

THE HOUSE OF USHER

Screenplay by Jonathan Gems

From an idea by Tim Burton

Derived from the story by Edgar Allan Poe

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THE HOUSE OF USHER

FADE IN:

EXT. L.A. RIVER AND CAR LOT - DUSK

PAN ACROSS L.A. River. The empty concrete canal which is the L.A. River is heavily shadowed in the dying light of dusk.

The shadow of a bird moves along the center of the canal.

ANOTHER ANGLE - BIRD

flying above the canal. It is a crow.

FOLLOW crow. The crow flaps to a large tree, where it joins a second crow on a gnarled branch.

In the distance, the light of the setting sun creates a glow where the mountains meet the sky.

PULL BACK. A car lot comes INTO VIEW. Behind a high, wire fence is a collection of old cars, oddly sinister in the semi-darkness.

From the middle of the car lot, sparks of light burst out in showers. They are the sharp, liquid sparks of an oxyacetylene torch.

NEW ANGLE

Bent over, under the hood of a '49 Dodge pickup, is a man in dirty overalls, welding. This is SAM.

CLOSE ON SAM

He is wearing a homemade welding mask. His eyes are shielded in dark flameproof glass. The light from the arc-welder is reflected in it.

ANGLE ON CAR LOT

To one side of the cars (mostly late-'50s Pontiacs and Chevrolets) is a trailer. The trailer door opens and a man (FORD) steps out. Ford is in his late-20s. He is energetic, good-natured and, at this moment, excited.

FORD

Hey, Sam! Sam!

Sam can't hear Ford above the sound of the OXYACETYLENE TORCH.

(CONTINUED)

CONTINUED:

Ford crosses to him.

FORD

Sam!

Ford touches Sam on the shoulder. Sam turns.

FORD

That was Mitzi. She says they're
crazy for classic cars in Japan.

Sam switches OFF the TORCH and flips up the mask. His teeth and eyes are white against the grimy oil-dirt on his skin. Sam is a good-looking, sensitive, masculine man who is confident with mechanical things but less confident with people. His opinion of himself is low. He wasn't a high-achiever at school. He's been unlucky with girls.

SAM

Yeah?

FORD

She's going to Tokyo next week and
she's gonna talk to her cousin
who's a businessman there...

Sam nods. He exudes fatigue.

FORD

Big bucks dude! She says her
cousin is the kind of guy who
could sell 'em as fast as we could
ship 'em.

SAM

Great.

Sam frowns, remembering something.

SAM

What time is it?

Ford looks at his watch.

FORD

(remembering)
The ball game!

EXT. ROAD - NIGHT

The headlights of a car come INTO VIEW, driving fast.

INT. CAR (MOVING) - NIGHT

MUSIC. Car RADIO. KIIS FM.

Sam is driving. Ford is in the passenger seat. Ford glances at his friend.

FORD

Are you okay?

SAM

Sure.

FORD

What's wrong?

SAM

Oh, just the same old thing, I guess.

Ford thinks for a second, then:

FORD

What about Ingrid? She's cute.

SAM

Don't you think she's kinda superficial?

Ford raises his eyebrows. He doesn't understand what Sam means.

SAM

I don't know. Maybe there's something wrong with me.

FORD

(reassuring)

You'll meet someone.

INT. LIVING ROOM - NIGHT

The place is a mess. Sam and Ford are in T-shirts and shorts, drinking beer and eating Dorritos as they watch baseball on TV.

SAM

Three balls, no strike.

CLOSEUP - TV

The game is in progress. The CROWD ROARS.

EXT. ONE-STORY HOUSE (SUBURBS) - NIGHT

A low-rent house in a pretty, tree-lined street. The garage and yard contain several cars in various states of repair.

A healthy-looking girl in her mid-twenties is walking up to the front door carrying a bag of groceries. This is CINDY. She lets herself in with a key.

INT. LIVING ROOM - ANOTHER ANGLE - NIGHT

Behind them, the door to the kitchen is open. Cindy enters the kitchen and puts down the bag of groceries. Ford leans back and sees her.

FORD
Hey, babe. What's going on?

CINDY
Hi, guys!

SAM
Hi, Cindy.

NEW ANGLE

Sam passes the large bag of Dorritos to Ford. They simultaneously drink from their beer cans.

Cindy comes into the room holding a pile of envelopes, an address book and pink invitation cards in the shape of a "cute" pig. She gives the cards and envelopes and a pen to Ford.

FORD
We're watching the game.

A hit from the TV. The CROWD ROARS.

CINDY
You can do these while you're watching.

FORD
What is this shit?

CINDY
Invitations to my birthday party!
Here's the address book. The names are on the cards.

Ford frowns. He glances at Sam. Sam frowns in commiseration.

(CONTINUED)

CONTINUED:

CINDY
Should I ask Ingrid?

SAM
Uh?

TV ANNOUNCER (V.O.)
A fast ball on the inside part of
the plate -- strike two -- so the
count is full.

CINDY
Ingrid. Do you want her to come?

SAM
(shrugs)
Why are you asking me? She's your
friend.

CINDY
She told me she likes you.

SAM
Yeah?

CINDY
Yeah, she said you have beautiful
eyes.

SAM
(embarrassed)
Get outta here!

FORD
(testy)
Cindy -- we're trying to watch the
game!

CINDY
(ignoring him)
You should give her a try. It's
about time you went out with a
normal person.

SAM
(stung)
What do you mean, a 'normal
person'?

CINDY
Well, that last one... what was
her name?

(CONTINUED)

CONTINUED:

SAM

I don't know.

CINDY

The one who took off all her clothes and walked down Hollywood Boulevard with fifty dollars taped to her face.

SAM

Oh...

CLOSE ON SAM'S FACE

INT. CAR (MOVING) (HOLLYWOOD BOULEVARD) - DAY

Ford is driving. Sam is in the passenger seat, looking out of the window. His face registers shock.

HIS POV

Walking along the pavement, as if in a trance, is a naked girl with a fifty dollar bill Cellotaped to her forehead. She is being watched, in wonderment, by the junkies, hookers, pimps, bikers and ex-cons on the street.

INT. LIVING ROOM - CONTINUOUS ACTION - NIGHT

Ford is looking peeved.

FORD

(threatening)

Cindy!

CINDY

Okay, okay!

Cindy retreats to the kitchen. Ford throws the invitations and cards on the floor.

FADE OUT.

FADE IN:

EXT. STREET - DAY

A brown Datsun pickup is driving along a fast, busy street.

INT. CAR (MOVING) - DAY

Ford is driving.

FORD

(anxious)

What am I gonna get Cindy for her birthday?

SAM

Dress?

FORD

Naw.

SAM

Jewelry? A necklace? A ring?

FORD

I'm not getting engaged!

SAM

What does she like?

FORD

She likes... I don't know what she likes. She likes sex and movies.

SAM

How about a book?

EXT. BOOKSTORE - DAY

CLOSE ON book -- Sex In The Movies.

PULL BACK. Sam picks up the book and gives it to Ford. They are browsing a second-hand bookstall on the pavement outside the bookstore. Ford looks at the book.

FORD

Hm.

Sam gazes at the street.

HIS POV

Cars pass by. Across the street is a large sign: "BOB'S BIG BOY."

INT. BOB'S BIG BOY - DAY

Sam and Ford enter the diner and slide into a booth. A pretty WAITRESS comes to take their order.

(CONTINUED)

CONTINUED:

She is slightly odd-looking. Pale, with strange eyes.
She smiles nervously.

LEONA (WAITRESS)
Hello. My name is Leona. I'm
your waitress. Do you want menus?
Oh, I see you have menus. Would
you like coffee, water, or a
different form of beverage?

Ford glances at her with caution.

FORD
Coffee is fine.

LEONA
(to Sam)
Coffee?

Sam is looking at her. He can't control a sharp intake
of breath. She is beautiful.

LEONA
Coffee?

Sam nods.

SAM
(nervous)
Yes, please. Thank you.

Ford glances at Leona and then back at Sam. Sam can't
tear his eyes away from her.

Leona, notepad in hand, is stock still. She is staring
at something beyond the booth. She starts to shake.

Sam turns his head.

HIS POV

Outside the window, on the ledge, is a large, old, dirty
black crow.

BACK TO SCENE

Sam looks back at Leona.

LEONA
Oh, mercy...

(CONTINUED)

CONTINUED:

Her eyeballs turn up into her head and she falls over backwards in a dead faint.

Sam is out of the booth like lightning. He crouches beside her and lifts her head gently. Then he listens to her chest.

NEW ANGLE

The DINERS in the restaurant react. Some crane to look. Some whisper to each other. THREE OF THEM get up and approach the fallen Leona. The manageress (SHARON), a woman in her 50s, approaches from the kitchen.

SAM
(to Ford)
She's breathing.

FEMALE DINER #1
What happened?

FORD
We just said we'd like some coffee
and she keeled over.

Sam holds her head tenderly.

FEMALE DINER #2
She's probably on something.

SHARON
It's all right. She's fainted.
She's done it before. She'll be
all right.

MALE DINER
(to Sam)
Maybe you should loosen her dress?

SHARON
We should get her up.

Leona shudders.

LEONA
Ohhh...

Her eyelids flutter.

FORD
She's coming 'round.

(CONTINUED)

CONTINUED:

Sharon takes a glass of water from a nearby table. Sam is gently cradling her head. He is experiencing a feeling of great tenderness and protectiveness. Ford and the Diners are crowded around them. There is something faintly ghoulish about the Diners -- as if they are vultures.

FEMALE DINER #1

Maybe it's blood sugar. You know,
when your blood sugar suddenly
drops...?

Leona opens her eyes. Sam takes the glass of water from the manager. With his other hand, he sits her up.

SAM

Here, drink this.

Obediently, Leona sips from the glass of water.

SHARON

(to Diners)

She'll be okay. You can go back
to your seats now.

Leona looks at Sam with curiosity.

SAM

How are you feeling?

Leona nods, swallowing some water. She feels shy --
cradled in the arms of this handsome hunk.

SHARON

Let's get her up.

Sam, Ford and Sharon help her up and into a booth.

SHARON

How are you feeling?

LEONA

Disappointed.

SHARON

Do you want to go home?

Leona shakes her head. She looks at Sam.

LEONA

(shy)

I'm sorry.

(CONTINUED)

CONTINUED:

SAM

That's okay.

LEONA

(to Sharon)

Being disappointed is one thing
and being discouraged is
something else. I am disappointed
but I am not discouraged.

Ford makes a face to Sam which says: "Who is this loony?"
But Sam is gazing at the beautiful Leona -- smitten.

SHARON

Okay.

EXT. HOUSE - DRIVEWAY - DAY

Sam and Ford are standing in the driveway looking at a
dark blue Eldorado convertible. The car is in bad repair
-- missing part of its body -- including the hood. The
OWNER -- a young guy -- is trying to start the engine.

FORD

(to Sam)

So ask her out.

SAM

No, she wouldn't. I'm too...
She's too refined.

FORD

If you ask me her bread's not
quite done.

OWNER

(shouts)

I don't understand it. It was
fine this morning!

He tries to START the CAR again.

SAM

I'd like to go out with her but...

Sam shakes his head.

FORD

Call her. Call the diner.

SAM

No, she's probably got a
boyfriend.

(CONTINUED)

CONTINUED:

The ENGINE DIES. The Owner tries again.

OWNER

Goddammit!

INT. BOB'S BIG BOY - DAY

Sharon, the manager, is clearing a table. She passes Leona, who is on the phone.

LEONA

(soft-voice,
pleading)

Sharon! Sharon!

Sharon pushes the tray of plates through the kitchen hatch.

Leona holds the receiver against her stomach, under her apron. She is close to panic.

LEONA

I don't understand what he's saying!

SHARON

Who is it!

LEONA

His name is Sam. He's the gentleman who assisted me when I swooned.

SHARON

Do you want me to talk to him?

Leona nods. Sharon takes the phone.

SHARON

Hello, can I help you?... Sharon. I'm a friend of Leona's. What do you want?... Oh, hold on.

Sharon puts her hand on the mouthpiece.

SHARON

He wants to ask you out.

LEONA

(anxious,
uncomprehending)

Out? But I already am out.

EXT. BOULEVARD - DAY

The traffic is heavy on the boulevard. Sam's brown Datsun comes INTO VIEW.

INT. MOVING CAR - DAY

Sam is driving. He is tense. Leona is in the passenger seat wearing old-fashioned clothes. She looks almost nineteenth century.

SAM

Have you seen any movies lately?

LEONA

I've never seen a movie.

SAM

You've never seen a movie?

LEONA

When I was a child we had a television but my brother removed it after my parents died.

SAM

Oh, I'm sorry to hear that.

LEONA

Yes. I was fond of that television.

Sam glances warily at her. Leona is sitting stiffly looking straight ahead. She blinks.

EXT. MELROSE AVENUE - DAY

The brown Datsun is parked outside a trendy art gallery. A parking warden is placing a parking ticket under the windscreen wiper.

INT. ART GALLERY - DAY

The gallery is light and airy -- filled with trendy, brightly colored paintings and sculpture. Leona and Sam walk through the gallery, side-by-side.

Leona is extremely self-conscious with this man whom she finds so attractive. One moment she is painfully shy, the next moment she is oddly aggressive.

SAM

Do you like this?

(CONTINUED)

CONTINUED:

He is referring to a vile piece of modern sculpture.
Leona shrugs.

SAM
(unsure)
I think it's kinda... interesting.

She walks on. Sam pauses to look again at the sculpture.
Then he follows Leona. She is looking at another ugly
sculpture. Sam joins her.

SAM
Hm.

Leona glances at him nervously.

LEONA
My brother's an artist.

SAM
Is he?

LEONA
Yes. He's brilliant. Actually,
I think he's a genius.

SAM
I'd like to meet him sometime.

Leona suddenly has an attack of self-consciousness.

LEONA
(soft-voice)
Can we go now?

SAM
(surprised)
Sure.

INT. CAFE - DAY

Sam and Leona are sitting in a fashionable Melrose cafe.
Leona is sipping a glass of water. She is trying not to
freak out. Sam is protective, worried about her.

