteadily on his feet. His crimson robe is now red with blood.

Milton gulps a huge breath of air, looks at the Red Death straight in the eye...

And with a mighty ROAR, Milton leaps and --

BOOM!

He KICKS the Red Death, who flies backward through the air into --

SLASH!

The pendulum CUTS OFF the Red Death's head, which rolls on the ground.

Milton breathes hard, his teeth bared, his heart threatening to beat out of his chest.

The Shadow Fair turns deathly quiet as --

From their places of hiding, all the Fair's creatures stare at Milton in awe.

The live puppets all point at him and whisper excitedly.

PUPPETS

Hero...

WHOOSH!

Milton leaps, SNARLING like some beastly creature of the night, and disappears into the dark woods.

INT. THE SANCTUARY, VALENTINE'S QUARTERS - NIGHT

Valentine drinks straight from a whisky bottle as he watches a movie on the screen.

VALENTINE

Why can't they be together? They love each other, I know it.

His companion, the **SELKIE** we saw earlier swimming in the pool, wraps her arm around him comfortingly.

She hands him a handkerchief so he can wipe the tears from his eyes.

SELKIE

Oh, Valentine, you're so sweet. Why don't you have a boyfriend?

Valentine almost chokes, spraying whisky all over.

VALENTINE

I'm not gay.

The Selkie blushes and stammers.

SELKIE

Oh, sorry... I just assumed...

And suddenly the door SLAMS open and --

Milton BURSTS inside, deathly pale and covered with cold sweat, and collapses on the floor.

His body has returned to normal, but he's still in shock from the potion's aftereffects.

Alarmed, Valentine hurries and kneels by his side.

VALENTINE

What did you do?

Milton tries to speak but only manages to throw up as he passes out. The Selkie looks stunned.

SELKIE

What happened to him?

VALENTINE

Worst hangover ever.

INT. THE SANCTUARY, INFIRMARY - NIGHT

Milton opens his eyes and has a moment of deja vu as he sees Valentine sitting nearby holding a drink.

VALENTINE

It's becoming quite a habit.

Milton tries to sit up, but falls back as a flash of dizziness hits him.

VALENTINE

Easy. You need to lie down.

Milton slams his fist into the bed in frustration.

MILTON

I almost had it. Lilith's cards hinted at Prospero's location, but she was gone before I could know enough.

VALENTINE

That's not good. When she goes off the radar, she really goes off the radar. What do you know?

MILTON

Something about following the stars, going to the Hanged Man and the dead waiting down in their graves.

Valentine furrows his brow, deep in thought.

VALENTINE

Why do they always have to speak in damn riddles?

MILTON

Prospero's the crime boss of New York's underworld. He must be hiding around here. But where in the city could all those clues lead?

They are both at a loss, when suddenly --

POLLY (O.S.)

It's quite obvious, actually.

They turn in surprise to see --

A FEMALE LEPRECHAUN

Peeking from behind the curtain covering a nearby bed.
It's the one we saw earlier playing chess.

VALENTINE

I didn't know you were here, Polly.

The leprechaun, **POLLY**, smiles mischievously.

POLLY

The advantages of being small and quiet.

MILTON

Where do you think the clues lead?

POLLY

Where I've spent countless hours playing chess against you humans: Washington Square Park.

Valentine's eyes widen in realization.

VALENTINE

Ah, the stars...

POLLY

Are the ones on the Washington Square Arch. And the Hanged Man is not such a subtle hint to the Hangman's Elm.

MILTON

What about the dead?

POLLY

Well, over 20,000 corpses are buried in the secret tunnels beneath the Square. So my guess: that's where you're going.

That's all Milton needs. He pushes himself up from the bed and reaches for his nearby sword and gun.

VALENTINE

What the hell do you think you're doing?

MILTON

Going to kill Prospero.

