

NOSFERATU

written by

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based on the original screenplay and film by

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EXT. WISBORG, GERMANY 1838 - MORNING

A towering church BELL TOWER soars toward a clear dawn sky. It begins to RING A LOW, GRIM TOLL.

INT. THOMAS AND ELLEN'S FLAT - MORNING

In a small apartment a boyish early thirties man, THOMAS HUTTER, shaves cautiously with a straight razor in a mirror. His face fills with apprehension as the gleaming blade takes a last SCRAPING swipe across his neck and he exhales in relief. Beyond his reflection he sees his brightly dressed young wife, ELLEN (28), tending a WINDOW FLOWER BOX. He towels off with a gleeful grin.

INT. THOMAS AND ELLEN'S FLAT - WINDOW

A few rows of sad white daises grow in the box as Ellen paints an ARCANESYMBOL on a small FLAT STONE with a brush. The now distant tower TOLLS again as Thomas appears behind her.

THOMAS

Do you hear the bell this glorious sunrise, my dear? Just as it rang a year ago today. *Just for us.*

Focused on painting a final detail she does not hear him.

THOMAS (CONT'D)

Darling? What are you doing there?

She finally notices and proudly displays her work. Thomas rolls his eyes in disapproval.

THOMAS (CONT'D)

Oh. I see.

ELLEN

My mother taught me when I was a small girl. It will protect them from harm.

She gently places her charm among the flowers when suddenly Thomas swoops in to PLUCK out a handful.

THOMAS (humorous)

Well it seems your mother was just as wrong about *that* as she was about our being married. God rest her soul.

He presents his makeshift bouquet with a dramatic flourish.

THOMAS (CONT'D)
Happy first anniversary, my dearest
Ellen.

She takes the flowers trying to hide sorrow at their thoughtless destruction. Thomas throws a melodramatic hug around her.

THOMAS (CONT'D)
Oh I'm sorry, my love. But such
innocence can only last so long in
this world!

She buries deep into his arms with a warm, sensual smile.

ELLEN
Well if that is so, and as it has
been an entire year, then perhaps
we could at last be... *together*. We
could send message that you are ill
today and...

He slowly releases her - turning oddly cold.

THOMAS
No.

Behind a humorous facade.

THOMAS (CONT'D)
No, for if I am to be the richest
man in Wisborg, I must spend every
moment in order to improve *my*
situation.

Suddenly she drops the flowers with a jolt.

ELLEN
OH!

Hidden within them a BLACK SPIDER has emerged BITING HER HAND. Thomas reels back at the speck of drawn blood.

THOMAS
KILL IT ELLEN! KILL IT!!

Instead she moves to let the sinister insect crawl to safety on a delicate petal. Thomas stands dumfounded.

THOMAS (CONT'D)
Only you could show mercy to such an
evil creature...

ELLEN

It is not evil. *It is just it's nature.*

The BELL RINGS again and Thomas hastily checks his GOLD POCKET WATCH.

THOMAS

Oh how quickly time runs away!

Smiling, he grabs his coat and reaches for the door as the morning sun casts his SHADOW against a wall.

THOMAS (CONT'D)

I must be off, as *Herr Knock* will murder me if I am late again.

Suddenly a LOUD TOLL grabs his attention. He gazes past Ellen to view a dilapidated ABANDONED BRICK BUILDING that sits directly across from their home.

EXT. ABANDONED BUILDING - CONTINUOUS

A black bird perched on one of its shattered windows CAWS as if mocking him.

INT. THOMAS AND ELLEN'S FLAT

Thomas' cheerful mood turns dark as he glares at the building.

ELLEN

What's wrong? You seemed so happy a moment ago.

THOMAS

Oh, it's nothing. I just wish that dreadful place would be torn to the ground. I hate it.

ELLEN

You should be on your way.

Snapping out of it.

THOMAS

Yes, of course.

He blows her a kiss.

THOMAS (CONT'D)

Good-bye, my love!

And dashes out the door.

The bell tolls a final time and Ellen's smile fades with it. She longingly considers the tiny blot of blood on her hand.

ELLEN (to herself)
Good-bye...

Just then behind her Thomas' SHADOW RETURNS - flooding back onto the wall to form the notorious silhouette of Orlok.

EXT. APARTMENT ALLEYWAY - MORNING

Between a row of provincial apartments Thomas quickly makes his way to work. Ahead a dapper older man, DOCTOR BULWER (70), is teasing something very small clung to the trunk of a tree.

Thomas rushes right past him.

DOCTOR BULWER
There now, Thomas! Slow down. One cannot outrun their fate!

Thomas stops catching his breath.

THOMAS
My apologies, Herr Bulwer, I did not see you there. In fact I wish I could outrun it, if I believed in such a thing that is.

Bulwer approaches CLICKING his cane with a jocular grin.

DOCTOR BULWER
Well then. What *do* you believe in my boy?

Thomas chuckles.

THOMAS
Property, wealth, prominence. Everyone believes in these I think.

DOCTOR BULWER
No, no. Do not put your faith in such hollow prospects as those, Thomas!

Bulwer humorously shakes a finger.

DOCTOR BULWER (CONT'D)
But instead only in love *I think*.

Thomas is annoyed by that and the doctor's time wasting interruption.

THOMAS

Well of course, love as well. Forgive me sir, but I am running behind and you know my employer can be rather...

Bulwer laughs.

DOCTOR BULWER

Ah yes. Now see? Such a cruel, bitter man as that *has* lost sight of what is important in life. You go along, Thomas, and have a nice day.

THOMAS

Good day to you, doctor.

He rushes off as Bulwer leisurely strolls ahead.

CLOSE ON what the doctor was teasing on the tree. A PRAYING MANTIS eyes them as they part ways - its grotesque *grasping pincers* reminiscent of Orlok.

EXT. INT KNOCK'S REAL ESTATE OFFICE - MORNING

IRIS IN to a cantankerous real estate agent, KNOCK (60), stoically sitting at a high desk scribbling in a ledger. A DOOR OPENS and YOUNG BOY enters.

Somewhere a clock TICKS as the boy offers him a bundle of mail.

YOUNG BOY

Your parcels, sir.

Knock snags it and the boy holds out his hand for a tip, but receives a harsh glare instead.

KNOCK

Leave.

The boy quickly does.

Knock flips through his letters until one soiled, wrinkled one catches his eye. He cuts open its ORNATE WAX SEAL only to have BLOOD SPURT from it onto his fingers. Bewildered, he rubs them before his eyes to watch its crimson red *drain to inky black*.

Cautiously unfolding the paper we see it's written in rows of strange, MYSTICAL GLYPHS AND SYMBOLS. He studies them carefully and soon becomes entranced. The more he reads the more his face transforms from *stern to elated, impassive to insane*. It's clear the letter ITSELF has driven him mad!

Quickly drawing pen and paper he begins scrawling a return message - *surprised he can now do so in the same cryptic language*. He spies a RAT peeking from a hole along the baseboard as he seals his finished letter. He grins at it knowingly when Thomas meekly enters.

THOMAS

I am sorry for the time, Herr Knock.
But I...

Knock springs from his chair.

KNOCK

Ahh, Hutter. A glorious morning is
it not!

Thomas is puzzled by his employer's odd behavior.

THOMAS

Why yes? Yes it is.

Knock pokes a finger into Thomas' chest with a daft smile.

KNOCK

Yet somewhere deep inside *here* one
always thirsts for a touch of rain.
Now don't they??

He drags a confused Thomas to his desk.

KNOCK (CONT'D)

Good news. We've just had the great
fortune to acquire a dear new client,
and we must give our complete
attention to his every wish.

THOMAS

A close acquaintance of yours?

Knock eyes his dark stained fingers.

KNOCK

In a way... He intends to purchase
a residence here in our fine city.
Something very large as his wealth
travels back many centuries.

Knock appears to telepathically receive a thought.

KNOCK (CONT'D)

Hmmm... perhaps that building across
from your very home. Yes, I'm certain
that would fit his needs most
perfectly.

Thomas is stunned by the irony.

THOMAS

Wait!... I mean pardon, sir. But that is just a long abandoned slaughterhouse, which as I'm sure you'll agree, should have been razed many years ago. May I suggest the spacious Faust manor to be a far better...

KNOCK

NO!!

He calms himself patting Thomas on the shoulder.

KNOCK (CONT'D)

No. You see this new client is quite eccentric, and very particular regarding... '*location.*'

Thomas' confusion turns to alarm as he confronts his boss.

THOMAS

Herr Knock, I must protest for the sake of your reputation alone. That is a foul, disgusting place unfit even for the hordes of rats and other disease ridden vermin infesting its crumbling walls. I implore you sir, are you quite sure of this?!

Knock slowly turns with an devious grin.

KNOCK

Even more so *now*, Herr Hutter.

He excitedly moves to a posted map.

KNOCK (CONT'D)

Now, look here. He lives quite a distance away, and wishes *you* to deliver all the papers to him *personally.*

Thomas' face drops.

THOMAS

Me?? Where am I to go?

Again seeming to pull thoughts from nowhere Knock pens a circle around a small area in the CARPATHIAN MOUNTAINS OF TRANSYLVANIA.

KNOCK

Yes! Yes, he lives here in an old castle atop a tall, bare mountain.

He scribbles something WE CANNOT SEE.

KNOCK (CONT'D)

And *this* is his noble title.

THOMAS

But that is several days travel and I know nothing of that place.

Knock turns serious, convincing.

KNOCK

Indeed it may take some sweat... perhaps even a bit of blood. But I guarantee the reward will exceed your loftiest imagination, young Hutter.

Thomas' eyes now light as Knock yanks the map down and folds it.

KNOCK (CONT'D)

So travel fast to the land of ghosts and phantoms my fortunate friend!

He quickly piles the map along with a thick folder of papers into Thomas' arms.

KNOCK (CONT'D)

Here you are. The standard forms will do and the price has already been negotiated.

He carefully presents Thomas his sealed envelope.

KNOCK (CONT'D)

And be sure to deliver this to him just as soon as you arrive. Now go prepare to leave as you shall on the last train at midnight.

With that Knock abruptly mounts his stool to again fascinate on the mysterious letter.

THOMAS

Tonight??

The clock TICKS as Knock turns to him with a foreboding grin.

KNOCK

Farewell... Herr Hutter.

Papers in hand, anxious and confused...

THOMAS

Of course, sir. I... I will endeavor to do my best, sir. Thank you and... good-bye.

He leaves.

EXT. CAPTAIN HARDING'S HOUSE - NIGHT

Twilight. An affluent gothic home sits under the glow of waxing, horn-like moon. The sorrowful cry of a PEACOCK drifts far away.

INT. CAPTAIN HARDING'S HOUSE - DINING ROOM

Thomas and Ellen are enjoying dinner with Thomas' friend, ship builder CAPTAIN WOLFRAM HARDING (40), and his eclectic sister, RUTH, in their opulent home.

Behind them a large WALL MURAL paints the fantastical scene of a tentacled sea monster crushing a doomed ship atop a stormy sea. Ellen sits fascinated by it as Thomas boasts.

THOMAS

...and even though I abhor the place, and can only imagine its worth to a demolitionist, he did imply a great deal of money for myself in the deal. Perhaps I've been blind about it this entire time, and soon I'll be richer than even you, Wolfram. One can always sell more houses than build ships!

WOLFRAM

Strange of Knock to be so generous. I wonder why he did not take the journey himself?

He turns to Ellen.

WOLFRAM (CONT'D)

How is your hand my dear?

ELLEN

I'm fine. Thank you, Captain.

WOLFRAM

Call me Wolfram. Just like the '*chivalrous*' man you married here.

THOMAS

I told you I tried killing the vile thing myself but she would not let me!

Ellen smiles - it's clear no one still believes him. Wolfram turns to Ruth.

WOLFRAM

Although I'm unsure what my dear sister now wishes to be called. Perhaps Madam Ruth Harding, grand guru of the mystical order of spinsters??

The men laugh as we see Ruth is about ten years older than Ellen - pretty yet boyish and dressed in *eccentric mystical garb*. She proudly jabs back.

RUTH

There is much beyond this mundane world of ours. But then some of us are just too arrogant and nearsighted to see it.

Wolfram chuckles.

WOLFRAM

Yes, I am sure that is true. Quite true.

THOMAS

I wish to thank you again for taking Ellen in on such short notice.

Wolfram tips his glass toward her.

WOLFRAM

It is our pleasure to have her as our guest.

Ellen motions to the painting.

ELLEN

Captain.... excuse me, *Wolfram*, what does your beautiful painting depict?

THOMAS (snarky)

Beautiful?! More like *dreadful*.

Wolfram turns to her with an impish grin.

WOLFRAM

It seems only few of us hold a true love for the grotesque, my dear.

She giggles at his charm as he proudly narrates.

WOLFRAM (CONT'D)

The ship stands for the whole of humanity embarked upon our perilous journey across the ocean of life. The monster, of course, is the great *Leviathan*. The hidden temptations and mortal dangers that arise unseen and unheard from the *great below*.

Thomas sneers.

THOMAS

Nonsense, there is no such thing as monsters. But I am curious regarding the loss of such a vessel. Tell me, what would it cost to replace it?

Ruth frowns betraying a hidden contempt for Thomas as a mystified Wolfram turns to him.

WOLFRAM

'It'... is irreplaceable.

Clueless, Thomas puts his fork down.

THOMAS

Well that was delicious. And now let us celebrate my departure with that rare brandy I know you keep 'hidden' somewhere inside your workshop, Wolfram. I believe I deserve a proper send off, don't you?

Annoyed, Ruth shoos them away.

RUTH

Yes, please go. Ellen and I have had enough of you men already.

Wolfram leans in with a devious smirk.

WOLFRAM

Well if you could find a proper husband, dear sister, you might think otherwise!

The men rise in laughter as Wolfram throws an arm around Thomas.

WOLFRAM (CONT'D)

Come Thomas, perhaps Ruth's crystal ball will help find where the *evil spirits* have once again hidden that bottle.

They leave down a hall in revelry as a maid, HILDE, begins clearing the table. Ruth crosses her arms, miffed.

RUTH

Such things *do* exist, you know.

Ellen solemnly bows her head.

ELLEN

Yes... *I know*.

RUTH (curious)

What's wrong, love?

Ellen becomes hesitant.

RUTH (CONT'D)

It's all right. You can trust me.

ELLEN

Well... lately my dreams have been haunted by a tall, frightening shadow. And when I awake it is still there, in my room, if only for a moment.

Ruth is intrigued.

RUTH

Please, go on.