SAM
Are you okay?

Leona nods.

SAM
Is anything wrong?

(CONTINUED)

CONTINUED:

Leona shakes her head.

SAM
Do you want anything?

Leona shakes her head.

SAM
Is it me? Do I bother you?

She glances at him -- her eyes full of feeling.

LEONA
No. You're wonderful.

Sam is confused.

LEONA
I'm sorry. I'm not accustomed
to intercourse with society.

SAM
Why is that? You don't go out
much?

Leona twists her paper napkin.

LEONA
No, my brother says I should
remain at home but... I wish
to endeavor to persevere.

Sam doesn't understand. He tries another tack.

SAM
Where did you go to school?

LEONA
I didn't. I was ill.

SAM
What was wrong?

LEONA
Anemia. Chronic. The doctors
all shook their heads and said
I was doomed. But Bob, that's
my brother, he proved them wrong.
He nursed me back to health.

EXT. FREEWAY - DAY

The brown Datsun speeds along the freeway.

INT. MOVING CAR - VIEW THROUGH WINDSCREEN - CLOSE ON
SIGN - DAY

"Burville Next Exit."

NEW ANGLE

Sam turns the wheel.

SAM

To me you seem like an old-
fashioned type of girl.

Leona looks worried.

SAM

Well, I think that's a pretty
good type to be.

LEONA

You do?

EXT. INTERSECTION - DAY

The brown Datsun pickup turns off the highway into a
wide street lined with shops.

SAM (V.O.)

Sure.

INT. MOVING CAR - DAY

Sam glances at Leona.

SAM

You didn't miss much by not going
to school. Believe me, school's
a load of shit.

Leona smiles at him. She is feeling more comfortable
now. She looks out of the windscreen.

LEONA

We're entering Burville.

HER POV

Beside the road is a large churchy sign saying, in larg.
black letters: "Woodfield Cemetery" -- and underneath
that, in smaller letters: "Welcome to Burville."

LEONA (O.S.)

It's the next left.

EXT. INTERSECTION - CONIFER DRIVE (BURVILLE) - DUSK

The Datsun turns into a narrow street of small houses. There is no traffic. An old witch-like WOMAN, pruning roses, squints at the car as it goes by. She radiates hostility.

INT. MOVING CAR - CLOSE ON LEONA - DUSK

LEONA

This is it.

Sam brakes.

HIS POV

A small, depressed one-story house. In the wall by the front door is a large, jagged crack. On the mailbox is the name: Usher.

CLOSE ON WINDOW

The curtains twitch.

CLOSER ON WINDOW

A man's face is peering out through the gap in the curtains. This is BOB USHER. Bob is a depressed, hypersensitive recluse in his late 30s. If he wasn't so wasted-looking he would be very attractive. Even so, he has charisma. There is a quality of nobility about him, of authority -- and a quietly intense sexuality. He also has the air of someone who has known great suffering. His clothes are old-fashioned and black.

EXT. HOUSE OF USHER - DUSK

Sam gets out and goes around to the passenger door. He opens the door for Leona and offers her his hand. She alights from the vehicle.

INT. USHER HOUSE - LIVING ROOM - DUSK

Bob watches through the gap in the curtains.

HIS POV

Sam is holding Leona's hand.

EXT. HOUSE OF USHER - CLOSE ON SAM AND LEONA - DUSK

Leona smiles at him.

SAM

Can I see you again?

Leona nods -- her eyes shining. Sam lifts her hand to his lips and kisses it. Leona is thrilled.

ANGLE ON WINDOW

Bob's face is in the window. He tenses up, as if hit by a sharp pain.

EXT. CAR LOT - DAY

BIRDS are SINGING. Sam, in overalls and face mask, is doing a spray job on a blue and white '55 Hudson. Behind him, Ford is showing a '52 Chevrolet to a RETIRED COUPLE in their late 80's who are both wearing baseball caps and tennis shoes. Paradoxically, this sporty attire makes them look even older than they are -- which is very old.

CLOSE ON FORD

He closes the hood of the Chevrolet and smiles at the Retired Couple.

WOMAN

This is the car me and Carl did our courting in.

FORD

All the chrome's been re-plated
-- all the stainless polished...

ANGLE ON SAM

He handles the spray gun expertly.

MAN (O.S.)

Is that the original color?

FORD (O.S.)

Yes it is. Oxford maroon.

ANGLE ON FORD AND COUPLE

MAN
See, now I'm retired I got the
time to get a darn sight more
driving done.

FORD
That's good.

ANGLE ON SAM

spraying.

WOMAN (O.S.)
We'll think it over.

ANGLE ON FORD

shaking hands with the Man and smiling.

FORD
Thanks for coming by.

The retired couple leave the lot. Ford crosses to Sam.

FORD
Jesus Christ!

Sam grins.

SAM
No sale, huh?

FORD
(off spray job)
That looks great. You coming to
Jeffrey's tonight?

SAM
No...

An insect gets caught in the jet spray and sticks to
the car body. Sam's gloved hand picks it out of the
paint.

SAM
I'm seeing Leona.

INT. LIVING ROOM - DUSK

Bob is looking out of the window.

HIS POV

In the distance, Leona is being greeted by Sam. They shake hands. Sam is proud and gentlemanly. Leona is reserved but excited. Sam opens the passenger door of his car for her.

BACK TO SCENE - BOB

watches -- tormented.

LEONA

gets into the car.

ANGLE ON BOB

looking out of the window. He reaches down, OUT OF FRAME, and brings up a pair of earmuffs.

EXT. HOUSE OF USHER - CLOSE ON WINDOW - DUSK

Bob's tortured face is framed in the window. He puts on the earmuffs. They give him a clownish look.

Sound of AIRPLANE taking off from far away.

PULL BACK. The window gets smaller. Slowly, the house comes INTO VIEW.

PULL BACK FURTHER. Behind the house can be seen a paved garden -- beyond that a cemetery and, beyond that, an airport runway.

An airplane is taking off, its ENGINES ROARING, its landing lights blazing. It rises into the air.

LOWER ANGLE

The sound of the AIRPLANE ENGINES APPROACHES. Then, suddenly, the airplane appears, flying over the roof of the House of Usher.

CLOSE ON WINDOW - BOB

his eyes squeezed tight, clutches his ear-muffled head.

INT. MOVING CAR - DUSK

Sound of PLANE ROARING overhead.

(CONTINUED)

CONTINUED:

Sam is driving. Leona is in the passenger seat.

SAM

That plane seems awful low.

LEONA

We're near the airport.

SAM

Ah.

INT. HALL - CLOSE ON BOB'S HANDS - DUSK

They are trembling. He clasps the door knob of the front door with both hands -- turns and pulls.

EXT. HOUSE OF USHER - DUSK

Bob comes out of the front door. He is agoraphobic. He takes a deep breath, grits his teeth and steps out.

NEW ANGLE - BOB

crosses towards the house next door. The next-door house looks derelict.

INT. MEL'S LIVING ROOM - NIGHT

The living room looks like it has been recently burgled. The TV is showing "Geraldo." MEL, a rumpled Vietnam vet with a psychotic smile, is lying on the floor -- looking through a photo album.

His dog, Solomon, is asleep on the couch.

CLOSE ON PHOTO ALBUM

Photographs of Vietnam... war buddies, dead Vietnamese, villages, cows in paddy fields, helicopters, more dead Vietnamese.

The dog's ears prick up. The DOORBELL RINGS. The DOG BARKS.

EXT. MEL'S HOUSE - FRONT PORCH

Sound of DOG BARKING. Bob is at the front door, in pain, his eyes squeezed shut -- his hands over his ears.

(CONTINUED)

CONTINUED:

BOB

Ah!

INT. MEL'S LIVING ROOM - NIGHT

MEL

Solomon! Cut it out!

He kicks the dog. Then he hides the photo album under the couch.

The DOORBELL RINGS again.

MEL

I'll be right there!

EXT. MEL'S FRONT PORCH - NIGHT

Bob is on the front porch. The House of Usher can be seen next door. The door opens. Mel is surprised to see Bob.

MEL

Oh, hi, man.

CLOSEUP - BOB

BOB

Could I borrow your car?

MEL

My car?

Mel is surprised. Bob has not left the immediate neighborhood in twelve years.

MEL

Are you going someplace?

BOB

(firm)

Yes.

EXT. BOULEVARD - NIGHT

Sam's brown Datsun pickup speeds along the wide boulevard -- lined with shops and restaurants.

INT. MOVING CAR - NIGHT

Sam is driving -- feeling good. Beside him, Leona is looking with wonder at the sights. She hasn't been out much, and these lights are amazing to her.

HER POV

A restaurant, its name lit in neon:

"LEON'S STEAK HOUSE"

ANGLE ON LEONA

She turns and glances at Sam, excited.

INT. GARAGE - NIGHT

Bob gets into Mel's car -- an old Buick Riviera. Mel watches from the porch.

INT. CAR - NIGHT

Bob calls to Mel.

BOB

Don't worry. I'll be all right.

HIS POV - MEL

waves from the porch.

MEL

Okay.

Mel goes into his house.

Bob tries to put the key into the ignition but his hand shakes so much he cannot do it.

He tries again. This time his hand shakes even more.

INT. MOVING CAR - NIGHT

As Sam drives, Leona looks through the window at the bright lights on either side of the street.

"LARRY'S CHILE DOG."

"DON'S HAMBURGER AND BEER GARDEN."

"HOLLYWOOD A GO GO GIRLS GALORE."

(CONTINUED)

CONTINUED:

"THE LAMPLIGHTER FAMILY RESTAURANT."
"THE SAFARI INN."
"CHADNEYS."

Sam smiles.

SAM

Great, huh?

LEONA

I never knew such places existed!

SAM

Just you wait! The place we're
going to, you won't believe!

INT. GARAGE - NIGHT

Bob is slumped over the wheel of the Ford Riviera,
weeping.

EXT. STEEP HILL ROAD - NIGHT

The brown Datsun is climbing a steep winding road. High
up above them, perched on the top of the hill, is their
destination -- a restaurant, its lights burning in the
night like a beacon at sea.

EXT. CASTAWAY RESTAURANT - NIGHT

The car pulls into the parking lot outside the restaurant.

INT. CAR - NIGHT

Sam puts the car in park. Through the windscreen can be
seen three Orientals in blue suits running towards the
car -- running on their toes in short steps. It looks as
if they are about to launch a kung-fu attack.

Leona, scared, strains back in her seat.

SAM

It's all right. It's valet
parking.

Sam gets out of the car and goes 'round to the passenger
door -- opening it for Leona. A valet gives him a ticket.
Valet #2 slips into the driver's seat. Valet #3 stands
by, smiling.

(CONTINUED)

CONTINUED:

Sam gives Leona his hand.

EXT. CASTAWAY RESTAURANT - ENTRANCE - NIGHT

Sam and Leona enter the Castaway, crossing a small bridge over an artificial pond. SOFT MUSIC is playing: the Mantovani version of "Moon River." Leona is entranced.

INT. CASTAWAY - NIGHT

A tall, handsome MAITRE D' smiles at them.

MAITRE D'
Good evening? Name please?

EXT. CASTAWAY - TERRACE - NIGHT

Sam and Leona are seated at a table on the terrace. The WAITER gives them menus.

SAM
Thank you.

WAITER
You're welcome.

LEONA
Look!

She is pointing at the view. Below them is the Valley -- the grid pattern of lights of Burville and its environs spread to the horizon. It is magnificent.

Leona turns to look at him. Her face glows with excitement. Sam smiles.

SAM
Pretty cool, huh?

DISSOLVE TO:

EXT. CASTAWAY - TERRACE - NIGHT (LATER)

Sam and Leona are eating seafood.

SAM
How's the food?

LEONA
Delicious.

(CONTINUED)

CONTINUED:

Sam observes her for a second, then:

SAM

You know... you're, well...
different. Surprisingly
different from anyone else I
know. Do you mind me saying
that?

LEONA

I don't like being different.
I want to be more like other
people. Sometimes, at the diner,
I feel like a freak.

SAM

Being different is nothing to be
worried about. Other people
aren't so great. There's
millions of them. There's only
one of you.

Leona gives him a level look.

LEONA

You're so nice to me.

SAM

It's because I like you. And I
think someone needs to build up
your confidence and make you
proud instead of shy.

LEONA

(nods)

Ah.

SAM

And you're beautiful.

LEONA

Am I?

SAM

(nodding)

Seriously beautiful.

LEONA

In what respect?

SAM

In all respects!

(MORE)

(CONTINUED)

CONTINUED:

SAM (CONT'D)

Your eyes, your hair, your lips,
your skin, your neck, your hands,
your body -- not that I've seen
your body, of course, but I can
imagine it, er...

Sam is covered with embarrassment.

The Waiter comes to the table.

WAITER

Everything all right, sir?

SAM

(nervous)

Fine.

Leona looks down at her lap, smiling.

FADE OUT.

FADE IN:

INT. HOUSE OF USHER - LIVING ROOM - NIGHT

The room is dark. Illuminated by only a few candles.

Bob is sitting on the sofa playing a weird, tuneless
piece on his banjo. He is so haggard he looks like an
exhumed corpse.

Leona comes in -- fresh and happy. Bob looks up.

BOB

(darkly)

Did you have a good evening?

LEONA

Wonderful!

Leona sits and heaves a sigh of pure happiness. Bob,
bitter, fingers chords on the fretboard.

LEONA

It's all so simple!

BOB

What is?

LEONA

Life! Love!

BOB

If life were simple we'd all die
in cemeteries.

EXT. CAR LOT - DAY

It's a beautiful day. Ford and Sam are outside the trailer rebuilding an engine on a table piled high with parts and tools. Ford is concentrating on testing a fuel pump.

SAM

She's astounding. Have we got the sprockets?

FORD

(finds them)

Yeah. Here.

Sam fits the sprockets into the carburetor.

SAM

She's so pure.

FORD

(frowns)

Pure?

SAM

Yeah. And deep. Real deep. Mysterious. Like you could know her for 70 years and still not touch bottom.

FORD

She won't let you touch her bottom?

Sam gives him a filthy look.

FORD

Where does she live?

SAM

Burville.