VALENTINE

Are you crazy? He's a high ranking demon, and those can reanimate the dead. Which means he's got an army of 20,000 zombies to guard him down there.

He looks at Milton, who sways unsteadily.

VALENTINE
And on top of that, you're in no
condition to fight.

But Milton doesn't listen. Driven by his thirst for
revenge, he heads for the door.

Valentine moves to stand between Milton and the door,
unwilling to let him go like this.

VALENTINE
This is a suicide mission and you know
it. Are you so desperate to die?

MILTON
YES!

Valentine flinches from the brutal honesty in Milton's
voice. Polly stares at him wide-eyed.

MILTON
But only after I'll make Prospero pay for
what he did to Aisling.

With a heavy heart, Valentine stands aside. Milton
crosses the threshold, but before he's gone --

VALENTINE
Milton.

Milton turns. Valentine looks at him as if he doesn't
expect to see him again.

VALENTINE
Godspeed.

Milton is silent for a long moment, as if he too senses
this is a final parting. Finally --

MILTON
"Wait... and hope".

And with that, he leaves.

Valentine takes a deep gulp from his drink and whispers
to himself.

VALENTINE
Goodbye, Edmund Dantes.

INT. PROSPERO'S HEADQUARTERS - NIGHT

Prospero walks restlessly from one side of the room to the other, his raven watching him from the table.

A voice comes from the other side of the entrance door, which is sealed with a lock engraved with devilish runes.

ORC (O.S.)
They are ready, Master.

Prospero unlocks the door and opens it to let in --

THREE LIVING DEAD

The leaders of Prospero's reanimated zombie army.

Their rotten flesh is barely hanging on their grotesque skeletal forms. Their eyes burn with unholy life.

They walk in jerky movements, like broken marionettes, as they approach Prospero and kneel before him.

PROSPERO
Man every entrance. Send your troops to guard all the tunnels. Let him inside... then capture him.

Unable to speak, the zombies HISS to indicate they will do his bidding.

PROSPERO
Go!

As the living dead are about to leave, Prospero gives them one last order.

PROSPERO
And don't forget: bring him to me only when you've made absolutely sure that he is secure and unarmed.

As the living dead leave, Prospero turns the lock on the door and seals it once more.

But he still looks concerned. He draws TWO GUNS out of his jacket and makes sure they are loaded.

The raven croaks, as if in warning, and Prospero gives him an irritated look.

PROSPERO
Yes, I know he is coming.

EXT. THE SANCTUARY - NIGHT

As Milton sits on his motorcycle, he pulls something out of his jacket: Ophelia's swan-shaped PENDANT.

He looks at it thoughtfully, an idea forming in his mind.

EXT. WASHINGTON SQUARE ARCH - NIGHT

Milton stares at the STARS on the arch.

Above them is an inscription, a Washington quote:

"Let us raise a standard to which the wise and the honest can repair. The event is in the hand of God".

He grunts bitterly and crosses into --

EXT. WASHINGTON SQUARE PARK - NIGHT

It's the dead of night. Only a few people pass by Milton, disappearing in the fog like ghosts.

The branches of the Hangman's Elm reach upward to the sky like skeletal hands in a silent prayer.

Milton inspects the ancient tree.

Milton's POV: he sees through the glamor spell cast on the tree, discovering...

A HIDDEN SKULL BURIED IN THE TRUNK

He pushes the skull inward and --

A DARK HOLE

Opens in the ground by the tree, leading into the earth.

With grim satisfaction, Milton jumps inside. The hole closes after him without a sound.

INT. TUNNELS OF THE DEAD - NIGHT

The inky blackness of the tunnels is more than darkness. It's almost a living thing, suffocating all who enter.

As Milton drops down on the tunnel's floor --

CRACK!

The sound echoes in the tunnel as Milton lands on something that snaps under his weight.

Milton puts on NIGHT VISION GOGGLES and looks down to see it's a --

HUMAN SKULL

Milton's POV: the greenish ghostly night vision reveals numerous alcoves with BONES in the tunnels' walls.