ELLEN

And it fills my soul with utter dread and terror, but...

She struggles.

ELLEN (CONT'D)

I find it difficult to describe. There are times I fear I may fall into its darkness forever. But then there are others where I would almost wish him to...

She catches herself saying "*him*" and stops cold. Ruth raises an eyebrow.

RUTH

... forever fall into you?

Ellen looks down, bashful.

RUTH (CONT'D)
And have you told Thomas of this
shadow?

ELLEN
No, I would never tell him. *Could*
never tell him.

RUTH
I see.

She moves to a chair next to Ellen.

RUTH (CONT'D)
The great mystics once taught that
the darkest of shadows will always
be drawn to the most brilliant of
lights. One simply cannot exist
without the other, and in truth they
are not the opposites they appear.
Here, look.

She takes a lit BLACK CANDLE from the table and moves her
finger from its base to the flame.

RUTH (CONT'D)
The dark is compelled to feed off
the light, and in turn the light
shines by destroying the darkness.
Do you understand?

ELLEN
Yes, I think so.

RUTH
And whatever darkness has been drawn
to your light, my love. You must
face *alone*.

Ellen becomes uncomfortable - almost trapped by that.

ELLEN
Then tell me. What would one become -
to just simply decide not to exist
as *either*?

They're both startled as Thomas stumbles into the hall in a
TIPSY STUPOR and BURNS his arm with a LIT CIGAR. He crumples
as Wolfram props him up.

THOMAS (whining)
Oh look, I've hurt myself.

WOLFRAM

Easy there, boy.

Ruth turns to Ellen with a knowing look - then BLOWS the candle out.

RUTH

Nothing...

We watch as rising wisps of candle smoke form the shape of Orlok's ethereal watching eyes. They vanish as quickly as they appeared.

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM - NIGHT

In an elegant guest bedroom Thomas packs his final items into a RUCKSACK. Hungover and in a bad mood he frantically searches for something as Ellen tries to help.

THOMAS

Damn it! Where is my travel mirror.
Have you seen it anywhere? I must
find it or I cannot leave!

She kindly reveals it right in front of him. He grumbles as he pockets it.

ELLEN

Thomas, please just tell him he must
find someone else, or simply take
the trip himself like the Captain
said.

THOMAS

I would surely be sacked if I were
to even ask.

She smiles sweetly touching his arm.

ELLEN

Well I wish you were not going either.

He snaps back.

THOMAS

That's different!!

She jumps startled.

THOMAS (CONT'D)

Oh, I'm sorry. I am just overwhelmed
by responsibility and the unknown
country to which I am traveling.

He clutches his head in self-pity.

THOMAS (CONT'D)

In truth, I fear my mind has been overrun with horrible thoughts of grave danger and lonely darkness.

She blurts out.

ELLEN

Then stop them, Thomas! If you truly wish to be the man you are always speaking of, then *you must* go and face the darkness alone!

He turns to her in shock.

THOMAS

What do you mean by..? But you were just wanting me to stay!

He moves casting his SHADOW on the wall next to her and she fearfully shies away from it.

ELLEN

I... I just had a change of heart. That's all.

He steps toward her shifting his shadow aside.

THOMAS

Are you feeling all right?

ELLEN

Yes... yes, I am fine.

He angrily turns again to packing.

THOMAS

YOU OFTEN CONFUSE ME!

But then suddenly stops to self-reflect.

THOMAS (CONT'D)

But then... I often do myself.

He STERNLY YANKS the cord on his pack closed.

THOMAS (CONT'D)

I shall write whenever possible and Ruth and Wolfram will see to your every need while I am away.

Ellen takes his hand with a playful glimmer in her eye.

ELLEN

Not every...

Somewhere in the house.

WOLFRAM (O.S.)
 Thomas, you should depart soon.
 Time is running short!

THOMAS
 I am nearly ready!

He smiles at her.

THOMAS (CONT'D)
 When I return. I promise.

EXT. CAPTAIN HARDING'S HOUSE - FRONT STAIRWAY - NIGHT

Heavy pack slung over his shoulder, Thomas and Ellen somberly exit the front door to a grand staircase landing. Wolfram and Ruth follow behind.

RUTH
 Where is your final stop?

A nervous Thomas fumbles with Knock's CRUMPLED MAP.

THOMAS
 I think... uh...

WOLFRAM
 The rail ends at the Borgo pass.
 The map showed it was not far from
 there.

THOMAS
 Yes, that's right. I remember.

Distant THUNDER RUMBLES as a dark storm brews on the horizon.

WOLFRAM
 Storm's heading this way. Best be
 off before it catches up to you.

He heartily shakes Thomas' hand.

WOLFRAM (CONT'D)
 So travel safe and here's to you
 coming back a different man, Thomas.

THOMAS
 And you promise to save what's left
 of that bottle 'till then.

WOLFRAM (joking)
 If now having *two* women here does
 not send me to the asylum first,
 then yes, I promise.

Thomas laughs as Wolfram takes a glowering Ruth's arm to
 return inside.

WOLFRAM (CONT'D)
 Come Ruth, let us give the lovebirds
 a moment.

RUTH
 We'll watch over her. Farewell,
 Thomas.

They disappear inside.

THOMAS
 Good-bye and thank you again.

Thomas sadly smiles at Ellen then wordlessly moves toward
 the stairs. Bursting into tears she rushes to embrace him.

ELLEN
 NO!

He laughs prying her off.

THOMAS
 Now, now. Face it alone, remember?
 And soon I'll return with enough
 money to live just as Wolfram and
 Ruth do here.

ELLEN
 I do not care about money. I only
 wish for...

They're both startled as a faint TRAIN WHISTLE HOWLS in the
 far distance.

Ellen quickly reaches into a pocket.

ELLEN (CONT'D)
 Here.

She reveals the PAINTED STONE from the flower box.

ELLEN (CONT'D)
 Take this with you.

He scowls in dismay.

THOMAS

Oh, Ellen. You know how much I despise foolish superstitions, and my pack is so heavy already.

With a wry grin.

THOMAS (CONT'D)

And it surely did not work.

She gently folds his fingers over it.

ELLEN

Please.

He reluctantly concedes and pockets it.

THOMAS

All right. But I cannot promise to keep it the *entire* journey.

He takes her hands gazing into her tearful eyes.

THOMAS (CONT'D)

Do not cry.

She composes herself to force a shy smile then quickly moves to *kiss him passionately*. He's taken aback by her boldness, but soon pushes her away as the distant train whistle wails again.

THOMAS (CONT'D)

I must go.

He begins descending the stairs.

ELLEN

I LOVE YOU!

He pauses half way down.

THOMAS

Yes... and I love you, too. Good-bye darling.

And he rushes off without looking back.

Ellen bravely contains her sullen grief when a black bird's CAW seizes her attention. Through anguished eyes she watches it fly off toward approaching dark clouds.

EXT. WISBORG TRAIN STATION - TRACKS - NIGHT

The iron wheels of a HISSING LOCOMOTIVE begin turning as it rolls down tracks toward a sea of dark woods.

Distant flashes of LIGHTNING and THUNDER forewarn the coming storm.

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM - NIGHT

In a luxurious bed a weary Ellen lay in a modest *white nightgown*. Afraid to sleep, she's lulled by blowing tree branches that cast eerie, dancing shapes on her ceiling. Finally her eyes slowly close and the WIND STOPS!

She winces afraid to look, but as she does WE REVEAL HER TO BE WITHIN...

INT. DREAM WORLD - DARK CASTLE - NIGHT

Ellen sits up now wearing a *revealing black nightgown*. The lavish room, too, has transformed to a murky chamber of dark dungeon walls. All is quiet except for sounds of DRIPPING WATER and DISTANT OCEAN WAVES.

Her fearful eyes peer down to see she now lay in coarse linens spotted with DRIED BLOOD STAINS. But her panic soon turns to a hypnotic calm... *she recognizes this place*.

Around the chamber are clusters of molten BLACK CANDLES and urns holding DARK WITHERED FLOWERS. The setting might be considered romantic if not for its sinister tone.

She rises to glide across the weathered floor as a PACK OF RATS appear to SCAMPER around her naked, tiptoeing feet.

In a dim corner she passes A GHOSTLY LOOKING THOMAS ASLEEP IN A RED VELVET CHAIR. She moves quietly not to wake him, and toward an arched window to peer out.

POV a VAST OCEAN spreads to the horizon as above ominous clouds form at supernatural speed - casting thin rays of sunlight through like frenetic beams. She spies a ship adrift at sea and quickly recognizes it as THE SAME FROM WOLFRAM'S PAINTING. *Her eyes grow wide*.

ELLEN

OH NO...

The Leviathan's monstrous tentacles BURST from the water SNAPPING the ship's keel in two. Distant men's SCREAMS are heard as the doomed vessel begins to sink, AFIRE.

Ellen looks away in fright only to confront something more ghastly OFF SCREEN. She staggers back from the window, past the still unconscious Thomas, and toward the bed with hands splayed in fear!

As she falls onto the soiled sheets the SHADOW OF UN-HUMANLY LONG ARMS AND TALON-LIKE HANDS begin to pour across her curves like oil. She stiffly resists.

ELLEN (CONT'D)
*No... I cannot... I am... I am
 married...*

But she soon surrenders as it sensually floods all over her body. FEAR NOW TURNED TO BLISS she exhales a lustful sigh JUST AS...

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM

A CRASH OF THUNDER and her eyes flash open!

Outside the storm has picked up force as her panicked gaze flicks to a shadow on the ceiling that, for an instant, *resembles Orlok's ominous silhouette*. But it quickly sways revealing it only a trick of blowing branches.

She lay breathless - *in a strange, conflicting place between terror and desire as we...*

FADE TO:

INT. TRAIN CAR - NIGHT - CONTINUOUS

Inside a darkened train car the CLACKING RAILS do not disturb Thomas who sleeps with a smug, oblivious smile on his face.

FADE TO BLACK:

EXT. BORGO PASS TRAIN STATION - DUSK

In waning sunlight, Thomas exits the train surrounded by a panorama of dark snowcapped mountains rimmed by amber sunset clouds. He realizes he's the only passenger left as two GYPSY WORKERS begin to unload crates off a rear car.

He looks past the train's HUFFING ENGINE to see the rails disappear through a barricade of old wood-tie CROSSES and hay bales - the literal dead end of the tracks.

Suddenly he smacks his neck as a swarm of MOSQUITOES drone about his head. He waves them away as a GYPSY PORTER snags his pack then wordlessly moves toward a RURAL INN not far from the station. Thomas bundles his collar.

THOMAS (to himself)
 What a strange place.

He follows.

EXT. RURAL INN - MOMENTS LATER

At the inn's porte-cochere he's startled by a sickly BLIND MAN sitting outside MUMBLING to himself. Disturbed by the sight he calls the Porter just entering the inn.

THOMAS
Hey you, wait a moment.

The deadpan Porter turns.

THOMAS (CONT'D)
What's wrong with this man? Do you not have any doctors?

Nothing.

THOMAS (CONT'D)
You know, men of medicine? A hospital for God's sake!

The Porter speaks in a thick accent.

GYPSY PORTER
There is doctor at mission near here. But this man has gouged out his own eyes to never again see the evil in these mountains.

With that the Porter disappears into the inn. The Blind Man RATTLES a battered tin cup and Thomas rifles for some pittance when suddenly the man *murmurs in a strange whisper*.

BLIND MAN
The blood is the life... Your life
Hutter...

Thomas' jaw drops - unsure he had just imagined those words.

THOMAS
Did you just say my..??

Repulsed by the beggar's insane CACKLE and possessed HOLLOWED-OUT STARE he slowly re-pockets the coins and quickly moves inside.

EXT. RURAL INN - NIGHT

A GYPSY LAMPLIGHTER lights a torch as strange HOWLS AND BELLOWS drift from the forest beyond. He looks to pierce the darkness with apprehensive eyes. Night has fallen.

INT. RURAL INN - DINING AREA - MOMENTS LATER

Thomas stands in the dining area of the rustic inn to see GYPSY PATRONS eyeing him by candlelight. They MUTTER suspiciously in a foreign dialect.

THOMAS

Hello??

A portly, affable INNKEEPER appears. His English is fair and he's clearly skilled at plying his trade - money.

INNKEEPER

Well good evening and welcome. You just arrived on train?

THOMAS

And it appears I am the only one that did.

INNKEEPER

Yes, this end of route almost always carries supplies only. But still we're most happy to see you!

Thomas takes in his shabby surroundings.

THOMAS (to himself)

It's not Wolfram's.

INNKEEPER

Excuse me?

THOMAS

Nothing. I'm very hungry.

INNKEEPER

Yes of course. This way!

He ushers Thomas past the staring diners to a table.

INNKEEPER (CONT'D)

Please, sit. Do you wish a room as well?

THOMAS

No. Just food and drink as I must quickly be on my way to Graf Orlok's castle.

A SUDDEN HUSH quiets the room. A puzzled Thomas looks for the reason why as the Innkeeper's expression turns cold.

INNKEEPER

No. You cannot travel there at night. Indeed you must never think of going there at all.

THOMAS

But I must. I have important papers to be signed by him in person.

The Innkeeper glares away the other patron's prying eyes.

INNKEEPER

I am sure he accepts no visitors.

He moves close to Thomas' ear.

INNKEEPER (CONT'D)

As much as I would like you as my guest, my well-to-do friend, you *must* again board train in morning. I beg you, do not hear my words lightly.

Thomas considers the warning in the man's eyes but nervously persists.

THOMAS

But it's as if my life depends on it. Perhaps you know a coach-man who could take me there?

The Innkeeper grimly shakes his head.

INNKEEPER

No man can bring you there but yourself. But it is a day's walk and you would never make it now. The Death Bird stalks forest at night.

Nervous.

THOMAS

Death Bird??

INNKEEPER

Yes. An ancient winged creature that feasts on blood of any poor traveler it...

Thomas interrupts with a laugh. He feels foolish for even believing the man for a moment.

THOMAS

Oh, yes of course. And crushes ships at sea with its enormous tentacles, too, I am sure.

The Innkeeper wrinkles his brow.

INNKEEPER
Apologies, but my English is not so
good I think. What is "*tent-he-cal??*"

Thomas waves a '*nevermind*' as a beautiful raven-haired gypsy girl, FLORICA (24), CLUNKS a dripping ale in front of him.

The two make eyes.

THOMAS
Why thank you, miss?

She only smiles back.

INNKEEPER
I'm afraid she knows nothing of your
language.

Thomas grins as she flirtatiously turns to leave.

THOMAS (to himself)
No, I believe she does.