FORD

(surprised)

Burville?

SAM

It's not so bad.

INT. BOB'S BIG BOY - DAY

Leona stands, in a daydream, holding a round, glass jug of coffee. Looking up at her, an outraged expression on his face, is an ELDERLY MAN.

(CONTINUED)

CONTINUED:

MAN #2
Are you gonna pour that coffee or
aren'tcha?

Leona doesn't respond.

MAN #2
(shouts)
Hey, waitress!

He bangs on the table.

ANOTHER ANGLE

Sharon, the manageress, is approaching.

MAN #2
Pour the coffee!

Leona snaps out of it.

LEONA
Oh, sorry.

She refills his mug. Sharon touches her on the shoulder.

SHARON
Leona.

Sharon crooks her finger. Leona follows her into a corner.

SHARON
If you don't wake up, you are
gonna be out of a job.

LEONA
I am waking up.

SHARON
You show no signs of it.

LEONA
The signs are internal.

EXT. CAR LOT - DAY

Ford and Sam are working on the engine.

(CONTINUED)

CONTINUED:

A car approaches. They turn. At the entrance to the car lot, an old Ford Mustang convertible brakes in a cloud of dust. The car contains two frolicky girls -- Cindy and INGRID.

CINDY

Hey!

CLOSE ON CINDY AND INGRID

Cindy is holding up a four-pack of beer.

CINDY

You wanna beer?

The girls pose on the seat tops. Ingrid is a pretty blonde in her twenties with a lithe, tanned body and a cute smile.

The guys lope over, grinning.

FORD

What are you doing here? Hi, Ingrid!

INGRID

Hi, how ya doing?

CINDY

Ingrid was free and so was I, so we decided to pay you a visit!

FORD

Groovy!

Ford high-fives Ingrid. Sam high-fives Cindy.

SAM

Hey!

CINDY

Here.

She hands him the beers. He tears one off.

SAM

(to Ingrid)
How's it going?

INGRID

Good. Where have you been? I haven't seen you around.

Ingrid has a faint Swedish accent.

(CONTINUED)

CONTINUED:

SAM

Oh, you know me... I was born to run.

He smiles charmingly.

FORD

He's met this weird chick.

SAM

Yeah, yeah...

INGRID

There's a party at Thomas's tonight.

FORD

Alright!

CINDY

And you're not getting out of this one, Sam.

Ingrid watches Sam.

SAM

I can't. I'm going to the movies with Leona.

CINDY

You better come to my birthday party.

(threatening)

If you don't...

SAM

Hey, I'm not gonna miss that!

INGRID

What movie are you gonna see?

Sam swallows, embarrassed.

SAM

Uh... Bambi.

FORD

Bambi?!

SAM

She hasn't seen it.

(CONTINUED)

CONTINUED:

CINDY

Be careful. It sounds like this girl is trying to corrupt you.

Ingrid, Ford and Cindy glance at one another. They disapprove of this mysterious new friend of Sam's. Sam looks at the ground.

SAM

Yeah... heh... heh.

INT. BOB'S BIG BOY - DAY

Leona is taking an order from a THIN COUPLE, both in their fifties, with protuberant eyes.

LEONA

So that's a Malibu Tuna Melt and a chicken fried steak -- what dressing would you like with that? We have Thousand Island, blue cheese, French and Italian.

THIN WOMAN

What are the dressings again?

LEONA

Italian, French, a hundred islands and green cheese.

THIN WOMAN

(to husband)

What did she say?

A FAT MAN at a nearby table is trying to get her attention.

FAT MAN

Hey! Hey! Where's my side order of fries?

LEONA

Coming right up!

Leona crosses to the kitchen counter and picks up a waiting plate of fries. The Thin Couple is outraged.

THROUGH the window can be seen a family getting out of their Toyota. At another table, a woman leaves -- placing a tip on the table. Watching her are two TEENAGE BOYS, their eyes on the tip.

Leona crosses to the Fat Man and gives him the plate of fries.

(CONTINUED)

CONTINUED:

FAT MAN

And a coffee.

LEONA

Coffee.

The family (DAD, MOM and THREE KIDS) enter the diner.
Teenage Boy #1 steals the tip. Dad stops Leona.

DAD

Where's a good place to sit?

LEONA

Hi! My name's Leona and I'm your
waitress...

DAD

(to Mom)

Do you wanna table or a booth?

MOM

Let's sit over by the window.

The family moves to a booth by the window. The Thin
Couple is gesturing to Leona. Leona crosses to the Thin
Couple. She is stopped by a leg. The leg belongs to
Teenage Boy #1.

TEENAGE BOY #1

Coke.

LEONA

Coke.

She arrives at the Thin Couple's table.

THIN MAN

Change the Malibu Tuna Melt to an
exotic Chicken Teriyaki. And we
both want a side order of blue
cheese.

FAT MAN

Hey! Where's my coffee?

LEONA

Coming right up!

THIN WOMAN

Aren't you gonna ask us what we
want to drink?

LEONA

I'm sorry. What would you like to
drink?

(CONTINUED)

CONTINUED:

THIN WOMAN

Two iced teas, please.

LEONA

Two iced teas.

The family is gesturing. Leona goes towards them.

DAD

We know what we want.

FAT MAN

Coffee!

DAD

Three regular Cokes, a diet Coke
and a Dr. Pepper. Two combos, a
ham 'n' swiss, fish 'n' fries with
Italian, ham 'n' swiss with French
and anybody want any soup?

Leona starts to short out. Her eyelids flicker.

MOM

I'll have soup and crackers.

DAD

Me, too. Two soup and crackers.

KID #1

And extra fries.

KID #2

There's no ketchup.

FAT MAN

Waitress!

LEONA

Okay, so we have three Cokes, a
fish 'n' onions...

Her voice wobbles.

LEONA

... exotic boneless chicken, ham
'n' swiss, zesty Big Boy combo,
blue open-faced turkey and grilled
chile half sandwich...

DAD

No, no...

(CONTINUED)

CONTINUED:

LEONA

... And Malibu Deluxe sizzling
dinner with old-fashioned
strawberry pie cheesecake and ice
cream fudge sundae two scoop.

The family looks at her, amazed. She keels over, sweeping off the Big Boy platters on the next table.

EXT. FREEWAY - DAY

The traffic on the freeway is light and fast. Mel's old Buick Riviera ENTERS the SHOT.

INT. CAR (MOVING) - DAY

Mel is driving. Leona is slumped in the passenger seat, silent, depressed.

MEL

You should have listened to him.
Bob is the best. Boy, I wish I
had a brother like him.

EXT. BOB'S BIG BOY - DAY

Sam's brown Datsun pickup pulls into the parking lot.

Sam gets out of the car and enters the diner.

EXT. BOULEVARD - DAY

The Buick Riviera drives along the boulevard into Burville.

INT. CAR (MOVING) - DAY

Mel smiles as he drives. Leona sits immobile and glassy-eyed.

Then she notices something which makes her stiffen.

HER POV

They are passing the cemetery sign, which says "Welcome to Burville." Two crows are sitting on the sign.

ANGLE ON LEONA

Terrified.

Mel smiles with satisfaction.

MEL

I always get such a great feeling coming into Burville. You're bumper to bumper on the freeway... soon as you turn off -- nothing. It's so quiet. At nine in the evening, you could shoot a cannon down Burville Boulevard -- wouldn't hit a thing.

Leona stares -- it's as if she has gone into a coma.

FADE OUT.

FADE IN:

EXT. STREET (BURVILLE) - DUSK

A brown Datsun pickup is cruising along the street.

INT. CAR (MOVING) - DUSK

Sam is driving. He has a map of Burville opened out on the wheel. He squints out of the window, looking for street names.

EXT. CONIFER DRIVE - DUSK

The brown Datsun pickup turns into the street and drives up to the house of Usher. The car is watched by a middle-aged couple sitting on their porch, unsmiling.

A fat man in a T-shirt also watches the car go by. He is jerking his Alsation dog by its chain lead. Behind him is a row of birds in cages.

EXT. HOUSE OF USHER - DUSK

Sam is waiting on the front porch. The door opens. It is Mel.

SAM

Hi. Are you Bob?

MEL

Me? Huh! I wish I was -- Jesus!

(CONTINUED)

CONTINUED:

SAM
Is Leona here?

MEL
No. I dunno.

SAM
You don't know?

MEL
No, I don't know.

SAM
Is Bob here?

MEL
Do you know Bob?

SAM
No -- but he's Leona's brother,
right?

Mel thinks for a second, then:

MEL
Okay. Take off your shoes.

SAM
Take off my shoes?

MEL
You wanna come in, you gotta take
off your shoes. And be quiet.
Quiet. Got that?

SAM
Okay.

Sam takes off his shoes.

MEL
Bob is a very sensitive guy. He
can't take noise, okay? Loud
noise. You gotta keep your voice
quiet.

SAM
Okay.

Sam, holding his shoes, enters the house.

INT. HALL - DUSK

Mel indicates for Sam to go into the living room.

(CONTINUED)

CONTINUED:

MEL

Wait in there.

INT. LIVING ROOM - DUSK

Sam enters the living room. The living room is in an early Sixties suburban style. On the sideboard is a stuffed raccoon. It is distorted and grotesque in the way it has been taxidermied. The walls are covered with dark, ghoulish oil portraits on black velvet. One of them is of Leona. There is an archway through which part of the kitchen can be seen, and French windows to the garden.

BOB (O.S.)

How may I help you?

Sam turns.

HIS POV

Bob is standing in the doorway.

SAM

Oh, hi. My name is Sam. I'm a friend of Leona's. We were supposed to be going to the movies tonight.

Bob enters the room. He moves slowly. Almost as if he is walking underwater.

BOB

Would you mind keeping your voice low? My hearing is very acute.

SAM

(softer voice)

Oh, sorry, er... They told me at the diner she, er, had some problems...

Bob looks at him. His face is sad.

SAM

Er... you must be her brother. Bob, right?

BOB

Forgive me for not introducing myself. Bob Usher. How do you do?

(CONTINUED)

CONTINUED:

Sam extends his hand. Bob looks at it witheringly.

SAM

Sam. Fine thank you.

Sam drops his hand.

BOB

Have a seat.

Sam sits.

BOB

I'm afraid Leona is ill. Very ill.

SAM

Oh no. Why, what happened?

During the following Bob takes ear plugs out of his pockets and puts them in his ears. He then picks up his ear muffs from the table and puts them on. Sam watches this with some amazement.

BOB

She is very delicate. Her physical and mental health hang by a thread. She feels every breath of wind that blows. I blame myself. I should never have let her take the waitressing position, but she is a willful young girl, and one only ever learns from experience -- don't you agree?

SAM

Well...

Sound of AIRPLANE approaching.

BOB

And I suspect that you may have partly contributed to her relapse.

SAM

Me? How?

AIRPLANE ENGINE noise INCREASES. Sam watches, aghast, as the walls begin to shake.

Bob sits, bent over, gritting his teeth and moaning -- clutching his ear-muffled ears.

(CONTINUED)

CONTINUED:

SAM

What...? What's going on?

Bob, in pain, doesn't respond. Sam holds on to his seat, looking 'round at the shaking walls and ceiling -- wondering if he should bolt for the door.

The AIRPLANE NOISE RECEDES. Bob hyperventilates.

SAM

What was that? Are you okay?

BOB

It's all right. It's gone over.

Bob takes off the ear-muffs.

BOB

One of the curses of living near to an airport.

Sam refuses to be fazed by this.

SAM

How ill is Leona? Can I see her?

BOB

No. She's... seeing her would only...

Bob gives him a direct look.

BOB

May I speak frankly with you?

SAM

Sure.

BOB

Leona is not... How can I explain? She is not... She is not someone you should seek to know.

Sam is somewhat mesmerized by Bob and influenced by his slow, strange way of talking.

SAM

She is not someone I should seek to know?

BOB

No. She is too sensitive, too fragile to sustain extended commerce with outsiders.

(CONTINUED)

CONTINUED:

Sam frowns, bewildered.

BOB

I'm sorry. You seem like a nice young man but, really, for your own sake, you should forget you ever met her. She's insane.

SAM

She's insane?

BOB

Yes.

Sam considers this for a second, then:

SAM

I don't believe it.

Bob hears something. He looks troubled. Sam watches Bob and tries to evaluate the situation.

Bob gets up and crosses to the desk. He pulls out a drawer.

SAM

What exactly is wrong with her?

Bob takes a small, cloth-covered box out of the desk drawer.

BOB

You will have to leave. I'm sorry. She's having another attack.

SAM

What?

Bob indicates for Sam to get up.

BOB

Please.

Uncertain, Sam gets up.

SAM

Can I see her?

Bob shakes his head.

SAM

Why not?

(CONTINUED)

CONTINUED:

BOB

Your shoes.

He indicates for Sam to pick up his shoes. Sam does so.
Bob stands by the door.

INT. HALL - NIGHT

Sam follows Bob into the hall. Bob opens the front door.
Sam stops by the hall table, puts down the shoes and takes
a pen and paper from his jacket. He writes down his phone
number.

SAM

This is my number.

Bob shakes his head and sighs, but he takes the note.
Sam steps out of the front door.

EXT. FRONT PORCH - NIGHT

SAM

Tell her I want her to call me.

BOB

I have tried to warn you.

SAM

Yes, you have.

BOB

Listen to what I'm saying. For
your sake. For her sake. Don't
become involved.

He closes the door.

Sam stands there -- stubborn and baffled.

INT. HALLWAY - NIGHT

Bob hurries past the living room, to the door at the
end of the hall.

Leona can be heard screaming.

LEONA (O.S.)

No! No! Don't! Don't! No!

Bob fumbles with a key and puts it into the keyhole.

EXT. HOUSE OF USHER - NIGHT

Sam walks slowly away from the house towards where his car is parked. He is discomfited, unsatisfied -- but unsure what to do.

ANOTHER ANGLE

From behind the large, unkempt hedge which divides Bob's property from Mel's, a pair of eyes are watching. It is Mel.

INT. LEONA'S ROOM - NIGHT

Bob enters Leona's room. The door and walls are padded. But the padded cell look is mitigated by the furnishings which are a mix of '60s suburban and pre-war. There is a crucifix on the wall by the bed.