Milton reaches --

A JUNCTION

Three tunnels lead in all directions, all equally gloomy and uninviting.

He takes a bone and marks the wall of the tunnel he turns into, like Theseus in the Minotaur's labyrinth.

INT. TUNNELS OF THE DEAD - NIGHT

Milton emerges into yet another tunnel in the nightmarish maze, when suddenly --

HEAVY FOOTSTEPS

Can be heard from somewhere in the tunnel's darkness.

Distant... but getting closer.

Something about the sound is wrong: like the one making it is dragging his feet, shuffling.

Milton takes cover in the shadowy tunnel, waiting tensely as the footsteps slowly, menacingly approach.

THUD!

The footsteps land sluggishly on the floor, as if in a slow motion, ghostly march.

Milton tenses as --

A SHADOWY FIGURE

Crosses the adjacent tunnel, walking erratically, its feet BENT in a grotesque manner.

The figure's silhouette is misshapen, almost inhuman.

The figure shambles forward, when suddenly --

IT STOPS.

Slowly, it turns its deformed head back toward Milton, as if sensing something.

Then, it begins to slither back in Milton's direction, making a strange sound:

SNIFFING

Milton's hand closes on his gun. He knows that if he shoots, he will bring all the dead down on him.

HISS!

The figure GROWLS softly as it reaches the junction, just a few feet from Milton's hiding place.

A moment of dead silence, as the figure turns to look straight at Milton.

TWO GHASTLY EYES

Glow faintly in the dark.

For a moment it seems like the figure has discovered Milton, but then --

It turns its chilling gaze back to the tunnel, and --

It plods along the tunnel on its crooked feet, moving like a broken mannequin, until...

Finally, the thing fades in the darkness.

Milton lets out a long breath, steps out of his hiding place and continues in his journey.

INT. TUNNELS OF THE DEAD - NIGHT

Milton advances down another tunnel when he sees --

SHADOWS

Moving on the walls ahead of him.

It looks like a mob carrying torches coming for him.

Milton retreats back, but...

GROWLS AND SNARLS

Come from behind him, eerie inhuman sounds that make the skin crawl.

Milton can see his CLOUD of breath: it's icy cold.

He's trapped. Unless...

At the last moment before the two dead forces close on him, he shoves himself into an ALCOVE in the wall.

IN THE ALCOVE

Milton lies side by side with a SKELETON, holding his breath as --

IN THE TUNNEL

The torches' light reveals the rotting faces of...

THE REANIMATED DEAD

Who appear from both sides of the tunnel, their hollow eyes searching for Milton.

They hiss and bark at each other, communicating in the only way they can.

Not seeing any sign of Milton, each force is about to turn around and continue the search elsewhere, when --

IN THE ALCOVE

CRUNCH!

The skeleton suddenly COMES TO LIFE and his hand closes on Milton's throat!

Milton struggles against the skeleton's grip, as --

SNAP!

He breaks the skeleton's hand and SMASHES its grinning skull to pieces, but --

IN THE TUNNEL

The noises of the mayhem draw the reanimated dead's attention. They spin around...

And spot Milton.

Knowing it's too late, Milton draws his gun, leaps out of the alcove and --

BOOM! BOOM! BOOM!

He shoots as they attack him like a hungry zombie horde.

Three of the living dead try to grapple the gun from Milton, but...

BANG! BANG! BANG!

Milton blasts them to pieces.

Milton keeps firing as more zombies charge at him, but for every one that falls another two come at him.

They climb one over the other and throw themselves on Milton, bringing him down by sheer weight.

Milton loses his gun and continues to fight and break the zombies' bones, but there are too many of them.

Finally, the living dead manage to handcuff his hands behind his back.

Helpless, Milton's head slumps in defeat.

He's been beaten.

