

PARADISE LOST

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Based on the epic poem
by
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The Story that began all stories.

The War that started all wars.

FADE IN:

EXT. MESOPOTAMIA - VILLAGE - DAY

An early Sumerian village is nestled into a man-made clearing in the fertile crescent of Mesopotamia. It's built on a mound where dried clay homes are clustered together on narrow lanes.

The VILLAGERS are filtering out of their homes and up to the focal center of the village. The area in front of the village's central structure, a HOLY TEMPLE. It's raining.

Under a WOVEN CANOPY, villagers gather to sit on rocks and stumps of wood and dried clay. They're waiting for something.

TWO WARRIORS appear from the Holy Temple escorting a VILLAGE ELDER under the canopy. He moves in slow, shuffling steps...

The elder brought to A CHAIR that has been assembled of wood and dressed with animal pelts. The elder sits. Extreme age has left him frail, with stark white hair and a long beard. His pupils are milky white, like pearls. This man is blind.

As the falling rain PATTERS the canopy roof, the old man's audience looks on with rapt attention. When the elder begins to speak, the whole world seems to go quiet...

VILLAGE ELDER

What is dark in me, illuminate. What is low, raise and support.

The elder's VOICE is surprisingly strong for a man his age.

VILLAGE ELDER

That to the height of this great argument I may assert eternal providence, and justify the ways of God to men.

HARD CUT TO:

EXT. THE DARK REALM OF CHAOS

Before the beginning, there was nothing. A chaos of darkness.

Then, A PINPOINT OF LIGHT appears. Infinitesimally small, yet made brilliant by its surroundings.

VILLAGE ELDER (V.O.)

Celestial light shine inward, that I may tell of things invisible to mortal sight. He who has eyes, let him see. In the beginning, God created the heavens.

From this pinpoint in the heart of chaos, SEARING LIGHT erupts. Crossing millions of miles in a split second, a wash of all-pervading brilliance surrounds us. There is no sound or fury to accompany it, no cosmos-rending Big Bang.

Just a perfect, ordered unfolding of spiritual matter.

A kaleidoscope of colors fans out to the extremities of existence. What remains is a gathering of solidifying matter around a DAZZLING WHITE CENTER...

VILLAGE ELDER (V.O.)
Hail, Holy Light...

Amidst this veil of radiance, a pulsing cloud encases an energy source of unparalleled, supra-nuclear intensity.

VILLAGE ELDER (V.O.)
*... Since God is light, and never but in
unapproached light dwelt from eternity...*

The bright light at the center of this majestic creation is the fabled SHEKHINAH GLORY OF GOD'S PRESENCE.

INT. THRONE ROOM OF GOD

The cloud is too bright to penetrate. But it illuminates a cluster of tiny objects hovering beside it...

SEVEN SILVER EGGS, arranged in a triangular pattern. Their configuration points toward the cloud like an arrowhead.

The FOREMOST EGG is slightly larger than the others, its surface dynamic and translucent and beautiful.

MOVEMENT PULSES beneath this outer shell. The epidermis shudders... and a CRACK splits it open.

Something luminescent emerges: film-like wings. They aren't packed inside the shell, though: they are the shell.

A smooth silvery head appears next. Masculine in appearance, yet exquisitely beautiful. This is a seraphic angel.

The top layers of his wrapping separate, forming a pair of forewings that shield him from the glare. He sees:

GOD'S SHEKHINAH GLORY: Three interlocking bands of flame tumble over one another in perfect syncopation, weaving a spherical pattern.

THE FIRST-BORN Seraph, awed, bows down in supplication. In this moment, he and The Lord are alone in the universe.

THE LORD SPEAKS, his voice fusing a man's voice with those of a woman and a child, all filtered through rushing waters. His language is like no other and must be *SUBTITLED*:

THE LORD
Rise up, Seraph.

The Seraph, intimidated, does not rise.

THE LORD
Fear not, for I have summoned you to my service.

The Seraph rises, head still bowed.

SERAPH
 Who is it I serve?

THE LORD
I am the Holy. Your Lord and Master.

SERAPH
 Yes, Lord. How may I serve You?

THE LORD
Look upon me and you will know your place.

The Seraph finally looks up into the light. His apprehension drains away, eyes filling with knowledge and certitude.

THE LORD
Tell me.

SERAPH
 I am an Archangel.

THE LORD
Yes... the first-born, greatest and most powerful of the Heavenly Host. Through me, you will give shape to what is to come.

His questions answered, the Seraph now swells with the importance of this charge.

SERAPH
 Will I have a name, Lord?

THE LORD
You will be the Bearer of Light... Lucifer.

At the mention of his name, a look flits across Lucifer's face, humility disappearing. He recovers, pushing that away.

THE LORD
Take your place with me, Lucifer.

For the first time, Lucifer flexes his wings. They spread from his sides, revealing a muscled, regally-robed body.

His wings continue to unfold: two divide into four, which become eight... and finally twelve magnificent wings assume their full dimensions.

The two eggs behind Lucifer crack open.

After the second Seraph emerges from within, the rest of all time stops. Even Lucifer is stayed.

THE LORD
*Rise up, Seraph, and meet your Lord and
 Creator.*

The Archangel MICHAEL does as commanded without question.

THE LORD
*The duty I give you is loyalty. You are to
 be the paradigm of devotion that inspires
 the rest of my creation. The example whom
 all shall follow. This is your charge and
 it is above all else.*

A long pause as the importance of this settles with Michael.

THE LORD
*Go forth in obedience of me, Michael, and
 your trust will be rewarded.*

Michael accepts both his charge and his name.

MICHAEL
 Yes, Lord.

The universe resumes motion as if there was no lapse in time.

THE LORD
*Lucifer, I place Michael at your right
 hand. There, he will serve you and command
 my Host in obedience.*

Michael advances to occupy Lucifer's right flank, his wings unfolding. They are mighty, but not as striking as Lucifer's. He and Lucifer exchange looks.

THE LORD
Michael, how will you stand with Lucifer?

MICHAEL
 In your service, Lord, as You have
 commanded. Lucifer can depend on me as if
 an extension of himself.

The Lord's attention turns to Gabriel, the final of the three:

THE LORD
Rise now, Gabriel of the Triune.

GABRIEL rises from his crouch.

Michael sees a momentary blip in space-time. Just a blink and then it's gone. As if the universe stopped and started again. Michael stares, wondering, *did that just happen?*

THE LORD
*Gabriel sits at your left hand, Lucifer.
 He will be my Messenger. May all the Host
 know that when Gabriel speaks...*

... but Gabriel finishes this sentence, surprising himself and everyone else. His VOICE is completely different than the other Seraphs. He speaks with the depth, weight and gravity of the Lord, but in understandable English.

GABRIEL/THE LORD
 ... it is in my voice and expresses my
 will. Is this understood?

He speaks for the Lord. Awed, Lucifer and Michael bow.

MICHAEL	LUCIFER
Yes, Lord.	It is understood.

WHEN GABRIEL ANSWERS, we HEAR that his true voice is raspy, hushed, low and distinctive.

GABRIEL
 All in service to You, Master.

THE LORD
*Raphael, Uriel, Abdiel and Sammael will
 complete your council of seven.*

This lesser quartet of Seraphs unfurls their wings behind the first Triune.

Sensing a signal from the light, Lucifer, Michael and Gabriel turn to see...

THE VASTNESS OF HEAVEN

Beyond the THRONE ROOM, a domed crystal latticework, Heaven is an exploded cosmic-like structure. Solid matter has gathered in the form of THREE COLOSSAL RINGS that rotate around the brilliant and static Throne Room at the realm's center.

HEAVEN'S INNER RING is home to the HEAVENLY CITY OF GOD, which is built in the high reaches of the HOLY MOUNTAIN. The Heavenly City is replete with thickets of crystalline branches that curve, soar and plunge. Down the slope from the City is --

An expansive CRYSTAL LAKE, the center of which is home to the TREE OF LIFE, a white and multi-branched tree that grows beautiful BLUE FRUIT.

HEAVEN'S SECOND RING is made of more natural structures: caves, mountains, trees, and plains.

Between the rings is a sprawling EMPYREAN OF OPEN SPACE that eventually leads out to --

HEAVEN'S OUTER RING, which, in contrast to the rest of the Kingdom's topography, is a desolate and mountainous grouping of land masses called ASSEMBLY.

With the exception of Ring of Assembly, the Heavenly Rings are covered high and low with HUNDREDS OF MILLIONS OF EGGS.

From them hatch: SIX-WINGED SERAPHS and FOUR-WINGED CHERUBS...

There are also DOMINIONS, two-winged worker angels... VIRTUES, worshiping angels with who feature the slight physical notions of femininity...

THE LORD

*At once, my Host is born and completed.
Each of them with their appointed roles.*

There are wheel-like angels called THRONES...

A group of them arrive at the Throne Room, the MERKABAH resting on their shoulders. This is God's disc-like chariot. It is drawn by a plurality of PEGASUS: winged, horse-like creatures.

THE LORD

*My Story and revelation of matter have only
just begun. Instruct the Host.*

The Virtues erupt into lyrical and feminine song, their wings whirling in precise syncopation to amplify their worship.

VIRTUES

Holy! Holy! Holy!

A mirrored CRYSTAL FLOOR materializes beneath the feet of the seven Archangels.

EXT. HEAVENLY CITY

Clearing THE BRIGHT CORONA that envelops the dome of the Throne Room, the seven Seraphim are arrested by a magnificent sight...

Carpeting the slopes of the Holy Mountain and the city precincts are a HOST OF NEWBORN ANGELS, who reverberate with a BUZZ. Every eye is fixed upon the Throne Room...

Or so Lucifer assumes. That is when he realizes they are actually beholding him. The electricity of all the attention courses through him, altering his aspect. He is transforming rapidly in his new life.

He steps forward, away from Michael and Gabriel, fully unfurling all his wings -- the first we've seen this -- and a SHUDDER RIPPLES the multitude. Lucifer PROJECTS HIS VOICE across the vast space:

LUCIFER

I am Lucifer... Day Star!

VOICE FROM HOST
Are you our Maker...?

LUCIFER
No. I have been made, just as you have.
(beat)
The Lord is God and none is like Him.
Before Him, every knee must bend.

The masses bow their heads and wings as a single entity.

LUCIFER
Creation multiplies... As the Lord speaks
infinite new worlds into being, it shall be
His Host who gives shape to His grand
Creation.

Just then, A THUNDEROUS BOOM erupts from the Throne Room. Even
the Archangels are startled. They turn toward it as --

A SHOCK WAVE RADIATES OUT from God's cloud of glory...

It expands like a bubble, crossing the boundary of Heaven at
lightning speed. Carried within it is a profound melody, the
DNA of our physical universe.

Lucifer, the Light Bearer, begins to glow. He spreads his
wings and hands wider as the brilliant light of creation pours
out of him. Michael and Gabriel are blinded by it.

With this, the beautiful melody is defined:

THE LORD
LET... THERE... BE... LIGHT!

SLAM CUT TO BLACK.

EXT. THE DARK REALM OF CHAOS

In the chaotic darkness, a second EXPLOSION triggers, and this
is the Big Bang.

The wave of force that is God's Creation Song ROCKETS PAST. It
moves in a shimmering tsunami, overpowering the void.

EXT. HOLY MOUNTAIN

From the Holy Mount, Lucifer, Michael and Gabriel take flight --

They hover above and join in with the Lord's melody. A SONIC
VIBRATION bursts out from them, an ECHO expanding behind the
greater wave.

LUCIFER
Heavenly Host, render your harmonies as
one!

The assembled choir joins in as Lucifer leads Michael, Gabriel and a Host of thousands of Seraphs out into the void.

They soar over the HEAVENLY CITY... out over the towering TREE OF LIFE that sprouts from the heart of the sparkling lake...

Which itself is a SHIMMERING PORTAL to another world.

LUCIFER

Come. We are to lead the Host in tilling
the Lord's field.

Lucifer smiles at Michael and Gabriel before he DIVES into --

EXT. THE PHYSICAL UNIVERSE

-- Where The VIRTUES' ANGELIC HARMONIES ripple out, washing sweetly through the newborn universe.

And the Seraphs ride its wake. They soar out into the newborn universe, where it expands rapidly from its point of origin.

Lucifer dives into a super-heated cloud of protons and dark energy. Behind him, trillions of these tiny particles attract, forming the beginning of the first hydrogen nuclei. Other Seraphs fall in behind him, orbiting the particle cloud in rings, bringing ELECTRONS into their orbits.

The first hydrogen atom has been created. Dense clouds of it multiply as the cosmos inflates at wondrous speeds.

Lucifer collects a massive cloud of hydrogen and helium gas into a nucleus. He flaps his wings in a PERCUSSIVE BEAT and bears light again as the FIRST STAR is created. It burns brilliantly, reminiscent of God's Shekhinah Glory.

ON MICHAEL - Michael moves to duplicate Lucifer's creation. He swims through a gas cloud, swirling the formative gasses.

Suddenly, LUCIFER arrives, darting in toward the star.

Michael fires in with him, his light blazing but still dimmer than the luminous Day Star.

Once inside the star's nucleus, the two of them BEAT their wings -- The star IGNITES --

Satisfied at their work, the two Archangels nod at one another.

Lucifer takes off for the next one but Michael hovers to admire the birth of the star, only to see its EVENT HORIZON coming straight at him.

Lucifer suddenly banks, coming back around for Michael, who is caught staring at the wondrous creation --

Lucifer scoops Michael up and escorts him from harm --

LUCIFER
Better to admire these from afar.

The two kindred spirits smile at one another as --

Gabriel and the other Seraphs go to work. Soon, HUNDREDS OF STARS have been created. THE GALAXIES begin to take shape.

Lucifer leaves the bustling cosmos, flying up into dark space.

Michael follows to where Lucifer hovers, beholding Creation. Lucifer gestures out into the cosmos and Michael turns to see what the Day Star sees:

LUCIFER
Look at it, Michael...

Millions of angels shape the universe. Burning stars, gathering planets, swirling gasses, EXPLODING SUPERNOVAE... A billion years of cosmic progression has unfolded in just moments as the Seraphs work with the Lord's hands.

Michael sees what Lucifer sees: an AWE-INSPIRING CREATION. But Michael cannot find the words for it --

MICHAEL
It's...

LUCIFER
... Perfect.

Lucifer is overcome as he realizes what beauty is for the first time. He sheds a tear at the wonder of Creation.

FADE TO:

EXT. HOLY MOUNTAIN

Outside the Heavenly City, Lucifer stands on a slope of the Holy Mountain. He stares down at the mirror-like lake that is a portal between Heaven and the cosmos. In the lake's crystal waters is the continuing miracle of the universe's Creation.

Michael stands beside him, at his right hand.

LUCIFER
With each moment that passes, I think that creation could not become more beautiful. Its allure haunts me. I find I cannot take my eyes off it.

MICHAEL
Creation's majesty is indeed only surpassed by its mystery.

A BEAT from Lucifer's wing sends a gust of air down into the lake, CHANGING the perspectives of the universe that they see.

LUCIFER

It is this mystery that truly gnaws at me.
Why has this been made? Is it for the
Lord's angels? Why, then, were we made
first? When I reach out to grasp the
answer, it turns to vapor in my hand.

Lucifer illustrates this with a puff of water vapor that he
reaches out for with his hand.

MICHAEL

Perhaps if we hold fast to our loyalty to
the Lord, these questions will be answered
in time.

Lucifer stares at Michael, his mind assaulted with questions...

EXT. THE PHYSICAL UNIVERSE

The cosmos continues its wondrous birth, transforming, burning,
spinning, collecting, orbiting...

VILLAGE ELDER (V.O.)

*Knowledge has been given within bounds.
Enough is left besides to search and know.
Because knowledge is as food and needs no
less the temperance of appetite to realize
what the mind already may well contain:
hunger oppresses all else with its excess
and soon turns wisdom to folly just as
nourishment turns to wind.*

... DEEP, RICH SONGS fill the boundlessness of it all as --

EXT. HEAVENLY CITY - TEMPLE

-- Lucifer, Michael and Gabriel lead the Host in song from a
high, open TEMPLE in the Heavenly City.

The THRONE ROOM OF GOD shines brightly at the center of Heaven,
beyond the inner ring on which they are currently gathered.

ANGELIC CHOIR

You are Holy! You are Holy!

The SINGING RESONATES throughout the Kingdom of Heaven. The
angels who do not sing sit in deep MEDITATION in sanctuary
niches built into the Heavenly structures.

IN THE TEMPLE

Lucifer is pre-occupied, haunted by questions. In the midst of
this next miracle, Lucifer's gaze dips from the worshipping
multitudes to the reflective floor of the temple.

On this surface, Lucifer does not see the universe. Instead, he
sees his OWN REFLECTION.

Lucifer sees himself for the first time. In this moment, he realizes he is brighter and more glorious than all the other angels, including his brothers Gabriel and Michael.

CLOSE ON Lucifer's lingering gaze... then his beautiful reflection... As he is slowly, seductively hypnotized by his own grandeur, his expression mirrors the moment when he realized the beauty of creation.

Singing with the Host --

LUCIFER
Holy... Holy... I AM...

With these words, his harmony begins to change.

ON MICHAEL - Who is the only angel to notice Lucifer as the worshipping virtues' notes DISTORT at his lead, bending elaborately as Lucifer's self-admiration deepens...

LUCIFER
I AM...

...until his singing edges closer to a terrified HOWL.

Lucifer's eyes burst open and they're pitch black. The DISTORTED HARMONY has taken control of him and God's light goes out of him, but just for a moment.

Lucifer sags under the weight of it as, alarmed, Michael hurries to his side:

MICHAEL
Lucifer...

Lucifer's head snaps to Michael, breaking his trance. His eyes have reverted; no one besides Michael has seen this.

He realizes the Lord has stopped singing but His angels haven't. They await Lucifer's signal.

Lucifer lowers his wings abruptly, curtailing the song.

MICHAEL
What happened?

Lucifer just looks at Michael a long while, as though not recognizing him. When he returns, something has changed.

MICHAEL
Are you all right?

LUCIFER
I don't know.

Michael is shaken, unsure of all that's transpired. He helps Lucifer up by the arm.

EXT. TREE OF LIFE, LAKE

Lucifer and Michael glide down to the Tree of Life.

Michael plucks a piece of fruit from its boughs and gives it to Lucifer, who eats.

His wings pulse brighter, flooding him with strength.

After the fruit is plucked from the Tree, a fresh piece grows in its place.

MICHAEL

You look yourself again.

Lucifer unfurls his wings, stretching and flexing them as he admires himself from wingtip to foot.

LUCIFER

I feel stronger than I ever have.

Satisfied, Lucifer looks down into the crystal lake.

In the portal of its waters, he sees something interesting... a system of planets surrounding a YELLOW SUN...

EXT. THE COSMOS

When Michael and Lucifer emerge into vacuum, they are already near this yellow sun. *As if placed here on purpose.*

EXT. A DARK PLANET

Lucifer and Michael arc around a white moon.

Together they descend toward a shadowy planet riven by a web of volcanic fire. They exchange curious looks --

MICHAEL

This world isn't like the others.

LUCIFER

We have been sent here because the Lord has chosen this place.

MICHAEL

Chosen it for what?

But Lucifer only smiles. He leads Michael downward, and they strafe across the --

EXT. FIERY SURFACE OF EARTH

Fountains of magma spew forth from great cracks in the ground, forming an obstacle course ahead of them.

They navigate it gracefully, in perfect tandem.

They each rake a hand through a blazing eruption as they fly by. Their palms begin to smoke. The Seraphs hover and examine their burning hands with interest.

MICHAEL
I've never seen fire like this.

LUCIFER
It is beautiful and terrible.

Lucifer presses his smoldering hand against Michael's. Light pulses through their palms... and the smoking subsides.

Their hands part and Michael is surprised to see his wounds have healed.

MICHAEL
You bear His healing light.

Lucifer grasps his friend's hand more firmly.

LUCIFER
Just one of the many gifts the Lord has given us, Michael. And a sign that our charge is more significant than any other given to the Host.

Michael looks back at Lucifer with confusion...

LUCIFER
Which is why we must forever be kindred spirits. Brothers. Swear this to me.

Michael's confusion is replaced with relief. He looks across their intertwined fingers.

MICHAEL
It has already been sworn, brother. My loyalty to you and to the Lord are inextricable.

Lucifer smiles warmly and releases his grip.

LUCIFER
Now, there's something I want you to see...

Lucifer extends a wing tip, playfully TAGS Michael's wing --

LUCIFER
... That is, if you can catch me.

-- Lucifer launches into flight. Fast.

Determination takes Michael. He races after Lucifer --

Lucifer glances back to notice Michael is gaining on him.

The two friends streak into the sky at blinding speed.

Lucifer surges forward in a burst, rising --

EXT. OUTER SPACE - EARTH ORBIT

-- Sammael, Raphael, Uriel and Abdiel float in high orbit.

There, they intercept a LONE ASTEROID. With a HORN BLAST from their wings, they divert its path by ten degrees...

Sending it toward Earth. The rock transforms into a blazing meteor that streaks into cloud cover --

EXT. EARTH SKY

Michael streaks after Lucifer, who has completely disappeared. He hears the HORN BLAST echo from the heavens -- Suddenly --

THE METEOR appears like a ball of fire, bearing down on him.

Michael maneuvers furtively, barely avoiding the fiery projectile as it rockets past him toward Earth's surface --

LAUGHTER BOOMS from nearby. Michael turns, alarmed --

It's Lucifer, who is still laughing where he floats in space.

Michael rushes at him. Sudden anger --

MICHAEL

This is what you wanted me to see?

Lucifer calms Michael. Puts an arm around him --

LUCIFER

No, brother. I want you to see the glory
of what is to come...

-- And points to the flaming trail of the meteor as it descends toward the churning seas --

INT. THRONE ROOM OF GOD

Gabriel and God's angelic courtiers track the flaming projectile in an apparition inside the chamber...

Though the moment should be glorious, a hint of sadness touches Gabriel's features.

A fresh CREATION MELODY detonates within the cloud:

THE LORD

Let... there... be... Life!

EXT. EARTH SURFACE

THE METEOR SLAMS INTO THE SEA, triggering a super-heated shock wave that sprays fire over a thousand square miles.

EXT. OCEAN DEPTHS

Steam rages as the rock batters a path to the ocean floor, triggering a SECOND EXPLOSION upon impact. LIGHTNING created in the chaos of impact strikes from the heavens.

Burrowing into the maelstrom, A FEW MOTES of cosmic rock dust shaken loose by the collision come close...

On the surface, a string of amino acids forms into ENZYMES... that band together into GENES, then strands of DNA... that take on protective walls to become LIVING CELLS.