Leona is on the bed having an hallucination that she is being buried alive. Her body is as if it is confined by a coffin. Her eyes are wide open, but she is not seeing reality.

LEONA

Let me out! Let me out! No,
don't! Please!

Bob opens the cloth-covered box. It contains a syringe and two ampules.

LEONA

(sobbing)

Please! Don't you understand?
Can't you hear me? Somebody
help me! Help me! Please!

Bob fills the syringe.

LEONA

(desperate)

Let me out! I'm alive! I'm
alive! I'm alive!

FADE OUT.

FADE IN:

EXT. BURVILLE - SERIES OF SHOTS - DAY

HORROR MUSIC. An intersection. A road of small, depressed houses. The airport -- low, grey, lifeless.

CLOSE ON SIGN

"Burville Blvd."

WIDER SHOT

Burville Boulevard. There is little sign of life.

Another road of small, depressed houses. The cemetery.
Another intersection. Nothing is happening.

Another street of small one-story houses. Sam's brown
Datsun pickup comes INTO VIEW.

EXT. CONIFER DRIVE - DAY

The brown Datsun drives along the empty street and pulls
up outside the house of Usher.

EXT. HOUSE OF USHER - DAY

Sam gets out of the car. He walks up to the front door.

CLOSE ON FRONT DOOR

In the crack between the door and the jamb are two
envelopes. Sam removes the two envelopes.

CLOSE ON ENVELOPES

One has "Leona Usher" written on it. The other is simply
addressed, "Leona."

Sam shakes his head with annoyance and takes the two
letters.

He knocks on the door. No reply.

HORROR MUSIC FADES OUT.

SAM

Hallo! Anybody home?

He knocks again.

SAM

Hallo!

(CONTINUED)

CONTINUED:

Nothing stirs. He looks in the windows. They are heavily curtained.

SAM
(to himself,
frustrated)
I know you're in there!

He sits on the stoop, takes out pen and notebook and starts to write a note. Then he tears out the page, crumples it and throws it on the ground.

He picks up the notes to Leona and fiddles with them, taping them on his knee. He turns to the front door and slides the two notes under the door.

He walks around to the side of the house. As he passes by the hedge, something moves behind it. But he doesn't notice.

HIS POV

There is a passage leading to a high wall. In the side of the house is a door. He walks up to the door and knocks on it.

SAM
Leona! Leona!

Sam fumes, wondering what to do. He looks around. He looks at the wall.

He walks to the end of the passage, glances behind him, then jumps up, grabbing the top of the wall. He tries to pull himself up, but slips. He is about to try again when a shadow falls across him. He is about to turn when someone hits him on the back of the head with a hammer.

INT. HOUSE OF USHER - LIVING ROOM - LOW ANGLE - NIGHT

Mel and Bob are sitting at the table having soup.

The image is fuzzy. We are looking through Sam's eyes. He is slowly recovering consciousness.

Bob acts like he has a headache.

BOB
If that was my dog I'd do
something about it.

MEL
You can hear the dog?

ANGLE ON SAM

lying on the couch, his head bandaged, bleary-eyed.

NEW ANGLE

BOB

What do you do to the poor
animal? It never stops barking.

INT. MEL'S LIVING ROOM - DAY

The TV is ON. The dog, SOLOMON, is BARKING at it.

INT. LIVING ROOM - CLOSE ON SAM - DAY

coming to.

HIS POV

Mel is sipping soup and screwing up his face.

MEL

What is this soup?

BOB

Lettuce.

MEL

(disdainful)

Lettuce soup?

BOB

Yes, I know. I've made it too
strong.

ANGLE ON SAM

coming to.

MEL (O.S.)

Too strong? It tastes like warm
water!

CLOSER ON SAM'S FACE

His expression becomes one of amazement and fear.

HIS POV

On the ceiling is a face. It looks hideously evil.
Slowly, its mouth widens in a demonic grin.

SAM

Omigod!

ANGLE ON BOB AND MEL

They turn to look at him.

BOB

What's the matter?

SAM

There's a face on the ceiling.

Bob and Mel exchange a meaningful glance.

SAM'S POV

The evil face changes into a crack.

Sam rubs his eyes.

HIS POV

the crack on the ceiling.

BACK TO SCENE

Bob gets up and crosses to where Sam is lying on the couch. Mel looks on, tearing bread and dunking it in his soup.

BOB

How are you feeling?

SAM

(unsure)

Okay.

Sam sits up. His head hurts.

BOB

I daresay you'll feel a little uncomfortable for a few days.
But don't worry. The skull's not fractured.

SAM

What happened?

(CONTINUED)

CONTINUED:

BOB
Mel thought you were a burglar.

ANGLE ON MEL

He is aggressive/defensive.

MEL
He was climbing the wall for
Chrissakes.

SAM
I'll be okay.

He stands up. His head spins.

For a split second the portratists on the wall whizz around
him -- their faces laughing insanely.

SAM
Ohhh...

He crumples to the floor.

Bob helps him onto the couch.

BOB
(solicitous)
You'd better stay and rest. Do
you want some soup?
(to Mel)
Mel, fetch some soup.
(to Sam, sinister)
It's very healing.

FADE OUT.

FADE IN:

INT. LIVING ROOM - NIGHT

From somewhere in the house strange MUSIC is playing.
The music is avant-garde but with a churchy, 18th Century
feel. Like an atonal sonata by Mozart written for the
banjo.

Sam is asleep on the couch. The bandage on his head is
rumpled. There is an empty bowl and a spoon on the
floor.

Sam stirs and wakes. He gets up -- listening to the
music.

He follows the sound of the music out of the living room.

INT. HALL - NIGHT

MUSIC is LOUDER.

Sam follows the music down the hall and around a corner.

INT. ENTRANCE TO STUDIO - NIGHT

Sam finds himself facing a strange door. The door is heavily planked and studded with large bolts -- like the door to a medieval dungeon.

The music is coming from within.

He turns the doorknob.

INT. MUSIC STUDIO - NIGHT

An odd mix of gothic and techno. The walls are lined with dark bookshelves filled with books, manuscripts and reels of sound tapes. The room has an anachronistic air: candelabra jostle with a sixteen track sound desk, a synthesizer, an ancient piano. The far wall is half-taken up with heavy, embroidered drapes. There are prints of Renaissance troubadors on the wall. The ceiling is padded.

Bob, earphones on, is playing banjo to a backing track. The 2" tape spools on the tape recorder turn.

Bob sees Sam, stops playing and touches a button on the sound desk. The backing TRACK CEASES. Bob addresses Sam -- his demeanor severe.

BOB

Do you feel well enough to go home now?

ANGLE ON SAM

disoriented.

SAM

Uh... I guess so.

He wrinkles his nose. Something smells peculiar. Sam looks around.

SAM

What's that smell?

BOB

My art.

(CONTINUED)

CONTINUED:

Sam frowns. Bob puts down his banjo.

BOB

Would you like to see it?

He parts the heavy drapes.

BOB

In here.

INT. ART STUDIO - NIGHT

On the other side of the curtain: Bob enters and turns on the light switch. Sam is behind him.

SAM'S POV - SMALL ARTIST'S STUDIO

On the built-in work surface are carving tools and various vegetables: potatoes, carrots, a pumpkin, swedes, zucchini and cassava.

Bob turns another switch and spotlighting comes on -- illuminating various tables and stands where examples of Bob's vegetable art are exhibited.

Sam stares at the vegetable carvings. Some of them are fresh -- others in various states of decay. Potatoes, carrots, radishes, turnips, etc. have been carved into elegant, creepy forms reminiscent of the animal and gargoyle carvings of the Middle Ages.

BOB

As you can see, I sculpt in the vegetable medium.

Sam doesn't know how to react. He holds his nose and looks at a pile of degenerated vegetable matter.

SAM

What is that?

BOB

'Man On A Bicycle.' An example of my early work. It has almost completely decayed.

Sam glances at him worriedly.

BOB

My art is like life. For a short time it is beautiful, but then it decays.

INT. MUSIC STUDIO

Sam enters from the art room holding his nose. Behind him Bob turns out the lights and follows.

Sam is looking at the sound desk.

SAM
This is a recording studio?

BOB
Yes. I'm a composer. I've written sixteen operas.

SAM
Sixteen operas?

Bob nods. He turns off the equipment.

SAM
Have they been performed?

Bob shakes his head.

BOB
I don't write for modern audiences. I write for people long dead. In a previous lifetime I was a troubador. A time of great love and heroic sacrifice. People today are petty and insignificant. Human beings have devolved into a race of anxious maggots.

He opens the door for Sam.

BOB
Modern life is rubbish.

Sam goes out into the hall. Bob turns off the light and follows.

INT. HALL - NIGHT

Sam looks at a glass case containing a stuffed dachshund which is mounted on the wall.

The dachshund is overweight and hideously malformed.

BOB
That was Sandra, my favorite dog. My father did this to her. He was a taxidermist. He liked to experiment.

(CONTINUED)

CONTINUED:

SAM

It's horrible.

BOB

Yes. My father was insane. As
both Leona and I shall be. Come.

Bob leads Sam into the living room. Sam is utterly bewildered. The combination of the strangeness of the surroundings, the bang on the head, and Bob's strong, doleful personality have rendered him uncharacteristically passive.

INT. LIVING ROOM - NIGHT

BOB

By the way, I must ask you not
to leave notes for Leona.

SAM

(outraged)

What?

BOB

She is trying to forget you and
notes don't help.

Bob stops in front of a portrait of his great-grandfather. A gloomy oil portrait of a wicked-looking, bearded man in his sixties wearing a ten gallon hat.

SAM

Wait a minute...

BOB

No, you wait a minute. You are
bad for her. You intensify her
malady. Do you know who this is?

SAM

(bewildered)

Should I?

BOB

This is my great-grandfather,
Jeffrey Usher. Otherwise known
as Buffalo Jeffrey. Also known by
his tribe as 'Chief Many Talents.'
He was a cannibal.

Bob moves to the next portrait on the wall. A fierce-looking woman with scraped back hair and a high collar.

(CONTINUED)

CONTINUED:

BOB

This is his wife, Mary-Louise.
She was also known as Malcolm.
A schizophrenic. Am I getting
through to you?

SAM

No.

Bob moves to the next portrait. An aristocratic woman
with white hair and pearls holding a large sheepdog in
her lap.

BOB

My great aunt, Ellen Usher. She
was a zooerast. Do you know
what that is?

SAM

No.

BOB

A zooerast is a person who enjoys
sexual relations with animals.
I've pictured her here with her
favorite sheepdog, Woofy.

SAM

You painted these pictures?

BOB

(hears something)

Yes. Ah... I can hear Mel coming.

Sam looks round. He can't hear anything. Bob moves
to the next portrait. A late-middle-aged man in a
judge's wig.

BOB

This is George, my grandfather.
he was the first judge in
Burville. He was also a sadist
who believed he was from the
planet Neptune.

He points to the portrait next to it. A pretty woman in
a summer dress.

BOB

This is his wife Elizabeth, my
grandmother. A sweet woman but a
pyromaniac. She burned down many
houses in the neighborhood, but
nothing could be done because she
was the judge's wife.

(CONTINUED)

CONTINUED:

He moves to the next portrait. A middle-aged man with a strong resemblance to Bob. His face is horribly sad and tormented.

BOB

Here's Dad. Taxidermist, fur fetishist, alcoholic and amateur boxer. I was glad when he died.

He moves to the last portrait: a house-wifely woman with an expression of intense anxiety.

BOB

Mom.

ANOTHER ANGLE - MEL

lets himself into the kitchen through the side door.

BOB (O.S.)

They both expired as the result of an automobile accident.

Bob moves to portrait of Leona.

BOB

Leona, too, is tinged with insanity. She has a regular hallucination that she is being buried alive. And at night she dreams she is being eaten by crows.

Mel enters the living room.

MEL

Hi Bob -- great to see you. Listen, have you got a book on animal surgery?

BOB

Yes, I think so.
(to Sam)

Excuse me.

He crosses to the bookshelf.

MEL

(to Sam)

So, how you doing? How's the head?

SAM

It's okay.

(CONTINUED)

CONTINUED:

MEL

Sorry I hit you so hard. Is he giving you the tour?

SAM

Yes, it's... fascinating.

MEL

They're all nuts, the Ushers.
Crazy as a troop of dancing mice.

Bob crosses back with a leatherbound book.

BOB

Here you are, Mel.

MEL

Thanks. See ya later.

Mel leaves.

Bob surveys Sam with something almost like affection.
He is sad to have to give the boy this bad news.

BOB

So you see, Leona is not a good proposition. Insanity runs in the family.

INT. HALL - NIGHT

Sam and Bob come out of the living room, into the hall.
Sam turns, rebelliously, to Bob.

SAM

Maybe it's you. Maybe you're the one who's insane, and you made up all this stuff.

Bob looks at him sadly.

BOB

Is that what you think?

SAM

Well, you're not exactly normal.

BOB

That is because I have retreated from the world.

By now they have reached the front door. Sam puts on his shoes.

(CONTINUED)

CONTINUED:

BOB

Do you know I have not been out of
this house for twelve years?

SAM

Uhuh?

BOB

And, as the outside world recedes,
the inner world opens up. With
every passing year I approach a
more ideal state of perception.
This is how I know about my
previous lives. This is how I
know what happens after death.

SAM

What happens after death?

BOB

More life. Life is suffering.
And it never ends.

Sam has finished tying his shoes. Bob opens the front
door. Sam steps outside.

EXT. HOUSE OF USHER - FRONT PORCH - NIGHT

Bob stands in the doorway. Sam, somewhat woozy still,
stands on the porch.

CLOSE ON BOB

BOB

The best way to live is to avoid
change.

ANOTHER ANGLE

A pair of crows are in a tree, watching.

Sam smiles at him, awkwardly.

SAM

Right.

BOB

Farewell. Don't come again.

He closes the door.

(CONTINUED)

CONTINUED:

Sam blinks -- then turns to face the night, confused.

FADE OUT.