INT. TUNNELS OF THE DEAD - NIGHT

The zombies lead the captive Milton down the tunnel to --

A LARGE STEEL DOOR

Where Prospero's orc waits.

The orc searches Milton thoroughly for weapons, but the living dead have stripped him from them all.

Then he inspects Milton's handcuffs, making sure they're tight and inescapable.

Satisfied, the orc knocks on the door.

Prospero's voice comes from the door's other side.

PROSPERO (O.S.)

Is he secure and unarmed?

ORC

Yes, master!

The door opens and the living dead lead Milton into --

INT. PROSPERO'S HEADQUARTERS - NIGHT

Prospero smiles at the sight of Milton in the hands of his zombies.

He aims his guns at Milton, about to kill him, when --

MILTON

"Hell is empty, and all the devils are here."

The demon freezes at the sound of Ariel's words to Prospero in *"The Tempest"*. And suddenly --

WHOOSH! Milton MORPHS, changing into --

OPHELIA

Who smiles coldly at the stunned Prospero.

OPHELIA

It was the only way to get you to open your fortress.

BOOM! BOOM! BOOM!

The zombies inside the room drop like flies as --

THE REAL MILTON

Bursts inside with his gun blazing.

Taking advantage of Prospero's surprise, he blasts the demon's two guns away, and --

BANG! BANG! BANG!

He kills the zombies holding Ophelia captive as --

THUD!

He SEALS the door from the inside, locking the other living dead outside.

Satisfied that they're safe for the moment, Milton turns to Prospero...

And freezes in place at an oddly familiar sight:

Prospero's raven perched on the table, croaking, its red eyes flashing.

Milton is overwhelmed by a feeling of deja vu.

It's the image Azrael looked at in his mirror when Milton came to pick up his payment for the Bloody Mummer.

Shaking himself out of it, Milton aims his gun at the defeated Prospero.

MILTON

Why?

PROSPERO

Does it matter?

MILTON

It matters to me. WHY?

Prospero stalls to buy time, as he hears --

THUD! THUD! THUD!

The zombies SLAM on the door from the tunnel outside.

PROSPERO

You're going to kill me anyway.

MILTON

True, but if you don't cooperate, it will be a very long, painful death.

PROSPERO

That's what he said too.

MILTON

Who?

PROSPERO

Azrael.

Milton freezes, a sudden chill goes down his spine.

MILTON

What are you talking about?

PROSPERO

Azrael ordered me to kill you and your nymph, or he'd banish me back to hell.

MILTON

You're lying.

PROSPERO

I hired Cain. I was just the middle man.

MILTON

I don't believe you.

PROSPERO
How do you think Cain knew how to breach
your security system?

Milton's eyes widen in realization as he recalls...

INT. AZRAEL'S MANSION, MAIN HALL - DAY (FLASHBACK)

*It's the day Milton went to collect his payment for
killing the Bloody Mummer.*

*For a split second, Milton thinks he sees himself and
Aisling in one of the mirrors...*

IN THE MIRROR

*He and Aisling are at their house's gate, and he enters
the secret code that unlocks the security system...*

INT. PROSPERO'S HEADQUARTERS - NIGHT

Milton draws a sharp breath.

MILTON
He saw it in his mirrors.

Prospero takes advantage of Milton's distraction, and...

In a sudden motion, he draws a DAGGER. Ophelia SHOUTS in
warning as Prospero tries to stab Milton, but...

Milton is faster. He grabs Prospero's hand, turns the
dagger against him and --

Buries the dagger in Prospero's belly.

As Prospero lies dying, Milton stares at him, shaking his
head in disbelief.

MILTON
Why would Azrael want me and Aisling
dead? It doesn't make any sense...

PROSPERO
(whispering)
Annabel Lee...

And then Prospero turns to ash. As Milton stares at his
remains, Azrael's silky voice echoes in his mind.

AZRAEL (V.O.)
Ah, no one wrote poetry like Poe...