He eyes her walk away as lustful thoughts swirl in his head.

THOMAS (CONT'D)
Well then perhaps you are right, old
man. Maybe it would be best to set
off in the morning.

The Innkeeper notices his interest.

INNKEEPER
Of course, anything for our *finest*
customers. Shall I prepare your
room?

Thomas takes a smiling drink - he likes the sound of that.
He pauses a moment then nods.

INNKEEPER (CONT'D)
Right away my friend!

The grinning Innkeeper leaves.

Thomas downs another swig when a sudden thought strikes him.
He digs out his pocket watch and CLICKS it open.

ON WATCH on one side the hands TICK and on the other sits a
small daguerreotype PICTURE OF ELLEN.

He gazes at it - a *longing look of guilt crosses his eyes*.

EXT. CARPATHIAN FOREST - NIGHT

A night landscape of serene mountains and tall pine trees stand silently against the moon's cold light.

Branches, leaves, ground - a snail travels slowly across a moss covered rock.

WE FOCUS on a solitary bright flower sprung from the ashen forest floor. Suddenly a huge moonlit SHADOW WHOOSHES over and it WITHERS TO DUST!

An UNEARTHLY SCREECH shatters the calm.

INT. RURAL INN - THOMAS' ROOM - CONTINUOUS

In a dim, sparse bedroom the faint outline of Thomas lay in bed. He turns to hear the eerie cry as the naked profile of Florica rises to quickly slip on her dress. Frightened, she moves to the door and quietly leaves.

Thomas sits up to light a CANDLE revealing him fully clothed except for partially unbuttoned shirt. He rubs his face with a sigh - his dalliance an apparent failure.

In a wall nook he spies a stack of dusty books and takes a copy of the HOLY BIBLE. He opens it to find a well-worn SMALLER BOOK tucked between pages that appear SCORCHED by its presence.

ON BOOK it's titled "OF VAMPYRES, WANDERING GHOSTS AND THE SEVEN DEADLY SINS."

He opens it and reads quietly aloud.

THOMAS

From the wicked soul of Belial spawned
the Vampire, who feedeth on the
hellish elixir of human blood...

DISSOLVE TO:

EXT. BARREN MOUNTAINTOP - NIGHT

A LUNAR ECLIPSE - the moon's last BLOOD RED SLIVER is slowly swallowed into darkness and stars. WE TILT DOWN to a patch of high ground overlooking a FLAMING HAMLET in the forest far below. Nearby a mound of CORPSES ALSO BURN. Three MEDIEVAL PLAGUE DOCTORS CHANT around a SHALLOW DUG HOLE as a flock of raven's CAW madly above.

THOMAS (V.O.)

Born of the *Great Plague* and without
breath, it liveth forever to scorn
the life-giving rays of the eternal
sun.

We hear a baby's BIZARRE CRIES as one of the grimly masked
men wields a rustic shovel.

THOMAS (V.O.) (CONT'D)

To dwell instead buried deep within
an unholy tomb of darkness and
despair.

The chanting Plague Doctor solemnly begins SHOVELING dirt
into the hole as the cries become more-and-more SMOTHERED.

THOMAS (V.O.) (CONT'D)

Through malevolent will forged in
endless suffering, it grew as if a
seed from the accursed earth high
above the *fields of doom*.

The muffled cries FADE and the Plague Doctors float away as
TIME PASSES over the now earth filled hole.

THOMAS (V.O.) (CONT'D)

To arise from the ashes of mortality
as the undying bird of death... *the
Nosferatu*.

The adult, taloned hand of Orlok THRUSTS from the dirt as
the CAMERA FLIES BACK to reveal a TALL, BARREN MOUNTAIN
JUTTING ABOVE THE FOREST. The moon's black disk still hangs
in the starry sky.

(SUDDENLY YELLING OFF SCREEN)

INT. RURAL INN - THOMAS' ROOM - NIGHT

Thomas SNAPS the book closed and laughs thinking it
preposterous.

INT. RURAL INN - THOMAS' ROOM - WINDOW

He looks out a window to find the Blind Man SHOUTING and
stumbling about madly below.

EXT. RURAL INN - COURTYARD - CONTINUOUS

BLIND MAN

IT HAS COME! IT IS HERE!

EXT. RURAL INN - THOMAS' ROOM - WINDOW

Whispering loudly.

THOMAS

You there, be quiet! What are you going on about at this hour??

INTERCUT BETWEEN THOMAS AND BLIND MAN

BLIND MAN

The winged death! THE WINGED DEATH HAS COME!

Thomas sneers.

THOMAS

Oh, that ridiculous Death Bird I presume?

BLIND MAN

YES! YES! IT IS *HERE!*

Taking an amused look around.

THOMAS

Well apparently I am as blind as you as I see nothing!

EXT. RURAL INN - FRONT DOOR

The Blind Man rounds a corner to POUND on the inn's front door. A heavy bolt THUNKS within.

BLIND MAN

LET ME IN! NO LET ME IN!

EXT. RURAL INN - THOMAS' ROOM - WINDOW

Thomas shudders in the cold night. He yells around the corner.

THOMAS

Sounds like you're out of luck, old fool! Now go find shelter it's goddamned cold out there!

The man appears again, pleading.

BLIND MAN

You listen to me! I have come to help you! WARN YOU! NOT TO GO!! NOT TO GO!!

INT. RURAL INN - THOMAS' ROOM

THOMAS
Shhhh! Now be off! I have a long
journey ahead and it is almost
midnight!

BLIND MAN
NOOO!!!

Thomas SLAMS the window shut on him. He tosses the book to the floor, climbs into bed and leans over to blow the candle out.

EXT. RURAL INN - REAR WALL - MOMENTS LATER

Feeling with his hands the frantic Blind Man staggers around the back of the inn when suddenly he turns as if MAGICALLY IMBUED WITH SIGHT!

In flickering torchlight A TOWERING SHADOW SPREADS RAGGED WINGS ENGULFING HIM IN DARKNESS. HE SCREAMS!!

INT. RURAL INN - THOMAS' ROOM

Laying in bed Thomas smirks - he's had enough of the beggar's foolishness. He puts his pillow over his head to drown out the horrific shrieking.

EXT. DARK STORMY SKY - NIGHT

High above, moonlight casts the soaring WINGED SHADOW against WINDY storm clouds. It unleashes another furious SCREECH just as a BLINDING BOLT OF LIGHTNING FLASHES US TO...

EXT. CLOUDY SKY - CONTINUOUS

As if SUDDENLY TRANSFORMED, a solitary black bird now silently glides across a LIGHTLY RAINING nighttime sky.

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM

Sitting just inside her balcony a weary Ellen watches it fly off. A soft RAP at her door and Ruth peeks in, whispering.

RUTH
Ellen? Are you still awake?

ELLEN
Yes, Ruth. Come in.

Ruth enters.

RUTH

You look exhausted. Still not sleeping because of..?

Ellen sadly nods.

ELLEN

And I am also very worried for Thomas. For as long as I have known him he's always tried so hard to appear proud and accomplished and brave... to be someone just like Wolfram. But in truth he is only just fearful and naive.

RUTH

Naive? To what do you mean?

ELLEN

To life. To death. To what hides in the shadows in-between.

With a knowing look.

RUTH

You mean "*who*" does.

Tears of conflict well in Ellen's eyes.

ELLEN

Yes. And I... love him.

Ruth isn't sure *which one* Ellen means. She sits next to her.

RUTH

There are so many different forms of love, it's often confusing to know exactly which one we are feeling. There is romantic and platonic. Committed and fleeting.

She pauses to look deeply into Ellen's eyes and gently, almost suggestively take her hand.

RUTH (CONT'D)

There is even love which is not accepted by society, and must be forever kept hidden from others. Even from those we *love* the most.

Ellen is taken aback to now realize why Ruth is husbandless. But Ruth gives her a reassuring smile and Ellen returns one.

She releases her hand turning serious.

RUTH (CONT'D)

But Ellen, there is also the most dangerous and temptingly seductive love of all. The love of a darkness we will always powerfully be drawn to, and in turn it drawn closer to us. And just like the candle, to fully embrace it would bring our mortal destruction.

Ellen bows her head - she knows what Ruth speaks of.

ELLEN

But there is also *selfless*. Where one puts the welfare of others before themselves.

Ruth nods and thinks for a moment.

RUTH

Which are you feeling now?

Ellen struggles.

ELLEN

I do not know...

Ruth moves to a nearby dresser and returns with a deck of VICTORIAN TAROT CARDS. She offers them to Ellen.

RUTH

Shuffle them.

A perplexed Ellen takes them and does.

RUTH (CONT'D)

Good. Now place them down.

Ellen puts them on a nearby table and Ruth fans them out.

RUTH (CONT'D)

Now... do not think, just take one.

Ellen is hesitant, but clears her mind and picks a card. Ruth places it down revealing THE HIGH PRIESTESS.

RUTH (CONT'D)

This symbolizes you, with once hidden mysteries now coming to life from deep within your subconscious. You must follow your intuition and trust your instincts. Pick another.

Ellen does and Ruth places it directly above the first card.
THE LOVERS.

RUTH (CONT'D)
Your deepest desires. This card may
seem obvious to you, but...

She points to a dim human-like shape standing between the
depicted couple.

RUTH (CONT'D)
As there are many others in the world
it also signifies a *choice* you must
make.

Ellen's face now hints apprehension as she picks again.
Ruth slides it to the left - THE HANGING MAN.

RUTH (CONT'D)
Your life seems in suspension. You
must let go of something to resolve
your inner struggle. Remember, the
man hangs by his own free will.

Ellen hands her another and Ruth places it to the right. It
is STRENGTH.

RUTH (CONT'D)
Even if you do not trust in it, it
is your greatest ally. The power
and bravery to do what you must.
Now, choose the last.

Ellen pauses to consider the cards. She carefully takes
one, hesitates, then places it at the top herself forming a
CROSS OF CARDS. *IT'S DEATH*. She GASPS but Ruth happily
reassures her.

RUTH (CONT'D)
No, no do not be afraid! With death
something pure is always reborn anew.

Ellen exhales her fear then turns to see a ray of morning
sunshine peek through a small break in the clouds. She sadly
smiles.

ELLEN
Dawn is coming...

INT. RURAL INN - THOMAS' ROOM - MORNING

Thomas' eyes pop open as a TRAIN WHISTLE BLARES!

He rises with a cheerful stretch then moves to a window only to watch his warned hope of return CHUGGING BACK down the tracks. Now uneasy, he looks to see distant dark clouds. The storm is catching up to him.

INT. RURAL INN - THOMAS' ROOM - LATER

He frustratingly attempts to shave with his small travel mirror in a muddy basin and NICKS himself.

THOMAS

Damn!

He wipes the blood onto a finger.

INT. RURAL INN - BEDROOM - LATER

While packing his bag he recalls something then kneels to peer under his bed. There lay the BOOK OF VAMPYRES. He ponders leaving it, but then strains far to reach for it.

EXT. RURAL INN - MORNING

Pack over his shoulder Thomas exits the inn where an OLD WOMAN startles him. Her face veiled in black, she utters INCANTATIONS as two GYPSY MEN wheel a COVERED BODY by in a cart. FLIES BUZZ as Thomas does not recognize the Blind Man's corpse.

Instead, he looks to the dark Carpathian Mountains before him as the Innkeeper appears at his side.

THOMAS

Are you sure I can pay no carriage
to take me?

INNKEEPER

To all in this forgotten place you're
as rich as a king my friend. But
only a madman would trade riches to
feast with the devil.

He points to a TRAIL-HEAD a short ways off.

INNKEEPER (CONT'D)

And *that* is the way you can find
him.

Far-off THUNDER ROLLS as Thomas again looks to the sky. Then with a last nervous nod he makes off for the trail.

EXT. WISBORG OUTDOOR MARKET - FLOWER CART - DAY

At an outdoor market Ellen browses a flower cart where she spies a bouquet of *dark roses*. A FLOWER WOMAN appears.

FLOWER WOMAN
Quite unusual those are. Most folks
only want the bright ones.

Ellen remembers back - they remind her of those from her dream. A guilty yet devilish smile crosses her face.

ELLEN
Then I must have them.

She takes the bunch paying the woman a few coins.

FLOWER WOMAN
Danke.

Suddenly a RUCKUS ERUPTS nearby and she turns to see Knock confronting a BUTCHER at his meat cart.

BUTCHER
HAND IT BACK! GET AWAY YOU IMBECILE!!

KNOCK
YOU! LETTING IT ALL GO TO WASTE.
THE MASTER WILL DESTROY YOU FOR THIS!!

EXT. WISBORG OUTDOOR MARKET - BUTCHER CART - CONTINUOUS

Knock and the Butcher struggle over a SLOSHING BUCKET OF BLOOD from under the man's cart.

KNOCK
GIVE IT TO ME!!!

Knock YANKS the bucket hard SPLASHING the blood all over him. A small crowd gathers mouths agape as Knock turns to them spitting madly.

KNOCK (CONT'D)
SOON THE MASTER WILL COME FOR YOUR
LIVES, TOO! ALL OF YOURS!!!

The Butcher angrily wields a CLEAVER.

BUTCHER
BE OFF OR I'LL TAKE YOURS RIGHT NOW!!

Knock mockingly laughs TOSSING the empty bucket aside then spots Ellen. He beelines for her as the stunned crowd eye his every move.

EXT. WISBORG OUTDOOR MARKET - FLOWER CART

With polite bow.

KNOCK
Guten tag, Fraulein Hutter.

She's falls back shocked at Thomas' employer gone *insane*.

ELLEN
Herr Knock?

He motions to the flowers in her hand.

KNOCK
Poor dear. As if a grieving widow
with your husband so recently
departed.

He mocks sadness drawing a 'tear' down his cheek with a blood soaked finger.

KNOCK (CONT'D)
My condolences.

Now in fuming insult and disgust she quickly moves away but he yells after her.

KNOCK (CONT'D)
THE SHADOW SENDS HIS SYMPATHIES AS
WELL!!

Ellen stops cold to slowly turn back. Knock diabolically grins.

ELLEN
Yes. And now he wishes to know you
better...

BUTCHER (O.S.)
Over there! That's him! Man's lost
his brain!

They both see the Butcher has hailed a POLICEMAN. Knock flashes a freakish smile then dashes away in maniacal laughter.

POLICEMAN
YOU THERE!! STOP!!

She stands stunned as the Policeman runs after him blowing his WHISTLE.