FADE IN:

INT. SAM AND FORD'S HOUSE - LIVING ROOM - CLOSE ON CAKE
WITH 24 CANDLES - NIGHT

PULL BACK. The cake is on a table surrounded by party guests. They include Ingrid, Ford, Sam and Cindy. Cindy is drunk, embarrassed, smiling as the others sing:

ALL
'Happy birthday to you,
Happy birthday to you,
Happy birthday dear Cindy,
Happy birthday to you!'

Cindy, amid much kidding, blows out the candles. Cheers and applause. Ford kisses Cindy.

ANGLE ON SAM

He looks preoccupied. Ingrid sidles up to him.

INGRID
(smiling, intimate)
Great, isn't it?

SAM
(snapping out of it)
What?

INGRID
All this. Cindy. Everything.

SAM
(nods)
Mm.

INGRID
I was at the studio today doing a
commercial for a T.V. series.

SAM
Are you doing a T.V. series?

INGRID
No, I'm in the commercial for it.

(CONTINUED)

CONTINUED:

SAM
(not understanding)

Ah.

INGRID
Sylvester Stallone came on the
set. I think he's filming at the
studio.

SAM
(bored)
Uh-uh.

INGRID
Yeah, he walked right by me. And
he started talking to some guy. I
wish I'd brought my video camera.

SAM
Yeah. Excuse me.

Sam walks away.

INT. HALLWAY - NIGHT

Sam is heading for the door. A hand comes down on his
shoulder. Sam turns, startled. It is Ford.

FORD
Are you leaving?

SAM
Oh, yeah, I thought I would...

FORD
Listen, dude. I gotta tell you.
I'm getting kinda pissed at the
way you're always taking off.
You're neglecting the business,
man.

SAM
Yeah, yeah...

FORD
Things are starting to happen now!

SAM
Yeah, I'm sorry. I'm worried
about Leona.

FORD
Shit, look...

(CONTINUED)

CONTINUED:

SAM
(obsessed)
It's the brother. He's nuts.
He's got a hold on her. The whole
situation's bad. You know what
I'm saying?

FORD
Yeah, but, listen...

SAM
He's trying to scare me off. He's
trying to scare me off!

Cindy ENTERS the FRAME.

CINDY
Who's trying to scare you off?

SAM
Bob. Leona's brother. I think
she's in danger. Really.

CINDY
You love that type, don't you?

SAM
(wanting to leave)
What?

CINDY
The damsel in distress.

SAM
(urgent)
Here. I'll write down the
address.

He writes address on paper napkin.

CINDY
The bird with the broken wing.

SAM
If I'm not back before the
meeting...

FORD
What?! You are making that
meeting, Sam. If you fuck up,
that's it. It's over. I'll split
up the partnership. I mean it.

Sam stuffs the paper napkin with the address into his
shirt pocket.

(CONTINUED)

CONTINUED:

SAM
Cool your jets, bro. I'll be
there.

Sam kisses Cindy.

SAM
'Bye, Cindy. Happy birthday.

FORD
Are you going there now?

Sam smiles and heads out the door.

Cindy and Ford exchange a look of resignation.

INT. CAR (MOVING) - NIGHT

It's a dark, rainy night. Sam is hunched over the wheel,
tense.

NEW ANGLE

THROUGH the windshield, illuminated by the headlights,
the sign "Burville City Limit" flashes past.

EXT. CONIFER DRIVE - NIGHT

The Datsun pickup drives fast along the empty street.

INT. CAR (MOVING) - SAM'S POV - NIGHT

The house of Usher comes INTO VIEW. Sam pulls into
the curb and brakes. He turns OFF the IGNITION and the
lights.

HIS POV - ANOTHER ANGLE

The house is dark, depressed, sinister. A light rain
is falling.

EXT. HOUSE OF USHER - LONG SHOT - NIGHT

of car and house. Sam's face is pale inside the car,
watching the house.

INT. PARKED CAR - NIGHT

Sam feels too nervous to get out and go up to the house. He's not sure why he came. It's the middle of the night. But he doesn't want to leave. He senses that Leona is in danger, but he has no justification for knocking on the door at this late hour.

He leans back in the car seat.

FADE OUT.

FADE IN:

EXT. HOUSE OF USHER - EARLY MORNING

BIRDS SINGING. Some crows on a telephone wire.

Sound of CAR APPROACHING.

A black Dodge pulls up next to Sam's Datsun. An elderly man gets out, carrying a small, black bag. This is the DOCTOR. He is in his eighties and wears extremely thick glasses, which magnify his eyes.

He doesn't notice Sam, who is asleep in the pickup. He walks up the driveway to the front door. The front door opens and the elderly Doctor goes in.

EXT. HOUSE OF USHER - LATER

An airplane flies over the house.

INT. PARKED CAR - MORNING

The NOISE of the AIRPLANE wakes Sam. He jerks sideways, banging his cheek on the window. He rubs his eyes and peers out.

HIS POV

The front door of the house opens.

BACK TO SCENE

Sam immediately becomes alert. He scrambles out of the car.

EXT. HOUSE OF USHER - MORNING

Sam hurries out of the car and up to the front door.

CLOSE ON ELDERLY DOCTOR

He is responding to something said by the unseen Bob.
He wags his finger and smiles.

Sam barges in.

SAM
What's going on? Is Leona all
right?

NEW ANGLE

Bob is in the doorway, startled and offended by Sam's
arrival.

DOCTOR
(to Sam)
Oh, yes.
(to Bob)
Medication three times daily and
lots of rest and don't ration the
water. Tap water's fine. Bottled
water is just a gimmick. So long.

The Doctor departs.

SAM
Where is she?

BOB
Why are you here?

Sam barges past him into the house.

INT. HALL - DAY

SAM
I'm here to see Leona.

Bob winces at the violence coming off Sam.

SAM
Where's her room?

Bob holds his ears.

BOB
Not so loud! Your voice is like a
blade twisting in my brain!

SAM
(yells)
Where's her room?!

(CONTINUED)

CONTINUED:

Bob points shakily to a door at the end of the hall.

Sam tries the door. It is locked. He knocks.

SAM

Leona! Leona! It's me, Sam!
Open the door!

He shakes the doorknob in frustration.

BOB (O.S.)

She can't hear you.

Sam turns. Bob has his earmuffs on.

BOB

She's completely dead to the
world. The doctor gave her a
sleeping draught.

INT. HOUSE OF USHER - LIVING ROOM - DAY

Sam, grumpy, crosses to the couch and sits down, crossing his arms.

SAM

I'm not leaving till I see her.

Bob looks at him mournfully.

BOB

You do realize, don't you, that
you and Leona can never have
carnal relations?

Sam looks at him with narrowed eyes. He doesn't trust him.

BOB

Her heart would burst.

Bob exits into the kitchen. Sam fumes -- breathing heavily through his nostrils. He glances at the portrait of Leona. Something about it holds his attention. He gets up to look closer.

CLOSE ON PORTRAIT

A tear is coursing down the cheek of the picture.

BACK TO SCENE

Sam blinks. He looks again.

CLOSE ON PORTRAIT

There is no tear.

BOB (O.S.)

She is the only reason I don't
kill myself.

Sam turns.

HIS POV

Bob is standing, holding a large carrot. He nibbles it
during the following.

BOB

Every morning I awake and I want
to die. But she still needs me.
She is very sick. Soon she will
be dead. Then I can go, too. And
it will be the end of the demented
line of Usher.

BACK TO SCENE

SAM

You need therapy.

Bob nibbles on the carrot. He is not eating it. He is
actually roughing out a head.

SAM

Maybe you were traumatized by the
death of your parents?

Bob works on the carrot with his teeth.

SAM

I don't know. Maybe your parents
screwed you up?

BOB

My mother said the garden was
dirty. She insisted it be paved
over. Leona was upset. She had
imaginary relationships with some
of the plants. But I wasn't. Now
all I have to do is hose it down.

SAM

If you feel like you want to die,
that's because you're depressed.

(CONTINUED)

CONTINUED:

BOB

My father bricked up the window in my room. Then he would come in and say: 'Why is it so dark in here?'

SAM

Pretty often the reason people are depressed is because they don't like themselves.

BOB

Leona and I were not allowed out of the house for many, many years because my father said the world had been taken over by the devil.

SAM

You have to find out why you don't like yourself.

BOB

Maybe it has.

SAM

There are a lot of good therapists around...

Bob explodes with annoyance.

BOB

Why should I see a therapist? I didn't ask to be born!

He throws the carrot at Sam, who catches it. Bob sweeps out of the room. Sam looks at the carrot. It has been nibbled into the anguished face of a man in torment.

EXT. HOUSE OF USHER - DUSK

FROM this HIGH ANGLE can be seen the cemetery beyond the side wall of the house.

INT. HOUSE OF USHER - DUSK

Sam is sitting on the couch, reading a book. He gets up and turns on the standing lamp.

Bob comes in, followed by Mel. Mel is accompanied by his dog, on a leash.

(CONTINUED)

CONTINUED:

BOB

Still here?

Sam gives him a sullen look. Mel drags his dog into the center of the room. The dog has a large, white bandage around its throat.

MEL

Okay, watch this.

He bends down to the dog.

MEL

Solomon, you piece of shit!
(yells)

Aaah!

The DOG, frightened, jumps back and starts BARKING. His bark is almost completely gone. A painful, rasping sound comes out. Mel smiles proudly at Bob.

MEL

See! I de-voiced him!

He pulls out and brandishes his commando knife. The DOG WHIMPERS and hides behind the couch.

MEL

Cut his vocal cords with my
bowie knife! Pretty good, huh?

Sam looks on, appalled. Bob nods approvingly.

MEL

Won't disturb you now!

BOB

Thank you, Mel. That's very
considerate.

MEL

Brought your book back.

BOB

Good.

Bob replaces it on the shelf.

MEL

(to Sam)
You paying rent now? Hey, heh!

SAM

Were you in Vietnam?

(CONTINUED)

CONTINUED:

MEL

No, I was in Baltimore. Heh, heh!

Mel laughs at his own obscure joke.

ANGLE ON BOB

Replacing book. He sees something out of the corner of his eye.

HIS POV - LARGE OLD CROW

has entered through the French windows. The crow looks around.

BOB

Mel?

MEL

Yuh?

BOB

You know where the twelve gauge is?

Mel frowns. Bob, pale with fear, points at the crow. The crow ruffles its feathers and strides further into the room.

Mel nods seriously. He indicates for Sam to keep still, then stealthily leaves the room.

Sam, with a "what now?" expression, glances at Bob. Bob is clearly petrified by the crow.

The CROW hops onto the table and SQUAWKS.

SAM

(amazed)

You're scared of the bird?

BOB

No, I have a sinus condition. I'm allergic to crows.

SAM

I'll get rid of it.

Sam approaches the bird.

SAM

Hey! Shoo!

(CONTINUED)

CONTINUED:

The crow looks at Sam malevolently. It doesn't move.

MEL (O.S.)

Hold still.

Sam turns. Mel is in the doorway aiming a SHOTGUN. BANG! Mel FIRES. Sam ducks. A CHINA ornament on the wall EXPLODES. The crow flies up.

Mel, in a cloud of blue smoke, FIRES again. BANG! The SHOT goes into the wall close to Sam, showering him in plaster dust.

The crow flies into the French windows. The window swings open.

Bob is kneeling on the floor, covering his ears, hyperventilating.

MEL

Shit! I almost had him!

Mel hurries across the room, breaking the gun and ejecting the spent cartridges. He pulls two more cartridges out of his pocket and exits through the French windows.

EXT. BACK YARD - DUSK

The crow is sitting on the fence, looking arrogant.

Mel is reloading. Sam comes out into the back yard, followed by a nervous Bob now wearing ear muffs.

MEL

I'll get him this time.

Bob holds his ears. Mel aims and FIRES.

The SHOT hits the fence. The crow flies up.

ANOTHER ANGLE

Mel runs, trying to get a good shot at the bird. Sam and Bob watch him.

NEW ANGLE - LEONA

in a nightgown, comes out of the French windows. She is sleepy.

(CONTINUED)

CONTINUED:

LEONA
What's all the noise?

Bob and Sam turn. Leona sees Sam and a smile spreads across her face.

SAM
Leona!

LEONA
Sam!

ANOTHER ANGLE

The crow is circling above. Mel is taking aim. BANG!
The crow drops.

MEL
Got him!

Sam and Leona embrace.

The crow drops from the sky, then opens its wings and planes straight for Sam and Leona.

SAM
(emotional)
Oh Leona!

Mel hurriedly reloads.

LEONA
I was just dreaming about you!

BOB
(aghast)
Look out!

The crow collides with Leona's head.

The CROW struggles and SQUAWKS in Leona's hair. It is caught. Sam tries to hit the flapping crow away but loses his footing. Leona, terrified, screams.

LEONA
Aaah! Aaah! Aaaaah!

Mel FIRES. BNAG! A PANE in the French WINDOWS SHATTERS.

CLOSE ON CROW

struggling in Leona's hair. Leona's eyes are bursting with terror.

(CONTINUED)

CONTINUED:

She falls to the ground in a dead faint. Sam tries to grab the crow. Bob dithers. He wants to help but is too scared of the crow to approach.

The crow takes off, a lump of Leona's hair in its talons. It flaps away over the house.

Mel and Bob look on, glum. Leona is lying senseless on the ground. Sam takes her hand, distraught.

SAM

Leona? Leona? Omigod...

Bob turns on Mel.

BOB

You could have killed her. Give me the gun.

Mel gives him the smoking shotgun.

MEL

I'm sorry, Bob, I...

BOB

Go home.

Mel slinks off.

INT. HALL - DUSK

Bob and Sam carry the inert body of Leona through the hall to her room. Bob still has his earmuffs on.

INT. LEONA'S PADDED ROOM - NIGHT

Bob and Sam lay Leona down onto the bed.

BOB

Careful.

She opens her eyes.

LEONA

Bob?

BOB

(full of love)

Yes, baby?

LEONA

Would you leave me alone with Sam for a moment?

(CONTINUED)

CONTINUED:

BOB

(hurt)

Don't you think you should rest?

LEONA

I will. I just want to talk
to Sam.