INT. AZRAEL'S MANSION, MAIN HALL - DAY (FLASHBACK)

It's the day Milton went to the angel after Aisling's murder. Azrael closes the book of Poe poems...

But in hindsight, Milton sees the poem he was reading:

ANNABEL LEE

As the memory freezes on the text of the poem, we hear --

MILTON (V.O.)

"But we loved with a love that was more than love, I and my Annabel Lee; With a love that the winged seraphs of heaven, Coveted her and me..."

INT. PROSPERO'S HEADQUARTERS - NIGHT

Prospero's raven croaks as the truth dawns on Milton.

MILTON (V.O.)

"The angels, not half so happy in Heaven, Went envying her and me. Yes! That was the reason (as all men know, In this kingdom by the sea) That the wind came out of the cloud by night, Chilling and killing my Annabel Lee..."

Milton looks at Ophelia, and the fury in his eyes is so terrifying even she takes a step back.

OPHELIA

You can't believe an angel would've ordered Aisling's murder.

MILTON

Lucifer was also an angel once.

OPHELIA

So what, you're going to confront him?

MILTON

No. I am going to kill him.

INT. TUNNELS OF THE DEAD - NIGHT

Milton and Ophelia emerge out of Prospero's Headquarters to the silent tunnel, where they discover...

With Prospero dead, the zombies he reanimated all lie on the ground, their unholy life gone.

INT. TUNNELS OF THE DEAD - NIGHT

Milton follows the markings he left on the wall as he leads Ophelia in the maze of tunnels.

EXT. WASHINGTON SQUARE PARK - NIGHT

Milton and Ophelia emerge out of the tunnels.

OPHELIA
How I've missed the air of the living.

MILTON
Thank you for your help.

OPHELIA
I can help you with Azrael too.

MILTON
No. He is mine alone.

Ophelia knows Milton too well to argue. As Milton turns to his motorcycle --

OPHELIA
I'm not going to see you again, am I?

Milton doesn't answer. Ophelia smiles sadly.

OPHELIA
Even if you somehow survive facing an angel, you'll never forget her.

Milton's silence is all the confirmation Ophelia needs. She gives Milton a soft kiss on the cheek.

OPHELIA
Goodbye, Milton.

As Milton drives away, she whispers, baring her soul for a rare moment.

OPHELIA
And I will never forget you.

EXT. AZRAEL'S MANSION - NIGHT

Milton jumps off his motorcycle and heads to the mansion.

INT. AZRAEL'S MANSION, HALLWAY - NIGHT

Milton bursts inside and charges down the hallway.

The SERAPHS raise their blades and try to stop him, but...

SLASH! With a swift stroke, Milton DECAPITATES one seraph. As his head rolls on the floor --

The other seraph sends his blade in a deadly arc toward Milton's throat, but --

Milton ducks, the seraph's sword passing inches from his head, and...

Milton IMPALES the seraph to the wall with his blade.

His sword dripping with seraphs' blood, Milton turns to the door to Azrael's hall and KICKS it open.

INT. AZRAEL'S MANSION, MAIN HALL - NIGHT

Azrael turns from his mirrors as Milton storms inside, not at all surprised to see him.

AZRAEL

*"Tell this soul with sorrow laden, if
within the distant Aidenn, it shall clasp
a rare and radiant maiden, whom the
angels name Lenore; Quoth the Raven..."*

Azrael gestures at a mirror, where an image flashes, the possible future he has taken away from Milton:

IN THE MIRROR

Milton and Aisling cradling their baby in happiness.

AZRAEL

(whispering)

"Nevermore".

As the image vanishes, Milton aims his gun at Azrael.

MILTON

Spare me your poetry. I know it was you.

BOOM! BOOM! BOOM!

Milton charges toward Azrael, shooting furiously, but --

Blink and you'll miss it, Azrael draws his blade and...