EXT. EARTH SKY

Michael and Lucifer watch as a MILLION ANGELS descend to Earth, ready to stir the primordial soup.

Lucifer spreads his arms and wings, emanating LIGHT from his body, as if some kind of communication to the other angels.

One after one, the angels dive into the seas. Swimming, spinning, churning. The sound of a million WIND CHIMES is chaotic at first, before it forms into a singular harmony.

LUCIFER

This, Michael, will prove to be the Lord's most beautiful creation yet.

TIME ACCELERATES as life blooms and multiplies around them.

BENEATH THE OCEAN CURRENTS

Microbes morph into invertebrates that spawn in seaweed...

Which morph into swimming BONY FISH... They fatten into ANCIENT SHARKS, which BREACH THE SURFACE into sunlight as...

ABOVE THE OCEAN'S SURFACE

Beating angel wings spur the cooling of the molten Earth as...

Molten rock forms into a singular land mass... PANGAEA... The wind currents of their wings carry seeds and water and dirt... Grass, trees and flowers grow...

OVER LAND

A soaring group of leather-winged PTEROSAURS... These morph into the early feathered ELEPHANT BIRDS as storm clouds move as fast as the aging world...

Elephant birds become EAGLES, swooping toward land where...

Lucifer and Michael lead a flock of angels to dive into a gaping FAULT LINE on Pangea. The Earth shakes mightily...

... A lone eagle strafes a fleeing rat, which eludes its claws by inches thanks to the quaking Earth.

More fault lines appear. Mountains rise out of flat land as tectonic plates SLAM into one another... The rodent races through scrub land and morphs into a racing hare...

Canyons form in the violent, changing Earth... Oceans break apart CONTINENTS, pouring into rivers as...

The hare becomes a sprinting cheetah... It leaps across the chasm of the first continent to separate from Pangea...

Lands a charging rhino... finally becoming an elephant, stampeding with its herd, throwing up dust clouds that blanket the image in COMPLETE DARKNESS.

EXT. PRAIRIE - NIGHT

Moonlight outlines a herd of wild gazelle grazing.

Now that the chaotic shaping of Earth has ended, all seven of the Archangels have gathered to enjoy creation.

LUCIFER

We did not know it before, but this,
brothers, is perfection taken form.

MICHAEL

Life will soon fill this entire world.
Even the ground at our feet is alive.

Uriel crosses the rich green grass at their feet and walks in front of one of the gazelles, but it pays him no mind.

URIEL

These beasts are blind to us.

RAPHAEL

If they cannot see us, how then can they
see the Holy One, and worship Him?

LUCIFER

No Earthly creatures can comprehend
divinity. That is part of His design.

ABDIEL

Then what is their purpose?

LUCIFER

They are here for His pleasure, Uriel. And
for ours.

Raphael gazes in wonder at a nearby tree. Under its branches, a gazelle has just given birth to a fawn.

RAPHAEL
They create beings like themselves.

SAMMAEL
Then they're able to do what we cannot.

MICHAEL
Just as he created the universe, this is how the Lord will populate His Earth.

Lucifer smiles at Sammael, reassuring him:

LUCIFER
Do not despair, Sammael. They are unlike us. They will never know God or be swathed in his glory.

Sammael smiles in the comfort of Lucifer's light and guidance. Lucifer turns to Gabriel.

LUCIFER
What wonders your harmonies have wrought, Lord.

GABRIEL/THE LORD
It is good, is it not?

Gabriel suddenly glows alight as The Lord surprises the Archangels with his presence. But Lucifer, ever-comfortable with his Creator, smiles.

Michael dips his head in deference to the Lord's presence.

MICHAEL
Beyond imagination, Lord.

Suddenly, A LION stalks onto the scene.

Lucifer regards the lion with fascination as it breaks cover and races at the gazelle, which flee for their lives --

LUCIFER
This one is a splendid creature.

The Archangels watch as the lion accelerates across open ground, muscles pumping into overdrive.

GABRIEL/THE LORD
Yes. It is beautiful...

The lion leaps onto a helpless fawn with bared claws.

GABRIEL/THE LORD
... and ruthless.

The angels gasp at the sight of death. Some even avert their eyes. But Michael studies it coolly.

Lucifer, on the other hand, cannot believe what he has seen.

LUCIFER
What is this horror?

GABRIEL/THE LORD
This is death.

As the lion savages the gazelle, Lucifer grows more upset.

LUCIFER
This "death" is part of your design?

GABRIEL/THE LORD
No. Yet it exists. You have allowed its intrusion in this world, Lucifer.

LUCIFER
I have... ?

Lucifer begins the question, but does not finish it. Hurt:

LUCIFER
The Lord has given you power beyond even my reach. And you use His voice to accuse me of this... unspeakable thing?

MICHAEL
Brother...

Refusing to continue the conversation here with Gabriel or anyone else, Lucifer takes flight in a WHOOSH of air.

He quickly vanishes into the night sky and God's light leaves Gabriel as if to go with him --

Michael steps out as if to follow, but Gabriel puts a hand on his shoulder, speaking with his true voice.

GABRIEL
Let him go.

MICHAEL
I have to pursue him.

GABRIEL
Lucifer moves for the Throne Room. The Lord will call for us to join him there... but not yet.

ON LUCIFER

Rising through the night sky of Earth... Then into the silent vacuum of space... His wings are shimmering and beautiful...

EXT. HEAVENLY CITY - OUTSIDE THRONE ROOM OF GOD

Lucifer soars up into the Throne Room.

INT. THRONE ROOM OF GOD

Waiting for him is the swirling, crackling majesty of GOD'S SHEKHINAH GLORY. Lucifer approaches and the doors seal behind him. Lucifer walks in, his face tattooed with worry.

Inside the throne room, it is he and God now. Alone.

LUCIFER

Master, please. Tell me that Gabriel's accusation is false.

THE LORD

It is no accusation, Lucifer. It is the truth of the choice you made. When you admired your own image and sang for yourself instead of for all things. When vanity trampled humility at the moment of creation...

The Lord projects a MEMORY upon Lucifer of his HOWLING DISTORTION of the Song of Creation.

THE LORD

... disharmony entered this world. And all the living things within it were doomed.

Lucifer staggers at both the memory and the revelation.

LUCIFER

You called Your creation good.

THE LORD

It is good, but it is no longer perfect.

LUCIFER

I don't understand! I did not intend this!

THE LORD

My creation has not been made to be understood. But my teachings have.

LUCIFER

If this was a lesson, then why didn't you teach me? If I had known, I would not --

THE LORD

-- I have revealed this to you not to condemn you, but to warn you of your power. If you choose to accept glory for yourself when it belongs to all... worse tragedies will result.

LUCIFER

But I am your Light Bearer. I was to be
the hand that shaped your creation...

Lucifer falls to his knees before the Lord, suddenly realizing
how limited his understanding of this all is.

THE LORD

*That is why you more than any other must
understand that it is the choices you make
that will shape what is to come.*

Lucifer looks up from his knees, confused and hurt.

THE LORD

*Do not be forlorn, Lucifer. This is a time
of great joy.*

Slowly, expectantly, Lucifer rises to his feet.

The doors to the throne room OPEN AGAIN and Michael and Gabriel
step through to find Lucifer standing before God.

THE LORD

*Return to your brothers. You will go to a
place called "Eden."*

EXT. EASTERN EDEN PLAIN - NIGHT

A barren flood plain encircled by volcanic mountains. At the
base of a slope the ground rises to form a rocky promontory.

Rain falls in monsoon-like sheets over its table-like summit.

THE LORD (V.O.)

*There, you will witness the bridging of
Heaven and Earth.*

LIGHTNING FLASHES and strikes the stone, cracking it open. A
SECOND FLASH splits it further, then a THIRD.

A VISCOUS TORRENT OF MUD vomits out from the riven stone,
pouring down the mountain slope in an unceasing wave.

The lightning intensifies, striking the mud repeatedly, plying
it with supernatural forces. Then, the muddy eruption ceases.

In the continuing rain, the nude UPPER TORSO OF A MAN
jackknives open from the muddy afterbirth.

He frantically wipes the mud from his face and eyes, GASPING
his first breath as if he had been drowning in the mud.

GABRIEL/THE LORD

Behold... the union of mortal flesh and the
immortal heart.

Staggering to his feet, Man tries to find his balance on unsteady legs. As the falling rain slowly washes away his mud coverings, Man becomes aware of an ethereal glow behind him.

He rotates to find LUCIFER, MICHAEL and GABRIEL hovering there.

Adam is lightly swathed in a bright, ethereal HALO much like the Archangels. This is the HOLY MIST.

At the sight of Gabriel, Adam GASPS, recoils in fear and sinks to his knees. Gabriel bids him rise, and he nervously obeys.

GABRIEL/THE LORD

Do not be afraid, Adam.

The rain ceases and the plain dries out as if the storm had never happened. Bright moonlight outlines glowing mist carpeting the flood plain.

Suddenly the earth SHUDDERS beneath ADAM'S feet. All over the valley shoots, stalks and saplings burst forth from the mist. Tree trunks thicken and mature as they punch skyward.

Trees sprout from the slopes of the last area to come alive: a lone hill that stands opposite the promontory.

EXT. THRONE ROOM OF GOD - SIMULTANEOUS

The Shekhinah Glory of God suddenly casts a brilliant SHAFT OF LIGHT downward, between the moving rings of Heaven --

EXT. SPACE ABOVE EARTH

-- it spirals toward Earth, becoming a VORTEX OF ENERGY --

EXT. EARTH - GARDEN OF EDEN

-- Which descends until it STRIKES the hilltop clearing. The shaft of light becomes permanent and brilliant and glorious.

This is the THREAD OF HEAVEN. It pulses wondrously. A mantel of HEAVENLY GLORY spreads out from it, infusing every tree and plant with refracting beams of light. Behind it, an EXACT REPLICA of the Tree of Life hides in its glare.

The glowing Holy Mist subtly ensconces Eden and all its creatures, just as it does Adam.

The other Archangels -- Abdiel, Sammael, Uriel and Raphael -- have arrived. They float down to marvel at the scene.

GABRIEL/THE LORD

This is the land of Eden. It will be your home. All of its bounty is given to you. Enjoy it and cultivate it, for it is yours. But this...

A final tree punches out of the earth, this one different from the others. Its roots, trunk and branches are thick, black and gnarly. Fruit swells from its every tendril.

GABRIEL/THE LORD

... This is the Tree of the Knowledge of Good and Evil. This is not yet given. The fruit of this one tree is forbidden to you. Do you understand?

There is fear in Adam's eyes as he nods understanding.

ADAM

Yes.

GABRIEL/THE LORD

By this pledge, you signal to me your gratitude and your obedience.

As Gabriel transports Adam away, up to the mountain ridge...

The Archangels stay behind, marveling at Eden and mystified by what they have just seen...

SAMMAEL

The Lord has given Man intelligence, just as He gave us.

ABDIEL

Yet the Lord forbids knowledge to him.

MICHAEL

Perhaps some knowledge is beyond Man's ability to yet comprehend.

LUCIFER

The Lord has also withheld knowledge from us.

Michael does not appreciate the tone of this observation.

EXT. MOUNTAIN RIDGE

Gabriel and Adam stand on the border between the bright Garden behind them and the darkened wastelands beyond. Wild goats and other animals dot the landscape.

Lucifer and Michael arrive with the other Archangels to hear --

GABRIEL/THE LORD

I give you dominion over Earth's creatures. Name and care for them.

Lucifer blanches at the declaration. He looks to the other Archangels for their response.

GABRIEL/THE LORD

Tend and cultivate the lands beyond Eden,
so the whole earth may fill with my glory.
I give you this labor so you may better
fulfill my trust and faith in you as my
instrument.

ADAM

I will, Father.

Gabriel touches Adam as if in benediction, then flies away.

Adam bows to the Seraphim and heads down the mountain,
mustering his courage as best he can.

LUCIFER

"Father?"

Lucifer turns to Michael, nearly hissing the unfamiliar word:

LUCIFER

He calls Him "Father."

The Archangels watch Adam descend the mountain. But Lucifer
himself ascends, following the Thread of Heaven upward...

Sammael stares up at Lucifer, wishing to follow but not having
the courage to go with him.

SAMMAEL

Are we to take him as beast or angel? If
he is both, then he is greater than us.

RAPHAEL

I'm sure the Lord will explain His designs
to us in time.

SAMMAEL

Now is the time. But the Lord is absent...

MICHAEL

The Lord is ever-present.

Michael's concern grows as stirrings of envy and confusion
begin amongst the Archangels.

MICHAEL

We must remember our place in things and
follow Him just as we always have. In that
respect, this creation is no different from
any other.

Michael is greeted with a confident nod from Raphael and a less
certain one from Abdiel. But Sammael stares back at him.

DISSOLVE TO:

EXT. HEAVENLY CITY - TREE OF LIFE

Lucifer sits beneath the Tree of Life, staring pensively at his reflection in the crystal lake.

WINGS BEAT and Michael lands beside him. Lucifer, aware of Michael's presence, begins speaking, but is distant.

LUCIFER

We have tended The Lord's creation for a thousand thousand ages... Only to see Him bestow it upon Man without reason or so much as a conciliatory word to His angels.

Lucifer sweeps a wing over the waters, conjuring a hologram of Adam in the Garden of Eden below.

LUCIFER

He demands our trust, yet He does not reveal the whole truth to us.

MICHAEL

His creation is all truth, Lucifer. It is upon us to take from it what we will.

LUCIFER

I have learned that the Lord has found me to be imperfect and now, He seeks to replace me.

One of Lucifer's wings SCYTHES THROUGH ADAM'S IMAGE, obliterating it.

Lucifer looks to Michael.

LUCIFER

I fear the Lord has made me differently from you, Michael. I feel things you do not. I am haunted by unanswered questions. Yet... you are not.

MICHAEL

I have questions. But for me, there is no cause to ask them.

LUCIFER

The Lord has given Gabriel knowledge of His ways that I thought neither of us to possess. Has He told you things that you have not shared with me?

Michael squints at his brother's paranoia.

MICHAEL

You are His first creation, Lucifer. His Day Star.

(MORE)

MICHAEL (CONT'D)

The Lord has given me nothing that you do not already possess in greater quantity and ability.

LUCIFER

And you will accept the Lord's every word, His every task without hesitation?

Michael straightens, answering with utter commitment.

MICHAEL

Without hesitation. Without fear. Without doubt.

Off this, Lucifer looks away. His voice, distant.

LUCIFER

Then perhaps you are His slave.

MICHAEL

A slave does not choose to serve. I have.

A SYMPHONY OF TRUMPETS sound. Thousands of angels take flight into the emerald sky, where they converge on the temple mount.

MICHAEL

In creating us first, the Lord has given the Archangels a great honor. But we must be the paragons that all others follow. If we do not demonstrate the utmost of loyalty for the Host, order could be lost.

LUCIFER

Will you uphold the oath you made to me as strongly as the one you made to the Lord?

Off Michael, wondering whether he's losing Lucifer...

ABOVE THE HEAVENLY CITY

Lucifer and Michael arc above the city. Sammael joins them en-route to the Throne Room of God.

MANY OTHER ANGELS have gathered in the Heavenly City where they watch as the Archangels make their way up the Thread of Heaven into the Throne Room.

Heaven's physical geography is now such that the Thread of Heaven is the only access point to the Throne Room.

There will be times when the rotating rings eclipse the Thread of Heaven, thus restricting access to the Throne Room of God.

Lucifer can't resist spreading his wings to full stretch, showering divine rays upon them to demonstrate his authority.

INT. THRONE ROOM OF GOD

SEVEN ARCHANGEL THRONES surround the presence of the Lord.
Each wears a crown embossed with their own personal insignias.

The rest of the Host, scattered throughout Heaven, can hear the LORD'S VOICE just as well as if they were in the Throne Room.

THE LORD
*Seraphim, Cherubim and angels, before you
stands my grandest work, the marriage of
the mortal and the divine...*

A glowing apparition of Adam materializes in the Throne Room.

THE LORD
... Behold Man!

Lucifer scowls at the sight and the pronouncement.

EXT. HEAVENLY CITY

GASPS ripple through the Host at the sight of Adam working in Eden, oblivious to their attention.

Throughout the Heavenly City, Myriad angels have gathered around the varied reflecting pools across the city, all of which project Adam's image.

THE LORD (V.O.)
*He bears my image and obediently cultivates
Eden... proving the purity and immortality
of his heart...*

The all-seeing eye LIFTS OFF ADAM and ascends the slope.

THE LORD (V.O.)
*... Soon I will grant him access to the
earthly Tree of Life...*

The roving eye HALTS above the hilltop clearing, revealing the earthly Tree of Life.

INT. THRONE ROOM OF GOD

THE LORD
*... when, at the given time, he shall
attain immortality and rule the universe at
my side.*

There is MUTTERING AND SPECULATION between the lesser quartet of Archangels: Sammael, Uriel, Raphael and Abdiel.

THE LORD
*Angels, I ask you now to favor me with your
blessed humility...*
(MORE)

THE LORD (CONT'D)
*and affirm your assent to my design... by
 bowing before this Man... Adam.*

Once again, the apparition focuses on Adam.

EXT. HEAVENLY CITY

There is silence around the City. Some angels frown with disbelief and confusion. Others are reticent to act first.

The apparitions in the reflecting pools suddenly change from Adam to the ARCHANGELS IN THE THRONE ROOM OF GOD.

INT. THE THRONE ROOM OF GOD

The Archangels on their thrones exchange troubled looks. They turn to the triune for guidance.

ON GABRIEL - He glows with God's light, surveying the room with fiery intensity.

ON LUCIFER - Disgusted by the idea of subordinating himself to this inferior creature.

ON MICHAEL - He rises from his throne... Without hesitation, Michael prostrates himself before Adam's image.

Raphael, Uriel and Abdiel slowly follow suit.

EXT. HEAVENLY CITY

Witnessing this, the massed echelons of angels comply too, bowing from the top tier to the bottom.

EXT. THRONE ROOM OF GOD

Sammael gets down from his throne, uncertain, sinks to his knee, eyes fixed on Lucifer.

Lucifer, who is still seated upon his throne. Thoughts race in his dark eyes. Then, he hardens with defiance.

From the floor, Michael watches him, tense and full of dread.

MICHAEL
 Lucifer...?

Lucifer doesn't respond. Instead, he lowers his head sadly.

THE LORD
Lucifer, your Lord God awaits your sign.

LUCIFER
 Forgive me, Your Holiness. But I cannot.

GASPS from the Host. Michael interjects sharply --

MICHAEL
 Lucifer, you must kneel. The Lord has
 commanded it.

LUCIFER
 (to Michael)
 We precede Man in creation, in power and in
 beauty...
 (to The Lord)
 We are first in Your circle. He is second.
 He should be worshipping us.

THE LORD
*I do not ask you to worship him. I ask you
 to pledge service to him, and in doing so,
 to affirm your loyalty to me.*

LUCIFER
 My service has already been pledged.
 To You, Lord. And You alone.

The other Archangels observe intently. Last is with Sammael,
 who aches to join Lucifer.

Lucifer rises from his throne.

LUCIFER
 And I will serve You with pride, Lord, for
 all time...

He indicates the image of Adam between them.

LUCIFER
 ...but I cannot serve him.

Lucifer removes his crown. A wave of anxiety sweeps the room.

Michael sears with fury toward Lucifer.

MICHAEL
 Lucifer, this is blasphemy!

THE LORD
*In serving him, you serve me. Whosoever
 claims to love me, yet hardens his heart to
 Mankind, has no place in my kingdom.*

Lucifer stares at the crown in his hand, knowing this will be
 the end if he does not return it to his head. He looks up --

LUCIFER
 I cannot pledge fealty to an inferior
 being. I will not.

Lucifer places the crown upon his empty throne. He flies
 toward the exit, passing right through Adam's ghostly image.

The Shekhinah Glory of God suddenly appears between Lucifer and the Throne Room gates.

THE LORD
*Cast off your pride, Light Bearer. Return
 to me and I will restore you.*

Lucifer stares down the Shekinah in stalemate. The import of this moment blankets the room in stillness.

THE LORD
*Remember my teachings, Lucifer. You must
 consider your next choice carefully.*

LUCIFER
 I'm sorry, Father. Just as your choice has
 been made, so has mine.

Lucifer flies over the Shekhinah and descends the Thread of Heaven, back out into the open air of the realm.

MICHAEL
 Lucifer!

EXT. EMPYREAN

Lucifer soars purposefully through Heaven's open empyrean...

He flies out beyond the Heavenly City, beyond the second ring where the lesser angels observe him in wonder. Lucifer continues toward Heaven's desolate outer ring, and on to the highest mountain peak he can find: THE MOUNT OF ASSEMBLY.

DISSOLVE TO:

EXT. MOUNT OF ASSEMBLY - SUMMIT

Lucifer is poised at cliff's edge, staring off at the suddenly distant Heavenly City, which is faintly visible in sunlit haze.

Floating in the empyrean is a huge projection of Earth, which rotates on its axis.

Suddenly, Michael breaks through the planetary illusion where he descends to join Lucifer on the Mount of Assembly.

MICHAEL
 Lucifer. Please. Do not do this.

Lucifer continues to stare up at the image of Earth.

LUCIFER
 Angels came before the seas, mountains, and
 plains. Angels came before life, and
 Archangels came before them.
 (beat)
We were His first-born sons, Michael.
 (MORE)

LUCIFER (CONT'D)

You and I. We should not be asked to kneel before mortal flesh.

MICHAEL

All of creation was made to kneel before the Lord and His command.

Lucifer beats his wings and the projection of Earth disappears.

LUCIFER

If our Father made us to kneel, why did he give us wings? If He made us to obey, why did he give us choice?

Michael's fury grows in lock-step with Lucifer's arrogance.

MICHAEL

The Lord created angels to give shape to His creation, to answer His Word with loyalty. Not to question it at every turn!

LUCIFER

Why do Father's constant lashes wound me and not you?

MICHAEL

Because I understand that I am a facet of His creation, not the center of it.

A standoff as Lucifer finds himself further alienated.

MICHAEL

Return to the Heavenly City with me now and the Lord will accept you with forgiveness.

LUCIFER

And if I choose to remain in exile?

Michael considers the question, then hardens.

MICHAEL

Then I will remove you.

Something changes in Lucifer at this moment. He recoils at Michael's hostility. Then, he seems to soften. He smiles.

LUCIFER

Perhaps my removal was your ultimate goal.

MICHAEL

Ambition is one of the many qualities I have found that you and I do not share. It has made you vain, brother. Vain and weak.

LUCIFER

My freedom of will, then, remains the one quality my Father will not repossess.

With that, Lucifer's wings unfurl --

LUCIFER
The question for you, brother is: what will
you do with yours?