BOB

(feeling rejected)

Oh. Very well.

(to Sam)

Don't keep her up too long.

SAM

I won't.

BOB

I'll be in my room.

Bob, reluctant, leaves.

INT. HALL - NIGHT

Bob leaves Leona's room. His face is pale, washed out.

Sound of AIRPLANE APPROACHING. Bob leans on the door
frame. The house starts to shake.

HIS POV

The walls and ceiling bulge threateningly. Plaster dust
falls from the ceiling. The ceiling light sways --
throwing shadows this way and that.

Holding his ears, gritting his teeth, Bob staggers down
the bucking, bulging hallway.

INT. LEONA'S ROOM - NIGHT

Sound of AIRPLANE passing overhead. The room is shaking.
A thin line of plaster dust issues from a crack in the
ceiling. The light sways.

Leona is lying on the bed, serene.

SAM

(worried)

This airplane thing is pretty bad.

INT. HALL - NIGHT

The AIRPLANE noise RECEDES.

Bob reaches the door of his bedroom. Fearfully, he looks up.

HIS POV

The ceiling is bubbling and spitting like an omelete in a pan.

BACK TO SCENE

He pulls open the door and goes in.

INT. BOB'S BEDROOM - NIGHT

The room contains a four-poster bed and framed photographs of his parents, Glen and Dolores. There is a grim portrait of Leona and four animal portraits: a cat, a turkey, a dog and a pig -- sitting up like humans and dressed in 19th Century evening garb.

Bob crosses to the photograph of his parents.

BOB

Oh Dad, oh Mom -- if only you
were here! What can I do?

Bob sighs and sits on the bed.

BOB

She has grown so... self-willed.

INT. LEONA'S ROOM

Leona takes Sam's hands, smiling, weak and wan. Sam is uncomfortable.

LEONA

You came for me!

SAM

That's right. I did.

LEONA

You came!

SAM

How are you feeling?

(CONTINUED)

CONTINUED:

LEONA

Fine!

But she is not. She is weak.

LEONA

Would you help me?

Leona indicates for Sam to help her into bed.

SAM

Sure.

He rolls the coverlet from beneath her, then spreads it over her.

LEONA

Thank you.

SAM

What exactly is wrong with you?

LEONA

Anaemia. Lassitude. I'm not sure.

SAM

Have you ever considered leaving the area? Living somewhere else?

LEONA

Not really.

SAM

You should consider it.

Leona frowns.

SAM

I don't think this house is good for you. And your brother... Well, he's not... What do you think of your brother?

LEONA

Bob? I love him very much. I think he's clever, good-natured ... He can be a little melancholy at times... but it's in the nature of an artist to suffer.

SAM

You don't think he's unhinged?

(CONTINUED)

CONTINUED:

LEONA
Un-hinged?

SAM
Doesn't matter.

LEONA
What is it, Sam?

SAM
I don't know. It's this house.
It's creepy. And I don't think
you're safe here. I mean, look
at that...

He points to a jagged crack in the wall.

SAM
When was the last time the
house was surveyed?

Leona shrugs and shakes her head. Sam glances nervously
at Leona.

SAM
You could stay at my place if
you want.

LEONA
I prayed for you. You're my
knight in shining armor.

SAM
So you'll come and stay at my
place?

Leona is deeply troubled. She desperately wants to
be rescued, released from her prison and its jailer,
Bob -- but, at the same time, she is scared -- and her
emotional ties to her brother are strong.

LEONA
I don't know. Bob would be on
his own.

SAM
So?

LEONA
(anguished)
I don't know!

Sam seeks to calm her.

(CONTINUED)

CONTINUED:

SAM
Don't worry. We can talk about
it another time.

Leona recovers.

LEONA
Thank you.

She smiles at him gratefully.

LEONA
I'm not... ready yet.

Sam begins to think he should go.

SAM
Maybe I should...

LEONA
Don't go. Please don't go.
Would you read to me?

SAM
Read to you?

LEONA
I'd love it if you would. You
have a wonderful speaking voice.

SAM
Oh, okay. Sure. What do you
want me to read?

Leona indicates a slim, leatherbound volume on the bedside table. Sam picks up the book and gives it to her. She opens it where a piece of paper has been inserted, and points to a paragraph.

LEONA
From there.

SAM
Okay.

LEONA
Bob usually reads to me.

SAM
Uhuh?

Leona settles back to enjoy the reading. Sam reads:

(CONTINUED)

CONTINUED:

SAM
She felt keenly with her body
and soul the doom which hung over
the breed...

Sam breaks off.

SAM
Are you sure you want me to read
this?

LEONA
(nods)
Go on.

SAM
... breed and which tied these
sisters and this brother together
and made impossible for them any
true relations to other human
beings.

PULL BACK.

SAM
Within their own rooms they
would walk up and down the floor
and weep, or sit in the window
and look out over the harbour
and wring their hands in their
laps, or lie in bed at night
and cry bitterly for no reason
in the world.

INT. BOB'S ROOM - NIGHT

Bob is sitting on his bed, weeping bitterly. An unearthly light fills the room. Bob, startled, looks up, drying his tears.

His parents, GLEN and DOLORES, are in the room. There is a weird glow around their bodies. Bob stares at them, scared.

GLEN
Hullo, son.

DOLORES
Hello, dear.

The blood drains from Bob's face.

(CONTINUED)

CONTINUED:

GLEN
We're lonely.

DOLORES
Why don't you come and join us?

INT. LEONA'S ROOM - NIGHT

Leona is almost asleep. Sam is reading.

SAM
Is it not terrible that there is
so much falsehood in the world?

Bob SCREAMS from the next room.

BOB (O.S.)
Aaaaaaagh!

Sam stops reading.

SAM
What was that?

INT. HALLWAY - NIGHT

Bob slams out of his room, runs down the hall and disappears into the living room.

The door to Leona's room opens. Sam looks out.

HIS POV

the hall is empty. All is quiet.

ANGLE ON SAM

Nothing seems to be amiss. He closes the door.

FADE OUT.

FADE IN:

EXT. NIGHT SKY - ROMANTIC NIGHT MUSIC

A full moon. A starry sky. PAN DOWN to the house of Usher. On the roof of the add-on studio is a water tank.

INT. LEONA'S ROOM - NIGHT

The room is illuminated by the moon. Leona is sleeping. Sam is asleep in the chair.

EXT. STUDIO ROOF - NIGHT

Bob climbs out of his bedroom window onto the studio roof. Just visible through the window are the ghosts of Glen and Dolores -- glowing faintly.

BOB

All right. All right.

Bob walks nervously on the roof. He grasps the sides of the water tank and edges towards the rim of the roof.

A wind is blowing.

Below him, the paving stones gleam in the moonlight. Past the backyard he can see the gravestones of the cemetery, and the airport runway beyond.

Bob tries to throw himself off the roof but he hasn't got the nerve. Instead, he sits on the edge of the roof -- like a gargoyle. He turns to the window.

In the window, the ghosts of his parents egg him on with peremptory gestures. Bob sighs. He can't do it. He sits there feeling dismal with failure.

INT. LEONA'S ROOM - MORNING

BIRDS SINGING. Sam is asleep in the chair. The door opens. Leona, fully dressed in her peculiar 19th century style, enters with two mugs of tea. She sets them down on the bedside table and gently shakes Sam.

LEONA

Rise and shine!

Sam wakes. He has just been having a nightmare.

SAM

Uh! Waa...?

LEONA

(smiling)

Good morning!

SAM

(bleary)

Oh. You're up.

(CONTINUED)

CONTINUED:

LEONA

Yes. I feel much better!

She gives him his mug of tea.

LEONA

I'm sure it's because of you.

SAM

(taking mug)

Thanks.

Sam looks dubiously at the tea. It is hot water with a sprig of parsley in it.

SAM

What's this?

LEONA

I'd like to show you my secret garden.

INT. HALLWAY - DAY

Leona leads Sam to the door to the basement. She opens the door.

INT. BASEMENT - DAY

Leona leads Sam down the steps into the basement.

LEONA

When we were children we complained about wanting to go out, so Mom and Dad said we could dig tunnels.

SAM

Dig tunnels?

Leona lifts up a trap door in the floor of the basement.

LEONA

Yes, to keep us busy.

INT. SHAFT - DAY

It is dark. Leona and Sam descend a ladder into a wide tunnel. Light from the basement above falls in a pool on the tunnel floor.

(CONTINUED)

CONTINUED:

Leona reaches the bottom of the ladder and crosses to a bank of switches on the tunnel wall. Sam comes carefully down the ladder.

Leona throws the main switch. A fantastic sight. Tunnels lead off in four directions, all illuminated by strings of fairy-lights.

SAM

Wow.

LEONA

This way.

She heads down the central tunnel. Sam follows, marvelling at the pit props -- like columns -- which have been carved like totem poles, or the buttresses of mediaeval cathedrals, with beasts and gargoyles.

SAM

Bob did these, right?

LEONA

Good, aren't they?

CLOSE ON CARVED MINATO AUR

its face twisted in anger.

BACK TO SCENE

Leona moves off around a curve in the tunnel. Sam follows.

INT. ANOTHER TUNNEL - DAY

Leona and Sam pass a flight of wooden steps leading to a small door above.

SAM

What's up there?

LEONA

The cemetery. It comes out in the family crypt. Would you like to see it?

SAM

No thanks.

They move on.

INT. FURTHER TUNNEL AND INTERSECTION - DAY

Sam follows Leona. They reach an intersection.

SAM

This is amazing.

Roots are hanging down from the ceiling and larger roots help to form the winding tunnel walls. It's like something out of a fairy tale.

LEONA

Not far now.

Leona takes his hand and smiles at him conspiratorially.

INT. TUNNEL EXIT - DAY

Leona and Sam reach a flight of clay steps.

LEONA

Here we are.

She walks up the steps. Sam follows.

LEONA

I found the garden by chance. We had a fall-in. I climbed up the collapsed earth, and there it was.

INT. TREE TRUNK - DAY

The steps end inside a hollow tree. Sam joins Leona. She unlatches the door which is cut into the tree. Daylight floods in.

POV THROUGH DOOR

lush vegetation, rhododendrons, camelias and roses -- all in full bloom.

EXT. SECRET GARDEN - DAY

Leona and Sam emerge from an old oak tree into the garden. Sam looks around him, stunned by the beauty of it all.

BIRDS are SINGING, butterflies skitter by. The garden is wild, anarchic.

SAM

It's like the Garden of Eden.

(CONTINUED)

CONTINUED:

Leona smiles.

LEONA

Along here there's a pond.

They walk through the garden. They pass down a narrow, grassy path and come out in a secluded herb garden.

LEONA

This is my herb garden.

She crouches down and talks to the plants.

LEONA

Hello, babies. How are you today?
Yes? Oh, yes, I'm very well.
Pardon? Oh, that's Sam.

She looks up at Sam.

LEONA

Sam, say hello to the herbs.

SAM

(bemused)

Hello, herbs.

Leona picks from the herbs, putting them in the pocket of her dress.

LEONA

This is aspen. This is to combat
restlessness and anxiety.

Sam sits on a low tree branch. Leona is picking something else.

LEONA

Chicory for self-pity.

She picks another herb.

LEONA

Gentian to ward off depression.
I'll keep some of this for Bob.

She gets up and takes Sam's hand.

EXT. SMALL MEADOW - DAY

Leona and Sam skirt the edge of the meadow. In the meadow is a scarecrow of terrifying aspect. On it are sitting two crows.

EXT. GARDEN AND POND - DAY

Sam and Leona descend a grassy slope to a pond. The pond contains waterlilies, bullrushes and a pair of ducks. There are weeping willows, mimosa and arum lilies, magnolias and all manner of bright vegetation crowding around the shores of the pond.

A curlew and its mate drink from the water. A toad suns itself on a rock. A dragonfly hovers above the surface of the water.

Leona kneels at the shore and calls the ducks.

LEONA

Duckies! Duckies!

The two ducks swim across to her. She feeds them bread from a pocket in her dress. Sam sits against a mossy bank dotted with African violets.

On the branch of a nearby tree they are being watched by the two crows.

SAM

Who owns this garden?

LEONA

No one. When they built the airport they overlooked it. No one knows it's here.

SAM

Excellent.

He lies back and closes his eyes.

ANGLE ON LEONA

feeding the ducks. Large bubbles come up in the pond, like lava.

SAM

Whew! The scent of those lilies is strong.

Leona looks sideways at him. There is something about her now which suggests a wood nymph.

Sam takes her in his arms and kisses her on the lips. He doesn't want to stop. Neither does Leona.

ANGLE ON BUSHES AND FLOWERS

A gentle wind is ruffling them. The flowers sway in the breeze.

CLOSE ON SAM AND LEONA

kissing.

FADE IN MUSIC: a soft, gentle, lilting choral melody which is almost a whisper...

NEW ANGLE

The swaying flowers seem to be singing.

CLOSE ON SAM AND LEONA

kissing. Sam opens his eyes. He seems to hear the flowers singing. He's not sure.

ANGLE ON TREE

The two crows take off -- flapping away and out of sight.

INT. HOUSE OF USHER - KITCHEN - DAY

Mel has just make soup. He turns off the gas and pours the soup from the pan into two bowls.

Bob is waiting, haggard, listless.

MEL

I was told to do it.

Bob takes his bowl into the living room. Mel follows.

MEL

I put the M-16 on automatic...

INT. HOUSE OF USHER - LIVING ROOM - DAY

Bob sits, dejected, at the table and eats his soup.
Mel joins him.

MEL

... and I opened up on them.
Had to. But I didn't kill them.
I missed. Purposely missed.
Those children and those women
didn't die by my hand. No sir.

Mel slurps his soup.

BOB

Perhaps you did them a favor?

(CONTINUED)

CONTINUED:

Mel flicks him a glance. Bob looks at the old clock ticking on the wall. He is in pain. Sound of CLOCK TICKING.

MEL

Well, I believe there's only one person who has the right to take a human life and that's God.

TICKING CLOCK is LOUDER.

Bob can't stand the noise of the clock any longer. He clutches his ears.

BOB

That clock!