SLOW MOTION: He DEFLECTS the bullets with the quickest display of swordsmanship we've ever witnessed...

And sends the bullets blazing straight back at Milton!

WHOOSH!

Milton leaps and rolls on the floor, barely escaping his own fire.

Realizing it's useless, he drops his gun, draws his sword and closes on Azrael.

MILTON

You wanted Aisling dead because of our love? Envy, that's it?

AZRAEL

It was much more than envy.

He nods at his wing stumps.

AZRAEL

I never told you why God took my wings. It was because I wanted to know what it feels like to love, but He forbade it. The Wizard didn't want to give the Tin Man a heart.

He smiles bitterly.

AZRAEL

Instead, he gave this gift to you humans. And what do you do with it? You waste it on those not worthy of it, or betray and hurt those who do deserve it.

MILTON

Aisling deserved love. And I would never have betrayed or hurt her. Why kill her?

AZRAEL

I always thought that one day she will see you for the brute killer you are and leave you. But when I learned she was carrying your child, I knew that she will stay with you no matter what.

His eyes almost scorch Milton with their blaze of hatred.

AZRAEL

Which meant that God has given you what He denied me: true love. And that I could not bear.

MILTON
I thought you didn't question God's
justice.

Azrael loses his composure for the first time and SHOUTS.

AZRAEL
IT WASN'T FAIR!

A moment of dreadful silence as the angel's scream of
fury echoes in the hall. Then --

Azrael composes himself and assumes a battle stance.

AZRAEL
God let me kill your precious Aisling,
and he let you come here to try and kill
me. You know what I think?
(points upward)
He just wants to watch a good fight.

Azrael swirls his blade and smiles.

AZRAEL
Let's give it to him.

DING!

Milton's blade meets Azrael's sword with a clash of
blazing sparks.

Milton rolls on the floor, ducking under Azrael's blade,
and goes on the offensive, but --

Azrael jumps on the walls, parkour style, easily evading
Milton's attacks.

Milton gives it his all, but it's not enough. The angel
is just too quick and powerful.

Azrael leaps, lands right before Milton and --

CLANG!

Azrael's blade KNOCKS Milton's sword from his hand.

Milton stands weaponless before Azrael, who lifts his
blade high in the air to give the killing blow.

AZRAEL
Did you really think a mere mortal like
you could kill me?

MILTON
I'm not a mere mortal.

AZRAEL
Really? What are you, then? A monster,
like all the freaks called you?

There's a sudden clarity in Milton's eyes, an epiphany
that comes only when facing your own mortality.

MILTON
No, I'm not a monster.

*And it seems as if only now that he says it out loud, he
finally sees the truth of it.*

MILTON
I kill monsters...

And it is this realization that gives him the power to --

Throw himself up in the air in a SOMERSAULT, evading
Azrael cutting blade, and --

SLAM!

He KICKS Azrael, who flies backward in the air toward
Michael's SCULPTURE --

MILTON
Monsters like you.

The fallen angel screams as he's IMPALED on Michael's
bronze spear.

Milton raises his sword to finish off Azrael, who lifts
his hand as he writhes in agony.

AZRAEL
Wait, you don't understand!

Something in Azrael's tone makes Milton hesitate.

Azrael gestures at the mirrors all around.

AZRAEL
Aisling was meant to die. It was the only
possible future.

MILTON
I don't believe you.

AZRAEL

It was God's plan. Otherwise, you would have left his service to spend your life with her.

Milton's sword hovers over Azrael's throat.

MILTON

You're lying.

AZRAEL

He told me so Himself.

Milton shakes his head in denial.

MILTON

You really expect me to believe God wanted a good person like Aisling to be killed, only so I can keep killing monsters for him?

AZRAEL

Two thousand years ago, a good man was killed by evil, heartless men. What would have happened if he had lived?

MILTON

Maybe he would have lived a happy, normal life.