EXT. CARPATHIAN MOUNTAINS - TRAIL - DAY

Thomas, worn from a long trek, shuffles to rest on a nearby rock. Placing his pack down he spots a SPIDER crawling up his pant leg and quickly brushes it off in *fright*.

Calming himself, he drinks the last of his canteen when it then begins to SPRINKLE. He chuckles at the irony.

Suddenly a DARK SHADOW rolls over the land and he looks up to see ominous clouds move swiftly over the sun.

A BIRD FLAPS nearby and he shoots up startled! He peers deeply into the woods then nervously takes his pack to continue on his way.

EXT. CARPATHIAN MOUNTAINS - BRIDGE - NIGHT

Day has turned to gloom and sprinkles to RAIN as Thomas approaches an OLD BRIDGE crossing a dry river of rocks. He stops to see...

ON THE SAME BARREN PEAK THE PLAGUE DOCTORS WERE SEEN A FOREBODING CASTLE NOW SOARS ATOP THE ROCK ABOVE THE FOREST.

He observes it framed against the cloudy moonlight half in apprehension, half in awe. He pauses to consider the bridge - *the gateway to the Count's mysterious realm*. He swallows his courage and quickly moves across as THUNDER RUMBLES.

EXT. ORLOK'S CASTLE GROUNDS - LATER

Making his way through a thicket of trees he halts in his tracks. There, in a clearing, a BLACK HORSE-DRAWN CARRIAGE sits quietly in the rain waiting for him.

Wiping water from his eyes he cautiously approaches the wordless driver who's covered head-to-toe in OILSKIN; save for piercing eyes behind a swathing mask and peaked feathered hat. Thomas moves to speak, but quickly reconsiders as the driver's SEARING GAZE unnerves him. He open the carriage door and CLIMBS IN.

The driver CRACKS his whip and the carriage GALLOPS OFF.

INT. CARRIAGE HEARSE - CLIFF - MOMENTS LATER

Thomas braces himself in the ROLLICKING coach incredulous of what is happening. He looks out its window to see...

POV they travel precariously close to the edge of a JAGGED CLIFF that falls to a ROARING RIVER far below.

THUNDER CRASHES and he ducks back inside. In sweating panic he digs out Ellen's painted stone, and after a moment of ashamed reluctance, grips it tightly!

EXT. ORLOK'S CASTLE GROUNDS - TREE GROVE - MOMENTS LATER

The COACH ROARS through a grove of trees as LIGHTNING FLASHES illuminate the area, for a fraction of a second, as if a supernatural negative of the scene. *BLACK AS WHITE - WHITE AS BLACK.*

EXT. ORLOK'S CASTLE - FRONT GATES

The Coachman halts the coach near the castle's front gates. All is silent again except for the falling RAIN.

Thomas looks at the foreboding fortress to see a colony of BATS SWARM about its turrets. He nervously shrinks back inside.

With a stern THRUST of his whip the driver wordlessly demands him to debark while pointing the way.

Still clutching the stone, Thomas timidly exits with his pack only to watch the phantom carriage RUMBLE AWAY into the woods and disappear like VAPOR.

EXT. ORLOK'S CASTLE - OUTSIDE GATE

He cautiously approaches the looming gates only to fall a step back as they GROAN OPEN by themselves - as if commanded by a sudden STRIKE OF LIGHTNING.

He lingers a moment in wary indecision, but then mocks himself for doing so. With a last smirk at Ellen's stone he HURLS IT OFF toward the edge of the castle and confidently marches inside.

EXT. ORLOK'S CASTLE - COURTYARD

The gates mysteriously close behind him as he ascends toward a DARK VAULTED ARCHWAY. He stops to barely perceive a slender, cloaked man standing deathly still within.

THOMAS
GUTEN ABEND!?

The figure emerges into the drizzling gloom. His willowy frame glides with curled fingers and arms frozen against his chest like a predatory insect. What lurks beneath his hooded cloak is hideous - with wrinkled gray skin, scraping nails and gnashing rodent-like teeth. The enigmatic GRAF ORLOK.

The Count halts again.

THOMAS (CONT'D)

Graf Orlok?

Thomas approaches him.

THOMAS (CONT'D)

My name is Thomas Hutter.

In the cloudy moonlight he peers closely at the Count; straining to discern his gruesome features under the DRIPPING HOOD.

THOMAS (CONT'D)

I have come with signature papers for your new property in Wisborg.

Orlok turns his shadowed gaze toward him then speaks in a *commanding whisper*.

ORLOK

I have waited too long. It will soon be midnight and all the servants have retired.

THOMAS

My apologies but the journey was difficult and took much time.

ORLOK

Yes. Too much... *time*.

Orlok glares at Thomas *as if reading his mind*. Thomas averts his eyes uncomfortably when, wordlessly, the Count creeps back through the dark archway and a mystified Thomas follows.

INT. ORLOK'S DINING HALL - NIGHT

Inside the dreary castle Thomas and Orlok sit at long dining table lavishly brimming with food. Thomas eats heartedly as the Count, still hooded in his soaking cloak, sits transfixed on KNOCK'S LETTER.

THOMAS

I was not aware Herr Knock could correspond in your peculiar dialect.

Orlok's darkened gaze moves to him, and again Thomas turns awkwardly away.

THOMAS (CONT'D)

I must thank you again for your overly generous feast. I feel as if another should join us lest it go to waste.

ORLOK
And soon they shall.

THOMAS (surprised)
Oh? You are expecting another guest?

The Count's silent stare his only reply as Thomas peers around the deserted chamber. Orlok again fascinates on Knock's cryptic message as distant THUNDER ROLLS.

THOMAS (CONT'D)
I'm quite familiar with the property in which you have invested. In fact it sits directly across from my very home. You will be a neighbor of mine.

ORLOK
And of your wife's.

Thomas is taken aback.

THOMAS
You know I am married??

ORLOK
For what other reason would a man venture so far into the treacherous unknown except for a deeper *grasp* at a woman's heart?

THOMAS
Sentimental indeed, Graf Orlok! But I assure you my journey here was for... *personal reasons*.

Pridefully.

THOMAS (CONT'D)
And besides, I have no need to grasp more of Ellen's heart.

ORLOK
You seem *so* sure.

THOMAS (mildly insulted)
Of course I am, sir. Why would I not be?

The Count places Knock's letter down.

ORLOK
They are veiled, mysterious creatures. Burdened with many buried secrets and unfulfilled desires.

THOMAS

I assure you all her desires are known to me. And quite satisfied as well.

A wry grin grows under Orlok's drenched hood.

ORLOK

Yes... *of course they are.*

THOMAS

I sense the subject interests you?

ORLOK

Which?

THOMAS

The subject of love.

Orlok grimaces as if repulsed by the thought. He SLAMS his palm on the table GROWLING LOUDLY!

ORLOK

IN FACT IT DOES NOT!!

Thomas is shaken by the Count's furious reaction.

THOMAS

My apologies, Herr Orlok, if I have offended you.

Silence again. Thomas takes a KNIFE to begin slicing a loaf of bread when...

INT. ORLOK'S DINING HALL - SKELETON CLOCK

A curious clock's mechanical skeleton CHIMES MIDNIGHT.

INT. ORLOK'S DINING HALL

The sound JOLTS a nervous Thomas who CUTS HIS FINGER on the blade. The Count slowly rises from the table as the clock continues to CHIME.

ORLOK

Have you cut yourself?

Thomas takes a napkin to stop the bleeding.

THOMAS

It is nothing, thank you.

The count skulks menacingly toward him - water still DRIPPING from his hood.

ORLOK
Take care, it is far more dangerous
than you know.

Thomas recoils as Orlok slowly creeps too close.

THOMAS
I assure you I'm all right!

The Count's WHISPERY VOICE mixes with sounds of RISING WIND
AND RAIN.

ORLOK
No lesser truth has ever been spoken
in these halls...

THUNDER RUMBLES as Orlok takes Thomas' hand then removes his
hood revealing his GHASTLY, RAT-LIKE FACE. Thomas cringes
as the Count raises his cut finger to his lips and slowly -
almost sensually SUCKS THE BLOOD OFF!

Thomas shoots to his feet staggering backward as Orlok savors
the taste before returning his burning gaze.

ORLOK (CONT'D)
I plead your forgiveness, as my ways
are sure to be strange to you. But
you are no longer in Wisborg, and in
this place the blood is the life,
and shall *never* be wasted.

EXT. ORLOK'S CASTLE - DINING HALL - DARK FIREPLACE

Orlok creeps forward corralling Thomas toward two chairs
aside a cold fireplace.

ORLOK
I trust you will find your quarters
comfortable. But for the time please
sit, and I will tell you tales of my
long suffering past and lost
traditions.

Thomas falls into a chair face frozen in fear and confusion.

ORLOK (CONT'D)
And then you shall tell me of yours.

Orlok drapes his wet cloak on the opposite chair revealing
his clothes MOLDERING AND TATTERED, as if grave-robbed from
a centuries old Prussian royal.

ORLOK (CONT'D)
So we can come to know each other...
better.

Thomas' face descends to numb terror as the Count slowly sits across from him.

ORLOK (CONT'D)

Yes. Let us talk, 'till the sun shows its dreaded face once again...

FADE TO BLACK:

INT. ORLOK'S DINING HALL - MORNING

Wrapped around the same chair Thomas awakens to the glare of sunshine in his eyes. He rubs them to find the hall deserted as a far-off ROOSTER CROWS.

He rises stiff and un-rested then uncomfortably tugs at his collar. Feeling two SMALL MARKS on his neck he curiously examines them with his pocket travel mirror, but is soon distracted by another sumptuous spread of food laid out for him.

He eagerly moves to the table, but then swoons becoming FAINT. Pausing to regain his senses he finally sits to eat... *seeming strangely alone.*

EXT. ORLOK'S CASTLE GROUNDS - REAR

The storm has paused as Thomas strolls down the rear side of the castle. BIRDS CHIRP as he enjoys the fresh air and bends to pick a SMALL FLOWER to place in his lapel.

EXT. ORLOK'S CASTLE - ROTUNDA - MOMENTS LATER

He descends a short path to a ROTUNDA that overlooks the lush countryside. Taking in the beautiful vista he curiously spies the BURNED RUINS of an ancient medieval village through the trees.

Spirits lifted by the day he takes pen and paper from his coat to begin writing Ellen a letter.

As he does WE SEGUE TO...

ANIMATED SEQUENCE

CLOSE ON the pen's scrawling tip as it writes.

THOMAS (V.O.)

My darling. Do not be anxious that your love is so far away.

The pen glides OUT OF FRAME as a MOSQUITO lands injecting its stinger into the textured paper. The insect's abdomen fills with BLOOD as the white paper BLEEDS DARK.

THOMAS (V.O.) (CONT'D)

The bloodthirsty insects here are ravenous. In fact I was bitten twice last night on the neck and have felt weak and dazed since. I pray it does not become something far worse.

The mosquito BUZZES away as the now DARK PAPER SHATTERS into a flock of CAWING BLACK BIRDS revealing a dim dungeon wall from ELLEN'S DREAM behind.

THOMAS (V.O.) (CONT'D)

The Count is a strange and mysterious shadow of a man. And my mind reaches to fathom he is even human.

On the wall the RAGGED WINGED SHADOW lands as if frightening the black birds away. It quickly MORPHS into the sinister outline of the COACHMAN as a HORSES' silhouette joins him. He mounts its saddle.

THOMAS (V.O.) (CONT'D)

Dreams lie heavy within this dreary castle, but please do not be afraid, for I have not forgotten what you said regarding facing darkness alone, and am trying my best to take it to heart.

The dour shadow of Thomas now appears to hand the mounted Coachman his SEALED LETTER.

THOMAS (V.O.) (CONT'D)

Please be assured that I shall return very soon, and all will again be as it should. My love, Thomas.

The Coachman's shadow GALLOPS off to suddenly BURST INTO A CLOUD OF BLACK SMOKE as...

END SEQUENCE

EXT. ORLOK'S CASTLE GROUNDS - REAR - NIGHT

The SMOKE DISPERSES revealing a sullen Thomas slowly trudging his way back to the castle as looming dark clouds again gather above it.

INT. ORLOK'S DINING HALL - NIGHT

Orlok waits motionless at the dining table as a tense and suspicious Thomas hovers over him shuffling paperwork. His lapel flower now sits in a small vase near The Count.

THOMAS

I am sure you realize the building is in complete disrepair with no furnishings or any comforts. I did suggest my employer offer another richly appointed home I felt would be...

Orlok glares stopping his sentence cold.

ORLOK

I assure you my reasons are...
'personal.'

Thomas recognizes his own words from before.

THOMAS

Yes of course. Then your signature here, please.

He places a contract page in front of Orlok who takes a pen, but then oddly pauses to focus on Thomas' pocket.

ORLOK

The time?

Thomas is anxious, preoccupied.

THOMAS

Hmm?

He fumbles to CLICK open his watch.

THOMAS (CONT'D)

I'm sorry. Half past eleven o'clock.

Orlok holds out his taloned hand to take the timepiece and Thomas hesitantly gives it to him.

THOMAS (CONT'D)

It was quite an expensive piece. In fact it is the most valuable thing I possess.

Orlok shoots him a contemptuous glare at that, and then gazes at Ellen's portrait.

THOMAS (CONT'D)

That is Ellen. My wife we spoke of.

Orlok wistfully looks at her, and then LIGHTLY DRAWS HIS LONG FINGERNAIL DOWN THE PICTURE. As he does his arm casts a SHADOW over Thomas' flower and it instantly SHRIVELS TO DUST.

ORLOK (to himself)
Such... delicate neck.

Thomas frowns finding that odd as Orlok closes the watch then hands it back feigning great disinterest. He quickly signs the contract and rises to skulk away into the castle's gloom.

Thomas moves to collect the paper, but instead opens his watch. A FINE BLACK LINE now crosses Ellen's face where Orlok's nail had brushed. With fearful curiosity he peers the way the Count had vanished.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS - LATER

Thomas rummages his rucksack for a nightshirt when he finds the BOOK OF VAMPYRES he'd since forgotten about. No longer so dismissive of it he flips open a page.

He reads aloud in part.

- Let not its shadow engulf you, for pain of death will surely follow.

- It regains its strength by day, seeking darkness underground to enshroud itself with accursed dirt.

- Most of all beware *midnight's stroke*, as it is then it feasts on its victim's blood.

INT. ORLOK'S DINING HALL - SKELETON CLOCK

The skeleton clock STRIKES MIDNIGHT!

CUT TO:

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM - NIGHT

Through a DREAM-LIKE FOG Ellen's eyes wearily open to the CHIMES. The dark roses at her bedside, she slowly rises to follow the sound to her door and opens it revealing a now SURREAL MISTY PORTAL. She looks through it to see...