INT. SECRET GARDEN AND POND - DAY

Sam and Leona are sleeping side-by-side on the mossy bank. Sam wakes. He looks at his watch.

SAM

Jesus!

Leona wakes.

LEONA

What is it?

SAM

(getting up)

I've got to go to a meeting!

INT. TUNNEL - DAY

Leona and Sam hurry through tunnel, happy, talking.

LEONA

(wide-eyed)

You've been to Las Vegas?

SAM

Sure. Coupla times.

LEONA

You're so lucky!

SAM

You can go. What's stopping you? I'll take you. Anytime you want.

(CONTINUED)

CONTINUED:

LEONA
To Las Vegas?

SAM
Sure.

They turn into a second tunnel.

INT. SECOND TUNNEL AND INTERSECTION - DAY

They pass the wooden steps which lead to the crypt.

LEONA
(thrilled)
When?

SAM
(grins)
How about tonight? After the
meeting I'll come over and pick
you up!

LEONA
(gets cold feet)
Oh, I don't know...

SAM
Why not? You doing anything?

LEONA
No-o.

They turn off down tunnel intersection.

EXT. ROAD - DAY

The brown Datsun pickup speeds along the road. Sam is
at the wheel.

EXT. HOLIDAY INN - HIGHLAND AVENUE - DAY

ESTABLISHING SHOT of the Holiday Inn with its circular,
revolving roof restaurant.

INT. REVOLVING RESTAURANT - DAY

"It's Another Tequila Sunrise" is playing.

Ford is sitting at a table with two Japanese in suits.
They are chatting and drinking. Sam comes up to the
table. A waiter hovers nearby.

(CONTINUED)

CONTINUED:

SAM
Sorry I'm late.

The Japanese gets up. Ford gets up.

FORD
Sam, this is Tetsu.

Tetsu and Sam shake hands, smiling.

SAM
Pleased to meet you.

FORD
This is Tago.

Tago and Sam shake hands.

SAM
Howdy.

They all sit down.

Los Angeles moves slowly round in the windows of the restaurant.

FORD
We're about ready to order, so...

He gives Sam the menu.

SAM
Right.

He glances at the Japanese. They both nod, smiling.

DISSOLVE TO:

EXT. HOLIDAY INN CAR PARK - LONG SHOT - DAY

Sam and Ford shake hands with the two Japanese, who then get into their mint condition '59 Cadillac convertible and back out.

CLOSER SHOT

FORD
(to Sam)
This is great. Now we can really kick ass.

Sam and Ford wave to the Japanese who wave back and drive away.

(CONTINUED)

CONTINUED:

Sam heads for his car. Ford follows.

FORD

Hey, I didn't tell you! Loner called and you know what? He's found six Jensen Interceptors! Six! He doesn't know what condition they're in...

At the car.

SAM

See you later.

FORD

Where are you going?

Sam gets into the Datsun.

SAM

Burville. I'll call you!

EXT. ROAD - DAY

The brown Datsun pickup races into shot along the road.

INT. MOVING CAR (CONIFER DRIVE) - DAY

Sam is at the wheel. The House of Usher comes INTO VIEW. He pulls into the curb.

EXT. HOUSE OF USHER - DAY

Sam gets out of the car and hurries up the driveway towards the house. The front door opens. Someone is coming out. It is the elderly Doctor. Sam approaches the Doctor.

DOCTOR

(shaking head)

Very sad. Very sad.

SAM

(alarmed)

What is it? What's wrong?

DOCTOR

I'm sorry.

The Doctor hurries past Sam. Bewildered, Sam turns and runs into the house.

INT. HALLWAY - DAY

Sam runs down the hall into the living room.

INT. LIVING ROOM - DAY

Sam enters the living room. Bob is sitting on the couch, crying.

SAM
What is it? What's going on?
Where's Leona?

Bob looks up, haunted, his eyes red and puffy.

BOB
She's dead.

Sam stands stock still -- in shock.

SAM
No.

Bob buries his face in his hands and weeps.

SAM
No.

Sam rushes out of the room.

INT. HALLWAY - DAY

Sam runs to Leona's room.

INT. LEONA'S ROOM - DAY

Sam enters. Leona is in bed. Her skin is white. It is as if she is made of alabaster. Sam looks at her, stupified. He shakes his head. He doesn't believe it.

SAM
No.

FADE OUT.

FADE IN:

EXT. HOUSE OF USHER - DAY

A hearse pulls up outside the house. On the side of the hearse is the legend: "Don Winthrop - Funeral Director."

INT. LIVING ROOM - DAY

Sam is staring at the portrait of Leona. He has been weeping. His eyes are red. His body posture indicates depression and grief. Bob is sitting on the couch, despairingly fingering his banjo.

BOB

(voice thick with
depression)

I told you she was sick. But you
wouldn't leave her alone.

CLOSEUP - SAM

Tears streaming down his face.

SAM

But I don't understand. How
could she die?

BOB

You wouldn't leave her alone.

SAM

But she was getting better. She
was better. She was fine.

BOB

Yeah, fine. So fine her heart
stopped.

There is a KNOCK at the front door. Neither Sam nor
Bob move -- too lethargic with misery.

EXT. HOUSE OF USHER - FRONT PORCH - DAY

The funeral director, the scary-looking Don Winthrop,
and his simple-minded assistant are standing at the front
door.

The funeral director knocks again.

EXT. CEMETERY - DAY

An airplane is coming in to land at the airport next to
the cemetery.

Gravestones and trees and crypts. The Don Winthrop
hearse is parked near a clump of trees. Beyond it is
a large old crypt.

INT. CRYPT - DAY

A service is being held over Leona's coffin which is on a trestle table and covered in lilies.

Candles are burning.

Bob, Sam, Mel, an OLD LADY, the funeral director, his assistant and the elderly Doctor stand, heads bowed, as the minister makes the funeral oration.

Sam's eyes wander. The walls of the crypt are lined with tombs. Each one has a nameplate. All the Usher family are here: Jeffrey, Mary-Louise, Ellen, George, Elizabeth, Glen, Dolores. There is a cross on the wall and an inscription:

Thank Heaven! The crisis
The danger is past.
And the fever called "living"
Is conquered at last.

At one end of the crypt is a small, wooden door.

The minister finishes his oration and indicates to the bearers. Sam, Bob, Mel, the funeral director and his assistant lift the coffin into the tomb bearing the name: LEONA USHER. Lilies fall to the floor.

Sam glances at the Old Lady. She is weeping copiously.

The heavy stone lid of the tomb is slid into place.

EXT. CRYPT AND CEMETERY - DAY

The Doctor, minister, funeral director, assistant (carrying the trestle table) and the Old Lady leave the crypt.

They walk towards the road where their cars are parked. Sam comes out of the crypt and hurries after the Old Lady.

CLOSE ON SAM AND OLD LADY

SAM

Excuse me.

OLD LADY

(drying her eyes)

Yes?

In the b.g. the funeral director gives a ride to the minister and the Doctor.

(CONTINUED)

CONTINUED:

SAM
Did you know Leona?

OLD LADY
(flustered)
Oh no. I like to come to
funerals.

The Old Lady smiles and walks on. Sam watches her go, baffled.

INT. CRYPT - DAY

Bob and Mel are kneeling before the tomb, praying. Sam enters the crypt and joins them, kneeling.

BOB
I'll be joining her soon.

ANGLE ON EMPTY TOMB

next to Leona's bearing the nameplate: ROBERT USHER.

SAM
Well, at least she has found
peace now.

Bob turns to Sam -- his expression utterly mournful.

BOB
Has she?

EXT. CRYPT - CLOSE ON BOB - DAY

turning the key in the crypt door. He turns and joins Mel and Sam. They walk away.

EXT. CEMETERY - DAY

For a moment all is silence. Then the sound of something KNOCKING. The knocking sound is coming from Leona's tomb.

CLOSE ON TOMB

The KNOCKING sound is LOUDER. Then the MUFFLED sound of a FEMALE VOICE. It's impossible to make out what she is yelling.

INT. COFFIN - DAY

Leona is awake inside the coffin. She is terrified with the realization that she has been buried alive.

LEONA

No! No! Let me out!

(screams)

Let me out!

INT. LIVING ROOM - DUSK

Bob and Sam are standing before the portrait of Leona. In the b.g. Mel is in the kitchen, making a sandwich.

BOB

Do you find this house oppressive?

SAM

Yes.

BOB

I think the very bones of this house are seeped with insanity.

He turns away.

EXT. BACK OF HOUSE OF USHER - NIGHT

It is starting to rain. A RUMBLE in the distance. A storm is brewing. The kitchen light in the house sends a shaft of light into the wet back yard.

INT. KITCHEN - CLOSE ON WINDOW - NIGHT

A strong WIND RATTLES the WINDOW PANE.

Sam, miserable, is sitting at the kitchen table with Mel. Mel is eating a sandwich and drinking coffee.

SAM

I don't get it.

MEL

You never know who's next.

SAM

I don't get it.

Mel chews on his sandwich.

SAM

Do you think it was me caused Leona to die?

(CONTINUED)

CONTINUED:

MEL
No. She was sick.

SAM
Bob thinks I killed her.

MEL
Look, he's a friend of mine, but
the guy's fucked-up. She's always
been sick. When she was a kid
she always had something.
Anorexia, catalepsy, mumps,
lockjaw. She couldn't take
the sun...

INT. CRYPT - NIGHT

Sounds of KNOCKING and CRYING are weaker now.

INT. COFFIN - NIGHT

Leona is weak, banging limply on the roof of the coffin.

LEONA
Somebody help me! Please! I'm
alive! I'm alive! I'm alive!

INT. KITCHEN - NIGHT

Mel takes a sip of coffee. Sam rests his head in his
hands on the table.

SAM
What is catalepsy?

MEL
Isn't that where you're allergic
to cats?

Sam frowns, trying to remember.

SAM
Isn't that like a coma?

Mel shrugs.

SAM
Yes. Catalepsy. That's when you
look like you're dead but you're
not. You're not dead -- you just
seem dead.

(CONTINUED)

CONTINUED:

MEL
Yeah, I think you're right.

Sam thinks for a second.

SAM
But the doctor, I mean...
(trails off)
The doctor was kind of old,
wasn't he? And he had the worst
spectacles I ever saw.

MEL
What's your drift, man?

SAM
Where's Bob?

INT. MUSIC STUDIO - NIGHT

STRANGE BANJO MUSIC.

Sam enters the studio. Bob is playing banjo, swaying from side to side, tears coursing down his cheeks -- a tortured man.

SAM
Bob, Mel just told me Leona
suffered from catalepsy.

Bob nods.

SAM
Do you think there's any chance
there was a mistake?

Bob nods again. He plays the banjo louder, more frantically. Sam stares at him. Does he mean what Sam thinks he means?

BOB
She's alive. But it's too late.

Horrificed, Sam leaps at Bob and grabs the banjo -- making him stop playing.

SAM
What do you mean?!

Bob looks at him, his face twisted in guilt and grief.

INT. COFFIN

Leona is going crazy, writhing, banging, scratching, kicking and screaming. Her nails are broken and bloody. Blood from her fingers has splashed onto her white burial gown, her neck, her face.

Her eyes are wide with panic.

LEONA

Aaah! Aaah! Aaaah!

INT. MUSIC STUDIO - NIGHT

BOB

I can hear her! I can hear her screaming! She's scratching at the coffin! She can't get out! I buried her alive! It was her greatest terror and I used it!

SAM

(aghast)

Why??

BOB

To punish her! To punish her for leaving me! Me! I who love her, adore her, worship her! Every night... Every night since she was fifteen I wanted her. I desired her! But no! It is forbidden. For her sake -- for her sake I suffered. Every night! Years and years of pain! For what? For you to come along and take her away? Never! Never!!

SAM

Where's the key?

BOB

Too late! It's too late!

Sam grabs him by the neck.

SAM

Where's the key to the crypt?!

INT. COFFIN

Leona is stark, staring mad -- banging, scratching, kicking -- her fingers flecked with blood -- and screaming, screaming, screaming.

(CONTINUED)

CONTINUED:

 LEONA
 Aaah! Aaah! Aaah!

INT. MUSIC STUDIO - NIGHT

Bob holds his ears.

 BOB
 Stop! Stop! Stop!

Sam has him by the lapels.

 SAM
 The key!

Bob indicates where the key is hanging on a hook on the wall. Sam grabs it and runs out of the room.

EXT. HOUSE OF USHER - BACK YARD - NIGHT

It is raining. THUNDER RUMBLES in the distance. Sam runs out of the house. He is holding a flashlight. He vaults over the wall into the cemetery.

EXT. CEMETERY - NIGHT

A burst of lightning illuminates the gravestones. Sam, soaked through by the rain, runs between the gravestones toward the crypt.

EXT. CRYPT - NIGHT

A CLAP of THUNDER.

The soaked Sam fumbles with the key. He puts it into the keyhole and turns it.

A flash of lightning.

Sam pulls open the heavy door.

INT. CRYPT - NIGHT

Sam switches on the flashlight and plays it around the interior of the crypt. He finds Leona's tomb and moves towards it. The stone lid has been shifted to one side.

Sam peers in.

CLOSE ON COFFIN

SAM

Leona?

Sound of STORM from outside. Sam puts down the flashlight, reaches in, and lifts up the coffin lid. It twists in his hand. It is only on one hinge.

The coffin is empty. There are bloodstains all over it and bloody pieces of white fabric cling to the fingernails, stuck in the coffin lid.

Sam is horrified. He lets the coffin lid fall shut. Then he picks up the flashlight and uses it to follow a trail of blood -- which leads to a small, wooden door in the wall of the crypt.

Sam opens the door. The blood trail continues down the wooden steps into the tunnels.

Sam descends into the darkness.

SAM

Leona! Leona! Are you there?

A psychotic LAUGH REVERBERATES from a tunnel not far distant.

INT. STEPS AND TUNNEL - CLOSE ON SAM - NIGHT

He swallows nervously.

In the distance, the STORM RAGES. Sam comes down the steps, pointing his flashlight this way and that.

He reaches the bottom of the steps and swings his flashlight around.

SAM

Leona!

He stops to listen.

He can hear someone BREATHING.

SAM

Leona?

Leona leaps out of the darkness and cracks Sam's head against the wall. Her face, caught briefly in the light of the flashlight, is blood-streaked and demented.

Sam, losing consciousness, slips to the ground.

(CONTINUED)

CONTINUED:

Leona picks up the flashlight and runs off -- her torn, white burial gown gleaming faintly like a tattered butterfly.

INT. TUNNEL - NIGHT

The mad Leona lopes down the tunnel, flashlight in hand.

LEONA
(yells)
Bob! Where are you?

INT. ART STUDIO - NIGHT

Bob is sitting at his bench, carving a large potato into the face of a fiendish cat. He stops. He can hear LEONA YELLING. He swallows, afraid.

INT. TUNNEL - CLOSE ON LEONA - NIGHT

LEONA
(eyes wild)
Can you hear me, Bob? I'm coming
for you!

INT. HALLWAY - NIGHT

Bob, panicked, comes out of the studio.

BOB
Mel?

INT. TUNNEL - NIGHT

Sam regains consciousness.

EXT. SAM AND FORD'S HOUSE - NIGHT

It is raining.

INT. SAM AND FORD'S HOUSE - LIVING ROOM - NIGHT

The TV is on -- showing a baseball game. Ford is sitting on the couch, drinking beer and eating Dorritos.

Cindy is on the floor, sorting through her cassette tapes.

(CONTINUED)

CONTINUED:

FORD

Sam is really going off the deep end. I mean! He's missing the ball game!

Cindy senses something is wrong.

CINDY

Is he in Burville?

FORD

I guess so.

CINDY

When did you last see him?

Ford looks at her and reads the concern on her face.

EXT. AIRPORT RUNWAY - NIGHT

Rain.

An airplane takes off. A streak of lightning.

EXT. HOUSE OF USHER - NIGHT

Rain. A CLAP of THUNDER.

INT. HOUSE OF USHER - LIVING ROOM - NIGHT

Bob is scared. Mel is standing, nervously holding a rifle with a bayonet attached.

MEL

Okay, buddy.

BOB

She's going to kill me.

MEL

Okay.

INT. BASEMENT - NIGHT

Leona comes out of the trap door. She takes a broom from a collection of cleaning materials propped up in a corner. She breaks the broom in half. The shaft with the brush attached now has a sharp point.

Armed with the brush, she climbs the stairs.

INT. TUNNEL - INTERSECTION

Sam lights a match to see where he is going. He looks at the various tunnels leading off from the intersection. Which one to choose? He is lost.

EXT. ROAD - NIGHT

Rain.

A late-model Chrysler speeds along the wet road.

INT. CAR (MOVING) - NIGHT

Ford is driving. Cindy is in the passenger seat. They are both wearing raincoats.

VIEW THROUGH WINDSCREEN

Flashing by in the light of the headlights is the cemetery sign: "Welcome to Burville."

INT. LIVING ROOM - NIGHT

Outside, the STORM RAGES. Sound of AIRPLANE APPROACHING. The house starts to shake.

Bob and Mel stand in the middle of the room, tense, waiting.

BOB

She's coming down the hall.

INT. HALL - NIGHT

Leona walks slowly and murderously down the hall, gripping the brush with its pointed shaft.

EXT. HOUSE OF USHER - NIGHT

The airplane approaches the house. CLAP of THUNDER.

INT. LIVING ROOM - NIGHT

AIRPLANE NOISE. The walls shake. Bob is too terrified to feel the pain of the noise.

BOB

Shoot her when she comes in the door.

(CONTINUED)

CONTINUED:

MEL
Shoot her?

BOB
Yes!

MEL
But I ain't got no bullets.

BOB
Then stick her with the bayonet!

Leona enters through the door. She is a frightening sight. Her white burial gown is stained with blood and dirt, her hair is in rats tails, her hands are bloody. Her eyes glitter darkly in her corpse-white face.

LEONA
(to Bob)
I'm going to kill you.

The room is shaking. Walls are bulging. Bob shrinks back.

BOB
It's not my fault! I love you!

Leona advances on Bob, ignoring Mel.

BOB
My only sin was loving you!

Mel lunges at Leona with the bayonet. She dodges. The bayonet sticks in the wall. Leona swings the sharp end of the brush into his throat and twists it right through his neck.

Mel, astonished, falls backwards, pulling the rifle out of the wall.

Bob tries to hide behind a chair. Leona locates him and advances -- her white gown now splattered with more blood.

BOB
(emotional)
All I wanted was just to walk in
the shadow of your dress!

Leona pounces on him -- her hands at his throat -- and proceeds to strangle him.

INT. COCKPIT OF PLANE - NIGHT

There are two PILOTS in the cockpit. Visibility is almost nil.

A flash of lightning.

PILOT
(at controls)
We're too low! Pull up! Pull up!

The two Pilots struggle with the controls.

EXT. SKY - NIGHT

A bolt of lightning hits the plane.

INT. LIVING ROOM - NIGHT

Noise of AIRPLANE. LOUD. The walls are shaking.

Leona is strangling Bob.

EXT. SKY AND HOUSE OF USHER - NIGHT

The PLANE CRASHES INTO the HOUSE.

INT. LIVING ROOM - NIGHT

The force of the airplane hitting the house knocks the whole room sideways. Leona loses her grip on Bob's throat.

EXT. USHER AND MEL'S HOUSE - NIGHT

Through the rain and the falling debris, the plane can be seen embedded partly in the ground, partly in the Usher house. One wing has flattened Mel's house. The other wing sticks up vertically over the house of Usher. The tail of the plane shudders.

INT. LIVING ROOM - NIGHT

The house is falling apart. The walls bulge, break and sway. The ceiling breaks -- sending slabs of plaster raining down. The floor lurches and dips.

Leona resumes her attack on Bob who is now half-buried under broken furniture.

(CONTINUED)

CONTINUED:

LEONA
I am going to kill you.

BOB
Do it.

The true ambivalence of his feelings toward her come out in his next, his last remark:

BOB
How could I say no to that sweet little face?

Leona strangles him.

There is an EXPLOSION. It might be from the plane -- it's hard to tell. Leona ignores it, bent on stifling Bob. Bob has given up all resistance.

Flames burst up in the kitchen. Mel, with the brush sticking out of his neck, suddenly rises and, with the flames in the b.g. is about to stab Leona with the bayonet when...

A beam dislodges itself from the ceiling and connects with his head. Part of the floor caves in. Mel starts slipping through the hole in the floor.

INT. BASEMENT - NIGHT

Sam heaves himself out of the trapdoor into the basement. He glances worriedly at the walls of the room -- which are cracking up.

Mel falls through the ceiling.

The stairs are collapsing. Sam runs up them before they are gone. They fall apart beneath his feet.

INT. LIVING ROOM

The room is falling to pieces. The fire has spread to the drapes in the living room.

Leona is strangling Bob.

Sam runs in, grabs Leona -- pulls her off Bob and, struggling, drags her out of the collapsing, burning room.

EXT. HOUSE OF USHER - NIGHT

The storm is abating. The Chrysler pulls up outside the house and Ford and Cindy get out.

INT. HALLWAY - NIGHT

Leona goes limp in Sam's arms. It's as if she is in a trance.

SAM

Are you okay? Are you okay?

Sam slaps her face. Nothing. She is gone.

INT. LIVING ROOM - NIGHT

The room is burning and collapsing. Bob drags himself across the floor, as the ceiling rains down on him -- across to the portrait of Leona on the wall.

A wall collapses revealing, through the flames, part of the cabin of the plane. In the windows of the plane, seat-belted passengers are burning. They have the same faces as those of the portraits of the Usher family.

CLOSE ON BOB

glancing nervously at the burning passengers.

ANOTHER ANGLE

On the wall, the portraits of the Ushers are burning.

Bob hauls himself up and grasps the sides of the portraits of Leona. He pulls it down and kisses it on the lips. He rolls on the floor.

A jagged chandelier falls from the ceiling into the back of the canvas -- spiking the portrait into Bob's face and killing him.

EXT. BACK OF HOUSE OF USHER - NIGHT

A light rain is falling -- bouncing off the vast airplane wing. The studio roof is burning. The water tank is lopsided and has lost its top. The water in the tank is steaming.

INT. HALL - NIGHT

Sam, his arm around the now passive waist of Leona, heads for the front door. The door is jammed. Smoke is coming from the living room. Sam turns to the basement door.

HIS POV

the stairs have gone.

He carries/pulls Leona to the studio door. Flaming debris is falling from the ceiling.

EXT. HOUSE OF USHER - NIGHT

The house is burning.

Ford and Cindy are running around the front, looking in the windows.

FORD

Sam! Sam! Are you in there?

Neighbors are coming out of their houses and gathering to watch.

INT. MUSIC STUDIO - NIGHT

Sam, with the semi-conscious Leona, hurries through the studio. Thick smoke. The curtain between the sound studio and art studio is on fire. Through the smoke can be seen the racks of vegetable art.

EXT. FLAMING STUDIO ROOF - NIGHT

The wing snaps and crashes onto the studio roof. The water tank falls through the roof.

INT. STUDIO - NIGHT

The water tank crashes down into the room. Sam shields Leona. The shelf of vegetable art up-ends itself. The vegetables fly up and plop down into the bubbling, steaming water in the water-tank.

Sam pulls Leona out again, into the hall.

EXT. FRONT DOOR - NIGHT

Ford is at the front door, trying to open it. Cindy is beside him.

FORD

I can't get the door open!

INT. HALLWAY - NIGHT

The hall is now on fire. Sam and Leona are at the front door.

SAM
Ford! Is that you?

FORD (O.S.)
Sam! You're in there!

SAM
The door's jammed!

EXT. HOUSE OF USHER - NIGHT

FORD
I'll ram it with the car! Stand back.

Ford runs to the car, leaps in, reverses, then drives over the front garden. The neighbors watch silently, like ghouls.

The car slams into the front door.

INT. HALLWAY - NIGHT

The hallway is filled with flame, smoke and falling plaster. The door splinters. A gap opens up between the door and the jam. Sam hefts Leona towards the door.

Then the floor caves in. Leona slips into the pit below and disappears. Sam almost falls in.

FORD
Quick! Sam! Jump!

Through the gap in the door Ford's face can be seen. His arm is extended through the gap, ready to catch Sam when he jumps across the pit in the floor.

FORD
Come on!

Sam looks down at the hole, stunned by the loss of Leona. There is no sign of her.

FORD
Jump!

Sam jumps across the hole in the floor and grabs Ford's arm.

(CONTINUED)

CONTINUED:

SAM

No.

Sam turns and jumps into the hole.

The hall walls collapse.

EXT. HOUSE OF USHER - FRONT PORCH - NIGHT

Ford lurches back, as the WALLS of the house SHUDDER.

FORD

Shit!

CINDY (O.S.)

Get away from there!

Cindy is standing in the front garden, away from the house. Her expression shows great alarm.

Ford runs away from the house which is now on the verge of total collapse. He reaches Cindy.

FORD

Shit!

ANGLE ON NEIGHBORS

Some of them are wrinkling their noses.

NEIGHBOR #1

What's that smell?

NEIGHBOR #2

Smells like vegetable soup.

INT. ART STUDIO - NIGHT

The studio is burning. In the boiling water in the water tank, the vegetable art cooks and dissolves.

EXT. HOUSE OF USHER - NIGHT

The Neighbors and Ford and Cindy hurry backwards as the House of Usher burns and collapses.

INT. BASEMENT - NIGHT

Smoke. Falling, flaming debris. Sam picks himself up off the floor.

(CONTINUED)

CONTINUED:

Leona is unconscious nearby. Sam looks desperately for the trap door. He finds it. It is jammed shut, under a heavy pile of masonry.

MEL (O.S.)

Over here.

Sam turns in the direction of the voice.

Through the smoke, Mel becomes visible, the brush still sticking out of his neck. He is pointing at something.

MEL

Here.

It is a ventilation window just above the floor.

Sam pulls Leona across to the window.

MEL

You go first. I'll pass her down.

Sam wriggles through the narrow gap. One of the basement walls starts to teeter over.

INT. TUNNEL - NIGHT

Sam drops down into the tunnel. He turns on the light switch. The fairy lights come on.

Leona's legs appear through the ventilation window. Sam takes her as she comes down.

Fearful noises of CRACKING BEAMS and FALLING MASONRY come from above.

SAM

(to Mel)

Thanks. Are you coming?

Mel's face is framed in the ventilation window.

MEL

(shakes his head)

Uhuh.

A huge CRASH as the FLOOR of the house falls into the basement. Smoke and dust burst through the window, obscuring Mel from sight.

EXT. HOUSE OF USHER - NIGHT

It has stopped raining. The moon is out from behind the clouds. Stars are starting to appear in the night sky.

Two walls of the house collapse.

Ford and Cindy have joined the neighbors who, in raincoats and rain hats, watch the burning airplane and the collapsing house -- the light of the flames flickering on their faces.

On a telephone wire two crows are also watching.

INT. CRYPT - NIGHT

The crypt doors are open. Moonlight floods in.

Sam and Leona appear through the small wooden door in the crypt. Sam, blackened, burned and bruised, helps Leona across the floor of the crypt.

Suddenly the floor drops. The tombs, loose from their moorings, fall and tumble in every direction. Their stone lids slide off. The Ushers, exhumed from their coffins, are suddenly all around them.

Sam pulls Leona out of the crypt.

EXT. CEMETERY - NIGHT

The gravestones glow faintly in the moonlight.

Sam and Leona walk away from the crypt -- now half-buried in the earth. There is a faint flicker of firelight from the distant burning house on their faces.

Beyond the cemetery wall, the house and the plane are burning.

Sam and Leona flop down beside a gravestone and rest.

From far off come the approaching sound of POLICE SIRENS and AMBULANCE BELLS.

CLOSE ON SAM AND LEONA

His exhausted face is black with soot and blood. Leona's face is coming back to life. Sanity is returning to her eyes.

VARIOUS SHOTS

The figures of Sam and Leona sitting in the graveyard.
The moon. The smouldering plane. A huge column of
smoke rising from the ruins of the House of Usher.

FADE OUT.

THE END