-- And he rises into the cloud cover of the Mount of Assembly.
Michael is left, Lucifer's final question boring into him.

FADE TO:

EXT. THE MOUNT OF ASSEMBLY

At the heart of the Mount of Assembly, Lucifer broods. His back is turned to the far-away glow of the Heavenly City. He stares at a rock-face, like a painter at a blank canvas.

WINGS BEAT overhead and a CIRCLE OF ANGELS lands around him, forming a cordon as if to entrap him.

Lucifer turns, extending his wings. He's ready for a fight.

LUCIFER
He who seeks to remove me can come forward
and reap the storm.

SAMMAEL (O.S.)
We come as friends, Lucifer.

Sammael lands behind Lucifer, who turns to face him.

SAMMAEL
Not to remove you, but to join you.
(beat)
If there is room enough in Heaven for one
dissenter, perhaps there is room for many.

Lucifer digests this, surveying them. Sarcastically:

LUCIFER
Perhaps I should build a refuge for the
disaffected.

SAMMAEL
Why build a refuge when you can create a
kingdom?

Lucifer studies Sammael, unsure but curious. With Sammael stands two fearsome angels, JERAHMEEL and NISROC.

SAMMAEL
Much support exists for your position
within the Host. It is not the place of
angels to bow to Man.
(fixing on Lucifer)
(MORE)

SAMMAEL (CONT'D)

Whatever you ask of us, my king, we will do.

Sammael, Jerahmeel and Nisroc bow down before Lucifer. He steps back, shocked at the title he's been given. But the wheels of ambition immediately begin to turn.

LUCIFER

Such a movement would be mightily opposed.

SAMMAEL

He can oppose us, but even God cannot create loyalty where it does not exist.

LUCIFER

It would mean inviting violence into the Kingdom of Heaven.

SAMMAEL

Violence would not need be necessary...

Rising to his feet, Sammael grins diabolically.

SAMMAEL

That is, unless the Lord elects to resist you by force.

LUCIFER

Even if the Lord does not resist me, Michael will. He has envied my seat since our creation and will do anything to curry his Father's love in a ploy to gain it.

SAMMAEL

But if we could sway the other Archangels...

Lucifer follows Sammael's logic. He likes where it takes him.

LUCIFER

We would assemble great power. And Michael would find himself alone.

Lucifer puts his hand on Sammael's shoulder while a storm of independent thoughts reaches synchronicity in his mind.

LUCIFER

Return to the Holy City. Tell the Archangels whatever you need, but you must secure their allegiance and that of their loyal princedoms. What begins here will require great numbers to accomplish.

SAMMAEL

So said, so done, my Lord.

Sammael bows reverently.

At his newfound title, the spark of ambition in Lucifer is stoked to flame.

EXT. HEAVENLY CITY

Jerahmeel beckons a passing angel into the shade of a vestibule and WHISPERS purposefully to him.

EXT. SECOND RING OF HEAVEN

Nisroc does the same amongst the lesser angels.

EXT. EMPYREAN

Raphael has brought Michael open Empyrean where the Mount of Assembly stands in distant clouds.

RAPHAEL
Sammael and other sympathizers have joined
Lucifer on the Assembly Mount.

MICHAEL
Our Light Bearer has proved himself vain,
prideful, and now -- foolish.

RAPHAEL
Lucifer is openly seeking support from the
Archangels. He stirs rebellion, Michael.

Michael's back is to Raphael. He turns, suspicious:

MICHAEL
And your position?

RAPHAEL
(insulted)
Lucifer would be fool to even ask.

Michael softens, relieved.

MICHAEL
I should never have considered it.

RAPHAEL
What can we do?

MICHAEL
My trust in Lucifer is nearly spent. But
where the Light Bearer goes, others are
sure to follow. If there is even a chance
that he can be restored into the Lord's
service, I have to try.

RAPHAEL
Whatever you need, I am with you.

Michael nods to Raphael in appreciation.

MICHAEL
We must first ensure that no other
Archangels fall to him.

EXT. MOUNT OF ASSEMBLY

Sammael, Nisroc and Jerahmeel have escorted Abdiel, one of the seven Archangels, to Lucifer's Mount of Assembly.

Their new "king" awaits him.

LUCIFER
Abdiel, my old friend. If any answered my
call, I hoped it would be you.

Abdiel searches his surroundings, worried and unsure.

ABDIEL
Where is Michael?

Lucifer looks to Sammael, who nods. *Go along with this.*

ABDIEL
Sammael said that Michael was with you in
the secession.

Lucifer straightens. The lie that follows comes easily.

LUCIFER
And he will be. The Host will be called
forward so that I may show them what I
offer. Michael will come out to meet me on
the summit. Though he has doubts, as you
do, as we all do, he will be swayed.
(fixing on Abdiel)
And when you see Michael embrace me, you
will know that the alliance has been made
and the separation has begun.

Abdiel looks forlorn.

ABDIEL
Then this is truly the way of it?

LUCIFER
The Lord has stolen away what was the right
of angels since the dawn. I only mean to
restore it.

Lucifer suddenly glows with warming light.

LUCIFER
But I cannot do that without you, Abdiel.
I will need whatever support you can
marshal amongst the Host.

Abdiel nods, though still unsure.

EXT. HEAVENLY CITY

Chaos stirs in the Heavenly City as angels move in droves toward the sound of MUSIC.

It emanates from far beyond the Heavenly City.

INT. HEAVENLY COURTS

Michael enters with Raphael to find only Uriel and Gabriel.

MICHAEL

The Lord has lost Abdiel, as well?

Gabriel, now absent of The Lord's light, nods with sadness.

GABRIEL

He left before we could reach him.

The STRANGE MUSIC reaches the Heavenly Courts.

URIEL

Those are songs of creation.

MICHAEL

Lucifer.

EXT. EMPYREAN

Millions of angels crowd the Heavenly skies to watch Lucifer.

Michael, Gabriel, Uriel and Raphael are among the last to arrive.

EXT. MOUNT OF ASSEMBLY

ON LUCIFER - His radiant figure hangs above the CRATER LAKE for all the gathered to see. There, he sings. His funneled wings send powerful sound waves slamming into javelin-like rocky platforms that jut out from the Mount of Assembly.

They overturn, tumble toward the mountain, then impact in a great circle.

Lucifer's wings flatten, then he sings again. Focused waves of sound sandblast the uncut plinths into polished pillars of iron-gray chrysolite.

A third wave chops them into strips that splay outward, knocking together across the gaps to form a net-like dome.

Lucifer has fashioned the outer shell of A BIRDCAGE-LIKE PALACE that encloses the summit of the Mount of Assembly.

Lucifer flies to the center of the lake. He spreads his wings, cupping them to perfectly amplify his voice:

LUCIFER

Progeny of light... Seraphs... Cherubs...
Thrones... Dominions... Virtues... All
of you have earned your blessed titles with
devoted service to His Holiness. Regard
with me the one who ranks above us all --

A flourish of his wing summons an image of Adam projected upon
the water over the lake. The Host REACTS in ECHOING DISMAY.

LUCIFER

The Lord accuses me of vanity, but I ask
you... Are we not higher in form? Do we
not fly unfettered through Heaven and
Earth?... Don't the least of us exceed his
portion of beauty, faculty and substance?

Waves of AGREEMENT in response.

LUCIFER

If that is vanity, then how wide it has
spread!

Much of the Host GRUMBLES its dissent.

ON MICHAEL - Who swoops down alone and lands on the Summit of
the Mount of Assembly. Michael does not amplify his voice.
Instead, he speaks with Lucifer angel-to-angel.

MICHAEL

Vanity is what has corrupted your heart,
Lucifer.

ON ABDIEL - Who floats above the crater lake. He watches with
surprise as Michael does exactly as Lucifer said he would.

Behind Abdiel stand scores of supportive angels, waiting for a
a sign of Michael's decided allegiance.

But none of them can hear Lucifer and Michael in this private
conversation over the ECHOING VOICES of the gathered Host.

ON LUCIFER - Who gestures to his creation on Assembly --

LUCIFER

Look at this power we have been given. Are
we to believe it means nothing?

MICHAEL

Do not confuse the role of builder with
that of creator. You rearrange matter.
The Lord created us from nothing.

LUCIFER

Are we not obligated to question, Michael?
Has He not granted us free will for just
that reason?

MICHAEL

Free will was not granted to bolster your sacrilege.

LUCIFER

Is it sacrilege now to think for oneself?

MICHAEL

It is sedition to divide the Lord's kingdom!

LUCIFER

The choice to secede or follow is that of the individuals of the Host, is it not?

Lucifer gestures to the gathered masses.

LUCIFER

Go now, loyal and obedient subject.
Convince them of your way.

Michael turns to look at THE HOST --

Millions of angels. Some have already sided with Lucifer. But many more are unsure of where their allegiance should be.

Lucifer, gives Michael a challenging smirk.

Michael SOARS UPWARD so that he floats in parallel with the IMAGE OF ADAM. There, he addresses the Host loudly:

MICHAEL

I cannot lay claim to more knowledge or understanding of God's design than you. All I can tell you is that there is but one thing that has been asked of angels since the dawn of his magnificent creation. And that is trust. Trust in our creator. Trust in his word. Trust in his plans. And the same thing has been asked of Man.

DISGUST rumbles from Lucifer's side of the Empyrean.

MICHAEL

Man, who cannot see The Lord or visit His great kingdom as we can. To Man, there is no proof of the Lord's greatness like what we have seen and continue to see at every moment. Man simply has to believe the Word as it has been given to him.

More MURMURS of discontent...

MICHAEL

Perhaps Man is then due a greater reward for this trust in the Lord. This faith that is required of him.

... And now, outright CRIES of treason from the rebellious angels. Michael has to shout over it to be heard:

MICHAEL

I offer Divine amnesty to all who turn from this treason. Come with us and be reconciled to the One and Only Lord.

Lucifer flies up to where Michael is, using hands and wings to quiet the crowd. They silence almost immediately, hanging on the charismatic Lucifer's every movement.

LUCIFER

This 'Adam' is the only one of his kind. We preceded him. We built and nurtured the sweet world in which he prospers. Angels outnumber him beyond multiple. Yet we are to be ruled by him! And worse -- and the Lord has spoken this decree -- that he shall judge us in the final reckoning.

A storm of GASPS. Lucifer glides around the image of Man.

LUCIFER

What manner of God overlooks his perfect servants to make a low-born stranger his favored child? Is a God who no longer cares for us even worthy of our allegiance?

So shocking is the audacity of this question, it STUNS angels of all inclinations.

MICHAEL

The Lord does not need to earn our allegiance.

LUCIFER

Perhaps Michael, my most kindred spirit can answer this: if God made us, who made God?

Michael scowls bitterly at the slight.

MICHAEL

The Lord has always existed.

LUCIFER

Perhaps. Is it possible some greater power created God... and us? Who among us can recall our own making, or the age before? What if the Lord slew His maker in order to enslave us?

Some SHOUTS OF OUTRAGE, but Michael sees many are dazzled by Lucifer's rhetoric.

ON ABDIEL - Who strains to hear these quiet exchanges.

MICHAEL
You stand on the precipice, Lucifer. Step
back from it, or you will fall.

LUCIFER
Before you pursue these threats, consider
first which of us stands to lose more.

A stalemate. Michael will not relent.

LUCIFER
(loudly; to the Host)
Join me, Michael, and we will remake this
portion of Heaven in our own image...

Michael regards Lucifer as if he's been lost to madness.

LUCIFER
(gestures to the crowd)
... and make a home that belongs only to
angels!

ON ABDIEL - He can only hear that which Lucifer shouts to the
multitude.

ABDIEL'S SERAPH
Michael will not join him, Abdiel. Lucifer
will be alone.

ABDIEL
We make no move until Michael defines his
allegiance. If Michael accepts Lucifer's
alliance, we go with him.

ON MICHAEL - Michael approaches Lucifer. There, it's revealed
that Lucifer no longer outshines him.

MICHAEL
God's light wanes in you, Lucifer. You
have separated yourself from Him.

Lucifer throws a quick glance up to where Abdiel waits with his
loyal numbers. With a gentle smile, he speaks quietly back to
Michael. Brother to brother.

LUCIFER
Look around you, Michael.

Michael does as asked. Angels stand on a knife's edge.

LUCIFER
The promise of violence is in the air. You
don't wish to stir it any more than I.

MICHAEL
No.

LUCIFER
Then help me demonstrate for the Host that
this can end without further conflict.

MICHAEL
(suspicious)
What do you propose?

Lucifer opens his arms. Michael regards him warily, sadly...

LUCIFER
Embrace me. Show them that we are parting
ways in peace.

Michael wishes anything but this, but he knows he prevent an
escalation. Michael steps into Lucifer's embrace.

ON ABDIEL - Abdiel is shocked at the apparent allegiance...

ON LUCIFER AND MICHAEL - When they come together, Lucifer grabs Michael hard, whispering through grit teeth into his ear:

LUCIFER
One day, brother, you will have to tell me
how you decide which oaths to keep and
which to betray.

ON ABDIEL - He SHOUTS, pointing at Michael and Lucifer --

ABDIEL
Michael has joined Lucifer!

Michael tears away from Lucifer -- Whirling -- What?

Confusion RIPS through the Host. "Traitor!" "Liar!" "Fool!"

Abdiel and his legions descend for Lucifer's Mount.

ON RAPHAEL - Determined to serve, Raphael shouts to his own:

RAPHAEL
Liar! Impede these dissidents!

Raphael's cohorts descend to meet Abdiel's.

The first stroke of war has fallen.

MICHAEL
NO!

ON MICHAEL AND LUCIFER - Lucifer's lips curl into a sly grin.
The very face of evil. Softly, just so Michael can hear it:

LUCIFER
Now you, too, know the agony of deception.

Lucifer motions for two of his SERAPH BODYGUARDS.

LUCIFER

If Michael desires so greatly to be a
slave, then he can be in shackles.

The bodyguards move on Michael with a set of SILVER MANACLES --

ON ABDIEL - Who realizes that he's been deceived and pulls up
his attack, but it's already too late as --

-- Michael flexes his wings in a defensive posture, the TIPS
TURNING TO SHARP BLADES by his own unconscious will. His left
wing slices one of the bodyguards from belly to shoulder,
spilling his angelic blood in a BRILLIANT MIST, as if light is
pouring from inside his body.

The Seraph tumbles down, crashing onto the shore of the crater
lake below. Dead.

Michael stares down at this, the first murder in the Kingdom of
Heaven. And it's by his hand.

DISTANT THUNDER rumbles as things are forever changed. RIOTS
break out above the lake as loyalists of both sides collide.
Angels clash in the sky and on the ground. Violence is born.

Sammael gathers more bodyguards to protect Lucifer.

SAMMAEL

Protect Lucifer! Protect our king!

Lucifer watches it all. The chaos. His newborn power and
influence. And he revels in it.

Unable to focus on anything else, Michael descends to the shore
of the lake where the ANGEL'S CORPSE lay. There, Michael pores
over the dead angel sadly.

BELOW, AT THE LAKE'S SURFACE

Raphael soars down to meet him.

RAPHAEL

What's happened?

Michael folds the angels wings up to cover his corpse like a
burial shroud.

MICHAEL

Lucifer brought death into creation and now
I have brought it into God's kingdom.

ABOVE, IN THE AIR OVER THE LAKE

Lucifer calls out to the angels that remain on the side of
God's kingdom, pointing down at Michael mockingly.

LUCIFER

Follow this leader of yours, I beseech you.
Follow your Lord's executioner back to His
Heavenly City.

Lucifer LAUGHS, calling back that haunting sound that was first heard when he tricked Michael during Earth's formation.

LUCIFER

Go there, all who would be enslaved and replaced! Or, join me in the Kingdom of Assembly where you will remain the sons of Heaven you were born to be... Lords of creation, every one of you!

Chaos ensues. Flocks of angels descend on one another --

BELOW, AT THE LAKE'S SURFACE

Michael looks up from the angel's corpse to where Lucifer floats, protected by his guards with anger in his eyes. He leaps into flight -- Pursuing Lucifer to attack --

ABOVE, IN THE AIR OVER THE LAKE

Sammael, Jerahmeel and Nisroc leave Lucifer -- They are closing in on Michael when A DIVINE WASH OF LIGHT falls upon the scene. The violence ceases as everyone turns to see --

GABRIEL/THE LORD (O.S.)

ENOUGH!

GABRIEL'S GLOWING AURA descending through the iron portals of the palace, toward Lucifer --

GABRIEL/THE LORD

Envy has brought you to the edge of oblivion, Lucifer.

Lucifer considers Gabriel. He doesn't bow in submission.

LUCIFER

I do not wish any further conflict, Lord.
Agree to leave to us these outermost reaches and our dispute will be at an end.

He points to the cords of chrysolite anchoring this region to the distant Holy City.

GABRIEL/THE LORD

My Kingdom can no longer shelter your ambitions.

LUCIFER

I do not behold the Holy One before me, claiming all the territory of Heaven.

(MORE)

LUCIFER (CONT'D)

Instead, I see Gabriel, an Archangel who sits at my left hand. A servant who would have us believe he speaks for God.

Michael flies in behind Gabriel, but stays back, giving him and the Lord deference in the confrontation.

GABRIEL/THE LORD

Seraph, if you do not cease this escalating affront and end your sedition, you risk banishment from Heaven forever.

Everyone, including Lucifer, digests the weight of the threat. His eyes drop, as if saddened at what is to come.

LUCIFER

"Seraph..." If only you called me 'child' and allowed me to call you 'Father' as you permit that feral beast you have placed in Eden.

Lucifer extends a hand to the waters below... a HARMONIC STRUM from Lucifer's wings summons forth a JEWEL ENCRUSTED SWORD, which spirals upward through the gateway.

Sensing danger, Michael moves in closer to Gabriel and Lucifer, his wings bristling with readiness --

MICHAEL

What is this you summon into the Lord's realm?

LUCIFER

Just as you brought murder into creation, Michael...

Lucifer's fingers enfold the hilt. He brandishes the weapon.

LUCIFER

... I bring this instrument. This sword. It is for my protection and the protection of my kingdom.

The blade shines at his mental command.

LUCIFER

Leave the North now -- both of you -- so that I am not forced to demonstrate its power.

Gabriel's eyes burn white-hot with anger in return:

GABRIEL/THE LORD

I am the Holy One. Your Lord and Master!

Michael and Raphael go to Gabriel, but not quickly enough --

LUCIFER
I have no master.

Lucifer wields the sword with preternatural grace -- the blade WHISTLES as it SLICES STRAIGHT THROUGH GABRIEL'S WING! Gabriel gasps soundlessly in disbelief.

A million ANGELIC INTAKES OF BREATH ECHO around Assembly.

MICHAEL
 Gabriel!

Gabriel contemplates his amputated wing. Liquid mist and brilliant light spill from his wounds, his spirit leaking out. The divine aura surrounding him dissipates and the light in his eyes fades.

Michael grasps for him, but not quickly enough as --

GABRIEL TUMBLES INTO THE VOID OF THE EMPYREAN -- Plummeting helplessly into the starry vacuum beyond.

Raphael, watching in horror, DIVES AFTER HIM.

Michael chooses to charge at Lucifer, SCREAMING with rage.

MICHAEL
 TRAITOR!

Sammael, Jerahmeel and Nisroc form a cordon around Lucifer, but a SWEEP OF MICHAEL'S WING sends Jerahmeel flying. He is about to wade into Nisroc --

-- When a dozen ally angels -- it takes that many -- descend on Michael to protect him. Abdiel leads them.

ABDIEL
 I am so sorry, brother. In my weakness I was deceived. But I am with you now --

-- Lucifer then springs past his bodyguards, sword swinging --

-- But Michael, looking at Abdiel, is caught unaware -- And is slashed across the torso. His light and life-force gush out.

Abdiel is crushed. His efforts to help, poisoned. He points at Lucifer, shouting to his loyal angels --

ABDIEL
 Destroy him!

Abdiel's angels swoop down on Lucifer, who is cordoned off again and escorted away by Sammael, Nisroc and Jerahmeel.

Teeming legions loyal to Lucifer dive to attack Abdiel's angels, who are forced to break off their attempt on him --

Angels attack angels in defense of their leaders --

Loyal angels bear the weakened Michael skyward to escape as --

Lucifer is brought deep into the safety of his new kingdom...

INT. LUCIFER'S PALACE

Inside his Palace, Lucifer moves his wings in a flourish, summoning an elaborate, gaudy throne from the depths.

Sammael lands at his king's side as thousands of loyal subjects gather inside the expansive Palace.

SAMMAEL

We will not be left here to idle for long,
my Lord.

LUCIFER

I do not intend to be idle. I will need
strong angels who are prepared to fight for
their freedom.

Lucifer takes his throne with regal certainty.

LUCIFER

And you will assemble them for me.

Sammael studies him in wonder. With zeal:

SAMMAEL

We are going to war.

LUCIFER

The Lord spoke the truth: two kingdoms
cannot share one realm.

Legions of angels CHEER Lucifer and bow down. With a satisfied breath, he sits back and surveys his subjects.

INT. THRONE ROOM OF GOD

Loyal angels carry Michael's barely conscious, bleeding body to the SHEKHINAH OF GOD and lay him down.

From out of the blinding cloud of light, tendrils of BRIGHT MIST curl to enter Michael's mouth, nose and wounds.

Michael's wounds heal miraculously... But they leave scars, which begins the steady change in Michael's appearance, each violent encounter making him appear tougher and more lethal.

Michael's eyes flutter open and the angels release him to float unaided. Michael moves closer to God, forced to shield his eyes from the glare with his wings.

MICHAEL

I have tried to lead the Host in loyalty,
Lord, to be the example for all to
follow... But I have failed You.

THE LORD

You have not failed, Michael.

MICHAEL

Lucifer has seceded from your kingdom. I
tried to inspire the Host, but thousands
have followed him in sedition. Gabriel has
fallen, and Raphael after him. And
worse...

Michael kneels before the Shekhinah.

MICHAEL

I have brought death into Your kingdom.

THE LORD

*Obedience is a river. It flows but one way
and its course cannot be changed. To
follow it, certain sacrifices must be made.*

Michael straightens. *Have I not failed?*

MICHAEL

What am I to do now? Name it and it will
be done.

THE LORD

*The task set before you has many possible
paths and therefore, many possible
outcomes. It is the choices that you make
that will define your destiny, just as
Lucifer now defines his.*

Michael considers this, suddenly realizing with horror what his
brother's plan is --

MICHAEL

He's going to lay siege to the City.

THE LORD

*Evil was no more a part of my design than
death. Now realized, it will spread
wherever good chooses not to intervene.*

Fury burns in Michael at Lucifer's treachery. After a moment,
his countenance sets. Determined:

MICHAEL

Then perhaps the instrument that advances
evil will also resist it.