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Startled by the clock Thomas slowly puts the book down.

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM

Ellen calls out to him in a desperate whisper.

ELLEN
 Thomas! Thomas!!

But he cannot hear her through this ghostly passage.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Fear suddenly grips Thomas and he rushes the door to block it with his body. He frantically feels along its jamb for a lock! NONE...

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM

Ellen attempts to enter his room only to be thwarted as ETHEREAL DOORWAY AFTER DOORWAY appear like infinite reflections. Defeated she SCREAMS!

ELLEN

THOMAS!!

The clock continues to CHIME.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Seized in agonizing compulsion Thomas slowly wraps his fingers around the door's handle, as if opening it will bring his nightmarish curiosity to an end.

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM

ELLEN

No, Thomas! DO NOT LOOK! DO NOT
OPEN IT!

INT. ORLOK'S DINING HALL - SKELETON CLOCK

The clock strikes LAST CHIME that drifts through the castle's halls. Then silence.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Thomas CREAKS the door open an inch.

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM

Ellen GASPS!

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

CLOSE ON Thomas' frightful eye as he peers through the crack to see...

EXT. ORLOK'S CASTLE - DINING HALL - DARK FIREPLACE

In flickering torchlight the Count looms motionless by the dark fireplace. His arms folded and fingers curled like an insect awaiting its prey when...

His SHADOW spreads a pair of UNSEEN RAGGED WINGS!

INT. ORLOK'S CASTLE - THOMAS' QUARTERS - CONTINUOUS

Trembling in terror Thomas slowly closes the door then dashes to look out the room's FAR WINDOW.

POV the same jagged cliff plummets to the river below precluding any chance of fast escape.

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM

Ellen watches as again a *trance-like calm* descends over her. Her eyes open and close heavily.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Seeing no way out Thomas falls onto his bed. Unable to face his impending doom he closes his eyes when...

The door CREAKS open and Orlok emerges from the darkness. With dead unblinking stare he slowly trudges up the steps into Thomas's room.

INT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM

As if hypnotized, Ellen turns to slip across the floor as a PACK OF RATS appear again to SCURRY about her naked feet. She moves to...

EXT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM - BALCONY

Now outside, she climbs upon a chair then steps up onto the balcony's SOARING BALUSTRADE.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

The SHADOW of Orlok's spindly arms and slashing nails rise over Thomas *who writhes in grueling agony!* Gasping for breath he loses consciousness.

EXT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM - BALCONY

Ellen glides across the railing like a somnambulistic tight-rope walker. She WAVERS unsure of her balance - any slip certain death!

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Orlok abruptly halts his attack to see Ellen through the misty doorway. He realizes she's threatening to take her own life away from *him* to save Thomas'.

EXT. CAPTAIN HARDING'S HOUSE - DREAM GUEST BEDROOM - BALCONY

Arms outstretched in a fragile grasp for balance, Ellen STUMBLES dangerously toward the outside of the railing!

INT. ORLOK'S CASTLE - THOMAS' QUARTERS

Orlok cringes as she does, and with a last vacant look at the unconscious Thomas, slowly plods his way back through the door. It closes behind him with an RESOUNDING CLUNK!!

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM - CONTINUOUS

The SOUND AWAKENS Ellen perched dizzily on the high railing. She looks down confused and startled by her predicament and lets loose a BLOODCURDLING SCREAM!

INT. CAPTAIN HARDING'S WORKSHOP

Drawing plans in his workshop Wolfram hears her. At first unsure of the sound he quickly dashes out to...

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM

He arrives to find Ruth helping a dazed Ellen down.

WOLFRAM

What the..??

They both assist her to the bed as Hilde enters holding a candelabra of *black candles*.

HILDE

Fraulein Harding, is everything all right??

RUTH

Quick Hilde bring those over here!

Hilde puts them on a bedstand eerily illuminating Ellen's face and casting her shadow against the wall behind.

WOLFRAM

What has happened here? Ruth, who's done this to her??

Ruth kneels taking Ellen's cold, limp hand.

RUTH

Ellen? Ellen, can you hear me?

Wolfram's anger fumes.

WOLFRAM

Perhaps he is still nearby.

He sprints to the balcony, yelling.

WOLFRAM (CONT'D)
 I WILL COME FIND YOU IF YOU ARE!
 SHOW YOURSELF! DO NOT HIDE IN THE
 SHADOWS YOU COWARD!

Hilde moves to wrangle his rage.

HILDE
 Herr Harding! Please!

Through the curtains a sudden breeze FLICKERS the candles and Ruth glimpses Ellen's shadow dance with faint shades of Orlok's hands grasping around her neck! Her eyes grow wide.

RUTH
 No, Wolfram. No one was here.

He calms himself.

WOLFRAM
 Hilde, go wake the doctor.

HILDE
 Yes, sir.

WOLFRAM
 And give him my personal apology for
 the lateness of the hour.

HILDE
 Of course, right away.

She rushes off as Ruth gazes at the catatonic Ellen with intense concern.

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM - LATER

Ellen still lay in a trance-like state as Dr. Bulwer kneels to examine her. Wolfram, Ruth and Hilde stand anxiously nearby.

DOCTOR BULWER
 It appears some subconscious anxiety emerged as a fevered nightmare, and she acted out the dreadful scenario in her sleep. She'll be all right as soon as the agitation subsides.

He collects his bag to stand. Wolfram is relieved.

WOLFRAM
 Thank you, Herr Bulwer.

He takes a wallet from his robe.

WOLFRAM (CONT'D)

And again, my sincere apologies for
calling on you at such a late...

But Bulwer only waves him a friendly 'no' when...

ELLEN

I saw him.

They all turn to look at her. Ruth's heart drops.

RUTH

Saw who, sweetheart?

ELLEN

Thomas.

DOCTOR BULWER

Of course. The worrisome cause of
her delusion.

ELLEN

And the SHADOW was there. And was
going to KILL HIM.

She turns with a possessed stare.

ELLEN (CONT'D)

And now he comes to drink the blood
of all. *COMING TO KILL EVERYONE!*

Wolfram's eyes grow wide as Ruth moves to comfort her. But
Bulwer only chuckles shaking his head.

DOCTOR BULWER

The shadows of one's dreams can take
on forms unimaginable by the light
of day. I suspect she'll be quite
amused by all of this just as soon
as the sun rises.

He smiles and wags his finger.

DOCTOR BULWER (CONT'D)

Now let us all try to get some rest,
as there is not much of this night
left!

Wolfram exhales relief.

WOLFRAM

Of course, doctor. And thank you
again.

But Ruth's faces still shows great unease.

RUTH
Yes. Good-night, doctor.

As he leaves.

DOCTOR BULWER
Good-night.

FADE TO:

OVER BLACK

The skeleton clock CHIMES FIVE TIMES.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS - EVENING

Still in the same position the Count had left him Thomas groggily wakes up in bed.

THOMAS
What time is..??

Hazily recalling the night's horrifying events he quickly grabs his travel mirror to discover it now mysteriously CRACKED. He angles it at his neck and sighs relief to find no marks in its *shattered reflections*.

He opens the room's NEAR WINDOW to view the castle's empty COURTYARD below and cloudy sun sitting low on the horizon. He then moves to peek through the door and finds the dining hall again deserted.

He throws open the door and dashes across the hall.

EXT. ORLOK'S CASTLE - COURTYARD STAIRS

He descends a rickety flight of stairs to the courtyard as a LIGHT RAIN begins to mist.

EXT. ORLOK'S CASTLE - COURTYARD

Searching for any passage to the castle's depths he spies an old CELLAR DOOR, and seeing the sun dip below the castle's walls, quickly sprints to PRY it open.

INT. ORLOK'S CASTLE - CELLAR

He warily descends steps to the dank ground of the cellar. In faint light spilling from the door above he finds a weathered BLACK COFFIN perched atop a stone pedestal. With heart pounding he leans over it to see...

Through a SPLINTERED HOLE in the coffin's lid a gruesome face is barely visible. Thomas staggers back at the sight, but then in a flood of anger rushes to HEAVE the lid off!

THUNDER ROLLS above.

Inside lay Orlok half-buried in freshly dug dirt. Eyes closed, his arms and taloned hands folded as if in death.

Then Thomas notices...

INT. ORLOK'S CASTLE - CELLAR - STAIRS

The sun's dying rays creep back up the steps as it quickly sets outside.

INT. ORLOK'S CASTLE - CELLAR

He frantically searches to dimly spy piles of upturned soil and stack of DIGGING TOOLS nearby.

KNOCKING the tools over in haste he freezes afraid the clamor had roused the Count, but soon emerges wielding a large RUSTED PICKAXE.

He holds the axe high, gaining more courage to impale his foe with every step when...

The last glimmer of sunlight DISAPPEARS and Orlok's finger TWITCHES. *Thomas freezes for a long, tense moment.*

THEN...

Orlok's hands UNFURL and his eyelids FLICKER. Thomas drops his weapon to race back up the stairs!

INT. ORLOK'S CASTLE - THOMAS' QUARTERS - MOMENTS LATER

Dashing into his quarters he begins madly dragging furniture against the door when...

A horse WHINNIES outside. He sneaks to the near window and peeks out.

POV the dark Coachman has returned hoisting the heavy dirt-laden coffin onto a HORSE DRAWN WAGON with superhuman strength.

Thomas watches as he mounts the carriage, and with a SNAP of his whip, drives it through the castle's gates. They swing closed behind with a LOCKING BOOM!

Now trapped inside the fortress' towering walls he sits on his bed deserted and forlorn. He opens his watch to gaze at Ellen's picture, but instead is shocked to find the Count's BLACK MARK now MYSTERIOUSLY SPREAD - *flooding across her entire face!*

Despair boils to anger as he realizes the Vampire's plan to move against her.

THOMAS

ELLEN...

He SNAPS the watch closed and again dashes to view out the room's far window. Below the jagged cliff yawns with only a SLIM LEDGE at the base of the castle. He takes his rucksack, and with careful aim, DROPS IT from the window. It nearly misses resting dangerously close to edge. He winces knowing the odds are not in his favor.

INT. ORLOK'S CASTLE - THOMAS' QUARTERS - MOMENTS LATER

RIPPING sheets from his bed he begins fashioning a makeshift KNOTTED ROPE. But as rain FALLS HARDER outside he again opens his door to see...

EXT. ORLOK'S CASTLE - DINING HALL - DARK FIREPLACE

Orlok's CLOAK still hangs by the dark fireplace.

EXT. ORLOK'S CASTLE - THOMAS' QUARTERS - WINDOW - LATER

Now wearing the Count's hooded cloak, he tosses his improvised rope from the window and climbs out onto it.

Struggling to grip the wet cloth he slithers down only to find his UNRAVELING escape a dozen feet too short! Climbing back up impossible, he closes his eyes and lets go.

He STRIKES the shallow ridge hard nearly rolling off - saved only by the quick snag of a *gnarled root!*

Hauling himself back up he SHRIEKS in crushing pain; cradling his right arm that's been SHATTERED in the fall.

He takes his pack to inch around the castle's steep ledge where he happens on...

Half buried in splattering mud sits ELLEN'S STONE he'd so arrogantly discarded before. In tears of agony and regret he pockets it and staggers away from the castle.

EXT. SWIFT RIVER - NIGHT

On the swift river a PLANK-RAFT glides downstream in the rainy moonlight. Skillfully ruddered by the sinister Coachman, its only cargo the solitary black coffin.

Thomas suddenly appears tracking it from above the river bank. Blood SEEPS through clenched fingers grasping his broken arm.

THOMAS
 I KNOW WHO YOU ARE!! I KNOW WHERE
 YOU ARE GOING!!

The Coachman stoically sails on as Thomas staggers unable to stay with the agile raft.

THOMAS (CONT'D)
 I WILL FIND YOU AND *KILL YOU* BEFORE
 YOU LAY A HAND ON HER!!

In shattering pain he falters to the ground when...

Through his blurry vision a curious GYPSY HUNTER appears hearing his cries. Thomas loses consciousness and ALL FADES BLACK.

INT. MISSION HOSPITAL ROOM - NIGHT

At the mission (the Porter spoke of) Thomas struggles against a NURSE and TRANSYLVANIAN DOCTOR as they assist him into a rustic hospital room. He is weak and speaks deliriously.

THOMAS
 I have discovered his diabolic plan
 and must take the train back to
 Wisborg. I can arrive days before
 if I leave at once!

He digs out his soggy train ticket.

THOMAS (CONT'D)
 My ticket, see? HAND LOOSE OF ME!!

The Nurse wrestles him onto a bed as the doctor speaks in a gruff Baltic accent.

TRANSYLVANIAN DOCTOR
 Your arm is horribly broken and I
 must attend to it quickly.

With a sudden burst of strength.

THOMAS
 NO! LISTEN TO ME! THE VAMPIRE IS
 ALREADY ON HIS WAY TO MURDER MY WIFE!!
 LET ME GO!!

Thomas fights to break free but is no match for the strapping doctor who SHOVES him back down.

TRANSYLVANIAN DOCTOR

And now *you* listen, my friend. You are having deranged visions from much blood loss. So even though what you say *cannot be true*, you will still be dead by time you reach Wisborg. Do you understand??

Thomas nods and calms himself.

THOMAS

Yes... yes I understand.

TRANSYLVANIAN DOCTOR

Now rest.

The Doctor moves to confer with the Nurse as Thomas' eyes fill with tears of guilt.

THOMAS (under his breath)

Oh, Ellen. I am so sorry... so very sorry!

EXT. EMPUSA LANDING DOCK - NIGHT

The sleek schooner, EMPUSA, floats at an ocean-side loading dock. In stark contrast to the common crates and barrels ready to be loaded aboard sits ORLOK'S BLACK COFFIN. The spirited first Mate, NIK, quizzically examines PAPERS and a STACK OF BILLS as the surly SHIP CAPTAIN approaches pointing toward the dark box.

SHIP CAPTAIN

Nik! What's that over there?

NIK

Dunno captain.

SHIP CAPTAIN

I told 'ya can't take any more cargo! Ship's overloaded and are expecting stormy seas. Be lucky to make port alive God willing!

NIK

Aye sir. But whoever he was paid enough here to hire this *entire skiff!*

Nik points toward two mates, SAILOR ONE and SAILOR TWO, as they strain to lift the heavy coffin.

NIK (CONT'D)

An' just for that one box!

SHIP CAPTAIN

Huh??

He calls the mates.