AZRAEL

But that was not the plan.

Milton stares at him for a long moment, his sword high in the air. Then...

MILTON

To hell with the plan.

SLASH!

Milton swings his blade with all his might and cuts off Azrael's head.

As the angel's body slumps to the floor, Milton takes a deep breath and closes his eyes.

HE DID IT.

When he opens his eyes, the mirrors all around him only reflect his exhausted self.

The future is yet to be written.

EXT. THE SANCTUARY, GARDEN - NIGHT

Milton walks with Valentine, who looks at him in wonder, as if he still can't believe Milton is alive.

VALENTINE

What are you going to do now that it's over?

Milton seems lost, as if he never gave the idea a thought.

MILTON

I really don't know.

VALENTINE

You're always welcome for a night of drinking and watching romantic movies.

Milton smiles faintly, but the smile doesn't reach his eyes.

VALENTINE

You want my advice? Live. That's what she would have wanted.

MILTON

What if I can't do it without her?

VALENTINE

You're John Milton. There's nothing you can't do.

Milton gives him a grateful look, then turns to go.

VALENTINE

Where are you going?

Milton shrugs. *Isn't it obvious?*

MILTON

To Aisling.

EXT. SEASHORE - NIGHT

Milton walks on the beach beneath the cliff, heading toward the grotto.

The flash from a distant lighthouse reveals --

Aisling's delicate FOOTPRINTS, still on the sand.

Milton averts his gaze to the sea, where the mermaids stay silent.

INT. GROTTO - NIGHT

Milton stares at Aisling's resting place, searching in vain for some solace or closure.

And it's then that the crushing realization that she is truly gone finally dawns on him.

He falls to his knees, unable to bear the knowledge that he will never see her again, or hear her laughter.

His head slumps in utter despair... and that's when he hears the faint sound of WINGS FLUTTERING.

He looks upward and his eyes widen at the sight of --

A BLACK BUTTERFLY

Hovering over Aisling's tomb.

As the butterfly circles around Milton, Aisling's voice echoes in his mind:

AISLING (V.O.)
*Some people believe when we die our soul
 is taken by a black butterfly, to be
 transformed into our next life.*

Milton stares in wonder at the butterfly...

And that's when he finally lets himself grieve, as --

A TEAR

Slides down his cheek.

SLOW MOTION: as the tear drops down, we...

ZOOM IN ON THE TEAR

Images flicker inside the tear, as if a movie is being projected within.

INSIDE THE TEAR

A memory plays out from Milton's POV of Aisling swimming in the sea, radiant with happiness.

As more tears fall from Milton's eyes, we zoom in on each of them and see a series of Milton's memories:

- Aisling blowing a kiss at Milton in their garden.
- Aisling smiles lovingly at Milton in their bedroom.
- Aisling plays Debussy's "*Clair de Lune*" on the piano.

DRIP! DRIP! DRIP!

Milton's tears fall on Aisling's tomb, and time seems to stop when the last one hangs in the air.

INSIDE THE LAST TEAR

-- Milton meeting Aisling for the first time, looking at "*The Persistence of Memory*" painting.

AISLING (V.O.)
*As long as someone who loved us still
 remembers us, we are not truly gone.*

Milton extends his hand toward the butterfly.

MILTON (V.O.)
*"And neither the angels in heaven above,
 Nor the demons down under the sea, Can
 ever dissever my soul from the soul, Of
 the beautiful Annabel Lee..."*

The butterfly lands on Milton's palm, its fragile wings softly caressing his skin.

MILTON (V.O.)
*"And so, all the night-tide, I lie down
 by the side of my darling, my darling, my
 life and my bride..."*

Holding the butterfly tenderly, Milton lies down beside Aisling's tomb.

MILTON (V.O.)
*"In her sepulchre there by the sea, in
 her tomb by the sounding sea..."*

Outside, the waves keep crushing on the shore.

FADE OUT.