Something changes in Michael at this moment.

MICHAEL

Let me lead the Host as your General,
Master. Let me become your sword.

As if willed by Michael himself... A shiny vertical splinter floats toward Michael from the cloud. It is a sword. He regards the blade warily. Then --

Michael plucks the sword from the air, weighing its balance in his hand.

MICHAEL

Grant me this and I shall see that Lucifer
learns his place.

THE LORD

*The path you have chosen will not be easily
tread. But know that it will not be the
most difficult thing I ask of you.*

Michael accepts his fate, whatever it may be, with a bow.

INT. LUCIFER'S PALACE

The green slopes of the crater lake have been stripped away, revealing vast fields of dull metallic ore.

Fires burn around the shores as clusters of angels fashion fearsome weapons in makeshift forges.

HIGH ABOVE THEM the sky is blotted out by beams of sharpened quartz. Thousands of angels circle the rafters, training: engaged in sparring matches with swords and blade hooks.

Their wings and faces are tattooed for war.

EXT. EMPYREAN

Michael floats in the Empyrean across from the Mount of Assembly, digesting the awful task before him. Rage simmers.

Uriel and Abdiel have followed him. Their gazes are all drawn to a dull glow on the distant Mount of Assembly.

There, LUCIFER'S PALACE and his PREPARING ARMY can be seen.

ABDIEL

Lucifer builds an abomination. A scar on
the face of heaven.

Michael eyes move from Lucifer's SPARRING ARMY to his SWORD.

MICHAEL

It seems all of God's creation have some
talent for destruction.

URIEL
There's no other way?

MICHAEL
Violence may now be the only language that
Lucifer understands.

Sinking to his knees, Michael grasps his sharp blade in anguish. He bows his head, shutting his eyes in pain.

MICHAEL'S FINGERS squeeze the blade tighter and tighter. Tiny clouds of liquid mist bleed from the gaps between his fingers and the blade. He doesn't even react.

Abdiel kneels beside Michael and lays his hand over Michael's. Uriel follows suit. *We are with you.*

EXT. HEAVENLY CITY

All over the Heavenly City, legions of loyal Seraphs and Cherubs fashion their own, more elegant range of weaponry using focused SONIC VIBRATIONS. They trim their wings, sharpening the tips to razor-points. They transform into WARRIOR ANGELS.

WINGED PEGASUS draw wagons loaded with RAW CHRYSOLITE, delivering them to angels to construct new tools of war.

DISSOLVE TO:

EXT. MOUNT OF ASSEMBLY - FRONT SLOPE

Lucifer's armies stand ready for battle beneath a darkening crimson sky. They carry wave-shaped VERTEBRAE SWORDS built from stacked steel shards, fearsome arm-mounted BLADE HOOKS and spiked ELBOW GAUNTLETS.

Lucifer swoops down in glittering battle regalia and drops into his FLAMING CHARIOT. He turns to his troops:

LUCIFER
Free Princes of Heaven! Our day of
independence dawns! All who stand in our
way shall taste the bitter brew of
rebellion!
(he surveys the throng)
Follow my blade to the heart of heaven!

His CHEERING ARMY projects shock waves through the ether.

Lucifer darts forward -- His soldiers take to the sky behind him --

EXT. HEAVEN'S SECOND RING

In the lookout post of an ANGELIC WATCHTOWER, three SENTRY ANGELS monitor the open Emyrean and the Mount of Assembly across the way. DARK CLOUDS hang in the air.

Suddenly, the sound of BUZZING WINGS.

The sentries notice the clouds before them are moving: alive.

Panic. But before the trio can take off, REBEL ANGELS emerge from cover and put them to the sword. Off their SCREAMS --

Lucifer's airborne divisions THUNDER past.

EXT. HEAVENLY CITY

Legions of angels lower a SIEGE CAGE over the city. The cage features defensive, cell-shaped scaffolding.

Michael and Uriel tour these fortifications, supervising preparations. Abdiel intercepts them.

ABDIEL

He is coming.

A familiar, eerie BUZZING arrives on the breeze -- MILLIONS OF WINGS beating in unison.

URIEL

We have to defend the Throne Room.

Michael looks up at the THREAD OF HEAVEN, the access to which has been blocked by the rotation of Heaven's rings.

MICHAEL

Lucifer cannot access the Throne Room without the Thread of Heaven.

ABDIEL

Perhaps that is the Lord's design.

MICHAEL

We must turn back Lucifer's army before he can find access to the Throne Room.

He looks up to see clouds separating -- Swarms of REBEL ANGELS descend toward the Heavenly City like locusts.

MICHAEL

Get to your posts.

Abdiel flaps off to his sector of the City.

Michael soars up, cupping his wings as Lucifer once did to amplify his voice in addressing his forces.

MICHAEL

Arm warriors! Arm for battle! Do not hesitate because your adversary was once your friend. It is our good fortune that the Lord has chosen us to protect Heaven.

(MORE)

MICHAEL (CONT'D)

It is here that loyalty will stand against
envy...

His commanders space their armored companies around the cross-
strands of God's honeycombed siege cage -- their elegant RAKE
SWORDS, LONG BOLOS and ELBOW BLADES at the ready.

MICHAEL

... Honor against treachery. Benevolence
against malice. And love against hatred.
These engines by which our enemy is fueled
both defiles and enfeebles them.

Michael turns to behold the gathering enemy armies.

MICHAEL

But we are driven by the Lord God, the
omniscient creator of all that exists. And
that is what gives us strength!

Lucifer's front lines cross the Empyrean, landing on the outer
reaches of Heaven's second ring.

Winged horse-like creatures and chariots form a battle-line
across the brow of the hill. Flocks of airborne warriors crowd
the undersides of floating rock platforms like bats.

IN THE HEAVENLY CITY

HIGH IN THE RAMPARTS, Michael waits for the enemy to advance.
But the invaders hold their position short of the river.

ON HEAVEN'S SECOND RING

A phalanx of Cherubim part like a riven canyon. Lucifer's
command chariot moves forward.

LUCIFER

You should forbear this slaughter, Michael,
before you deliver more death to God's
kingdom.

(sly grin)

Unlike the beasts that will overrun Eden,
angels cannot create more angels.

MICHAEL

Death was your creation, Lucifer.

He straightens to his full height, wings unfurling in all their
finery. Bitterness stains his face.

LUCIFER

That name belongs to a slave. From this
day forward, all creation will cower at the
sound of my true name and bow down before
the Master of God -- SATAN!

Any goodness in Lucifer is spent. His eyes are two gleaming onyxes now, as they became when he sang for himself.

MICHAEL
Bring forth your debased legions. Here,
you will finally learn who your Master
truly is.

Lucifer's new form, **SATAN** hoists a smoldering vertebrae sword
above his head, SCREAMS A HORRIFYING WAR CRY --

SATAN
Deliver unto them their just reward!

-- And slams the blade down, releasing his forces. Chariots
charge forward, bringing battle to Heaven's second ring --

Winged attackers launch from their rocky berths overhead --

ABOVE THE SIEGE CAGE

Uriel moves to his position. Lines of SUB-COMMANDERS bellow
orders. Around the front of the cage, a million defending
angels fill the openings, drawing a winged veil over the city.

ON HEAVEN'S SECOND RING

Satan's sword arcs again, loosing a hail of fiery arrow-like
blossoms.

The FIERY DARTS arc above the onrushing rebels, streaking ahead
to impact the angelic shield.

ABDIEL
(to his troops)
Evade his unholy fire!

Some strike angels, whose wings ignite. They fall back
SCREAMING. Sub-commanders plug the gaps with reserves.

Arrows clatter onto courtyards and trees, setting fires.

Michael signals to his BUGLER.

MICHAEL
For the Lord Almighty, and his servants
Gabriel and Raphael!

The Bugler BLOWS THE RAM'S HORN, a priestly SHOFAR. The angels
CRY HOSANNAS and level their weapons as the armies collide.

The attackers form into circular packs. Outer angels with
curved blade hooks escort breaching angels who batter at the
defenders with elbow gauntlets, softening them up for --

-- powerful Cherubim carrying plow-shaped icebreaker blades to
slice open the defending wing-chains.

Some attackers are gored by lances or their wings are slashed by rake swords in passing. They plummet to their deaths.

The triumphant defenders retake their positions, while the few rebels who break through are set upon by reserve squads.

Long bolos are launched at these stragglers, lassoing their wings together in mid-flight. They drop like stones.

Rapidly extending scarf blades dissect the others.

Satan's armies advance across Heaven's second ring, pushing back Michael's forces to the inner ring where they must defend the SIEGE CAGE encasing the Heavenly City --

THE INNER EMPYREAN

Satan's charging cavalry crosses the open space between Heaven's innermost rings --

BEHIND THEM - Sammael follows with his own legions.

AT HEAVEN'S INNER RING

Lucifer's forces meet those loyal to the Lord on Heaven's inner ring, where the Heavenly City is protected by the SIEGE CAGE --

SAMMAEL
Throwers! Engage!

Companies of thickly-muscled angels buffet the ground with focused SOUND QUAKES, dicing it into a million boulders.

Scooping them up, they levitate and rotate, spinning around like discus throwers to hurl the projectiles at high speed.

AT THE SIEGE CAGE, the shells CRACK the reinforced base.

IN THE SKY ABOVE

Michael swoops through the fray, swinging his blade in lethal arcs. He smites two attackers. Cuts the wings off a third.

As a fourth streaks past, he grabs the rebel's wing tip, swings him into a spin, then releases. The flailing angel knocks a group of his comrades out of the sky.

All around him he sees his compatriots being forced back.

ON THE SIEGE CAGE

The siege cage is strafed by a fresh wave of rocks. Most land on the cracks etched by the first wave, deepening them.

Defenders on the ramparts hurl spears and bolos at onrushing chariots, flipping some over as their wheels jam.

A CHRYSOLITE BATTERING RAM one mile across is lowered from the clouds on cables hauled by a thousand rebel fliers, who drag it toward the weakest point in the cage.

BOOOOM! The tightly-woven strands of the cage are SHATTERED by the impact. Cell walls above it collapse.

HEAVEN'S ENEMIES funnel toward the gap --

Outriders negotiate the wreckage and commence fighting inside the city. The vehicles behind them bottleneck, defending angels swooping down on the charioteers --

Satan is in the thick of the battle. Targeted by three defenders, he leaps into the air, enfolds them in his wings, then guts them with a sword swipe. Crashing to earth, they are trampled by spiked wheels.

Warriors fall fast on both sides of the cage. The dead bleed smoky liquid until their bodies have evaporated. The wounded lie in mangled heaps of broken wings, CRYING OUT for aid.

ON THE UPWARD SLOPE, Satan drives his chariot. The rebel wounded call to their master as he passes them:

WOUNDED ANGEL

Lord Satan... please... heal us...

Satan swoops out of his carriage to land beside a dismounted charioteer, spreading his wings around him like a tent.

With confidence, he touches the writhing angel's wound... but nothing happens. The wound doesn't heal. Satan sees the wounded angel's shocked disillusionment. Hardening at this realization, Satan spears the angel with his sword.

Regathering his wings, he straightens to see more wounded soldiers watching him with fear and hesitation.

SATAN

What I have given him is mercy. Only warriors -- not the weak -- have a place in our firmament.

Satan vaults into his chariot and gallops for the breach. Some of his angels force themselves upright to push on. But most just lie there, too wounded to move.

INSIDE THE SIEGE CAGE

Michael is also attracted by WOUNDED CRIES from below.

He kneels beside an angel who is badly gored. Saddened, Michael puts a hand to him:

MICHAEL

I'm sorry, my friend. I cannot help you.

CRASH! Above him --

Michael sees CHARIOTS charging through fresh gaps in the cage base. More cracks appear as the barrier SHUDDERS from rock impacts. Multiple cells have been breached.

Uriel descends from above.

URIEL

We have no more reserves, Michael!

MICHAEL

We have to hold Lucifer's advance.

URIEL

Lucifer trained them well. We must fall back.

Michael looks with horror at the MULTITUDES of suffering wounded. He is forced to tear away his gaze --

He looks up to the THREAD OF HEAVEN, where Heaven's orbiting rings are beginning to move out of its eclipse. Michael takes off, ascending to broadcast height:

MICHAEL

Fall back! Defend the City and fall back!

The angelic regiments reverse en masse, hundreds of thousands of warriors collapsing backwards in strict formation. Their lances hold the advancing enemy at bay.

INSIDE THE HEAVENLY CITY

Pieces of the SIEGE CAGE rain down all over the City.

Invading chariots race across surrendered ground. Vertebrae lances overturn censers and altars, smashing them to pieces.

PROJECTILERS inside the chariots loose flaming arrow-like blossoms and red-hot harpoons in all directions, torching trees, shrubs and the Tree of Life itself.

ON THE BREACHED SIEGE CAGE

A defending Sub-commander SEES enemy rebel angels teeming through his weakened sector. He's terrified.

Suddenly, he attacks his own soldiers from behind.

Others go to his side, changing sides to join Satan.

ON THE THREAD OF HEAVEN

The eclipse ends, brightening the Kingdom of Heaven with the glorious light of the Thread of Heaven's complete glory.

Michael barks orders to one of his Seraph Lieutenants:

MICHAEL
Defend the Thread of Heaven. Satan's
forces must not reach the Throne Room.

The Thread of Heaven now accessible, Michael swoops inside,
toward the Throne Room.

INT. THRONE ROOM OF GOD

Downcast and battle-weary, Michael enters the Throne Room and
nears the Shekhinah.

Uriel and Abdiel enter behind him in support.

MICHAEL
My Lord, the enemy is inside our walls.
The situation grows dire. Many loyal to
you have fallen.

THE LORD
*At times, sacrifices will be asked to
uphold my will.*

MICHAEL
But I fear I do not have the warriors to
defend the City. I need more angels.

THE LORD
*The full complement of my Host was realized
at the moment of creation.*

Michael's face falls. *There will be no aid?*

MICHAEL
I wish to lead Your forces to victory,
Lord. To be obedient to Your will as you
have commanded. I just don't know how.

THE LORD
*Then you must accept the sacrifices that I
ask of you. And those you will find most
difficult will not be made on the field of
battle.*

Michael reels with confusion. Trying in vain to understand --

MICHAEL
Was war with Lucifer not Your intent?

THE LORD
*You are the master of your own fate. This
is what I have given. Many tests have come
and many shall follow. But you must
continue to select your own path.*

Michael sets his resolve. Hefts his sword.

MICHAEL

Then I shall meet Lucifer inside the city walls and face him myself.

THE LORD

In what follows, you need to remember who it is you serve -- and trust in me. It is from that trust that your heart will draw its strength.

Michael seems to get this. He offers a bow.

MICHAEL

With honor, Your Holiness.

EXT. HEAVENLY CITY

As Michael, Abdiel and Uriel march back to the RAGING BATTLE all around the city...

A point of BRILLIANT LIGHT appears in front of them. So bright, they are forced to shield their eyes from it.

From within, the outline of a Seraph steps forward. Michael is shocked to see who it is --

MICHAEL

Raphael! But you fell with Gabriel...

Michael embraces him, followed by Uriel and Abdiel. But Michael cannot believe what he sees next...

His expression lights up as GABRIEL emerges from the Throne Room of God behind him.

RAPHAEL

We fell into darkness, but never death.
The Lord illuminated the way back to him.

Raphael weighs a gleaming sword in his hand.

As Gabriel glides forward we SEE that one wing is still not whole, regenerating slowly.

GABRIEL

And we have returned with a heavy purpose.

MICHAEL

Our numbers dwindle and Lucifer threatens to sack the Heavenly City.

GABRIEL

Our numbers are sufficient to defend the City and the throne, but the Lord has given us a different task.

MICHAEL
We must vanquish Lucifer and his horde.

GABRIEL
Yes. But not just from the City.

Off Michael's intrigue --

EXT. SLOPE OUTSIDE THE HEAVENLY CITY

Falling down the hillside above the heads of the enemy's horse-drawn columns... Crossing the moat-like river... Climbing toward the breaches...

GABRIEL (V.O.)
There is a portal that must be opened. But its gates are sealed and the usurper's army rests upon them.

The river is the portal --

EXT. HEAVENLY CITY

-- Gabriel's next statement is one of grave import.

GABRIEL
But one of you must go and open it.

URIEL
One of us against that army?

GABRIEL
The Lord will empower you for the task. But whoever goes, goes in sacrifice. His life may be spared but his nature -- and that of the universe -- will be forever changed as a result.

URIEL
Where does this portal lead?

GABRIEL
It leads to death. Irrevocable and inalterable.

Michael sighs, sensing that this is what was meant for him.

MICHAEL
I will go. Perhaps this is what the Lord has intended for me.

ABDIEL (O.S.)
No.

Abdiel has followed them into the chamber. He approaches Gabriel with conviction.

ABDIEL
You are their anointed leader. One whom
they will follow to the end. You cannot
leave them now. Send me.

MICHAEL
I cannot allow you to do this, Abdiel.

ABDIEL
Nor I, you. My wavering loyalty kindled
this conflagration. We may not be standing
here were it not for me.

MICHAEL
It is Lucifer's pride and lies that brought
this war upon us.

ABDIEL
We've all played our part, Michael. It is
time I play mine.

Realizing there's no swaying him, Michael finally relents.

INT. THRONE ROOM OF GOD

Gabriel leads Abdiel forward toward the glowing Shekhinah.
Michael, Uriel and Raphael stand behind him.

THE LORD
*Abdiel, understand that after this you will
dwell apart from my presence, though you be
honored by all heavenly beings.*

ABDIEL
I understand.

Abdiel turns to Michael and Gabriel. Struggling:

ABDIEL
If we should not meet again --

MICHAEL
-- The Host of Heaven will remember your
sacrifice through every age to come,
Abdiel. As will your brothers.
(beat)
As will I.

Michael and Abdiel clasp hands, sealing their bond. Raphael
and Gabriel regard the scene sadly, knowing this is farewell.

Abdiel turns to face the light and God's glory envelops him,
veiling him from the others' sight.

INSIDE THE LIGHT, tendrils of mist enter him, snapping his eyes
wide open as a strange power invades his being.

Abdiel spasms in pain, as if poisoned. The white cloud around him darkens to form an envelope of black mist...

Gabriel watches this, already knowing what has taken place.

GABRIEL
(sadly)
Arise, Azrael. Angel of Death.

The black mist dissipates, but Abdiel has disappeared.

SLAM CUT TO:

EXT. HEAVEN'S INNER RING

The innermost ring is choked in battle. Rebel angels hack away at its defenders, desperate for a foothold on the ridges.

A STRANGE GLOW emanates from within the Throne Room of God.

Startled combatants stop in their tracks, staring.

INSIDE THE BREACHED SIEGE CAGE

Satan stares over his legions to witness the glow melt away, revealing a lone angel shining brightly, head bowed.

GABRIEL/THE LORD (V.O.)
Lucifer... behold what you have wrought.

Satan peers through the glare to discern the identity of this mysterious angel.

Across the SPACE OF BATTLE, this angel looks up.

AZRAEL. His eyes are opaque, expressionless. Devoid of compassion or feeling. Worse, the figure he now cuts is as threatening as a spectre; his armored body and sharp wings have a dark, ominous, metallic appearance.

Azrael's wings part to reveal that he is holding a long-handled SCYTHE, its blade made of highly-polished BLACK CRYSTAL. Azrael hovers above the ground, ready for action.

Charioteers back off in confusion as he comes forward to confront them. But Satan reacts to his army's intimidation:

SATAN
Destroy him!

Rebel angels lunge at Azrael, who SPINS, slicing them to pieces with the deadly scythe before they can land a single blow.

What Azrael strikes with the scythe is not just killed, but annihilated. This weapon is beyond anything else in either Satan's or the Lord's arsenal.

Satan stares at AZRAEL'S SCYTHE in wonder at the power it holds and terror that it might be used against him.

Azrael leaps forward, WHIRLING into a maelstrom of violence, his scythe and bladed wings flashing so fast they're a ghostly blur. Wings, heads and arms are slashed and severed in his orbit. No one can get near him. An angelic tempest of doom.

Satan realizes the mayhem is headed right at him. He lifts into the air, blazing vertebrae sword at the ready.

SATAN

Come at me.

But Azrael flashes past Satan, ignoring him. He scatters slaughtered angels like confetti, and disappears through a gash in the wall. Satan follows, confused.

Reaching the fissure, Satan watches Azrael streak downhill over his advancing legions...

ON MICHAEL - Who loads himself into God's Merkabah Chariot then helps Raphael inside after him. As other armed Seraphs take up attack positions around the chariots's perimeter --

Michael watches sadly as Azrael plunges headlong into the RIVER that flows along Heaven's inner ring.

Michael CRACKS the reins, urging the chariot and its Pegasus haulers into motion as --

AT THE RIVER

-- Azrael knifes powerfully through the water to the bottom.

There, he raises the scythe -- As Azrael brings it down in a two-handed strike, the Angel of Death SINGS one sustained, SHATTERING NOTE --

Shock waves vibrate from his body, displacing the current like a seaquake. The WATER changes to GAS, then VACUUM.

The combination of song and scythe has torn a hole in space-time itself. On the other side, only CHAOS exists.

INSIDE THE SIEGE CAGE

Satan watches in horror as the crystal river evaporates to nothing, revealing a yawning chasm of space.

Without warning, rebel chariots crossing the river are sucked through the gap into the void.

THE SUCKING VACUUM OF CHAOS claws at the rebel angels. They try to scramble upward, but the abyss drags them in.

Flying rebel angels are plucked from the sky and cast down --

SAMMAEL

It's a trap!

Satan fights to charge forward, urging his armies:

SATAN

Forward!

Just then, THE SHOFAR BLOWS. AH-WHOOOOOOOO!

Satan and his forces look up as a chunk of God's glory breaks from the cloud veiling the temple.

THE LORD'S MERKABAH CHARIOT plunges toward them, Michael at the reins, Raphael beside him and loaded with ARMED SERAPHS.

MICHAEL

Move to flank them --

Seeing this, defending angels are heartened. They BELLOW war cries and launch off the slopes toward the rebels.

Rebel charioteers panic. Many turn to flee, abandoning Satan, but all of his rebel forces are sucked down into chaos.

Michael steers the Merkabah to HAMMER into the enemy's weakened flank, plowing through their chariots with ease.

God's angels SLAM INTO THE REBELS, shunting them back across courtyards and boulevards, sweeping the city clean.

Satan is bowled along with his army into the gravitational pull of the chasm. He tries to grab hold of a jagged outcrop, but the force is too strong and his grip fails.

Satan is sucked into the trench.

INSIDE THE RIVER PORTAL TO CHAOS

Satan clings onto a rocky outcrop in the trench.

INSIDE THE SIEGE CAGE

Michael drives the racing Merkabah chariot -- It becomes airborne, shooting through the ruptured cage walls --

Defending angels eject rebel warriors through the open cells of the cage, then cling to their walls to resist the vacuum.

INSIDE THE RIVER PORTAL TO CHAOS

The Merkabah nose-dives into the trench where Satan hangs on for dear life, both about to plunge into the void --

MICHAEL

Take the reins.

Raphael takes command as Michael leaps out of the chariot --

Michael catches hold of a rock above Satan. He hefts his sword to sever Satan's hand from the ledge --

-- But one of Satan's wings lashes upward, wrapping itself around a lower wing of Michael's to bind them together.

SATAN

We are bound once again, Michael.

MICHAEL

Then take a piece of me with you.

Bringing the blade down, Michael severs his own wing tip, freeing himself from Satan's grip --

SATAN

I'd rather take you whole.

-- Still clutching the HARD FRAGMENT of Michael's wing, Satan whips two wings toward Michael and YANKS HIM loose from his rocky hold -- Michael and Satan both tumble into the void...

...but looking down, Michael sees that Raphael has steered the Merkabah beneath him.

Michael SLAMS into the well of the chariot.

Satan SCRAPES down its side, clinging to Michael by a single, tightly-wrapped wing.

SATAN

Your service to your God will prepare you
well for the day when you are cast aside as
I have been and enslaved by Man.

His grip loosening under the intolerable heat, Satan HISSES:

SATAN

Farewell, brother.

At this, Satan releases and falls away into the abyss.

Tugging on the reins, Raphael guides them upward. As they climb, Azrael SINGS THE SAME NOTE that opened the portal --

And with that, both Azrael and the portal VANISH.

ABOVE THE RIVER TRENCH

The Merkabah chariot bursts out from the trench --

The Lord's defending angels CHEER their Archangel champions.

But Michael's expression is hollow and sad. Abdiel is gone. Sacrificed. But that loss is just the beginning...

He looks out over the bow of the Merkabah. And what he sees guts him.

They fly over a FIELD OF SLAIN ANGELS. A hundred thousand dead from both sides of the conflict.

The full impact of the carnage that has taken place spears Michael through the heart. All of them are beyond aid.

In this, Michael sees the price, the sacrifice, of his chosen path. His eyes wander back to the SEALED RIVER PORTAL...

VILLAGE ELDER (V.O.)
*How you have fallen from Heaven,
 O Morning Star, Son of the Dawn!*

EXT. CHAOS

Satan tumbles through a black void. His lips part, yet no sound issues.

VILLAGE ELDER (V.O.)
*Him the Almighty Power hurled headlong,
 flaming, from the ethereal sky.*

His scattered army, chariots, and weapons fall around him.

VILLAGE ELDER (V.O.)
*You who once laid low the nations are now
 cast down to the depths of the pit.*

A star field materializes behind them. Far below spreads the forbidding curve of a dark planet.

A white glow strikes up around Satan's limbs. He SCREAMS as orange-red flames engulf him.

Satan's beautiful countenance melts as the agonizing reduction skeletonizes his body and all twelve wings.

The falling angels around him ignite, as well.

VILLAGE ELDER (V.O.)
*With hideous ruin and combustion down to
 bottomless perdition...*

A MILLION METEORS, paying out fiery trails and TORTURED SCREAMS behind them. The weapons and chariots incinerate, but the angels keep burning as they plunge through cloud cover.

VILLAGE ELDER (V.O.)
*Nine days they fell. Confounded chaos
 roared... Hell at last, yawning, received
 them whole...*

They plummet into a smouldering abyss below.

VILLAGE ELDER (V.O.)
... and on them closed.

Behind the falling angels, a COLOSSAL GATE with nine interlocking teeth GRINDS CLOSED like a mechanized iris.

EXT. SHORES OF HELL

Satan's armies shower down upon A LAKE OF VOLCANIC FIRE that stretches from a coal-black shoreline to the horizon.

These are the SHORES OF HELL.

Some angels and beasts are pitched into its burning waves. Most punch into steaming ash around the shore. Moments later, a host of blackened, emaciated forms emerge from the craters.

The first of these is Satan.

Grimacing in pain, he clears his ash-clogged vision, then crawls over the lip of his crash pit, to stare at his conquered soldiers impacting all around.

Through shimmering heat-haze, he spies angels thrashing wildly in the burning lake, SCREAMING for help as they drown.

Satan's eyes lift heavenward, overcome by hopelessness:

SATAN
 Father...

He looks down to his opening palm, where he holds the SEVERED SECTION OF MICHAEL'S WING. Unlike everything else in Hell, this is unburned by the fires. It pulses with weak light.

Blasted faces unearth from the pockmarked ground around Satan. He focuses on a familiar, if-scarred, face emerging nearby.

SATAN
 Sammael.

Sammael looks at Satan, then away. Satan reads his eyes and suddenly knows. He touches where his face should be. Flexing his wings, he finds them skinned, reduced to whip-like rods.

Satan walks in front of a SHEET OF VOLCANIC GLASS, burnt to a mirrored finish. On it, Satan studies his reflection.

What he sees on the sheet of glass is a horrible disfigurement of the Lord's once greatest and most beautiful angel.

He looks at himself and sees a corruption of the beauty that once existed. His silvery skin has been reduced to a mottled black that covers him like scales.

SAMMAEL

We are routed, Master.

Satan hisses. With a razor-sharp clawed hand, he SLASHES the volcanic glass, destroying its perfection and distorting his reflection to something unrecognizable.

Devastated, Satan's gaze reverts to the bleak Hellscape where angels continue to SCREAM and drown in the vile river. But he barely reacts. He certainly doesn't move to help them.

Making their way up the blackened beach, Satan and Sammael encounter ash-caked angels surfacing like beetles.

Reaching a high ridge, they survey the shoreline through a curtain of glowing embers tossed about on the scorching winds.

SAMMAEL

Nothing grows here. The ground, the very air is cursed. What is this place?

Satan reaches down and scoops up a handful of charred ash. As it slips through his clawed hand --

SATAN

A purgatory newly birthed.

He looks about, then spreads his arms like a conductor, his claws lifting, as if to raise life from the ashes.

The turf before him expands, elevates. Ash piles levitate at his command, coalescing into a lumpy sculpture.

Satan refines it until the sculpture assumes the rough dimensions of a throne, a crude miniature of the gaudy monstrosity he conjured on the Mount of Assembly.

Satan regards his creation until a HOT GUST blows past and the chair vaporizes. Satan curses.

He is distracted by SCREAMS. Not from the lake, though.

Climbing higher, Satan and Sammael discover subsidence cracks in the ash. Peering in, they discern iron cages imprisoning fallen angels, half-decomposed wraiths. A chorus of pathetic voices... "Free us!"... "Please, Master!"... "We beg you!"

SAMMAEL

More of our fallen.

Crash survivors STAGGER UP to join Satan and Sammael.

FALLEN ANGEL

Master...?

Satan doesn't recognize the charred angel.

JERAHMEEL

Do you not know us, your loyal servants
Jerahmeel and Nisroc?

Satan dimly recognizes their scalded features -- Jerahmeel and Nisroc. He puts a claw on Jerahmeel's charred shoulder.

SATAN

Of course I know you, faithful ones.

Turning to address the gathering crowd:

SATAN

You must throw off your slave names, as I have. Let your new names reflect your new freedom!

(turns to Sammael)

Sammael no more. You are Beelzebul, Lord of the Flies.

Satan rakes hot claws down his deputy's chest as an anointing. Black blood spills from the burning slash marks and Sammael responds appreciatively. Satan walks among his officers, branding each of them with a unique occult symbol.

SATAN

(to Jerahmeel)

You are Moloch, Lord of Destruction.

(to Nisroc)

Mammon, Lord of Avarice.

(to Zerachiel)

Abaddon, Lord of Vengeance.

(to Ariel)

Ariel, you are the Lord of Deception -- Belial.

(to the crowd)

My council is appointed. In time, when your deeds merit, I will bestow emancipated names upon all!

RAMIEL, a second-tier angel, pipes up:

RAMIEL

We would choose our own names... if our Master permits.

Satan turns to him with a terrifying flatness:

SATAN

He does not.

The rash Ramiel turns to the assembled crowd:

RAMIEL

So now we must follow the one who disobeyed God. And he begins by naming us, as one would chattel.

(MORE)

RAMIEL (CONT'D)
(accusingly, at Satan)
Have we exchanged one tyrant for another?

Expressions of APPROVAL ripple through the mob as Satan moves calmly to Ramiel.

SATAN
Ramiel raises just questions.

He puts a claw on Ramiel's shoulder, as he did to Jerahmeel.
Ramiel suddenly looks nervous.

SATAN
As I refuse to be ruled, so must you all.
But what Ramiel forgets is that a tyrant
demands obedience, while I only request
your loyalty.

Satan sinks his claws into Ramiel's neck. In agony, Ramiel's
body atrophies, losing all strength. As he sinks to his knees,
his eyes beg for forgiveness.

Satan releases his grip and Ramiel, permanently weakened, bows
his head in submission and reverence.

RAMIEL
Of course, Master. Forgive me. I was not
thinking.

SATAN
Those who are loyal to me will always be
free.

He looks around at their frightened faces. Satan hears the
silence of fear. Off it's strength:

SATAN
Let us begin our return to dominion!

CHEERS rise from the gathered fallen.

Satan looks to his council. He speaks again, but more quietly
and beneath the raucous cheers:

SATAN
Only a fool would mount war from ruin.
This place will be the front from which our
siege is mounted. Here, we will build
weapons, armor engines... and resurrect our
army.

BEELZEBUL
But your powers of creation, Lord...

Satan does not appreciate the airing of this truth.

SATAN

We will employ eager laborers to build it.

Satan looks out over the gathered faithful. Then, to Beelzebul.

SATAN

The strong will fight. The weak will build.

(looking at Ramiel)

As Ramiel is so desirous of leadership, he can oversee construction.

BEELZEBUL

At once, Master.

Ramiel looks back at Satan with worry at this new charge.

Beelzebul bows and grasps him beneath a weakened arm.

Satan turns to ponder at the blank canvas upon which his new work will be created.

FADE TO:

EXT. HEAVENLY CITY

Michael, Uriel and Raphael enshroud fallen angels by folding their wings over top of their corpses, making them appear as self-contained sarcophagi.

Michael bears more tattooing from his healed battle scars.

VILLAGE ELDER (V.O.)

No more the odious din of war.

The Archangels place the bodies upon the same river in the valley where Satan's armies were swallowed up. The river flows quietly again, carrying the shrouded dead out of the Heavenly City and into the beyond.

But amidst the sadness, there is hope.

VILLAGE ELDER (V.O.)

Disburdened Heaven rejoiced, and repaired her mural breach.

BURNT LEAVES are embraced by mist that floods them with color, rejuvenating them to their original lustrous sheen.

THE TREE OF LIFE is now restored after the battle with fresh fruit on its boughs. Wounded angels flock there to eat and rejuvenate. As quickly as the FRUIT OF LIFE is plucked, it regrows anew.

Others gather SACKS of the restorative fruit that they sling over their backs and carry off to wounded angels.

Still more angels load the fruit into AERIAL CARTS drawn by winged Pegasus.

Many angels have taken the aftermath of battle to relocate their center and MEDITATE in dedicated niches all over Heaven.

Originating from the central THRONE ROOM OF GOD, a restorative wave of HOLY MIST rolls through the streets to enfold the ragged siege cage, erasing it from existence.

His work done, Michael takes flight into pink skies that brighten by degrees.

VILLAGE ELDER (V.O.)

Dark skies returned to light, red clouds to white...

He soars to where he can overlook the now-restored Mount of Assembly, shorn of Lucifer's Palace and returned to glory.

VILLAGE ELDER (V.O.)

... while angel minds, faithful and fallen, turned to newer worlds.

There, Michael is joined by Uriel and Raphael. Gabriel follows them. Through sadness and loss shines hope and renewal.

RAPHAEL

Already, the Holy City begins to heal.

MICHAEL

But much work remains to be done.

GABRIEL

The Lord wishes an audience, Michael.

INT. THRONE ROOM OF GOD

Raphael, Michael, Uriel and Gabriel gather in the Throne Room. They bow reverently before the Lord.

THE LORD

With Lucifer's treachery, much in my kingdom has changed. And much change is yet to come.

MICHAEL

Your kingdom has lost as many loyal angels as it has traitors, Lord. And we have lost a friend and a brother.

THE LORD

When Lucifer fell, so, too did his light. I would ask you, Michael, to bear it now.

Michael is taken aback by this unspeakable honor. He steps forward and kneels, his hand rested on his sword's pommel.

MICHAEL

As always was and always will be, I go
forth in loyalty to you, Lord.

Michael's form suddenly BRIGHTENS until he is the most
brilliant of all the archangels.

THE LORD

*Now, escort your loyal council again to
Eden, where, in the hours that follow the
storm...*

FLYING DOWN THE THREAD OF HEAVEN to...

EXT. GARDEN OF EDEN

... Where the Archangels fly into Eden, where a BLINDING WHITE
LIGHT emanates from deep within the garden.

THE LORD (V.O.)

*... You will find the solace of healing, of
rejuvenation, and of new life.*

They land outside the light and find that ADAM has joined them,
also drawn inside by the mysterious wonder.

Eden's sky is suddenly filled with a SONG not heard in ages...

RAPHAEL

That's a song of creation.

GABRIEL emerges from inside the orb of white light.

The Archangels and Adam approach Gabriel as the ORB OF WHITE
LIGHT begins to shrink away...

ON CLOSED FEMALE EYES

The eyelashes flutter open, revealing chocolate brown irises. A
SIGH as a first breath suddenly fills her lungs...

Slender olive fingers probe moss and lichen-covered earth.

A BEAUTIFUL WOMAN rises, newly wakened from a deep sleep. The
orb of light from which she emerged has become A GLOWING HALO
that encircles her skin, just like Adam's.

Michael, Uriel and Raphael behold this in wonder. As angels
tend toward the androgynous, they have never seen anything
overtly female before.

URIEL

I have never seen such beauty.

Looking over her shoulder, the woman SEES Gabriel standing over
her. She recoils, afraid. But he beckons her to follow.

Gabriel brings Woman forward to Adam.

The two shimmering humans regard each other for the first time. The Lord addresses Adam directly through Gabriel:

GABRIEL/THE LORD

Adam, this is Woman. Eve. As you were, she, too, has been created in my image. You must never stop seeking her, for in her heart, you will not only find love, friendship and romance, but you will find me.

ADAM

Don't be afraid.

Adam reaches out to take Eve's hand. As she moves to him --

GABRIEL/THE LORD

Together, you are to live here in Eden, forever linked as Man and Woman. You must trust in one another as strongly as you trust in me. I have given you this entire Earth for your joy. Explore it. Awaken it. Care for it. Knowing that my love for you is boundless.

The TREE OF KNOWLEDGE looms just out of reach, forever a mystery to both man and angel.

GABRIEL/THE LORD

You must also trust that I withhold the fruit of this tree for good reason. If you eat of it now, you will not remain as I have made you and you will not be able to partake in the Tree of Life and gain immortality here on Earth.

Adam steps forward and embraces Eve. Together, they are as one, ensconced in the Holy Mist that carpets Eden.

GABRIEL/THE LORD

Go forward in worship and trust of me. Remember that you will find your strength together, as it is in loving union that you are the truest reflection of me.

Gabriel watches, satisfaction in his blazing eyes.

ON THE ARCHANGELS - Moving over their faces, the Archangels express awe at the Lord's finest creation.

The last of them is Michael, who sheds tears of joy at this healing moment after Lucifer's destruction.

ON GABRIEL - Who bids farewell to Adam and Eve.

GABRIEL/THE LORD

Be of one heart and guard each other in all things.

They nod acknowledgement. Hand-in-hand, he and Eve disappear into the Garden.

The Archangels stare after Eve, but Michael, cheeks still moist with tears, surveys Eden with a General's eyes.

MICHAEL

Eden is the Lord's most beloved creation and therefore will be the first target of Satan the Deceiver. We must devote ourselves to its protection.

RAPHAEL

You think he will strike here?

MICHAEL

Eden is the object of Satan's greatest scorn.

URIEL

Will this war ever see an end?

MICHAEL

I fear it has only just begun.

(beat)

Surround the Garden with armed angels and report to me any sign of the Deceiver.

Off Michael's hardened resolve...

FADE TO:

EXT. SHORES OF HELL

... Satan stands on the highest ridge where he and HIS COUNCIL overlook masses of fallen angels who labor in his service.

CRUEL OVERSEERS crack whips over legions of stooped and shackled laborers who build roads, walls and war engines.

In a FOUNDRY, cruel-looking WEAPONS and ARMOR are constructed.

All something that Lucifer would have willed into creation on the Mount of Assembly takes thousands to construct.

MAMMON

You've worked a powerful magic on this place, Lord Satan. Perhaps it could soon be more castle than battlefront.

BEELZEBUL

You would surrender your birthright so cheaply as to call this pit our home?

BELIAL
Mammon simply wishes to ingratiate himself
to our Lord.

Mammon SNARLS at Belial.

MOLOCH
Forgive me, Lord Satan, but we cannot
accept submission in this cursed place --

-- Satan ends the debate with a voice that cuts like a blade --

SATAN
-- This place is a prison and we are the
captives. That lake of fire seethes for
our ultimate destruction. Just listen to
the heroes that were crippled in our
righteous war. Hear their songs...

They hear SCREAMS from the caged and the enslaved.

SATAN
My faithful only build our escape from this
place.

BEELZEBUL
Then your sentence is for open war.

BELIAL
But Heaven's towers stand armed against us.
Our wings are destroyed.

Satan looks up the towering pit walls. Off this, he turns to
his council and brandishes five razor-sharp talons:

SATAN
He has cursed us with claws. I suggest we
use them.

VILLAGE ELDER (V.O.)
*Satan was now at hand, and from his seat
the monster moving onward came as fast with
horrid strides...*

SLOW FADE TO:

EXT. SHAFT OF HELL

... ASCENDING the yawning, cylindrical shaft toward the MOUTH
OF HELL high above...

The shaft's VOLCANIC WALLS pulse with movement as FALLEN ANGELS
clamber out of the pit.

VILLAGE ELDER (V.O.)
And Hell trembled as he strode.

At the lead of the climbers, SATAN struggles toward the top, determined. Behind him climbs his INNER COUNCIL.

AT THE TOP of the shaft, Satan meets Hell's NINE-FOLD GATES.

VILLAGE ELDER (V.O.)

*At last appear hell-bounds, high reaching
to the horrid roof. And thrice threefold
the gates; three folds were brass, three
iron, three of adamant rock,
Impenetrable, impaled with circling fire,
yet unconsumed.*

The gates are vast and circular, composed of NINE TRIANGULAR TEETH that interlock into one, impenetrable barrier. Three of the teeth are iron, three are brass and three are diamond. They are flush-fit to the wide shaft that rises vertically from the Shores of Hell below. The gates SHIMMER with intense heat.

Satan reaches out with a claw to touch the gates, but quickly withdraws his SMOLDERING APPENDAGE, burned by their very touch.

He hisses at the gates, considering his next move...

BEELZEBUL

The Lord has not only stolen our light, but
lowered us to be no more than beasts in a
cage.

Our light. Satan opens his mouth. From deep inside, he withdraws the HARD FRAGMENT of Michael's severed wing-tip, which still glows faintly with angelic light.

Lucifer touches it to one of the gate's teeth and it RETRACTS with a THUNDERING BOOM as if fearful of the angelic touch.

The tooth then slowly extends back into position where it locks into place. *Just enough time for a few of them to escape...*

Satan looks back at Beelzebub, who nods. *We must try.*

EXT. MOUTH OF HELL - NIGHT

Satan helps the last of his council escape from the Mouth of Hell before the tooth retracts closed.

Outside, they survey the surrounding landscape. They stand amazed, and enraged.

Mountains dominate the horizon. Arcing into the starry sky beyond them -- the brilliant THREAD OF HEAVEN.

MOLOCH

Eden.

Moloch spits the realization. *We have dwelt beneath Man.*

BEELZEBUL

The Lord heaps his rancor upon us. He has set us to burn beneath the very seat of Man.

SATAN

He who resigned us to damnation is no longer your Lord.

Satan surveys the landscape covetously...

SATAN

God has made Man's dwelling Heaven upon the Earth. If we are to live here, it must first be ripped from his hands.

Off the pleasure of his corrupted council --

EXT. MOUNTAIN SLOPE, OUTSIDE THE GARDEN - NIGHT

Satan and Beelzebul scale the craggy mountainside in darkness, drawn toward a familiar glow emanating from the next valley.

When they crest the ridge, the Garden of Eden spreads before them, bathed in perpetual daylight.

From hiding, Satan and Beelzebul spy a chain of angelic guards on the peaks and ridges that overlook the Garden. Brandishing bright swords, they patrol Eden as Michael commanded.

SATAN

We must proceed in darkness and silence.

Beelzebul follows Satan's lead and the two of them slither down the mountain slope...

EXT. MOUNTAINTOP - NIGHT

One sentry is particularly focused on Eden below.

Sword sheathed at his hip, MICHAEL scans Eden for signs of Satan and his forces.

But he doesn't see the foul shapes moving through the trees...

EXT. TREE CANOPY - NIGHT

Beelzebul and Satan stealthily climb the trunk of an enormous tree.

Hopping onto a broad branch, Satan edges toward a clearing, in it, Adam takes Eve through Eden.

Satan sees Woman for the first time.

BEELZEBUL

It seems God did not think Man a great enough affront to angels, so now he has created another to share in what was taken from us.

Satan's head swims at the sight of Eve. He leans out to get a closer look, his claw grasping the branch above him.

SATAN

This one will nurture new life, like the beasts of her kind...

BEELZEBUL

There will be more of them?

SATAN

As many as the stars in the cosmos, outnumbering the sum of angels...

At the realization that now slowly comes together, envy grips Satan... as does bitterness, deviousness, and rage.

SATAN

Man will overrun the Earth.

With his fangs grit, Satan digs his claw into the tree branch, turning the wood around it to dust...

BELOW, IN THE GARDEN

Adam shows Eve the flora and fauna of Eden. The animals: gazelle, lions, elephants, peacefully co-habitate with Man.

A KING COBRA slithers through the grass at Eve's feet.

Without fear, she scoops it up and looks in its face where a FORKED TONGUE pokes out between powerful jaws. She laughs:

EVE

What a strange creature.

Eve studies the serpent, smiling.

ADAM

All these creatures share Eden with us.

Eve puts down the snake, which slithers away into the grass.

ABOVE, IN THE TREES

The dark shapes of Satan and Beelzebub move from tree to tree... Hiding in the shadows... Tracking and spying upon Adam and Eve as they explore Eden...

Soon, Satan and Beelzebub reach a tree bough that hangs just a dozen or so yards away from the Tree of Knowledge.

BEELZEBUL

We can make quick work of them before they reproduce. Tear out their throats and leave them for Michael to find.

Satan grins at this thought.

SATAN

Michael would have to deliver the corpses of God's children to his Master.

BEELZEBUL

The Almighty would be most displeased.

Satan scales down the tree trunk to the foliage below...

BELOW, IN THE GARDEN

... Satan and Beelzebul advance, but Man and Woman are ignorant to their presence or malice.

IN FRONT OF SATAN

Michael drops in from above, landing hard in the grass with his sword blazing brightly. His wings settle but do not fold.

SATAN

My old friend.

MICHAEL

How far you have fallen, Lucifer. And you smell nearly as corrupt as you look.

Michael cannot hide a pang of sorrow at what his former comrade has endured. Satan sees it and laughs.

MICHAEL

And Sammael, another of our loyal seven.

BEELZEBUL

My name is Beelzebul now. And I am loyal only to those who are loyal to me.

MICHAEL

Then you do not know the virtue's meaning.

SATAN

You will never change, Michael. No matter your dutiful resolve, you have sympathy to spare for every one of God's creations. Even me.

MICHAEL

You should not have broken the bounds of your exile. Your right to breathe this air is forfeit.

Michael moves in on Satan, who crouches, ready for a fight.

SATAN
Our new home proved uninhabitable.

MICHAEL
That's why it was chosen.

Michael's brings his sword to bear in a guard position --

MICHAEL
And now envy has brought you here, skulking
through the grass to slay God's defenseless
child?

SATAN
I came looking for you, traitor. We have
unfinished business.

MICHAEL
Then let's finish it.

Satan leaps backward, twirling and clutching onto the bough of
a tree with great furtiveness.

Beelzebul lunges at Michael --

Michael CUTS Beelzebul across the leg, causing him to SCREAM a
horrifying scream as he grasps his hobbled appendage.

Uriel and Raphael descend into this part of Eden with two
Cherubs who carry silvery chains.

They surround Beelzebul as Michael takes off after Satan --

EXT. TREE CANOPY - NIGHT

-- Satan ascends a staircase of branches by leaps and bounds,
his wing-stems catapulting him through the treetops.

Michael flies after him, weaving a path through the arboreal
obstacle course with ease.

Catching up fast, Michael grabs hold of a flailing wing-stem to
jerk Satan back. Satan LASHES Michael with six more stems that
sting him from all directions.

He releases Satan and two more whips SWAT him into a trunk.
Recovering quickly, Michael leaps after him again --

-- But Satan swiftly retreats, keeping branches between them --

SATAN
Grant my kind harbor on Earth and I'll
leave Eden in peace. What say you?

Michael's sharpened wings hack through the branches faster than Satan can shelter behind them. The gap narrows.

MICHAEL

I say you will return to that hole you crawled out from.

His blade lashes out, SEVERS two of Satan's wing-stems in half, and the twisted Seraph falls off his perch. His remaining rods beat hard, but they can't keep him airborne...

Satan falls --

-- Michael dives after him. Flailing for purchase, one of Satan's stems snags a branch and he's snapped out of Michael's path. He lashes out again with his skeletal wing --

Michael ripostes, slashing Satan's face in a downward arc, slicing open his visage and mouth. In pain, Satan releases --

-- He falls and soon crashes to the earth below. Michael swoops down to meet Satan where he recovers on all fours.

MICHAEL

I see you cannot fly. Perhaps you can crawl?

Satan crawls forward, pawing at the black blood that issues from his facial wounds.

Satan notices the great contrast between Michael's brightness and his dimness. Michael radiates light.

SATAN

The Lord has given you his light...

Michael stalks after him -- As he realizes the implication, Satan's visage twists even more than it already has --

SATAN

My light.

-- Satan whips around, sweeping Michael's legs out from beneath him. He crashes to the ground as --

Satan vaults upward onto an outstretched tree branch.

Looking around, he finds Raphael and two Cherubs advancing at him from three sides.

Raphael hooks one of Satan's wing stems in mid-flail, but two more snake around him, TEARING HIM OPEN. Raphael cracks branches off as he tumbles earthward.

One of the Cherubs goes for him next. Satan hurls a rod between them, but the Cherub whips out a scarf blade to slice it in two.

He leaps to tackle Satan around the midriff but his opponent somersaults backwards out of his grasp, then swings around a trunk... to return feet-first.

Satan's talons strike the Cherub in the chest, drawing angelic blood and sending him flying.

The second Cherub jumps onto Satan's back where his wing stems can't pry him loose. Satan launches backward, slamming the angel against the tree trunk to stun him, then spins and center-punches him with a sharpened rod-tip.

The Cherub crumples, plummets to his death.

Satan straightens triumphantly, then spins to catch a brief glimpse of the resurgent face of Michael, just as a wing SUCKER PUNCHES him.

Michael tackles him, lifting Satan off his feet -- The two CRASH downward through curtains of leaves.

Their fall is broken by a web of branches just above the ground. Michael and Satan are momentarily too close to fight.

Satan speaks intimately, urgently. The sound of his voice has been irrevocably changed by the wound he took from Michael:

SATAN

You can't keep me out forever, Michael.
Evil is in the nature of all things... and
it is irresistible.

Seeing MORE CHERUBS descending upon them --

Michael shoves himself away from Satan, redrawing his sword to finish his enemy --

Satan is spent: exhausted and bleeding from his facial wounds.

SATAN

You have a choice now. Continue this
futile fight with me or heal your
friends...

Satan sees that he has badly wounded Raphael and the two Cherubs. A plot forms in his mind:

SATAN

... Or, perhaps you'll just murder your
defenseless brother with that sword.
(boring into Michael)
Either way, we both know that you will
choose weakness over strength.

ROARING, Michael stabs his sword into the earth, unable to end Satan's life.

At this, Satan jets off on foot in a black blur.

The Cherub reinforcements take off to pursue him as the bushes shake in a line toward the nearest mountainside.

Michael goes to his wounded comrades and touches their wounds, healing them in seconds. *As Satan surmised, Michael now bears the Lord's healing light.*

RAPHAEL

Did Satan reach Adam and Eve?

MICHAEL

His treachery walks invisible to their pure hearts.

As Michael helps Raphael to his feet --

URIEL arrives with a shackled and HISSING Beelzebul, his own sword held across the fallen Archangel's throat in threat.

MICHAEL

We must search the garden. Satan is still afoot.

The angels take flight, fanning out with drawn weapons.

BEELZEBUL

Search for my Lord Satan all you wish, but he will have his victory.

URIEL

Silence, unless you are asked to speak.

Regardless, Michael answers Beelzebul.

MICHAEL

Wherever your master hides, tired predictability will see him return.

(to Raphael)

Call for reinforcements from Heaven. Eden must be fortified for a frontal assault.

Raphael nods acknowledgement of his orders and flies off toward the Thread of Heaven.

Uriel pushes Beelzebul forward to Michael.

URIEL

And what of this insect?

MICHAEL

Escort him back to the domain that the Lord created for him.

Off Beelzebul's scowl --

EXT. MOUTH OF HELL - NIGHT

Uriel swoops low over the gaping Mouth of Hell. In his grasp, he carries a writhing and chained Beelzebul...

Below, standing around the top of the Nine-fold Gates, are Michael and Raphael --

Uriel soars over them and releases Beelzebul -- CURSING, Beelzebul falls down toward the gates --

As he does, Michael's form FLASHES a signal of light -- The gates IRIS OPEN in a blink -- Beelzebul falls through -- And then, the gates' interlocking teeth SLAM SHUT just as quickly.

EXT. ADAM'S BOWER - NIGHT

Outside his and Eve's dwelling, Adam surveys a mess of fallen branches, leaves, angelic blood and fruit from the fight. Michael's SWORD is also staked in the ground there.

Having returned to Eden, Michael lands before him. Adam bows.

ADAM
What's happened here?

MICHAEL
You were never warned of this, but you need to know that not everything in the Lord's creation has remained pure and good.

Michael rips his sword out of the earth.

MICHAEL
I will guard you as well as I can, but you must watch closely over Eve and remember what the Lord has commanded.

Adam nods with fearful understanding.

DISSOLVE TO:

EXT. PLAINS BEYOND THE GARDEN - DAWN

Rising sun bakes the rocky landscape beyond Eden.

Satan kneels by a shallow pool of muddy, stagnant water. In it, his REFLECTION is -- mercifully -- muddied, as well.

The lower part of his face has been nearly split in two. He splashes water up into it, HISSING as it mends in the same twisted way in which Lucifer became Satan.

When the horrific process is done, Satan has TWO MOUTHS. A cleaved tongue issues from the larger one, licking dried black blood off his lips. His wounded tongue has healed in a "Y". It is now permanently forked at the tip.

BEHIND SATAN - Mammon, Belial and Moloch slink up to the pool.

MAMMON

Has the attack on Eden been thwarted,
Master?

SATAN

I have elected to rethink my strategy.

When Satan speaks now, TWO VOICES issue from his two mouths. One is a HISSING SHRIEK, the other a morbid, unintelligible whisper. Whatever of Lucifer remained is now dead and gone.

MOLOCH

Perhaps a more forceful attack --

SATAN

-- No. God sees Man as his finest achievement, his beloved children. Destruction is too quick. Too final.

(beat)

But if Man were instead to be corrupted...
They would forever exist as a symbol of
God's failure.

The others appear confused, but Belial perfectly comprehends his Master's thinking.

BELIAL

Yes.

Belial's approval comes in a sly HISS.

MAMMON

The guard around Eden is heavy, Master.
How will we circumvent their defenses?

At Satan's feet, A SNAKE suddenly slithers across the pool.

IN A FLASH, Satan's claw darts out and grabs the snake.

It HISSES with bared fangs, whipping its tail around the former Seraph. Satan's talons grasp its slithery skin and they wrestle violently, spinning. Its own FORKED TONGUE probes out at Satan. At this, he laughs tragically:

SATAN

Perhaps a new kindred spirit can take the
place of those deposed.

FADE TO:

EXT. THREAD OF HEAVEN

At URIEL'S lead, thousands of the Lord's ANGELS descend from heaven, following the Thread down to Eden below.

EXT. MOUNTAIN RIDGE - DAY

Hundreds of angelic warriors take up posts on the high mountain ridges surrounding the garden, further fortifying the garden.

EXT. RIVER CANYON, BORDER OF THE GARDEN - DAY

Angelic guards clutching spears march out across the narrow rock-walled river, submerged to waist height.

EXT. SKY ABOVE GARDEN OF EDEN - DAY

Michael patrols the skies of Eden. A winged protector.

He banks hard to the left, his body suddenly ILLUMINATING with signalling light to other flight groups of angels.

They break off their patrols and follow him.

BELOW, IN THE BADLANDS

At this, a SHADOW hiding low to the ground, covered in rocks suddenly moves, breaking its cover.

The shadow slinks and slithers its way toward Eden.

EXT. GARDEN OF EDEN - RIVERBANK - DAY

Adam cultivates a bank of crops. He doesn't notice Eve's work is taking her across a small stream, away from him.

EXT. OPPOSITE BANK - DAY

Eve prunes a cluster of lilies beside the trickling waters.

As she does so, Eve SINGS wordlessly to herself. Her voice is beautiful, musical. Unlike anything that's been heard before.

She is startled when she HEARS a whispering VOICE in her mind.

SATAN (V.O.)

Eve.

Eve looks up at Adam, who is out of earshot. He didn't call her. *But who did?*

EVE

Who said that?

SATAN (V.O.)

Come here, Eve. I wish to speak with you.

Eve stands up and follows her curiosity...

EXT. MOUTH OF HELL - DAY

Michael, Raphael, Uriel and a FLEET OF ARMED ANGELS land a hundred yards off the palisade of the Mouth of Hell.

URIEL
Perhaps we should make a pre-emptive strike.

MICHAEL
If violence is to be wrought, it will be Satan who makes it. And he will need armies to move on Eden.

URIEL
And if Hell does move on us --

MICHAEL
-- Then we will meet them. The Lord did not set out to destroy Satan and neither shall we. For now, we are here to see to our duty as Eden's protectors.

Michael rests his hand on his sword, monitoring the sealed and super-heated NINE-FOLD GATES.

EXT. HEART OF THE GARDEN - DAY

Eve has followed the voice into the heart of the garden. There, she is surrounded by trees, animals and dense growth.

SATAN peeks out from behind one of the trees. He moves toward Eve fluidly, changing directions as if liquid made solid.

SATAN
It's truly you.

The black scales of Satan's skin reflect daylight and when he speaks, his forked tongue protrudes between sharp fangs. His voice is like a HISS now, as it spoken through his two mouths.

To Eve, who has never seen evil before, Satan looks, behaves and moves like a humanoid serpent.

EVE
What manner of creature are you?

SATAN
I'm your friend from Eden.

EVE
The serpent?

SATAN
You did not recognize me?

EVE
(laughs; musical)
I suppose I did. But you look different.
And I did not know that you could speak.

SATAN
I could not until you blessed me with your
touch.

EVE
But I am only Woman.

SATAN
Yes, the most radiant and powerful of the
Lord's creations. That is why he created
all else before you.

Eve blushes at the flattery.

SATAN
This was all created for you, Eve.

EVE
I don't know what to say...

SATAN
You don't have to say anything. I simply
want to thank you for what you've done.

Satan nears Eve with serpentine grace. He reaches her and puts
his arm around her shoulders, guiding her to a nearby
reflecting pool. Perfectly still, perfectly reflective.

Satan whispers in her ear, almost kissing her throat:

SATAN
Look at how beautiful you are.

Satan shows Eve HER OWN REFLECTION in the pool. She is struck
by what she sees.

SATAN
You are the fairest creature in the whole
garden. And the most powerful.

Eve looks at Satan, consumed by his adulation of her.

SATAN
There is something else I wish to show you,
if you'll come with me.

Off Eve's hesitation --

EXT. RIVERBANK - DAY

Adam works in the garden. He stops his work and looks up,
suddenly noticing that Eve is missing.

EXT. HILLSIDE CLEARING - DAY

The serpent emerges from the woods to ascend a familiar path. Eve enters the clearing behind the creature... only to discover it has led her to the Tree of Knowledge.

Satan points to the tree with one hand, letting the other slide down Eve's bare back to the top of her waist.

SATAN

In the fruit of this tree lies all the knowledge of all creation.

Seeing the tree, Eve reflexively recoils.

EVE

This tree is forbidden.

Satan laughs.

SATAN

And who forbade it?

EVE

It has been commanded by the Lord.

SATAN

Why would the Lord forbid knowledge to those whom he made in his own image?

EVE

Perhaps he will, one day, grant it to us. We have only been forbidden to take it now.

Satan sees the opening and moves in closer.

SATAN

Yes. And the Lord has blessed you with free will, has he not?

EVE

We have been made free to do as we wish.

SATAN

This is the wonder of the Lord's gift.

Satan slithers up the black trunk of the tree onto the bough where a particularly juicy piece of FRUIT hangs. Satan plucks it free before sliding back down to the earth.

SATAN

He has given you free will. And in that lies the choice as to whether or not to partake in the knowledge that awaits.

Satan sinks his fangs through the luscious fruit's ripe skin. The bite is sexual, alluring. He sucks, spilling nectar onto the moss below. A misty aroma diffuses into the air.

The serpent proffers the fruit. Eve shrinks back.

EVE

No. You mustn't touch it... I mustn't touch it.

SATAN

Did he forbid you to even smell it?

Satan holds the fruit out to her.

The scent passes beneath her nose as she helplessly inhales fine droplets of moisture. The scent is intoxicating.

EVE

No...

Eve becomes aroused... She sighs, her body shuddering with the eroticism...

SATAN

Why would the Lord have created this bounty if he did not wish you to partake of it?

EVE

We must be obedient to His command.

Satan approaches her fluidly. He gently breathes out more of the aroma from the pulp he chews in his mouth... It overtakes her, bringing her nearly to climax...

SATAN

Yes. And he wants you to eat the fruit, Eve. He wants you to become like him. But he wants you to choose to do this.

EVE

I must get away from this place.

But she is riveted in the spot. Satan smiles.

SATAN

Adam has worked in this garden for an age while he waited for you. But a gardener works on his knees. Do you wish to live abased like him for all eternity? Or do you wish to become like your creator?

Eve has not taken her eyes off the fruit.

SATAN

You are the very picture of the Lord's perfection, Eve.

(MORE)

SATAN (CONT'D)
I'm sure you only wish to thank him by
showing your appreciation of his works.

Satan holds the fruit closer to her mouth. She is mesmerized
by the fruit before her. A WHISPER:

EVE
... yes...

SERPENT
Then honor him with a taste.

With shaking hands, Eve grasps Satan's claw, which holds the
fruit. He guides it to her lips. She licks the juices running
from its punctured skin. The taste sends her into paroxysms of
delight as Satan wills her on with a sensual murmur.

SATAN
Now, eat.

Closing her eyes, Eve eats.

Here in the garden, all remains QUIETLY PASTORAL, as before.

THROUGH SATAN'S EYES - On a different plane of existence -- one
of which only Satan is aware -- Eve's bite has triggered a
SONIC BOOM that SHOOTS OUT ACROSS THE GARDEN.

Unaware of the spiritual upheaval she's triggered, the fruit
sends a powerful, sexual tremor through Eve's body. She sinks
to the ground, breathing heavily.

When Eve opens her eyes, she holds the fruit alone.

Satan is gone.

EXT. BADLANDS SURROUNDING THE MOUTH OF HELL - DAY

Michael, Raphael and Uriel's ears prick up and they turn to
confront a tsunami of warped air expanding toward them.

The EARTH QUAKES as something is irrevocably altered.

Michael draws his sword --

MICHAEL
The Garden.

Michael hisses the words, as if cursing his foolishness.

He takes flight for Eden, followed by Raphael and Uriel --

EXT. TREE OF KNOWLEDGE - DAY

Adam appears from the thicket of foliage.

He's horrified to find Eve near the base of the Tree of Knowledge where she covers her nude body in shame.

Eve no longer glows with the Holy Mist the way Adam does.

Adam looks from her to the discarded, half-eaten fruit.

ADAM
What have you done?

Eve shivers where she sits, cold and afraid.

EVE
I'm sorry, Adam. Please don't be angry.

ADAM
You disobeyed the Lord's instruction?

EVE
The serpent deceived me.

ADAM
(confused)
The serpent? You'll be banished from Eden!

Tears run from Adam's face as he approaches Eve. He reaches for her, but she recoils from him.

EVE
Don't look at me...

Adam's eyes move from Eve to the discarded fruit.

EXT. SKY ABOVE GARDEN OF EDEN - DAY

Michael, Uriel and Raphael push through the buffeting rush of air that quakes all of Paradise.

MICHAEL
Faster!

They dive for Eden where it lies below --

EXT. TREE CANOPY - DAY

Satan has climbed into a tree canopy within visual range of the Tree of Knowledge where he watches this exchange between Adam and Eve. He salivates at what is to come...

EXT. TREE OF KNOWLEDGE - DAY

Adam stoops to pick up the fruit. Eve stirs where she sits, careful not to expose her body. Tearfully, she begs him --

EVE
Adam, you cannot...

Adam grasps the fruit, regarding it with hesitation. A long beat passes as he stares at it. Hoarsely --

ADAM
The Lord told us that our only strength is
together.

Adam looks up at Eve, his face tortured by guilt and emotion. Eve sobs now, knowing what Adam is about to do.

EVE
I made this choice! I will face the
consequences alone!

But Adam only looks at her and smiles, as if in comfort.

ADAM
We must be of one heart, either here in
Eden or banished from it.

EVE
Don't!

EXT. SKY ABOVE GARDEN OF EDEN - DAY

DIVING FAST -- The trio of Archangels race downward through the vibrating maelstrom of spiritual destructions --

MICHAEL
No!

They see Adam just as he opens his mouth to bite the fruit --

EXT. TREE CANOPY - DAY

-- Unable to hear Michael, Adam opens his mouth...

Satan watches with a self-satisfied grin. BOOMING, DEMONIC LAUGHTER issues from him, ECHOING across Paradise as --

Adam eats.

A SHATTERING SPIRITUAL EXPLOSION detonates from the spot.

Adam and Eve do not hear it, but --

ABOVE, IN MID-AIR

-- Michael, Raphael and Uriel are tossed out of the air by a spreading wave of fire. They tumble, shell-shocked and smoking where they crash into the brush.

BELOW, AT THE TREE OF KNOWLEDGE

Adam's body is silently rocked as the fruit takes hold. He is shocked by the sensations in his body.

His knees go weak beneath him. He falls to them and a sudden anger comes over him. *There is no turning back.*

In anger, Adam throws the fruit away. His glowing halo fades as he is overcome by original sin.

The discarded fruit begins to rot with supernatural speed.

A SHADOW is cast over Adam and Eve --

AT THE BASE OF A NEARBY TREE

SHOCKWAVES OF SIN rush through Satan's body where he stands beneath the tree, healing his wounds.

He strengthens... Muscles ripple... Pull taut throughout his body... Horned protrusions jut from his head...

His skeletal wings morph into powerful, onyx-colored instruments of flight, spiked with scales and claws... Satan spreads them wide in triumph.

He has become the dragon-like DEVIL, THE DARK LORD OF HELL.

Confronting the Thread of Heaven before him, he EXULTS with a new and even more DEMONIC VOICE:

SATAN

I am reborn.

The Devil's birth in the Garden of Eden creates a WAVE OF WHITE AND BLUE HELLFIRE that radiates out from his center, torching the spiritual plane as it goes --

THE HELLFIRE WAVE charges toward the Mouth of Hell --

EXT. MOUNTAINSIDE - DAY

Michael, Raphael and Uriel collect themselves after the blast, their bodies burnt and bleeding from the fall.

Adam and Eve cower, naked of their divine glow and holding each other beneath the Tree of Knowledge.

The THREAD OF HEAVEN disconnects from the Tree of Life. The glowing conduit withdraws from the Garden of Eden, and the holy light FADES by gentle degrees.

The Holy Mist follows the Thread upward, abandoning its protection of the Eden.

The sight is a sword-point to Michael's gut. Everything he has tried to defend has been destroyed.

MICHAEL

Paradise is lost.

Worse, HELLFIRE rushes toward him.

Guardian angels take to the air from their posts all around the mountaintops, seized with panic. They converge on the Thread and retreat up the vortex --

EXT. MOUTH OF HELL - DAY

The WAVE OF HELLFIRE seems to take organic shape, first as a TEEMING LEGION OF SPIDERS, then as a PACK OF WOLVES, then as SLITHERING SNAKES, and finally, it takes a DRAGON-LIKE FORM, much like that of the Demon Lord Satan --

From their hiding places, MAMMON and BELIAL have emerged to observe the sight.

MAMMON

What is it?

BELIAL

(grins)

Hellfire.

The ROLLING WAVE OF FIRE strikes innocent angels, consuming them in flame -- They SCREAM as they are gathered up in the blazing riptide and dragged toward the Mouth of Hell --

EXT. MOUNTAINSIDE - DAY

Uriel finds the source of the huge shadow cast over Eden...

URIEL

Satan.

RAPHAEL

He has become Hell upon the Earth.

Michael draws his sword. With a LOW GROWL, he sets his countenance and takes off in flight after Satan --

With broad wings and the currents of sin at his back, Satan vanishes over the mountaintops as Michael pursues --

Uriel and Raphael are immediately up and after him --

EXT. PLAINS BEYOND EDEN - DAY

Satan flaps eastward on the blast winds, low to the ground --

The Archangels pursue --

Satan rolls over on his side and slows to catch Michael, who CUTS at him with his sword --

Satan ROARS in pain as black wounds open across his body --

The Archangels move to swarm Satan, but he throws open his clawed legs and hands and wings, knocking them away --

Satan rolls again and kicks Michael in the face with a clawed foot, knocking him out of the sky --

Uriel and Raphael recover, catching Michael --

They use their wings to shroud him from the HELLFIRE BLAST that pursues behind them --

Satan escapes Michael's sword and races for the Mouth --

EXT. MOUTH OF HELL

This DRAGON-LIKE HELLFIRE WAVE races toward the Mouth of Hell at lightning speed --

Belial steps out to meet it willingly, basking now as he once would have in the glory of God's light --

Mammon is less certain --

But the wave strikes them both, picking them up and carrying them toward Hell with the rest of the LOYAL ANGELS who have been swept up by the advent of mortal sin --

The HELLFIRE WAVE now takes momentary flight before DIVING DOWN at the Nine-fold Gates, PUNCHING THROUGH them as if they were onionskin instead of brass, diamond and iron --

Satan PLUNGES into the Mouth of Hell after the Hellfire wave --

EXT. SHORES OF HELL

The crippled Beelzebul limps forward to look up at the Mouth of Hell where HELLFIRE POURS INSIDE the smashed gates --

BEELZEBUL

He has done it.

A WINGED SILHOUETTE descends from the Mouth of Hell downward --

BEELZEBUL

Lord Satan returns!

FLAMING METEORS of thousands of new slaves descend with him --

At all of this, the crowd ROARS with delight.

The HELLFIRE swirls, lighting up Hell with its evil glory --

Satan flies a victory pass over the CHEERING mob. He lands on a rocky rise above Mammon and Belial. There, he alights with FIRE. They look up in awe, then bow down.

Beelzebul has dragged his broken body up to join Satan.

BELIAL
You've destroyed Man, Lord Satan?

Below Satan's mouth, his second mouth has fully evolved. It
REPEATS the Dark Lord's every word as a HISSING ECHO:

SATAN
I have not destroyed. I have created.

Satan touches a clawed hand to Beelzebul.

SATAN
With the birth of sin, Man will continue to
exist forever vulnerable and separated from
his God.

Beelzebul's withered talons spontaneously extend, filling out
at will. Surprised, Beelzebul sees his entire hand pump up...
Then his arm... Muscles bulge under oily skin...

Gleeful, Beelzebul morphs into a fearsome DEMONIC shape.

SATAN
Here, we will draw strength from Man's
weakness for eternity. As they multiply,
so too, will their sin. And so, too, will
our power to corrupt them.

MOLOCH
Then we have fully surrendered our seats in
Heaven.

Out of VOLCANIC DUST, Satan conjures a jagged crown of IRON and
ONYX. As beautiful as it is wicked.

SATAN
Better to reign in Hell than serve in
Heaven.

At this, Satan crowns himself. He then spreads his arms like a
conductor, performing with his old confidence and élan.

At Satan's command, the Hellfire changes direction and moves at
his beck and call -- He sends the fire WASHING OVER all of his
minions, slaves and warriors alike --

SATAN
Now, awake, demons of Hell...

Moloch changes first, from a fallen angel into a POWERFUL DEMON
with wings, claws and horns to resemble Satan's own.

The crowd ROARS with ecstasy as Hellfire mutates them into a
multitude of demonic shapes, individual and hideous.

The ashen earth splits apart violently, decimating the hovels and other structures that have been built by Satan's slaves. Cliff faces of black rock burst through the surface.

SATAN
Arise, Pandemonium...

The vast structure soars toward the cavern roof, forming a gaudy baroque gateway to a crater-shaped amphitheater: a bastardized, pumped-up version of Lucifer's heavenly palace -- THE COLISEUM OF PANDEMONIUM.

Peering down through fissures in the ash at his feet, Satan glimpses DARK SHAPES WRITHING AND HISSING in the shadows.

His talons extend toward them invitingly --

SATAN
AWAKE, ARISE, OR BE FOREVER FALLEN!

The EARTH SHAKES AGAIN and a legion of awful sprouting shapes emerge from their shattered cages beneath the black sand.

Snapping HELLHOUNDS, squat leering GARGOYLES, saw-toothed DRAGONS with scaly spike-encrusted wings, swollen muscled GIANT OGRES and horned leathery HELLEPHANTS.

These low-born creatures are the resurrected dead from the previous battles, the enslaved, and the new angels who fell to Hell and were enslaved by the creation of sin.

The powerful, winged demons are The Devil's favored and most loyal warriors.

Distant THUNDER CRACKS --

EXT. TREE OF KNOWLEDGE - DAY

-- As storm clouds gather above Eden, nearly blacking out the sky. Lightning FLASHES overhead...

Adam and Eve huddle shivering beneath the Tree of Knowledge, with only guilt and shame to cover them.

THE WIND GUSTS, fallen leaves tumbling past. Eve shivers, wrapping her arms around her body.

EVE
I've never been cold before.

ADAM
I fear that is only the beginning of the punishment we have earned.

ADAM
Please, Lord... Return to us...

EVE

We will not forsake your love again.

LIGHTNING CRASHES -- and splits the flat rock before them. The front section SHATTERS into the dust.

Eve SCREAMS. Adam takes her hand, leading her quickly into the underbrush. He tears thick leaves from a fig tree and gathers fallen vines to secure the leaves around their bodies.

The STORM BEGINS. Torrents of rain fall on Eden.

They retreat under a tree to shelter from the storm. Animals back off at their approach. Adam notices this sadly. *We are no longer kindred spirits with the creatures of the Garden.*

ADAM

He can no longer hear us.

EVE

This is my fault, Adam.

ON GABRIEL - Who watches Adam and Eve from a nearby grove of trees. Adam and Eve can no longer see him; they have cut their connection to the spiritual plane and to the divine.

ADAM

No. If we had been together, we could have faced evil together.

Eve weeps softly. But Adam maintains hope. He embraces Eve, holding her closely.

ADAM

We will confess our errors and humbly beg His forgiveness.

EVE

There is no need to confess -- the Almighty sees all. He knows already of our offense.

Adam and Eve gaze Heavenward in desperation.

EVE

Dear God, please know that the sin was mine. It is I who should be punished, not him.

ADAM

No, my Lord, we are one. As you have commanded: what we do, we do together. With one heart.

A tear falls from Eve's cheek in SLOW-MOTION.

It strikes the ground, triggering a SOUND WAVE across Eden, but this is a SOFT, RINGING ECHO, not a violent explosion...

EXT. PLAINS BEYOND EDEN

... THE ECHO reaches the trio of Archangels. It's just a faint shadow of music, as if fading from memory.

Their wounds healed into new scars, Michael, Uriel and Raphael watch the STORM lay its wrath upon Eden from the Garden's outskirts. The Thread of Heaven is gone, as is the Holy Mist.

RAPHAEL

The Thread of Heaven is sundered.

MICHAEL

As has been the connection between Man and the Lord. Man is now no different than the other beasts that roam Eden.

Michael is listless with melancholy.

URIEL

The corruption of Man has given Satan strength. He will attack again.

MICHAEL

There's nothing left here to destroy.

URIEL

Then we will do nothing?

ON GABRIEL - Who watches the Archangels from a distance, just as he did Adam and Eve.

MICHAEL

That which is done cannot be undone.

Michael looks skyward, to Heaven.

MICHAEL

We have obeyed. And we have failed.

The trio surveys the aftermath of Satan's deception in not only sadness, but now -- for the first time -- in doubt.

Gabriel ascends for the Heavens --

INT. HEAVENLY CITY

Gabriel ascends the severed Thread of Heaven, gaining access to the Throne Room of God.

INT. THRONE ROOM OF GOD

Gabriel stands before the CRACKLING SHEKHINAH GLORY OF GOD.

Gabriel speaks with his own voice here, not with the Lord's.

GABRIEL

Eden has fallen, Your Holiness. Man has been deceived, their hearts destroyed by Satan's treachery.

THE LORD

Their hearts are no longer pure, just as they are not yet destroyed. This will be my children's struggle for all time to come. If they continue to seek me, they will be protected from evil.

GABRIEL

Michael believes that he has failed you.

THE LORD

The duty I gave Michael was more difficult than any other. Loyalty is never a single task, but rather a state of existence. He has maintained his virtue since his creation. But he must continue to maintain it, or the Story that I have shaped will come to an end.

GABRIEL

But if he was obedient, then Lucifer's fall and Eden's destruction was part of your design?

THE LORD

Michael's path is the precedent for Man's. What I have given both angels and my mortal children is the freedom of will. If my creations have trust in me, they will seek me. The Devil seeks only slaves. But the path of Man -- just as it has with my angels -- will forever be defined by individual choice.

GABRIEL

Do you wish me to go to Michael with this then, as your Messenger?

THE LORD

I cannot provide the proof that Michael believes he needs. If he continues to trust in me as he has, he will discover my ultimate revelation.

Three new Archangels suddenly emerge from the Shekhinah. They go to occupy the thrones emptied by Lucifer, Sammael and Abdiel. They are RAGUEL, SARIEL and ZOPHIEL.

THE LORD

Raguel, Sariel and Zophiel restore my seven for the battle that is to come.

GABRIEL
Then Satan is not yet finished.

THE LORD
*Pride is all that remains of the Archangel
Lucifer. And pride will see him strike at
that which he envies most.*

Off Gabriel's apprehension --

FADE TO:

EXT. MOUTH OF HELL - DAY

The Legions of Hell spill forth from the shaft of darkness.

The seven sinful armies march, gallop and soar toward Eden's mountainous border. A thick carpet of sickly MUSTARD-YELLOW FOG flows with them: THE MIST OF PANDEMONIUM.

Chariots drawn by Hellhounds flank the advancing columns of infantry. Enslaved Hellephants and Ogres lumber at the rear, laden with heavy weaponry.

Satan leads his divisions in a spiked steel chariot.

EXT. MOUNTAIN RIDGE - DAY

GABRIEL'S POV - Gabriel descends from the heavens, following the space formerly occupied by the Thread of Heaven.

Michael stands alone on the highest mountain ridge, hand resting on his sword's pommel. The blade is driven into the earth at his feet.

There, he looks down at the nakedness of Eden, the plains beyond and the Mouth of Hell, where THE DEVIL'S ARMY has just begun to emerge, massing for a full-scale invasion of Eden.

THE LORD'S ARMY, though, retreats from their posts in the Garden of Eden. They are ready to withdraw to Heaven.

Gabriel lands on the ridge beside Michael.

MICHAEL
Satan has taken Man from the Lord, and now
he comes to take what remains of Eden.

GABRIEL
The Lord will preserve Earth from sin, just
as He has preserved His kingdom.

MICHAEL
Preserved?

Michael points at the scene far below them.

MICHAEL

Everything the Lord has created -- everything I have fought to protect -- has been riven or destroyed by Satan's treachery.

GABRIEL

Then you will not lead the Lord's army against them?

MICHAEL

At the cost of thousands of angels to protect them? No. I have ordered the retreat. My angels will serve the Lord in defending Heaven. Man has surrendered their obedience and callously discarded everything the Almighty gave them.

GABRIEL

But you swore an oath to protect them.

MICHAEL

Swore and failed. Satan never sought to destroy them. Nor will he destroy them now. Their sin has given him new life.

Gabriel's expression wrinkles with concern. *Michael has never spoken like this before.* Michael looks up at him with an innocence not seen since the early age of creation.

MICHAEL

Perhaps this was the Lord's design. Or perhaps the Lord Himself has failed.

The wind goes out of Gabriel. *Michael must not waver.*

GABRIEL

The Almighty has not failed.

MICHAEL

If this is meant to be another of the Lord's lessons, then perhaps you will now conjure His Voice for me, Gabriel, and disclose its intent.

GABRIEL

I am only His conduit, Michael.

(beat)

This is the sacrifice the Lord has asked me to make, just as you are now coming to understand the sacrifice required of you.

MICHAEL

Sacrifice? Do not speak to me of sacrifice. I have bled, I have lost, and I have killed for the Almighty.

(MORE)

MICHAEL (CONT'D)

From the beginning, I have served as His loyal paradigm only to see legions of angels fall from His grace and follow Satan into darkness. And in my obedience to Him, I lose myself as I become more and more like Lucifer.

Michael shows Gabriel the tattooing of scars that now covers his entire body, in a way corrupting his once perfect form.

MICHAEL

I have sacrificed!

GABRIEL

Tread carefully, brother. Lucifer's fall was precipitated by a similar self-righteousness.

Michael's fury is suddenly stilled. *Self-righteousness?*

MICHAEL

You think me self-righteous?

GABRIEL

You believe that you have known sacrifice, but what you have eschewed does not compare to what the Lord surrendered when He created free will.

Michael fixes on Gabriel, now as lost and innocent as he was long ago when the fate of creation was first thrust upon him.

GABRIEL

He made us free to deny Him; to create evil. Through the risk that He accepted, we can glimpse the depth of His love for us. The creation of free will was the Lord's greatest gift to us and to Man. And it was His greatest sacrifice. The Lord chose to forego control for trust in the content of our hearts. How can we not trust Him in return?

(beat)

How can we not, ourselves, sacrifice as He did?

Michael looks at Gabriel, beginning to see a truth that he has never seen before...

GABRIEL

Faith is not belief without proof, Michael. It is trust without reservation.

Michael looks at the MOUTH OF HELL, where hundreds of thousands of The Devil's faithful have massed.

Finally, Michael looks down at his sword.

MOMENTS LATER

Michael has taken flight, rising high above Eden, Earth and the Mouth of Hell. He rises toward the vortex of Heaven --

EXT. HEAVENLY CITY

Michael sets down inside the Heavenly City.

MICHAEL
Angels of the Host.

Now the most famous of all the Host, all angelic eyes --
VIRTUES, DOMINIONS, SERAPHS, CHERUBS -- are fixed on him.

MICHAEL
These are the darkest times we have known
in the history of creation, but we must,
all of us, hold fast in the belief that the
Lord's light will burn eternal.

Support begins to gather for Michael as the Host marshals
around their great General.

MICHAEL
We have already trusted Him through His
creation of beauty and wonder. Now, as we
stand at the precipice, as The Devil moves
the whole of his might against Eden, we
must trust Him more fervently than ever.
Now, we must sacrifice all else out of
loyalty to the Lord's will.

Off loyal faces seeking courage and the deepest faith...

SLOW FADE TO:

EXT. MOUTH OF HELL - DAY

The horizon is dark.

A baleful thunderhead blankets the skies, while a bank of
impenetrable YELLOW MIST creeps along the ground toward them.
From within its impenetrable core, the rhythm of an EVIL DIN of
hooves, claws and cruel iron.

A faction of THE LORD'S ARMY assembles to meet it.

Crackling LIGHT BOLOS supplement their arsenal. The infantry
carries one- and two-handed swords. Heavy artillery includes
BEAR TRAP mines, razor-blade cluster bombs called RINGS OF
STEEL and angel-piloted spiked globes called RAZOR BALLS.

Michael stands before the battle lines, flanked by his
commanders Raphael and Uriel.

They hear a familiar BUZZING, only deeper than before. More like a swarm of bees than a flock of birds --

Out of the clouds fly phalanxes of DEMON WARRIORS. Then, from the dense, unholy gas, Satan's legions emerge.

The demonic armies HALT across the plain from heaven's host.

Satan's numbers match the army Michael has gathered on Earth.

They carry BRANDING SWORDS: onyx blades that glow white-hot. Snaggletoothed BUZZ-SAW SHIELDS protect them. Other beasts carry RAZOR CLAW hand-scythes. Demon-piloted CATAPULT BALLS roll to a stop behind Satan's chariots.

The Devil himself looks up into the sky, where the Thread of Heaven once connected Earth with Heaven...

Michael flies toward the enemy lines, backed by Raphael and Uriel. As they reach the center of the flats, LIGHTNING BOLTS stab from the demonic cloud to scorch a line in the sand.

The Archangels settle to earth. Satan's chariot rides out to meet them. Belial and two guard demons accompany him.

Satan halts before Michael and dismounts.

MICHAEL

Still, you cannot accept the gifts the Lord has given, Satan. Return to the pit He has made for you willingly, or He will cast you down again.

SATAN

Adam and Eve chose to join me when they ate the fruit of the tree.

MICHAEL

The truth has fallen so far from your grasp, Deceiver, that I fear you no longer know it.

SATAN

The ranks of those I've freed from God's shackles far outnumber those who remain with you in delusion, Michael.

MICHAEL

Freedom. You speak of freedom, yet all I see behind you are slaves. Sycophants and fools who have pledged loyalty to a lie.

Satan growls low, grinding his jaws.

SATAN

Surrender Man and his domain, and no violence needs be done here.

MICHAEL
The Lord does not surrender them.

SATAN
That will be decided today. Your God
banished my armies for trespassing on
Heaven's bounds -- now I banish his for
intruding here, in my domain.

Satan mounts up and brings his chariot around.

MICHAEL
Make your attempt. But do it knowing that
the Lord stands with us.

SATAN
He must stand far behind you, for I cannot
see him.

MICHAEL
That notion is precisely what separates you
and I, brother.

At Michael's barb to their old kinship, Satan LAUGHS and brings
his chariot about, marching back into his ranks --

ON SATAN'S LINES

Satan returns to his lines, where he proudly surveys his
cohorts, their banners flapping above the fumes of death.

SATAN
Feed upon the power of sin this day, and we
shall feast upon Eden tonight. This world
is ours. Now it is time to take it back!

Off the crowd's ROAR of support --

BELIAL
How can you be so confident of Michael's
next move?

SATAN
Because predictability is and always has
been Michael's most trusted ally.

The Demon council CACKLES and makes fanged grins as Satan again
looks up to severed THREAD OF HEAVEN...

ON MICHAEL'S LINES

Michael, who hovers at the front line of his armies, wings
fanning to AMPLIFY his voice:

MICHAEL
Satan is unrepentant. He made war on the
Lord and failed.

(MORE)

MICHAEL (CONT'D)

Now he seeks to begin an empire in the
Lord's creation.

(looks around)

But we shall give him no purchase.

CHEERS from the multitude.

MICHAEL

He has made a heretic of himself and his
followers and a mockery of our Lord and
creator. We either break Satan's armies
here, or abandon Earth to evil forever.
This is no longer the war of angel against
angel but of angel against demon.

Michael points his sword at Satan's army.

MICHAEL

Let us show Satan that sin has no power
next to the glory of God... Let us cast
him back into the pit which vanity and
ambition and envy have burrowed!

The mighty DIN of approval flows from the Host. Michael
rejoins his fellow Seraphs. They lead their legions forward.

ON SATAN'S LINES

The demonic armies advance. Satan hoists his sword:

SATAN

Our empire will burn as brightly here on
Earth as it is in Hell!

-- and they accelerate into a charge. Seven columns of demons
burst out of the mist to stream across the battlefield.

BOTH ARMIES run, fly and gallop -- They CLASH VIOLENTLY --

Chariots and spinning razor balls collide like battering rams,
careening off each other to shower the field with debris.

THE CHARIOTS slice paths through onrushing angels, trampling
them underfoot. THE RAZOR BALLS mow down lines of demons and
snag others in their revolving spikes, hurling them aside.

GARGOYLES gallop into the angelic lines like rampaging apes,
leaping onto their prey and biting at their necks and hands.

OGRES stomp in behind them, swatting angels with maces.

CATAPULT BALLS fire phalanxes of fiery darts at the angelic
infantry, cutting down whole squads with a single volley.

Panicked angels take to the air by the thousands to evade
Satan's infernal machines and creatures.

Airborne demons dive-bomb them in reply, forcing them back into the melee.

SATAN slaughters angels from the protection of his chariot.

He feeds the angels to his Hellhounds, who dash them against the ground like rag-dolls.

MICHAEL skewers two demons with his rake sword. Decapitates a third.

URIEL is bowled over by a leaping gargoyle, who falls upon him... only to be impaled on his upraised katar blades.

Michael is targeted by a catapult ball, which fires a fusillade of darts at him. Michael leaps to avoid most of them, deflects the rest with his wings.

Michael lands gracefully on the rolling ball. He spears his sword down into the ball to slice it open like an orange. The demon pilot spills out, disoriented. Michael leaps off the rolling ball and eviscerates him.

Nearby, a band of Ogres smiting packs of angels with impunity. Rampaging Hellephants are taking their toll too, making deep inroads into the host.

Michael flaps above the mist to be seen, and signals for FLEETS OF HEAVILY-MUSCLED ARTILLERY ANGELS to overfly the demon hordes. They toss out BEAR TRAPS that tumble into the fog to CRUSH stumbling demons in their crystalline jaws.

RINGS OF STEEL are dropped next. They detonate on impact, catapulting ten thousand sharp needles through demonic hides.

SATAN witnesses a company cut down to his left and ROARS:

SATAN
Sin and death, I give you form. Rise up
and do your master's work.

As his arms spread, sorcerer-like... the mustard vapors behind his army BEGIN TO COALESCE. Thickening and darkening, they rise up like a storm cloud to construct the towering silhouette of a GIANT DEMON LORD WIELDING A SCIMITAR.

This shadow CRASHES DOWN on the angel armies, flattening thousands. It dissipates into a CHOKING DARK YELLOW SMOG.

Angels fall to their knees, suffocating, and demon soldiers stab them with razor claws. Others try to fly clear, but the smoke hampers their wings. They are dragged to their doom.

Battlefield visibility dwindles, and the sound of clashing weapons dies as the armies lose sight of each other.

Demons march forward methodically, branding swords lighting their paths as they scope for targets.

Angels spin their light bolos to ward off the ghoulish silhouettes stalking toward them. They slash blindly at FORMLESS SHAPES in the mist --

A terrified angel realizes he is cut off from his comrades. He sees ghosts in the mist. WHISPERS ECHO around him:

DEMONS

Join us down among the dead... we come for you...

He WHIPS his rake sword through the fog, striking nothing.

Just then, a set of black wings enfold him from behind. His SHRIEK is cut short, the demonic sack pulses horribly, then releases the dead angel, who explodes into A BALL OF LIGHT.

ABOVE THE MIST-CLOAKED BATTLEFIELD an eerie light show of phosphorescent white rolls toward the mountains.

MICHAEL uses all six wings to beat out of the hell-haze. He sees the progress the enemy is making. Raphael joins him.

RAPHAEL

We cannot prevent the advance. Satan beats a path to Eden.

MICHAEL

Then we will beat a path to him.

There is a determined fury in Michael's eyes. Raphael nods.

IN THE MIST NEARBY, Uriel cuts a swathe through onrushing demons. He breaks off to see Michael descending.

Michael signals and Uriel and Raphael strafes through the mist, clearing a path for the others through stomping Hellephants and Ogres, who swat at him fruitlessly.

Uriel and Raphael zero in on a company of chariots and plow into their front line, forcing the demonic cavalry to evade --

Michael focuses on the chariots THUNDERING out of the mist. Satan's monstrous carriage charges into view.

Michael darts into the air over the battle, his bright corporeal form signaling for something as --

-- Raphael and Uriel stab, spear and gut the Hellhounds pulling Satan's chariot, slamming it to a halt.

Raphael and Uriel then set upon Satan's bodyguards as Michael SHOUTS at Satan from above --

MICHAEL

Now, Satan, embrace your own creation...

Suddenly, AZRAEL, THE ANGEL OF DEATH, dive-bombs out of the Heavens, his GIANT BLACK SCYTHE ready to deal ultimate death --

MICHAEL

Embrace death!

Michael dive-bombs Satan's position behind Azrael --

ON SATAN

Who looks at Belial with a grin. *Precisely as I anticipated.*

SATAN

Now, the armies of Heaven and Hell will
swallow each other on the battlefield...

Satan looks back upward, zeroing in on AZRAEL'S SCYTHE.

SATAN

While I strike the final blow to our
tormentor.

(to Beelzebul)

Occupy Michael. Kill him if you can, but
he must not be able to stand in my way.

Beelzebul rests his arm on a GIANT AXE, the haft of which is
planted in the soil. In preparation, he takes it up --

BEELZEBUL

Happily, Master.

Satan does not wait for Azrael to come to him -- He leaps into
flight, his leathery wings THUNDERING in the sky --

ON AZRAEL AND MICHAEL

The pair streaks out of the sky toward Satan's position when --

-- Satan bursts out of the mustard-colored cloud at them --

Michael grips his sword, ready to strike, but Satan ignores
him, instead diving at Azrael --

Azrael swings the scythe, which Satan furtively ducks beneath
before tackling Azrael and driving him downward --

Michael tries to aid Azrael, but is headed off in the sky by
Beelzebul and his towering axe --

Sword and wing and axe CLASH in aerial battle --

Satan carries Azrael to the earth as the two dark titans
struggle in the other's grasp --

Satan's wings claw at Azrael's face and his fists and feet pummel and slash at Azrael's body -- If the Angel of Death feels pain, he does not betray it --

Michael sees Azrael's plight, but cannot disengage from Beelzebul to help him --

Azrael fights methodically to get his scythe into position, but Satan stays close, making it impossible for Azrael to strike --

As they near the earth, Satan suddenly throws his sword down, where its sharp pommel DARTS into the hard ground -- The sword is now A SPEAR, pointing up at Azrael's back --

The Angel of Death struggles in Satan's grasp of wings and claws, but he cannot escape --

Michael deflects one of Beelzebul's axe blows by CUTTING his axe in half -- Michael brings his sword around and SEVERS one entire side of Beelzebul's wings --

The demon plummets to the earth, spinning, HOWLING, out of control -- Michael follows him --

-- As Satan skewers Azrael on his up-turned sword --

The blade SHRIEKS as it shears through the plates on Azrael's back and bursts through his torso, where it also tears one of Satan's wings --

Satan dismounts the unmoving Angel of Death. He flexes his torn wing, which repairs itself instantly. Satan's eyes move over to AZRAEL'S SCYTHE, which is now free for the taking.

Satan walks over and picks up the scythe. His eyes move down the blade that is so black that it reflects no light. His gaze then moves off the blade and upward. TOWARD HEAVEN.

Satan's eyes seem to calculate subtle changes in the cosmos, details that have come with millions of years of experience.

A SHORT DISTANCE AWAY...

Michael and Beelzebul continue their duel on the ground as Beelzebul pathetically tries to fight back with a broken axe and severed wings --

Finally, Michael puts Beelzebul to the sword, killing him.

Raphael and Uriel land near Michael, having broken off their own fights. They see Michael has new wounds that bleed light.

The three Archangels look skyward to see SATAN ascending higher and higher, Azrael's scythe in his grasp --

RAPHAEL
Satan bears the ultimate weapon.

URIEL
We must call in the reinforcements...
Fortify Eden against his malice...

Michael yanks his sword free from Beelzebul's corpse,
frustrated at his failure to foresee Satan's plan --

MICHAEL
It is not Eden that Satan covets.

At Satan's signal, A STREAM OF DEMONS has followed Satan
skyward, toward the Kingdom of Heaven.

RAPHAEL
(realizing)
He makes for Heaven.

MICHAEL
This battlefield is yours, Raphael.

Raphael barely has time to accept his charge before Michael is
in flight at breakneck speed --

IN THE SKY ABOVE

Michael cups his wings into a funnel to BROADCAST his voice as
loudly as possible --

MICHAEL
Sound the shofar!

ON THE HIGHEST MOUNTAIN RIDGE OVER EDEN

A lone angel stands waiting: MICHAEL'S BUGLER. He lifts the
ornate shofar horn to his lips and trumpets: AH-WHOOOOOOOOOOOO!

EXT. THREAD OF HEAVEN - GATEWAY

Satan leads his army in flight -- Rising -- Higher --

But, from the severed vortex of the Thread of Heaven, GABRIEL
emerges at the head of a SHIMMERING LEGION OF ANGELS --

Gabriel is followed by Zophiel, Raguel and Sariel, the new
Archangels, each at the lead of their own LEGION OF WARRIORS --

With them comes an EXPLOSION OF HOLY SONG from the heavens --

Satan sees this and HISSES in anger --

MICHAEL
The faithful will always outnumber the
damned.

Armored angels descend on the winged demons --

In sword fights, wings are severed and both angel and demon plummet to their deaths below --

Light bolos tangle legs and wings of demons, rendering them flightless --

Michael's surprise flank on Satan's ambush has prevented a full-scale demonic invasion of Heaven.

But Satan will not be easily stopped. He wields Azrael's scythe, ANNIHILATING ANGLES who swoop in to stop him -- Satan now appears to be the ultimate force, on Earth or in Heaven --

Michael pursues him, dodging falling body parts in flight --

Satan makes quick work of the seven CHERUB SENTRIES who guard the open vortex leading into the Thread of Heaven -- He destroys them with the scythe and little effort --

Satan flashes past them into the vortex!

Michael whizzes past, punching into the vortex behind Satan --

INT. THREAD OF HEAVEN

Satan shoots up the vortex at light speed, clutching Azrael's scythe, twin mouths babbling --

SATAN

Death to Heaven comes.

Michael powers after him, equally determined.

The Thread splits into myriad tubes feeding the portals of Heaven. Satan takes one branch. Michael chooses another.

EXT. HEAVENLY CITY - LAKE

Satan bursts from the lake surrounding the Tree of Life. His dragon-like silhouette shoots across the city, making for the mountain of God.

Non-warrior angels, such as the SINGING Virtues scatter out of his way. Songs are cut short as these helpless Virtues are CUT DOWN by Satan's scythe --

Satan looks up into the sky --

The eclipsed Thread of Heaven that moments earlier would have blocked his way to the Throne Room slowly comes into view --

Satan takes flight, heading for the exposed Throne Room --

Satan timed his invasion of God's Kingdom perfectly.

EXT. THREAD OF HEAVEN

Satan races up the Thread of Heaven, head tucked beneath his wings protectively to avert blindness --

DOMINION ANGELS flock to cut him off, but his scythe shreds them effortlessly --

Reaching the end of the Thread of Heaven, he plunges inside --

INT. THRONE ROOM OF GOD

-- Where Satan is blinded by the brilliant light gleaming inside. Shielding his eyes, he speaks --

SATAN

Your Light Bearer has returned to you,
Father...

The brightness fades, dimming --

SATAN

And I bring a gift as Heaven's never known.

-- Revealing the source of the light as MICHAEL. He's healed again from his recent battles with NEW SCARRING to show for it.

The rest of the Throne Room is empty. Neither the Lord or his Shekhinah Glory are present.

MICHAEL

Even I could not have imagined the depths
to which delusion has taken you, Lucifer.
Did you truly believe that you could
destroy God?

Satan whirls around, brandishing the scythe wildly --

SATAN

Show yourself, Father, and meet that which
I created!

MICHAEL

You can never again reach the Lord, for He
cannot be found by sin.

Satan whirls around to face Michael, scythe at the ready --

SATAN

He fears me!

MICHAEL

No. He pities you.

Michael readies his sword, prepared for the battle to come.

SATAN

Then I will make him weep for his favored son!

Satan swings the scythe at Michael, who feints out of his reach. Satan overshoots, comes around for a second approach --

Whatever Satan has gained in bulk and strength, Michael counters with agility and quickness --

SATAN

You have always envied me, Michael; lusted for my place above the Host...

-- Sword and scythe CLASH -- Light against dark --

MICHAEL

You abandoned your place here when you separated yourself from the Lord.

-- Righteousness duels against blasphemy -- Satan tries to strike Michael with the scythe, but Michael's wing flies up to deflect the blow --

SATAN

You do not have the power to sunder me.

MICHAEL

Arrogance sundered you long ago, Lucifer.

Satan ROARS, bringing the scythe down at Michael's head in a mad, two-handed blow --

-- Michael furtively side-steps the strike --

MICHAEL

The Lord's power dwarfs all else.

The scythe's tip PIERCES the crystal floor. BLACKNESS RADIATES across the glassy plane, opening a chasm into CHAOS --

SUCKING VACUUM enters the throne room -- The scythe is the first to be consumed --

Michael and Satan fall toward the voracious BLACK HOLE --

The HOLY MIST seeps into the Throne Room, which Michael inhales to gain divine strength --

Grabbing the rim of the floor so he doesn't topple in, Satan is about to flip onto his back when Michael tumbles down onto him, arresting his own descent into the void --

Flexing all twelve wings, Satan bucks Michael off his back, then flips over to land his greater bulk on top of him.

Michael clings to Satan, his head backwards toward the void.

EXT. PORTAL TO CHAOS

Michael's head pokes through the gateway. Next, his upper wings are forced through as Satan's talons press harder.

Satan grins, enjoying Michael's slow ejection into oblivion.

SATAN

Now you will pass through the fire as I have. And then, you, too will know the agony of betrayal.

MICHAEL

I have known more betrayal than you will ever comprehend.

Michael's nostrils exhale slender traces of white mist. Satan's eyes widen. *Michael still has strength.*

Behind Michael, Satan suddenly sees --

AZRAEL.

The Angel of Death crawls up from the depths of the vortex, digging into the spiral's walls. When he reaches the top --

SATAN

I destroyed you...

-- Azrael's wings unfurl, grasping Satan and pulling him into the vortex. Satan ROARS as Michael slips out of his grasp and manages to haul himself out of the chasm.

Satan's CLAWS dig into the throne room's crystal floor, preventing him from falling in. Soundless, Azrael wraps his wings and sword arms around Satan like a death shroud.

MICHAEL

You were always the Lord's most beautiful, His most powerful. But you were also His greatest fool.

As he tries in futility to scramble out of the pit, Satan looks up at Michael with almost childlike indignation --

SATAN

You may cast me down again, but your God will make no slave of me!

MICHAEL

The Lord wished for obedience, never slaves.

Michael spreads his wings -- Satan sees what is to come --

MICHAEL

Only he who chooses to be loyal to the Lord
will ever know true freedom.

LUCIFER

Please, Father... Don't send me back!

But Satan pleads to a God who no longer hears him.

Michael drives his wings downward like blades, severing Satan's
claws at the wrists --

Satan HOWLS in agony and rage as he falls backward into the
vortex, clutched in Azrael's grasp --

EXT. GARDEN OF EDEN

Raphael hacks away at a swarm of demons advancing up the
mountainside as he sees a mass of demons cast out of the Thread
of Heaven, all of them consumed in Holy Fire --

ON GABRIEL - Who takes flight. He stops to hover in mid-air
and shines brightly as he addresses the Host --

GABRIEL

Host of Heaven: Satan has been cast down
and evil banished forever from the Kingdom
of Heaven.

VICTORY CRIES resound along the angelic defense lines.

GABRIEL

Now, his evil must be banished from Earth.

URIEL

Drive these demons back to their pit!

Uriel leads the assault as angels plunge into the Mist for a
counterattack against the demons --

Still hovering over the battle, Gabriel closes his eyes for a
moment. When they open --

A THUNDERING TSUNAMI OF HOLY MIST emanates from far beyond
Eden, racing toward the battle -- Where it SWEEPS across the
battle lines and Satan's army's retreat, gathering only the
demons and carrying them back to the MOUTH OF HELL.

The Holy Mist then dissipates just as quickly as it came.

AT ADAM AND EVE'S SHELTER

The whipping winds have beaten Adam and Eve raw. Though they
clutch each other for warmth, little comfort comes.

Then, a cleansing wind comes, providing comfort and warmth.
The Holy Mist surrounds them again as it sweeps through Eden.

A shrub near them suddenly sprouts with RICH, BURSTING FRUIT.

Adam and Eve look at each other in surprise. They smile before diving for the bush ravenously.

All around them, Earth is cleansed of demons and once again stands as it did, disconnected with the Kingdom of Heaven.

EXT. CHAOS

In Azrael's grasp, Satan plummets through darkness again. The Demon Lord squirms in the death grip, but it is futile.

Azrael begins to turn to dust as they fall farther and farther into chaos. Dust becomes vapor and soon, Azrael has disappeared, leaving Satan alone in his descent.

Flames engulf him. He HOWLS in pain. The flaming Devil hurtles into storm clouds, cast down again...

FADE TO:

INT. THRONE ROOM OF GOD

Wounded and scarred from the fight, Michael watches the victory on Earth in the CRYSTAL FLOOR. The image evaporates.

The room brightens around him... Michael turns to find the SHEKHINAH recovering its intensity. The Lord has returned.

MICHAEL

Twice You could have destroyed him, Master, but yet, You did not.

THE LORD

And twice you have defeated him and hurled him down to Hell. Evil has seen its creation and now, evil shall always exist.

MICHAEL

Then this was always meant to be my battle.

THE LORD

The true battle was not a physical one, but rather one of choice. You and Lucifer were both asked to sacrifice knowledge for faith in me.

MICHAEL

A test of our trust in You.

THE LORD

The aim was not to test, but to shape. Only through your actions and the actions of Man do you truly reveal your hearts to me. If love is to be real, I had to make both Angel and Man free to choose it.

(MORE)

THE LORD (CONT'D)
*The journey has never been toward
 perfection, Michael...*

There is a pause as Michael reaches for understanding.

THE LORD
*The journey's destination is righteousness
 through the exercise of free will.*

Michael smiles at this. The Lord's promised revelation to him.
His reward for his unflagging trust and loyalty.

MICHAEL
 And such will be the journey for Man.

In response, the SHEKHINAH begins to expand, filling the throne room with its BRILLIANT WHITE LIGHT...

FADE TO:

EXT. GARDEN OF EDEN - TREE OF KNOWLEDGE

A RING OF DEAD from both armies surround Adam and Eve, who don't seem to see any of them. Until --

Michael makes himself visible to them as he touches down before the Tree of Knowledge.

Michael's appearance has changed. Instead of a warrior Archangel tattooed with scars, he has been restored by the Lord. He exists in a brilliant amalgam of gold and silver. New and larger wings mark his back and Michael shines with a brilliance only seen in Lucifer's original form.

Adam and Eve cower from his radiant form in the alcove of a ramshackle shelter they've built.

MICHAEL
 Come forth...

Michael's VOICE has changed as well. It is older, wiser. Stately. A symbol of his new transformation.

Adam and Eve reemerge sheepishly. They are filthy and covered in crude clothing they've made from the plant life in Eden.

The slain bodies of angels and demons carpet Eden along with wrecked chariots and scattered weapons. Angelic warriors walk amongst the fallen, recovering their wounded, but Adam and Eve are oblivious to it all.

Adam takes Eve's hand. He gives her a reassuring nod. Before Michael, both Adam and Eve fall to their knees.

EVE
 Please forgive us.

MICHAEL

Your tears of contrition have echoed
throughout creation, but Eden can no longer
be yours.

ADAM

Are we lost to the Lord?

MICHAEL

Never, unless you choose to be. Evil's
struggle for your heart will endure
forever. Resist it with eternal vigilance
and hold fast to your trust in the Lord.

EVE

Then the Lord will be with us beyond Eden's
borders?

MICHAEL

With an eternity of patience and of love.

Michael gestures for them to leave the Garden of Eden.

Dutifully but hesitantly, they follow Michael's command.

Gabriel contemplates the hilltop, addressing the Archangels
with THE LORD'S VOICE. Adam and Eve cannot hear him.

GABRIEL/THE LORD

They must not venture beyond the Tree of
Knowledge to partake of the Tree of Life or
they will live forever in their fallen
state.

Just then, a lamb wanders meekly out of the bushes. Michael
lifts a blade over the beast. Blood sprays across mud.

Adam and Eve are horrified by the sacrifice.

Michael addresses the ANGELS that will stay behind to guard the
Garden of Eden.

MICHAEL

Encircle Eden and bar the entrance.

EXT. TRAIL LEAVING THE GARDEN OF EDEN

Wearing crude lambskin garments in place of their makeshift
clothing, Adam and Eve are led eastward by Gabriel.

A somber procession of humans, Seraphim and Cherubim reaches
the crest of the mountain pass. The procession halts. This is
the border of Eden.

Adam and Eve are shaken by the sight below: the trail leads
down the narrow canyon to expansive, barren plains.

ADAM
I'm afraid to leave this place.

MICHAEL
Though you are no longer fit for Eden, a
new endeavor awaits you. What lies ahead
is a not a sentence, but a new beginning.

EVE
Where will we go?

MICHAEL
The the Lord has given you eyes to see,
ears to hear, wills to choose, and hearts
to live. And now, He gives you this new
world to cultivate and shape in your own
way.

Eve nestles close to Adam, comforting him.

MICHAEL
But through this new journey, maintain your
trust in the Lord. Desire Him as deeply as
He desires you. Because through Him and
only through Him will you come fully alive.

Having Adam and Eve's full attention, Michael holds up his hand
in final benediction to them.

MICHAEL
The Story is now yours. Be of one heart
and guard each other in all things.

Adam and Eve nod pensively. Turning away, they start down the
slope alone.

Behind them, Cherubs guard the ENTRANCE TO EDEN with crossed,
flaming swords.

EXT. MOUNTAIN PASS

Adam and Eve enter a mountain pass, journeying out into the
world...

Gabriel, Raphael and Uriel watch from above.

They leave behind the THE TREE OF LIFE where it is nestled
snugly inside a hollow. Undiscovered. Untouched. Divine.

VILLAGE ELDER (V.O.)
*Mercy, first and last, shall shine
brightest upon our fallen race...*

DISSOLVE TO:

EXT. PATH BETWEEN THE MOUNTAINS - SUNRISE

Adam and Eve continue their descent. Eve slows a moment, sensing a presence around her, but no matter where she looks, there is only barren canyon.

Adam turns to gaze upon his forlorn wife with deep love, compassion and sadness. Adam embraces his wife protectively and draws her back to the path. They lean on each other.

VILLAGE ELDER (V.O.)

*But for the age to come, grace must contend
with the sins of men...*

BEYOND THE GARDEN

Long have Adam and Eve wandered. Time has passed and Eden is now no more than a memory...

IN A CLEARING SET IN A FERTILE PLAIN

Eve gathers fruits and vegetables in a basket...

While Adam hunts with a flint-tipped spear. He has filled out and matured, rippling with muscles and slashed with scars from the hardship of their new existence.

VILLAGE ELDER (V.O.)

The Host of Heaven with the Hounds of Hell.

Adam thrusts the spear forward, SKEWERING A WILD BOAR.

VILLAGE ELDER (V.O.)

*Until our sufferings have taught us the
true worth of love and forgiveness...*

Having returned from the hunt with the dead boar, Adam prepares it for consumption. A COOKFIRE already burns.

Adam returns to Eve, who sits by the fire. She smiles, happy to see him. Adam sits beside her and moves the animal furs that cover her to place his hand on her swollen stomach.

VILLAGE ELDER (V.O.)

... and redemption descends from on high.

Eve is pregnant. Adam smiles down at their unborn child with boundless joy.

Now fixed on this small camp and looking in from the outside, THE YEARS BEGIN TO PASS...

THATCHED STRUCTURES are built... First, ONE GROWING FAMILY occupies the settlement... Then TWO FAMILIES... Then MORE...

VILLAGE ELDER (V.O.)

Then Earth shall be changed to Heaven...

The DECADES PASS now... The woodlands are cleared out... They take shape into a PERMANENT SETTLEMENT...

The CENTURIES PASS... More settlers arrive... Thatched houses become CLAY BUILDINGS...

The place is populated by CARTS, FARMING TOOLS, ORGANIZATION...

VILLAGE ELDER (V.O.)
And Heaven to Earth.

Over NINE HUNDRED YEARS pass as Adam and Eve's small camp becomes a thriving SUMERIAN CIVILIZATION...

This place is where our story began.

INSIDE THE VILLAGE

The rainfall has tapered off.

Although precipitation still PATTERS the canopy and trees, SUNLIGHT has broken through the once dark clouds.

The Village Elder, A NINE HUNDRED YEAR-OLD ADAM, sits on his honored seat where he recites this tale from memory to an audience who hangs on his every word...

ADAM
One kingdom, joy and union without end...

At this, Adam raises his blind eyes to SOMETHING JUST OUTSIDE THE VILLAGE... A PRESENCE he doesn't see, but rather senses...

The SILHOUETTE OF A WINGED ARCHANGEL is outlined in the sheeting rain, faint enough so as to be practically invisible.

ADAM
Paradise regained.

BEADED WATER is shaken off the silhouette -- WINGS BEAT against the air and the Archangel Michael takes flight --

SMASH TO BLACK.