SHIP CAPTAIN (CONT'D)

Bring that round here!

The Captain snags the papers to study them as the mates set the box at his feet.

SHIP CAPTAIN (CONT'D)

Then what the devil could it possibly be??

Wiping sweat from his brow.

SAILOR ONE

Methinks pure lead.

Acting spooky in jest.

SAILOR TWO

Or maybe it's the devil himself!

They laugh as the stern captain shoots a skeptical eye.

SHIP CAPTAIN

Says here it's just dirt.

The mates look at each other, baffled.

SAILOR ONE

Now who would pay good money jus' to ship dirt??

SAILOR TWO

Yeah. Figure there's plenty lay'n around for free!

The Captain's dubious expression agrees.

SHIP CAPTAIN

Open it.

NIK

Aye cap'n.

Nik takes a crow-bar and PEELS the lid off. The Captain shoves in his hand confirming nothing more than soil sifting through his fingers. He thinks for a moment shaking his head.

SHIP CAPTAIN

Naw. Someth'n ain't right here. I say go find that fellow and tell 'em we're leave'n it.

Nik hands him the stack of cash.

NIK

Yeah, but could be home b'for Christmas with the missus 'n kids with this kind of gold, Cap'n.

The Captain considers the thick wad of bills. A few moments and he pockets it.

SHIP CAPTAIN

All right. Close it up. Hoist it aboard.

NIK

Aye aye, sir!

Sailor One begins HAMMERING back the nails as...

EXT. EMPUSA - DOCKING ROPE

A parade of rats SKITTER up the ship's ANCHOR ROPE shrouded inside a strange SWIRLING GREEN MIST.

EXT. WISBORG SANITARIUM - NIGHT

In silvery moonlight the institutional WISBORG SANITARIUM sits on the outskirts of the city. A flock of black birds fly across the clear nighttime sky.

INT. WISBORG SANITARIUM - PROFESSOR SIEVERS OFFICE

PROFESSOR SIEVERS (65), the distinguished looking doctor in charge, sits writing at his desk. Muffled YELLS and INSANE LAUGHTER drifts through the halls.

An ASYLUM ATTENDANT enters.

ASYLUM ATTENDANT

Professor.

Sievers removes his spectacles.

PROFESSOR SIEVERS

Yes, what is it?

ASYLUM ATTENDANT

A patient is exhibiting a new, rather revolting behavior, sir.

PROFESSOR SIEVERS
Let me guess, our once respectable
gentleman again?

ASYLUM ATTENDANT
Yes, Herr Sievers.

Sievers sighs, exasperated.

PROFESSOR SIEVERS
All right, let's have a look.

He rises to leave.

PROFESSOR SIEVERS (CONT'D)
Although by the sound of it I suspect
I rather not.

The Attendant hides a laugh as he follows.

ASYLUM ATTENDANT
Yes sir.

INT. WISBORG SANITARIUM - KNOCK'S CELL

The two enter a SOAKED holding cell where in a wet corner a
dripping Knock sits curled up. Somewhere a FLY BUZZES as
Knock's glaring eyes frantically track it around the room.

ASYLUM ATTENDANT
Now, just watch him professor.

Sievers dons his glasses to look more closely when suddenly
the madman CATCHES THE FLY AND EATS IT!

A BEAT as Sievers takes in such an odd sight. He chuckles
and speaks in a calm, amused tone.

PROFESSOR SIEVERS
Herr Knock, can you explain why you
are now eating flies?

Knock smiles mischievously.

KNOCK
Do not take it personally, professor.
It has nothing to do with the fine
cuisine you serve in your delightful
establishment here.

PROFESSOR SIEVERS
Then please, perhaps you could be so
kind to help me understand.

Knock's mood turns serious.

KNOCK
I would be happy to, if I had your
word you would listen.

PROFESSOR SIEVERS
I see.

Knock rises to approach them thoughtfully with hands behind
his back.

KNOCK
But I MUST have your word.

The Attendant threatens him with a dripping FIRE HOSE.

ASYLUM ATTENDANT
BACK YOU IDIOT OR GET THE NOZZLE
AGAIN!!

Knock calmly grins.

KNOCK
Your sadistic friend appears to need
your help more than I do, doctor.

The Attendant takes an angry step forward but Sievers waves
him back.

PROFESSOR SIEVERS
All right. You have my word.

KNOCK
Soon my master comes, and he has
imparted me a *fundamental truth*.

He moves closer.

KNOCK (CONT'D)
Something you must promise never to
forget.

Sievers strokes his chin in thought.

PROFESSOR SIEVERS
Yes? And what exactly is that?

Knock suddenly HURLS himself at the doctor THROTTLING HIM BY
THE THROAT!

KNOCK
*THE BLOOD IS THE LIFE!!! THE BLOOD
IS THE LIFE!!!..*

The three struggle as the Attendant wrests Knock to the ground
BEATING HIM SAVAGELY!

EXT. OCEAN BEACH - DAY

On a windswept beach a half-dozen CROSSES stick from the sand as widow's makeshift memorials to husbands lost at sea.

Sitting on a bench among them a *black dressed* Ellen gazes off at the horizon.

RUTH (O.S.)
Ellen! Ellen!

She turns to see.

EXT. OCEAN BEACH - SAND DUNE

Over a nearby dune Ruth and Wolfram approach. Ruth waves.

RUTH
Ellen!

They soon arrive.

EXT. OCEAN BEACH

RUTH (excited)
I knew we could find you here!

Wolfram looks questioningly at the crosses.

WOLFRAM
Yes, but perhaps not the best place
for one suffering from melancholy.

ELLEN
But I do so love this view of the
ocean.

Wolfram takes in the beautiful vista.

WOLFRAM
Indeed, it is quite peaceful.

Then turns with a teasing smile.

WOLFRAM (CONT'D)
But you are not a widow, yet, my
dear.

He reveals a letter from his coat and offers it to her.

ELLEN
What's this?

RUTH

From Thomas! I told you he would
write!

Ellen smiles sweetly as she takes and opens it. She reads
silently for awhile as a soft OCEAN BREEZE blows.

RUTH (CONT'D)

Now tell us! What does he say?!

Ellen puts the letter down, and with a wistful smile again
gazes out to sea.

ELLEN

He is coming...

INT. MISSION HOSPITAL ROOM - EVENING

Thomas ponders himself in a wall mirror similar to the one
in his home, but instead it is CRACKED and CLOUDED. He
appears haggard and unshaven with arm now hung in a SLING.
The Nurse enters.

NURSE

The carriage has finally arrived to
take you.

THOMAS

I only pray there is still time
before....

He stops feeling she, as the doctor, will never believe his
story of vampires.

THOMAS (CONT'D)

... before my wife begins to worry
for my safety.

NURSE

Of course, and so you should.

She peers to be sure the doctor is nowhere in sight.

NURSE (CONT'D)

You see, I for one have always
believed you.

He's surprised at her candor as he feels inside his empty
pockets.

THOMAS

My things?

NURSE

Oh yes.

She moves to a nearby chest and begins handing him his items only to be startled at finding Ellen's stone. She rubs DRIED MUD from its painted glyph.

NURSE (CONT'D)
Where did you get this??

THOMAS
My wife gave it to me just before I left on this godforsaken journey.

NURSE
So she is from here?

THOMAS
No. Her father was a Berlin watchmaker, and her mother...

He pauses.

THOMAS (CONT'D)
Well, perhaps in a way. Her mother was from a long line of gypsy blood if I recall.

The woman marvels at the stone.

NURSE
Yes of course, something only a true *Romani* would know. Very old, very powerful.

THOMAS
Powerful? What do you mean?

NURSE
It is an ancient charm. Whoever holds it close is kept safe from the dark forces of nature.

She places it into his hand.

NURSE (CONT'D)
Travel quickly and return it to her just as soon as you can.

Thomas looks into her pleading eyes almost believing her. But a sullen frown soon erases her words.

THOMAS
No. There is nothing of "nature" in him. His gruesome face and murderous ways are only a grim consequence of this cursed place.

He takes his rucksack to leave and she grabs his arm.

NURSE

Please believe me. *It will save her
life!*

Thomas thoughtfully rolls the stone in his hand. Then...

THOMAS

And my sincere gratitude to you and
the doctor for saving mine.

And he bolts from the room leaving the Nurse uttering a *quiet
prayer.*

INT. WISBORG SANITARIUM - KNOCK'S CELL - EVENING

In a corner Knock sits silently as an ASYLUM JANITOR SWEEPS
out his cell. His face now bruised with swollen black eye
from the Attendant's brutal beating.

ASYLUM JANITOR

Always my favorite, Herr Knock.
Quiet as a mouse and never make'n a
gory fuss gotta clean up. You ain't
noth'n like the others. *Animals
they are!*

The Janitor sweeps close turning his back as Knock
surreptitiously slips a folded NEWSPAPER from the man's back
pocket.

ASYLUM JANITOR (CONT'D)

Why I was surprised to see what
happened to 'ya! Don't take much to
set that man off though I guess.
Belongs with the rest of 'em if you
ask me.

Knock hides the paper then resumes his frozen pose as the
Janitor finishes and exits the cell.

ASYLUM ATTENDANT

Well there you go, good as new.
Gute Nacht, Herr Knock.

He leaves and Knock quickly unfolds the paper.

ON NEWSPAPER: "PLAGUE! THE PLAQUE HAS BROKEN OUT IN THE
PORT TOWN OF VARNA. ALL VICTIMS REPORTED TO HAVE SAME WOUNDS
TO THE NECK OF WHICH ORIGIN STILL REMAINS A MYSTERY TO
PHYSICIANS..."

A fiendish smile grows across Knock's face.

EXT. OCEAN - DUSK

DARK CLOUDS brew above the billowing sails of the Empusa as they haul the ship across open sea.

EXT. EMPUSA - MAIN DECK

The Captain and Nik teeter a CLOTH-WRAPPED CORPSE off the edge of the ship.

SHIP CAPTAIN
...and lead us not into temptation,
but deliver us from evil. Amen.

NIK
Amen.

They tip the body overboard with a SPLASH as Nik crosses his chest, and then pause to look at each other with fear and confusion in their eyes. Far-off THUNDER RUMBLES as the Captain gazes upward.

SHIP CAPTAIN
Storm's brewing up again, just like
I told 'ya.

The move aft toward the ship's helm.

NIK
Cap'n, I say it again. Them plague
'fested rats, that's the evil lurk'n
aboard this ship. I seen 'em scurry'n
in the bilge not more an hour ago!

SHIP CAPTAIN
I saw 'em too.

NIK
I'm think'n it's high time we go
down there an' KILL 'EM ALL!!

SHIP CAPTAIN
Can't risk get'n bit lest what happen
to the rest of the crew happen to
us.

NIK
Get bit on the *neck*??

The Captain shoots him hard *II don't understand either* glance as he takes the ship's wheel.

NIK (CONT'D)
Aye. But what about Grunewald?

SHIP CAPTAIN
It'll just be the two of us soon.
But if we stay topside and keep away
from them vermin we'll make it.

NIK
But I feels I should say somethin'.
Before, you know...

The Captain explodes.

SHIP CAPTAIN
NO MORE GO'N BELOW!!

NIK
But Cap'n, the poor soul's been our
best hand o'er ten years now. Saved
both our lives a dozen times he did!

He thinks.

SHIP CAPTAIN
All right. But keep your wary
distance. I don't plan on sailing
this death ship into to Wisborg alone.

NIK
Aye.

Nik moves off toward a DECK HATCH.

INT. EMPUSA - SHIP'S HOLD

He descends stairs below deck to find a moribund GRUNEWALD
rolling with the waves in a hammock.

NIK
How you doin' mate?

Grunewald doesn't respond so Nik moves his hand to wake him.

NIK (CONT'D)
Grunewald??

But quickly takes it back remembering the Captain's orders.
His face sinks in sorrow.

NIK (CONT'D)
Ah, mate.

He removes his hat then turns to leave when suddenly
Grunewald's eyes slowly open. He whispers.

GRUNEWALD
Had a dream...

Nik spins surprised his friend's still alive.

NIK (joking)
Yeah? Have'n another jolly roll
with ol' Frau Brauhof again were
'ya?

Grunewald speaks in a stilted tone, as if drifting through a *death-like nightmare*.

GRUNEWALD
Was a shadow... and it come up from
the earth. Jus' a shadow, but was
REAL.

NIK
Naw, just a trick of the nogg'n.
You'll be all right, chum.

GRUNEWALD
Feeds off the blood of the liv'n.
Come to murder... *murder us everyone!*

Nik's spooked as rain begins falling outside the PORTHOLES.

NIK
You listen ol' Gru'y, ain't time for
your scary ghost stories now. 'Ya
hear??

GRUNEWALD
It's down here... over there...

Grunewald feebly points to a dim corner of the hold. His eyes grow wide in a burst of fright!

GRUNEWALD (CONT'D)
OVER THERE! YOU CAN'T SEE IT?!
IT'S RIGHT OVER THERE!!

Grunewald's breathing becomes labored and his eyes slowly close.

GRUNEWALD (CONT'D)
Shadow... Come outta that dirt...
outta that accursed box of dirt...

And his breath stops.

Nik lights a CANDLE to see where Grunewald was pointing. In the weak flame he sees the BLACK COFFIN as the ship's timbers eerily CREAK AND MOAN.

He carefully takes a pegged HATCHET from the wall gripping it tightly then creeps toward the coffin as candlelight crosses his furious eyes.

NIK
Cap'n was right, something wrong
with this picture he says.

He stops in front of the coffin.

NIK (CONT'D)
And now I's agree.

He STRIKES a blow CRACKING ITS LID!

NIK (CONT'D)
SO I'LL KILL! *WHATEVER YA' ARE!!*

He STRIKES AGAIN revealing the dirt below. A scared rat SQUEAKS past when...

ON PORTHOLE the sunlight vanishes and...

THE COFFIN'S LID BLASTS OPEN! Orlok SUPERNATURALLY RISES - dirt pouring off his tattered clothes as his grasping fingers outstretch menacingly!

EXT. EMPUSA - HELM

Over rising WIND AND RAIN the Captain hears a HARROWING SCREAM below.

SHIP CAPTAIN
NIK!! WHAT'RE YA DOIN' DOWN THERE?!!

No reply.

SHIP CAPTAIN (CONT'D)
GET BACK UP HERE ON THE DOUBLE! WE
BOTH KNOW ALL HOPE'S LOST FOR
GRUNEWALD!!

He struggles with leaving the wheel - but does angrily marching to the HATCH.

SHIP CAPTAIN (CONT'D)
I'll be damned if I don't throw you
overboard myself!

INT. EMPUSA - BELOW DECK

He descends the now wet stairs.

SHIP CAPTAIN
Nik?! Answer me! WHERE ARE 'YA?!

A VOLLEY OF LIGHTNING suddenly illuminates Grunewald's SWAYING CORPSE and NIK'S DEAD BODY WITH HATCHET STUCK IN HIS BACK!

He GASPS in shock.

SHIP CAPTAIN (CONT'D)
What the devil??

Planks now CREAK above his head as he slowly looks up to see...

Through the hatch Orlok orbits above him casting down a lethal stare!

LIGHTNING FLASHES of the horrified Captain's face as we...

SMASH TO:

EXT. TRAIN TRACKS - OCEAN - CONTINUOUS

The SAME LIGHTNING FLASHES far-off over the ocean as Thomas' train STEAMS along seaside tracks. The two foes are tracking each other.

INT. TRAIN CAR

Thomas sleeps against a window when THUNDER RATTLES THE GLASS waking him. Through exhausted eyes he watches the storm rage over the sea as raindrops stream down his window like tears.

In his hand lay his open pocket watch with Ellen's *ever darkening portrait*. He takes her stone and deeply ponders it. Wondering if what the Nurse said could possibly be true.

INT. WISBORG SANITARIUM - KNOCK'S CELL - CONTINUOUS

Knock lay curled on his cot when a single drop DRIPS onto his face. He rises to stand on his bed and peer out a barred window.

Above the rooftops he sees dark clouds and DISTANT FLASHES of the approaching storm.

KNOCK
The master is near...

INT. CAPTAIN HARDING'S HOUSE - GUEST BEDROOM - CONTINUOUS

Lost in thought, Ellen lay on her bed PICKING the dead petals off a now *withered dark rose*. As if playing a mortal game of *he loves me - he loves me not*, she reaches the last and closes her eyes to struggle with something she cannot face. But she soon opens them to reach a silent, grave decision.

She PLUCKS the last petal and gently lets it fall from her fingers.

ON PETAL It slowly tumbles to softly land casting DARK RIPPLES ACROSS A BLACK, MIRROR-LIKE SURFACE.

JUST AS...

EXT. WISBORG - PORT WATERWAY - NIGHT

The Empusa's traveling bowsprit appears in the reflection, and then its ENTIRE HULL as it sails by CRUSHING THE PETAL IN ITS WAKE. We TILT UP to see the death ship as it quietly slips into Wisborg's port in the misty gloom.

EXT. WISBORG TRAIN STATION - CONTINUOUS

In HISSING STEAM a pair of muddy shoes take a last weary step off a train car's stairs.

We reveal it's Thomas. With arm slung in pain his weary eyes prowl for any sign of the Vampire.

INT. WISBORG SANITARIUM - KNOCK'S CELL - CONTINUOUS

The Janitor enters as Knock crouches in his same corner.

ASYLUM JANITOR

Look's like rain's comin' again.

Knock tries to hold back a flood of intense emotion. His voice quivers whispering almost in tears.

KNOCK

Somewhere deep inside, one always thirsts for a touch of rain...

The janitor nonchalantly sweeps.

ASYLUM JANITOR

Ah, knew you'd come around to say'n someth'n! And nope, never did mind it myself. Wife always said all good things come from above.

The man moves to light a CANDLE when...

ASYLUM JANITOR (CONT'D)

God rest her...

KNOCK VICIOUSLY ATTACKS throwing the janitor to the floor and beating him unconscious! He dashes out to freedom!

EXT. WISBORG LANDING DOCK - NIGHT

The Empusa sits docked in the moonlit rain when suddenly a FIRE ERUPTS aboard its main deck.

It quickly grows into a BLAZE that CASTS A TOWERING SHADOW OF ORLOK ONTO THE SHIP'S MAIN SAIL. Looming larger than life, his silhouette hoists the coffin onto his arching back and skulks away.

EXT. WISBORG OUTDOOR MARKET

Knock sneaks down an alley to arrive at the now deserted outdoor market. He giddily moves to the butcher's covered cart to again find the same bucket BRIMMING WITH BLOOD.

EXT. WISBORG PORT

Carrying his heavy coffin Orlok sneaks through a port-side archway. Behind him the Empusa flounders consumed in a RAGING INFERNO!

EXT. APARTMENT ALLEYWAY

Staggering past the row of provincial apartments Thomas falters to his knees. Pausing to catch his breath he spies a GLOWING EMBER float down before his eyes.

He looks up to see the orange glow of the burning Empusa light the sky above the rooftops. Knowing the Vampire has arrived he forces himself up to swiftly move off.

EXT. WISBORG CHURCH

Orlok crosses a church courtyard as FLASHES cast the SHADOW OF THE CROSS atop the steeple onto the ground. He trudges over it with his burdensome coffin.

EXT. CAPTAIN HARDING'S HOUSE - FRONT STAIRWAY

Drenched and near collapse Thomas arrives at the Harding's home. He stumbles up the stairs and POUNDS on the front door.

THOMAS
ELLEN!! ELLEN!!

A moment and Wolfram opens it.

WOLFRAM
Thomas?? Ellen! Ruth! COME DOWN
HERE AT ONCE!!

Wolfram raises a jesting eyebrow at the bedraggled Thomas.

WOLFRAM (CONT'D)

I did not mean to imply you return
THAT different of a man, Thomas.

Thomas strains not to laugh as Ruth and Ellen arrive.

ELLEN

THOMAS!

Wolfram props him up.

WOLFRAM

Stand back ladies. Come on, let's
get you inside.

Ellen sees his broken arm.

ELLEN

Oh no. What's happened??

As the door closes Thomas speaks with calm assurance.

THOMAS

I only hurt myself, but will be all
right.

INT. CAPTAIN HARDING'S HOUSE - PARLOR - CONTINUOUS

Wolfram assists him to a couch.

WOLFRAM

This way. You're doing fine old
man.

He lets him down as Thomas grimaces in pain. Ellen sits
next to him with anxious eyes so he takes her hand.

THOMAS

I am fine. Please do not worry.

He looks to Wolfram.

THOMAS (CONT'D)

Lock all the doors and windows. I
will explain later.

With a nod he and Ruth quickly move to do so.

WOLFRAM (joking)

Yes, and I think I'll just go find
that brandy now, too.

EXT. CAPTAIN HARDING'S HOUSE - CONTINUOUS

In a clump of dark foliage Orlok puts his coffin down. Slyly scanning to be sure he is alone, he skulks toward the house.

INT. CAPTAIN HARDING'S HOUSE - PARLOR

Thomas breathes relief as Ellen sits in wringing apprehension.

THOMAS

I know you are wondering, but the story is long and full of strange and terrible things I am sure you would never believe.

She bows her head. She knows.

ELLEN

No. I know I would. Every word.

THOMAS

Perhaps soon then, but first...

He turns in pain to face her.

THOMAS (CONT'D)

... and most importantly of all, what I've come to realize is I truly love you in a way I could not understand before. In a way deeper than I ever thought possible.

He takes her hand.

THOMAS (CONT'D)

I wish to apologize for my distance and lack of affection in the past. Before I left I could only think of myself and my foolish worldly desires. I was blind to the true happiness that lived right in front of me.

In smiling tears she leans over to gently kiss him.

EXT. CAPTAIN HARDING'S HOUSE - CONTINUOUS

Lurking outside, Orlok pauses to relish Ellen's intense emotions radiating from within. But his elation quickly turns to seething anger as he senses Thomas' presence. He slowly creeps away.

EXT. ABANDONED BUILDING - NIGHT

Holding his coffin Orlok stands astride a small boat as it crosses a shallow canal between the abandoned building and Hutter's home. It glides by some *unseen force*.

EXT. ABANDONED BUILDING - FRONT DOORS

He approaches the locked doors of his new decrepit abode, and if by magic, moves to VANISH through them with his coffin.

FADE OUT:

EXT. WISBORG LANDING DOCK - MORNING

A bright day, the storm has paused. Wolfram, HARBOR MASTER, TOWN MAYOR and several WISBORG TOWNSFOLK stand before the half-sunken remains of the Empusa.

HARBOR MASTER

As I was say'n, there were no lights
and no signal. Never even saw her
slip port in the storm.

Wolfram rubs his chin.

WOLFRAM

I just cannot figure how she docked
herself with not a single hand aboard.

TOWN MAYOR

Well you built her, Wolfram. What
do you think happened to the crew?

KNOCK (O.S.)

October fourteenth, day three. Mate
talking nonsense. Claims he seen
something strange below deck. Found
expired next morning.

They all turn to see Knock emerge from behind CHARRED TIMBERS. He reads aloud from the ship's soggy, singed log he's found. As he does he strokes a rat sitting on his shoulder as several others SQUEAK stuffed inside his pockets. He turns a sopping page.

KNOCK (CONT'D)

Day ten - *Doomed*. Nearly all crew
dead or soon will be. Rats
everywhere, suspect they've brought
this deadly plague upon us.

Shocked.

TOWN MAYOR
Herr Knock? What are you doing
there??

KNOCK
Spreading my newfound purpose in
life, Herr Burgomeister.

He smiles insanely then LICKS a rat.

KNOCK (CONT'D)
DEATH...

A few angry Townsfolk encroach him.

WOLFRAM
STOP!! The plague's run rampant
through Varna and this ship sailed
from there. STAND BACK!

They do as Knock laughs crazily then dashes away with his
rats. The panicked Mayor turns to Wolfram.

TOWN MAYOR
What shall we do? If he's let loose
amongst the townsfolk...

HARBOR MASTER
He could destroy kill us all....

In calm anger Wolfram gazes the way Knock ran.

WOLFRAM
Then we just may be forced to destroy
him first.

EXT. WISBORG - DESERTED STREET - DAY

An entire street stands deserted in the *middle of day*.

EXT. WISBORG - ROW OF HOUSES - DAY

A TOWN CORONER exits a door and CHALKS A CROSS on it. He
moves a few doors down and marks another cross.

He pauses as a group of top-hatted PALLBEARERS somberly carry
a coffin from out of a house. The Coroner closes the door
behind them to chalk another cross.

INT. THOMAS AND ELLEN'S FLAT - DAY

Ellen stands at a window somberly watching...

A long line of Pallbearers carry a SILENT PARADE OF COFFINS through the empty street below.

She turns in great sorrow and guilt to spot Thomas' rucksack nearby. Curiosity gets the best of her as she rummages through it to find THE BOOK OF VAMPYRES. Reading its cover she clutches it in dread.

DISSOLVE TO:

OVER BLACK

KNOCK (V.O.)

Hello down there! Guten Tag!! Can you see me?! No?! I am as invisible as a ghost! And soon you all will be too!

EXT. WISBORG BUILDING - ROOFTOP - DAY

Knock straddles the peak of a STONE-SHINGLED ROOFTOP yelling madly below.

KNOCK

Why does everyone look so worried??
The master only hungers as you do!
What difference is that fool the
butcher than the rest of you? Tell
me! TELL ME!!

EXT. WISBORG STREET

An angry crowd has formed as Wolfram, Thomas and several POLICEMEN look up at him. Wolfram appears extremely agitated.

WOLFRAM

WHY DOES HE NOT JUST DIE!! How can one lunatic infect an entire population and not perish from the dreaded disease himself!!

He turns to Thomas, seething.

WOLFRAM (CONT'D)

And now even my beloved sister has fallen gravely ill.

THOMAS

NO...

WOLFRAM

I should be home tending her rather than *CHASING THIS INFERNAL MANIAC!!*

A WISBORG RESIDENT peeks out a door.

WOLFRAM (CONT'D)
GET BACK INSIDE!! No one is allowed
out until the plague subsides!

Knock continues to NONSENSICALLY YELL at them as Wolfram
turns to POLICEMAN 2.

WOLFRAM (CONT'D)
Where the hell is he?!

POLICEMAN 2
Still on his way, sir.

Thomas turns to Wolfram. Calm, serious.

THOMAS
What if there is no plague, Wolfram.
The doctors are all mystified from
here to Varna. But I tell you again
I have had these marks myself. I
know what is happening here! Knock
is only a ruse. Don't you see??
Please forget him and come help me
find the true killer.

WOLFRAM
THERE IS NO SUCH THING AS VAMPIRES,
THOMAS!!

He looks at his friend suspiciously - paranoid.

WOLFRAM (CONT'D)
In fact, you were last his employee
and here you stand alive as well.
Is there some conspiracy between the
two of you??

THOMAS
There is still time to save Ruth and
everyone else, Wolfram.

EXT. WISBORG BUILDING - ROOFTOP

Laughing madly Knock takes aim and HURLS a broken shingle
downward.

EXT. WISBORG BUILDING

It HITS Wolfram directly on the head. Feeling a gash and
seeing blood on his hand...

WOLFRAM
GET DOWN HERE YOU BASTARD!!

He snatches POLICEMAN 3's PISTOL as a harried PROFESSOR SIEVERS suddenly arrives with POLICEMAN 4.

WOLFRAM (CONT'D)
OR I WILL BRING YOU DOWN MYSELF!!!

Wolfram aims.

PROFESSOR SIEVERS
NO!! DO NOT SHOOT!!

BLAM!! BLAM!! Wolfram unloads two shots as *Sievers goes for the gun!*

EXT. WISBORG BUILDING - ROOFTOP

The BULLETS STRIKE turning shingles to dust and wiping Knock's giddy expression off his face! He quickly ROLLS off the far side of the roof.

EXT. WISBORG BUILDING - FRONT

Wolfram now slowly points the gun at Sievers who raises his hands in shock.

THOMAS
Wolfram... no.

WOLFRAM
Apologies, professor. But it is MY turn at him now.

He bolts with the gun and the Policemen start to chase when...

PROFESSOR SIEVERS
NO!! No... let him go.

Sievers walks away looking sad and defeated.

POLICEMAN 2
THIS WAY! AROUND THE BACK!

The Policemen disperse leaving Thomas alone and shaken.

INT. THOMAS AND ELLEN'S FLAT - DAY

In a *white nightgown* Ellen sits intensely reading the BOOK OF VAMPYRE'S as evening sun sifts through her window. She reads a passage aloud.

ELLEN
Abandon all hope save through lure
of an innocent maiden's blood to
maketh the vampire heed not the first
rays of sun.

She somberly closes the book to see the sun setting beyond the abandoned building across the way. Distant SHOUTS and MAYHEM drift through the town below.

EXT. ABANDONED BUILDING

TIME LAPSE as the sun sinks behind the ominous building until it is night.

INT. THOMAS AND ELLEN'S FLAT - NIGHT

A hand SUDDENLY GRASPS Ellen's still clutching the book. Having fallen asleep she's awakened by a dirty, disheveled Thomas looming over her in the dark.

THOMAS (angry)
I told you not to look through my things.

He hurls the book across the room.

THOMAS (CONT'D)
Especially not this!!

ELLEN
What's wrong?

He rubs his head in exasperation.

THOMAS
First he violates you within your dreams, then captures and attempts to kill me, and now he is HERE draining away the lifeblood of AN ENTIRE CITY!

He angrily turns to her.

THOMAS (CONT'D)
Even Ruth.

She bows her head.

THOMAS (CONT'D)
I have searched everywhere, and still cannot convince Wolfram or anyone else to help me. They're all so satisfied Knock is the sole culprit behind spreading this "disease," and none will believe my "childish" tales of vampires.

He moves to look at the dark abandoned building.

THOMAS (CONT'D)
 I even pried my way into that
 labyrinth of death. But my arm is
 of no use, and I was nearly killed
 by falling debris and vicious
 creatures lurking its filthy darkness.

As Ellen listens a look of *solemn determination* settles on
 her face.

THOMAS (CONT'D)
 I would surely burn it to the ground
 if it was not made of stone.

Ellen rises toward a CANDLE.

THOMAS (CONT'D)
 NO!

ELLEN
 It's all right, Thomas.

THOMAS
 BUT HE MIGHT SEE!

She smiles comfortingly as she lights it. He moves close to
 her.

THOMAS (CONT'D)
 Ellen. I've told you I now realize
 I was unwilling to see many things
 before. But I've changed, and will
 do anything not to lose you.

He takes her PAINTED STONE from his pocket.

THOMAS (CONT'D)
 So keep this with you, always. I
 still cannot say I believe it is
 true, but I've since seen far, far
 stranger things.

ELLEN
 Thomas, I...

He gently folds her fingers over it.

THOMAS
 Please.

She smiles and jests using his words before.

ELLEN
 All right, but I cannot promise to
 keep it the *entire* journey.

She takes it and he hugs her desperately.

THOMAS

I will stay with you and watch over
you. *God strike me if I ever leave
your side again!*

Her smile fades as she peers over Thomas' shoulder to see the dark building as a far-off black bird CROWS.

INT. THOMAS AND ELLEN'S FLAT - NIGHT

The bell tower tolls - FIVE AM. Feigning sleep, Ellen's eyes open to see...

In a dim corner a ghostly looking Thomas sleeps in a red velvet chair - *just as in her dream before.*

She rises and slips past him to look out the window.

INT. ABANDONED BUILDING

A dark figure now looms in one of the building's shattered windows - staring at her.

INT. THOMAS AND ELLEN'S FLAT

She turns away in *fright!*

EXT. ABANDONED BUILDING

In the broken panes a motionless Orlok stands lit only by the faint light of a once again BLOOD RED ECLIPSING MOON.

INT. THOMAS AND ELLEN'S FLAT - WINDOW

Ellen looks to her sleeping husband silently pleading for help. But she soon quietly realizes he is powerless to do so.

EXT. ABANDONED BUILDING

Orlok hands hang frozen upon the shattered glass like a spider waiting in its web.

INT. THOMAS AND ELLEN'S FLAT - WINDOW

Ellen turns to again look out, and for a long moment gazes at the shadow from her dream now staring back in the flesh.

THEN...

She slowly opens the window...

Faint light from the DARKENING MOON floods in silhouetting her naked body from under her white nightgown - willfully offering it toward the Vampire's wanton gaze.

EXT. ABANDONED BUILDING

With wide unflinching eyes Orlok slowly creeps away from the window.

INT. THOMAS AND ELLEN'S FLAT

Ellen places her hand amongst the sad blossoms of her FLOWER BOX then with somber determination moves to wake Thomas.

ELLEN
THOMAS! THOMAS!!

He rouses slowly.

EXT. ABANDONED BUILDING

The building's wood doors GROAN OPEN to reveal the dark Count motionless in his predatory pose.

INT. THOMAS AND ELLEN'S FLAT

Thomas awakens.

THOMAS
Ellen? What is it? What's wrong!??

She grips her stomach.

ELLEN
I... I am not sure. I suddenly
feel...

She collapses and Thomas leaps to catch and move her to the bed.

THOMAS
Ellen! What's wrong?? DARLING!
CAN YOU SPEAK?!

She weakly replies.

ELLEN
Doctor... Doctor Bulwer. Quickly
Thomas...

Thomas' eyes GROW WIDE - *perhaps the plague IS real!* In rising anxiety he backs across the room.

THOMAS (calmly)
 Be still and do not worry my love.
 I will return in just a few short
 minutes. Please only rest and I
 will be right back

He lunges for the door.

THOMAS (CONT'D)
 PLEASE GOD, NO! ELLEN I WILL RETURN
 VERY SOON!

And dashes out.

Ellen lay staring at the ceiling as the shadows of softly
 swaying branches sway on it.

EXT. THOMAS AND ELLEN'S FLAT - MOMENTS LATER

Thomas flies down the steps and runs off to find the doctor.

INT. THOMAS AND ELLEN'S FLAT - WINDOW

Ellen again rises to look across at the ominous building.
 It now sits empty with doors swung open.

INT. THOMAS AND ELLEN'S FLAT - STAIRWELL

Inside the building the Count's SHADOW GLIDES up the stairwell
 toward their room.

INT. THOMAS AND ELLEN'S FLAT

Heart beating fast, Ellen anxiously stares at the closed
 door.

INT. THOMAS AND ELLEN'S FLAT - HALLWAY

The SHADOW of Orlok's arm and fingers GROWS LONG toward the
 door's knob.

INT. THOMAS AND ELLEN'S FLAT

A trance-like calm again descends over her as she bravely
 moves to the bed and gently lays back onto it.

INT. THOMAS AND ELLEN'S FLAT - BED

She lay still. Breathless. The door slowly OPENS. An eerie
 gut-wrenching pause as she waits with eyes closed in silence.

Then, as in her dream before, the shadow of Orlok's arm and
 taloned hand slowly flows un-humanely long over her - ONLY
 NOW TO SUDDENLY TO GRASP HER HEART! She reels in a crushing
 attack of EXCRUCIATING PAIN and SENSUAL PLEASURE!

INT. DOCTOR BULWER'S HOME - CONTINUOUS

Bulwer sleeps in a chair as Thomas SHAKES his collar to wake him.

THOMAS
DOCTOR! DOCTOR! WAKE UP!!

DOCTOR BULWER
Huh... what? Thomas? What is it my boy??

THOMAS
Ellen has suddenly fallen ill! I
FEAR SHE COULD BE DYING!!

Bulwer's tired eyes gaze down.

DOCTOR BULWER
I am very sorry to hear that, Thomas,
but I have tried everything I know
how. And many good friends have
already...

Thomas interrupts.

THOMAS
YOU MUST LISTEN TO ME DOCTOR!

Bulwer interrupts with a angry frown.

DOCTOR BULWER
THOMAS! I HAVE ALREADY HEARD THE
RUMORS OF YOUR THEORY REGARDING...

He pauses to calm himself.

DOCTOR BULWER (CONT'D)
But remember, too, Thomas. Your
wife is also prone to spells in her
sleep and...

Thomas GRABS Bulwer again fighting back tears.

THOMAS
Herr Bulwer, I do not know if it is
the plague, some terrible bloodthirsty
creature or just fainting spells. I
SIMPLY DO NOT KNOW! But still I beg
you, please come with me. I will
pay whatever you wish, *even if it
takes my entire life to do so.*

Bulwer OFFENDEDLY takes Thomas' hands off of him.

DOCTOR BULWER (sternly)
NO, THOMAS.

He stands.

DOCTOR BULWER (CONT'D)
I remember a short conversation we
once had on a beautiful morning long
ago. One regarding love if I recall.

He turns to smile at Thomas.

DOCTOR BULWER (CONT'D)
It seems you have learned its lesson.

He dons his coat, takes his bag then points to the door with
his cane.

DOCTOR BULWER (CONT'D)
No Thomas, you do not owe me anything.

Thomas is moved by Bulwer's words and generosity.

THOMAS
Thank you.. Herr Bulwer.

They quickly move for the door and open it to find...

EXT. DOCTOR BULWER'S HOME - DOORWAY

KNOCK STANDING THERE! Lips stained in blood he gazes up at
the VANISHING MOON'S RED CRESCENT.

KNOCK
My mother would tell the old tale of
a demon that would arise from the
dead from under such a rare moon.
She would frighten us saying its odd
color came from all the blood it
drank from the bad little children
who would not go to sleep. I wonder
then, *why are you both not asleep?*

A seething Thomas takes a threatening step forward.

THOMAS
Out of our way madman, or I'll...

Knock BRANDISHES a JAGGED DAGGER from his coat and Thomas
and Bulwer step back.

KNOCK
The demon wishes you to remain here
a little while, as there is still
one child left.

INT. THOMAS AND ELLEN'S FLAT - CONTINUOUS

At her bedside Orlok tenderly cradles a motionless Ellen's head while SUCKLING BLOOD from her neck. His other hand starts to seductively creep across her stomach.

INT. DOCTOR BULWER'S HOME - NIGHT

The doctor sits glumly as Thomas paces the room trapped in torment.

EXT. DOCTOR BULWER'S HOME - DOOR

Guarding the door Knock carves a MYSTICAL GLYPH into his palm with the knife. He SLURPS the blood off when...

INCOHERENT RANTING and a bottle SMASHES nearby. Knock spins FLASHING his knife!

KNOCK

Ahh, and still another who will not sleep.

EXT. DOCTOR BULWER'S HOME - ALLEY

A stumbling, drunken figure approaches from the shadows.

EXT. DOCTOR BULWER'S HOME - DOOR

Knock grins.

KNOCK

Little too much of the devil's drink tonight, huh my friend? Careful, can send you straight to hell.

BANG!! A WHIZZING BULLET pierces Knock's skull AND HE FALLS DEAD TO THE GROUND!

A disheveled, intoxicated Wolfram emerges into the light gripping the POLICEMAN'S SMOKING PISTOL.

WOLFRAM

Then I will see you there you monster.
YOU MURDERED MY SISTER!!

He falls to his knees dropping the gun to bury his weeping face in his hands.

WOLFRAM (CONT'D)

WHY RUTH?? WHY!!!

Thomas moves toward him.

THOMAS
 Wolfram. I am so very sorry...

WOLFRAM
 GET AWAY FROM ME!!

The FULLY ECLIPSED MOON now a fire-rimmed disk as the sky's begun to glow TWILIGHT BLUE. Bulwer peeks through the doorway and Thomas gives him a somber nod. They move off leaving a grieving Wolfram behind.

INT. THOMAS AND ELLEN'S FLAT - MORNING

Orlok remains at Ellen's bedside sucking the life from her still body.

EXT. APARTMENT ALLEYWAY - MOMENTS LATER

Thomas and Bulwer pass the same row of apartments. Thomas encourages the old man move faster with his cane.

THOMAS
 PLEASE DOCTOR! QUICKLY!

A HUFFING Bulwer waves him along.

DOCTOR BULWER
 Just keep going, Thomas. I am right behind you.

INT. THOMAS AND ELLEN'S FLAT - MOMENTS LATER

A THIN RAY OF SUNLIGHT beams over the flowers casting a small dot on the floor. Still at Ellen's side Orlok is oblivious as it grows quickly into a LUMINOUS POOL with the rising sun.

Suddenly the BELL TOWER TOLLS and Orlok withdraws his bloody teeth. Eyes widening with fear he looks to see the sunlight's now formed a LETHAL BARRIER between him and the door. In desperation he cautiously considers it, and after a last longing look at Ellen, moves to DEFIANTLY RUSH ACROSS.

But he's TRAPPED within the BLINDING BRILLIANCE. He lurches back clutching his chest as the SUNLIGHT INCINERATES HIM INTO A CLOUD OF WHIRLING ASH AND SMOKE! The chilling SCREECH of the DEATH BIRD splits the air as only a SPINDLY SKELETON falls from the cloud in a SPLATTER OF BLOOD!

Thomas and Bulwer arrive just in time to see it as the ASHES SETTLE. The doctor stands in utter disbelief as Thomas rushes to Ellen's side.

THOMAS
 Ellen!!

Through glazed eyes she musters a weak smile. Speaking faintly.

ELLEN

I... only love you, Thomas... just
you...

And her eyes close for the last time. Thomas grips her hand tightly.

THOMAS

Ellen?? ELLEN!! I LOVE YOU! I
LOVE ONLY YOU, TOO!!

He collapses over her in a wail of grief as the bell rings its FINAL TOLL.

In deep sorrow Bulwer slowly walks from the room.

EXT. THOMAS AND ELLEN'S FLAT - HALLWAY - MORNING

He enters to the hallway, gently closes the door behind him then sadly moves off as Thomas' cries soon FADE AWAY.

DISSOLVE TO:

INT. THOMAS AND ELLEN'S FLAT - HALLWAY - MORNING

THE SAME DOOR - only now cracked and faded as TIME HAS PASSED. It OPENS and we move into...

INT. THOMAS AND ELLEN'S FLAT - MORNING

Arm fully healed Thomas packs the last of the now empty apartment's things into a large trunk. Wolfram sits nearby in the red velvet chair.

WOLFRAM

Except my offer Thomas. It is an excellent job and I will compensate you very well. In fact anything you wish! Please, just stay.

THOMAS

Thank you again Wolfram, but no. I still feel I must go very far away from this place and its memories.

From a pile of odds-and-ends Thomas finds his now TARNISHED Pocket Watch. He opens it to find it still TICKING, but Ellen's once lovely portrait now just a *black void*. He TOSSES it into a trash box.

WOLFRAM

What was that?

THOMAS
Nothing of value.

He moves to the window as bright sunshine warms his face to look out at...

Across the way the abandoned building now sits RAZED INTO RUBBLE AND RUINS.

WOLFRAM (O.S.)
I couldn't help notice her flowers still growing there. They're so bright and innocent. Just as she was.

Thomas peers at the flower box to curiously notice the flowers no longer sad and wilted, but instead now BEAM BRIGHT AND STRONG.

He reaches among them stunned to find... *Ellen's painted stone*. He realizes she had placed it back in a selfless act of self-sacrifice; not only to save him, but everyone. *The healthy blooms suggest the charm's power just might be true.*

ON THE STONE IN HIS HAND

THOMAS
Yes... she was. But such innocence can only last so long in this world.

FADE OUT: