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CLOSE ON two eyes, closed. A YOUNG MAN, sitting up, asleep.

A noise, like a slapping, not loud. Repeated, again, again.

The eyes blink open. Unsure where we are. They look around.

We pull back: The young man wears a jacket and tie. He sits on a bench in a subway, the car moving fast through darkness.

We pull back further: The car is empty, just the young man.

Bang, the noise suddenly is louder. It seems to come from the next car down. Now it goes back to the quiet slapping.

The young man looks at the door to the next car. He can't see anything. The train rattles as it takes a curve.

The young man gets up from the bench and takes his briefcase. He walks toward the next car, his attention on the door.

ZARUMMMMM! HE SLIPS ON THE FLOOR AND FALLS ON HIS BACK.

His head slams down hard, and he just lays there, decked.

But his hands feel moist, his body feels wet, like he slipped in a puddle. He holds both hands up above his head
--

THEY'RE COVERED IN BLOOD!

BLOOD POURS DOWN HIS COAT SLEEVE! MORE BLOOD ON HIS FACE!

We pull back: The young man lies in a huge lake of blood.

He pulls himself up from the floor, and we see that he is soaked in blood, like he's had a bath in it. He shivers.

The next shock: A blood pool at the door to the next car.

The young man approaches the door carefully, almost sliding a second time. He moves more slowly, creeping up to the door.

The window of the door is covered in blood. The young man cannot see through it. He has to get closer, right up to it.

His eyes move next to the glass, which reflects red on him.

POV through the window: We see a huge dark figure, holding an immense mallet. The figure brings the mallet down, again and again and again, repeatedly pounding, blood hitting the glass in splashes.

The young man backs away. He looks around. Outside the train, pitch black. No one else is around. He looks behind him. The car on the other side is dark, empty, no one there.

Now the young looks back at the window. The glass is black.

But there is something there --

A HUGE EYE staring straight back at us.

IT'S THE DARK FIGURE LOOKING STRAIGHT AT US.

The young man is horrified, his expression total terror.

2 EXT. SUBWAY TRAIN -- CONTINUOUS 2

CLOSE ON subway windows as they fly past. We stay close enough to see what looks like sides of meat hanging inside.

AND A DARK FIGURE IS DRAGGING SOMEONE THROUGH THE SUBWAY CAR. *

3 EXT. CITY STREET -- DAY 3 *

IN SLOW MOTION, a young man walks down a sidewalk, and, as he walks, he lifts a camera. He stops and turns toward us. He aims directly at the camera and shoots. LEON KAUFMAN, late 20's, hair unruly, face unshaven, eyes piercing, dark. *

We leave slow motion: Leon shoikots more shots of the street. *

4 INT. LEON'S APARTMENT - DAY 4 *

Mounted on a wall, a series of black and white stills: *

-- Busy street, cab stopped at a curb. MAN IN A SUIT, hand out like a tackler, steals a cab by shoving another man. *

-- A HOMELESS campfire under an underpass. A disheveled homeless man comes at us with a bottle in hand. *

-- A POLICE CAR pulled over by a sidewalk, TWO COPS leaning over a guy in a leather jacket, hands behind him. *

-- A shot of a breathtaking GIRL, 20's, dark hair, hands on hips, smiling sexily in a park, looking at us. *

We pull back to reveal -- *

The same girl, MAYA JONES, is reading a textbook at a kitchen table. She's sexy in old pajamas and is wearing reading glasses. Smart as she is sexy, street smart, not just book smart.

Leaning over the shot is LEON KAUFMAN. Late 20's, his hair a mop of unruly curls, face unshaven, eyes piercing and dark. He is at the kitchen sink, the counter top filled with darkroom equipment. Leon looks at Maya, then at the photo of her in the park.

LEON

The chick in the photo's hotter.

Maya gives him a grin and a finger. He comes over. Maya goes in for a kiss - it's a combination of passion and familiarity.

LEON

Mmm. You taste good.

He comes back for a second kiss, and a third.

LEON

What are you reading?

Maya tilts her head toward the textbook.

MAYA

Metropolitan History.

LEON

Learn anything interesting?

MAYA

This was never a good place to walk at night. *

LEON

It's not a good place to drive against traffic, either. Some cabbie from one of those former Soviet republics took a shortcut on a one-way street. Six car pile-up.

MAYA
(excited)
And you caught it?

LEON
Right place, right time.

MAYA
How much did the Post give you?

LEON
We made the rent.

MAYA
That's great, Leon!

LEON
That buys me a couple days to
work on my own stuff.

Leon gets up and goes into the kitchen. He opens the refrigerator. Bottles clatter as he looks for a beer.

We get a good look at the apartment. Total disarray, crammed with funky furniture and art pieces. Even a kitchen counter piled with camera equipment and stacks of test prints.

MAYA
Things'll be easier once I get my
Master's.

LEON
I hate to break it to you, Maya,
but history teachers don't
exactly rake it in.

MAYA
Hey...

Beer in hand, Leon closes the refrigerator.

LEON
Besides, it's not just the money.

MAYA
I know, baby. You want to be
appreciated for your art.

Leon knows she's teasing him.

LEON
Is that too much to ask?

MAYA

No. I know you'll get there.
Might take a few more years.

Leon heads over to a cupboard and pulls down a bag of chips.

LEON

I don't know if I've got that
much patience left.

MAYA

Don't worry, everything happens
as it's meant to be.

Leon frowns. Maya looks up at the photo of her in the park.

MAYA

You know what you need? A genius
girlfriend who knows how to
network and get your work seen by
some classy gallery owner. Like,
say, Susan Hoff.

Maya grins. She's been saving this.

LEON

What? You didn't. How did you do
that?

MAYA

Jurgis is a friend of hers. He
met her through the magazine...
You're supposed to meet him at
her gallery tonight after it
closes.

LEON

And you held that back the whole
time I stood around feeling sorry
for myself?

Maya nods, hugely pleased with herself.

LEON

You're going to pay for that.

Leon charges her with a roar. They fall onto the couch,
laughing.

5 INT. NEGATIVE SPACE GALLERY - ENTRANCE AREA -- NIGHT 5

The gallery is a converted warehouse, its interior entrance a long ramp with brick walls leading to the main gallery space.

Leon and Jurgis enter.

JURGIS
(quietly)
Don't mention Maya. Susan likes
her artists available.

Leon gives Jurgis a small smirk. He's not worried about it.

6 INT. ART GALLERY - CONTINUOUS 6

A bare, minimal space with the harshest gray concrete walls. A receptionist's counter faces the front. Behind that, a low table with a few catalogues and art magazines. On the walls are paintings by Clive Barker.

SUSAN HOFF (40s) approaches from the back of the gallery. She is beautiful, razor sharp. There is an edge to everything she says.

JURGIS
Susan, this is Leon Kaufman.

LEON
Pleased to meet you.

Susan smiles and shakes Leon's hand. He's nervous.

SUSAN
I looked at your work. There's a
consistency to your images.

LEON
Thank you.

SUSAN
Talk to me about them.

Leon glances at Jurgis for a moment.

SUSAN
Sell yourself a little.

LEON

When I lived in Atlanta, I thought this was the promised land, where everything was possible. Then I got here. It was crushing. There aren't dreams here. Just humanity. Not natural, and not kind. It pulls you in. It takes from you. I want to show the source of that energy. The "heart of the city."

SUSAN

(wryly)

The "heart of the city"?

LEON

Exactly.

SUSAN

Then you're failing.

Leon freezes. She pauses long enough to let it sink in.

SUSAN

Most of the time.

Susan motions with a finger for Leon to follow. She turns to a nearby table, where she flips through the images in his portfolio. In doing so she leans in close to Leon, brushing against him. She pauses on one photo: A MEAT WORKER looks up, angry and surprised, as he dumps half of a calf carcass into a city trash can.

SUSAN

Now this....It's not there but it's closer. He looks....caught in the act. You exposed something.

She gives him a look.

SUSAN

Something dirty.

She closes the book.

SUSAN

But you need to get a lot dirtier.

LEON

Dirtier.

She looks at Leon, directly in the eyes.

SUSAN

You're searching for the "heart of the city"? Then you have to get under the flesh. That's what I mean by dirty. Come back when you've done that.

Leon stands silent, not sure what to say.

7 INT. NEGATIVE SPACE GALLERY - ENTRANCE -- MOMENTS LATER 7

Leon stands in the entrance hall, still in a daze.

LEON

Is that it?

JURGIS

Hey, you got two minutes with Susan Hoff. Know how many people would suck off their uncles for that?

LEON

(to himself)

"I'm looking for the real heart of the city." What does that shit sound like?

JURGIS

Like the kid who just stepped off the bus.

*

8 INT. LEON'S BEDROOM - NIGHT 8 *

Leon sits up in bed. Maya is curled up against him.

LEON

You know, sometimes I hate this city.

MAYA

Yeah, and some times you love it. (beat) Come on, you're being too negative. She left the door open for you. That's really encouraging.

LEON

No, it's not fucking encouraging.

Maya smacks his chest.

MAYA
Why are you so upset?

Leon doesn't say anything.

MAYA
Because you think she's probably
right.

LEON
I thought my stuff was good. Now
I don't know.

MAYA
So you shoot something else.

LEON
I'm not sure.

MAYA
You know how crazy that sounds?
Tell me you're not afraid of
failing. That's not it, right?

Leon looks at her. She smiles.

MAYA
C'mon, what is it?

LEON
It's not failure. I don't know.
Now I'm just not sure what I'm
looking for.

MAYA
You're with me. I'll help you
find it.

Leon meets her smile. They kiss slowly, and snake against
each other beneath the sheets. After a while, Maya pauses.

MAYA
Come on, don't tell me your dick
is sulking, too.

Leon smirks.

LEON
It does what it does.

Maya tickles Leon until he has to laugh.

MAYA

You're lucky I've got the early
shift at Otto's tomorrow.

Maya kisses him, rolls over, and closes her eyes. Leon
stares vacantly at the ceiling. *

9 INT. DARK SUBWAY CAR -- NIGHT 9

A dimly lit subway car moves through the darkness. No one
is on board, and there is no noise except the rumble of the
train speeding down the tracks. The walls and all fixtures
of the car have a brushed metallic sheen, and light from
the outside tunnels flashes the metal as the car rushes
along.

Overhead straps hang from the ceiling, and they move
slightly in rhythm with the train. A flash of light
reveals more of the straps: They're not straps but sharp
metal hooks, like hooks used to hang sides of beef. The
train moves faster, and the hooks dance, slightly clanging.
Now the light changes again, and the hooks are hand straps,
just swinging, waving.

10 INT. LEON'S BEDROOM -- NIGHT 10

With a start, Leon opens his eyes. Sees where he is. He
carefully untangles himself from Maya, and slides out. The
train images were a nightmare. He shakes it off.

11 EXT. DESERTED STREET - NIGHT 11

Leon is on the prowl, camera in hand. He snaps a shot, but
the street is empty. Up ahead: the entrance to the subway. *

12 INT. PERSHING SQUARE SUBWAY - ENTRANCE - NIGHT 12

Leon digs in his bag, looking for camera gear. He pulls
out his Leica and sees what's around. Only a few people.
He swings the Leica up and shoots a HOMELESS MAN, plus two
other people walking behind him (MAHOGANY'S back and bag).

Then, abruptly, Leon hears a small scream.

He rounds the corner and sees a HIP GIRL. She's surrounded
by THREE GANGBANGERS. Two are heavysset and tattooed, one
with a short scruffy beard. The LEADER is wiry freak with
nervous energy. He's got a prison-style tear-drop tattoo
beneath his eye.

LEADER
Gotta pay the toll first, bitch.

HIP GIRL
Leave me alone, you asshole.

With this, the leader hood slams her against the wall and grabs her throat with one hand. He pushes her chin up.

LEADER
Then you're going to have to pay
on your knees.

Leon watches from a distance.

The girl is scared now. She's totally surrounded. Laughing, the leader backs a few feet away from the girl.

In that moment, she turns and looks at Leon. Her eyes meet his for the first time. Does she expect him to help?

Leon pulls up his Leica and --

Snap! The camera freezes her and the hoodlum locked together in a primal urban stand-off.

They look at Leon. Snap! Leon captures the Hoodlum's surprise and anger, and the Girl's fear and hope.

LEADER
What the fuck are you doing?

The Hoodlum is in his face.

LEADER
Give me the camera.

The Girl edges away from the gangbangers.

Leon looks like he's ready to slug the Hoodlum. He's not even thinking about his camera, which he lowers to his side. If he could put the camera somewhere safe, he'd hit the guy.

LEADER
I said give me the camera!

The Leader steps forward and knocks Leon's gear bag down. The Leader waits for a reaction. Leon holds his ground.

Leon sees a surveillance camera above them. He points up at the lens.

LEON

You're giving the cops a good show.

The Leader looks up. He glares at Leon.

LEADER

You're dead, motherfucker.

The gangbangers take off. Leon calls to the Girl.

LEON

You okay?

The Girl, shaken, looks behind Leon to the way she came.

HIP GIRL

How long did you stand there watching me almost get my throat slit? You fucking asshole.

Leon was expecting gratitude?

LEON

Thank you very fucking much.

She pushes past him, running out the station to the tracks.

13 INT. SUBWAY STATION -- CONTINUOUS 13

CLOSE ON Leon, on the edge of the platform, shooting. CLICK. He shoots the Hip Girl. CLICK. CLICK. CLICK.

CLICK. Now we see what Leon has just shot --

POV on the car door: The image freezes as Hip Girl lunges in the car. A few riders inside, a hand holds the door. *

14 INT. SUBWAY CAR - NIGHT 14

The doors of the car hiss as the Hip Girl lands inside.

We pull back: A LARGE HAND still holding the doors.

On the hand, a BRACELET OF TWISTED SILVER.

The HAND withdraws. The doors hiss shut.

CLOSE ON the Girl's face as she finds a seat.

HIP GIRL
 Thanks. There's some real psychos
 out there tonight.

Back to the LARGE HAND. We don't see the hand's owner.

The Hip Girl sits in her seat, relaxing as the train moves.

15 INT. SUBWAY TRAIN - NIGHT - MOMENTS LATER 15

The Hip Girl sits in a nearly empty car, the other passengers having departed. She's at one end, and she's turned away from the other end. But someone is there.

At the back of the car, over her shoulder we see a LARGE MAN sitting straight, not moving. We don't see him clearly, but he is huge. The Hip Girl doesn't notice.

CLOSE ON a LEATHER BAG, on the floor by the man. A LARGE HAND goes into the bag. It searches for something inside.

The hand extracts a LARGE HAMMER from the bag. Huge.

Back to the Hip Girl, who still has seen or heard nothing.

But now the LARGE MAN gets up and walks toward the Hip Girl, toward us. As he gets close, he brings his arm up.

The LARGE MAN reaches the Hip Girl. The HAMMER above her.

WHAM! The LARGE MAN swings the HAMMER down and cracks the Hip Girl's head so hard it crunches like a soft melon.

16 EXT. SUBWAY TUNNEL - NIGHT - CONTINUOUS 16

The train roars through the underground.

17 INT. SUBWAY TRAIN - NIGHT - SAME 17

INSIDE THE TRAIN - on a seat: a plastic bag neatly filled with the girls clothes.

Close on: the girls lips. Still. Mahogany's hand removes her lipstick with solvent.

A loud sound of metal as the train makes a change of track.

Mahogany looks up, then goes back to removing the lipstick.

*

18 INT. LEON'S APARTMENT - KITCHEN -- DAY

18

Maya sits on the kitchen counter amidst dark room equipment, in her underwear, legs wrapped around a standing Leon. He kisses her neck, she looks to the side, seeing -

HER POV: a series of prints spread out on the counter.

CLOSE ON: the images of the gangbangers and the Hip Girl.

Leon keeps kissing her, but she pulls away, looking at the photos of the Hip Girl and the Gangbangers. She points to the first one, the girl in the photo staring directly at Maya, the photo is chilling.

MAYA

When did you get these?

LEON

I took them last night.

MAYA

You have to show these to Susan Hoff. What you said she wants. This is it.

LEON

You think so?

Maya turns to face him. She is very serious.

MAYA

If it's not, I hope I never see it.

*

19 INT. OTTO'S RESTAURANT - DAY

19

A trendy downtown restaurant, with small tables arranged in an airy open space. On one side, a grill and a small bar.

Maya serves Leon a leafy salad. He puts down his newspaper.

Leon smile back at Maya and takes out a small package of deli paper from his bag. He unwraps it meticulously.

OTTO, 40's, the diner's eccentric and boisterous owner-operator, pauses by Leon. He gives Leon a hard look and shakes his head.

OTTO

Fuck no, I'm not doing that again.

LEON

C'mon, Otto, I'll pay extra. Just toss it on the grill.

Leon takes out a cold, gray tofu square from his deli wrap.

OTTO

It's bad for my reputation. This is the best Philly cheese steak in town. The tofu'll fuck with my grill. How about having one of my specials instead?

Otto takes two steak flanks and tosses them on his grill.

LEON

Because I have respect for my body, Otto. And for the cow.

OTTO

Don't give me that bull. You want to let your wimpy jelly loaf soak up all my tasty grease.

With that, Otto takes a brimming cheese-steak sandwich from his grill and hefts it. It's enormous. The steak slices are generous, and cheese and onions drip all over it.

OTTO

My family opened this diner. My heritage is in this cheese-steak. If my nannouo, god rest, knew I put that on his grill...

Otto shakes his head in disgust. Maya rolls her eyes at Otto. Leon smiles.

LEON

Alright, alright. I won't ask again.

Leon picks up his paper on the counter as he finishes his meal. He turns a page and sees a small photo in the metro section. A pretty girl, chic but over-done. Like a model.

LEON

I think I just saw her.

Leon starts reading.

LEON

She walked home from a club at 2:00 in the morning. Now they can't find her. A model. She was celebrating a magazine cover.

He takes a closer look. Holy shit: Now he remembers.

LEON

Maya. Look at this. I saw her the other night.

Maya looks over at Leon, not sure what he means.

Leon stands trying to remember what happened.

LEON

I tried to apologize, but she kept walking.

Leon starts gathering his stuff. He leaves the deli wrap with the tofu, still open on Otto's counter.

MAYA

Where are you going?

LEON

To the police. I'll show them the pictures. Maybe they'll help.

20

INT. POLICE STATION -- OFFICE - DAY

20

Leon sits in a plastic chair. His photos of the Hip Girl are spread on the desk separating him from DETECTIVE LYNN HODGE, (late 40's) African-American. She points to the gangbangers.

HODGE

These individuals ran off after you made your presence known by taking their picture.

LEON

I also pointed out that they were being filmed by a surveillance camera.

HODGE

And they ran off toward the station entrance.

LEON

Yes.

HODGE

What station was this again?

They've clearly been over this already. Leon controls his frustration.

LEON

The 14th Street station. Around midnight.

HODGE

And Loretta ran off in the opposite direction. Toward the platform. You followed her. Saw her board?

LEON

Yes.

HODGE

But then you left.

LEON

I missed the train.

He gets uncomfortable.

LEON

I thought the photo might help with the timing and all that.

HODGE

(nods)
So will the surveillance tape.

Leon stands up, feeling embarrassed.

LEON

Sounds like you're all set then.

HODGE

You'd think she would've stuck around for a while. To thank you, for starters. From the looks of it, it didn't seem like you were in a hurry. Holding out for the best shot I guess?

LEON

I lose myself sometimes.

HODGE
You sell your pictures, or just
aspiring?

LEON
What's that mean?

HODGE
(who's he kidding)
Loretta had a following. Some
sheet may pay for them.

LEON
Look, I didn't know her.

HODGE
Why her then?

LEON
What do you mean?

HODGE
If it's not for money....do you
follow women?

LEON
(pissed)
No, I shoot everything.

HODGE
So why'd you decide to follow
her? If you weren't stalking.

Leon searches for an answer. Hodge holds his gaze.

LEON
I don't know.

HODGE
Trade secret? Okay, let's stop
for now.

Hodge stands and gives Leon her card.

HODGE
Call me if you come up with an
answer. I'll call you if there's
anything on those tapes that
doesn't jibe with your story.

21 INT. SUBWAY TRAIN - NIGHT

21

LEIGH and RANDLE COOPER, (30's) healthy and sexy, well-dressed out-of-towners, sit next to TROY TALEVESKI, 30s, a slick stockbroker type in pristine condition.

Leigh looks around the car with obvious discomfort.

TROY

Don't worry, Leigh. I ride this all the time. They erased all the graffiti about 20 years ago.

RANDLE

I don't think that's what makes Leigh nervous.

Troy knows Randle is just as nervous as Leigh. He grins.

TROY

Loosen up, you two. I took you to a Broadway show. Now you're getting the underbelly of the New York experience.

The train comes to a stop, and the doors slide open.

RANDLE

Where is this place?

TROY

You don't want to know.

Troy smiles. He knows he's making the out-of-towners nervous.

A group of Hip Hop KIDS stand up with their boom box.

Leigh clutches the hand strap, cowering behind Randle. Troy bobs his head, trying to show the Kids he's down.

The Hip Hop Kids simply ignore them and file off the train.

As they clear the train, we see Mahogany sitting quietly in the back. He is the only other person in the car. The train moves on.

RANDLE

How bad can it be?

Mahogany watches them, taking their measure.

TROY

I know a restaurant critic who
won't cover it.

Randle raises his eyebrows at Leigh. She nervously smiles
back at him.

The train approaches another station, but rages by. Only
Leigh notices.

LEIGH

Did we just miss a stop?

RANDLE

(to Troy, ignoring Leigh)
Troy, we didn't go on vacation to
get shot in a ghetto.

Leigh looks out the window. Then she looks at Mahogany.
Now Mahogany just stares straight ahead. Leigh breathes
deeply.

TROY

You told me you wanted to
experience the culture, Randle.
And that's what I'm going to
deliver.

The train rolls down the track, lights flickering on and
off. Blue sparks from the wheels dance against the tunnel
walls.

Leigh looks over at Randle, but he doesn't return her gaze.

Mahogany suddenly lurches to his feet. He holds his arms
behind his back, concealing something.

Leigh watches him. The two guys face the other way.

TROY

If your not up for it we could go
home. Leigh could cook us a
romantic dinner for three.

RANDLE

What did I say about trying to
charm my wife into bed.

LEIGH

(quietly)
Randle?

The guys ignore her.

TROY

I wouldn't dream of it. But with anatomy like hers...

RANDLE

(joking)

Watch it...

Mahogany moves fast, taking long strides down the center of the car. Something glints behind him, something metal.

LEIGH

Randle? RANDLE!

Randle and Troy turn as Leigh screams, but Mahogany is upon them, raising his massive arms.

THUD! The steel hammer strikes Troy in the temple, knocking him to the floor.

Mahogany spins gracefully, catching Randle in the gut with a gigantic meat hook.

The train lurches, knocking Leigh to the ground.

Leigh screams as he lifts the meat hook up, hooking into Randle's rib cage.

CLOSE on Randle's feet as Mahogany lifts him off the floor above Troy's body.

The steel hammer finishes Randle with a sickening crunch. He falls to the ground next to his friend.

LEIGH

(whimpering)

Why are you doing this?

Mahogany pulls the meat hook out of Randle and turns, walking towards Leigh.

Leigh scrambles away, knocking into his leather bag and falling to the floor. Butcher tools spill across the car.

Leigh screams, trying to wrap her hand around a long CARVING KNIFE. Mahogany comes up behind her. And just as she is about to get a grip on the blade--

Mahogany grabs her ankles, pulling her backwards like a squealing calf.

A glint of metal above her head, the arc of the steel hammer. THUD! She drops to the ground, legs twitching, silent.

The lights flicker as the train clatters down the track. *

22

INT. NEGATIVE SPACE GALLERY - NIGHT

22

Leon sits with Susan Hoff. She flips through a folder of Leon's latest prints and stops on one of the pictures of Loretta Dryer.

SUSAN

Talk to me about it.

LEON

(defying her)

It is what it is.

SUSAN

This is the singer the police are looking for? What'd you tell them?

She gives Leon a look like he has something to confess.

LEON

I just happened to be there. I shot what I saw.

SUSAN

So you were lucky? Or you saw something. Something no one else saw. A girl about to vanish.

She gives him a look, like he knows more. Leon is completely uncomfortable now.

SUSAN

I'm starting to see a point of view. Still tentative. But different.

She looks into his eyes.

SUSAN

Not the "heart of the city." But that was just bullshit.

She now has a firm grip on his arm and moves in close.

SUSAN

I have a group show up next. I
can add a few of your shots.

Leon is ready to explode, but he doesn't want to blow this.

SUSAN

It will be tight... but you have
enough time to gather one or two
more. Another strong one like
this.

*

23

INT. OTTO'S RESTAURANT - LATER - NIGHT

23

Leon, Maya, and Jurgis, all a bit drunk, sit in a corner
booth, Maya almost in Leon's lap. Leon tries to be serious.

LEON

(lifting his glass)
I owe you. Both of you. You
believed in this....

MAYA

(interrupting)
That's because you're great.

LEON

Hold on, I've got to deliver the
show. She wants more work.

MAYA

Don't worry so much.

JURGIS

She's right.
(smiling)
Besides, now it's not about the
work, it's about spin.

Leon and Maya exchange glances.

JURGIS

I know this writer who covers the
galleries for a bunch of the
glossies. He's an arrogant little
dick-head but I'll convince him
you're the new Weegee and he'll
review your exhibition as if it
was the second coming.

LEON

Man, that'd be great. But if he's going to write a good review, I want him to like the work.

JURGIS

Leon, he's a fucking journalist. What does his opinion matter as long as he spells your name right?

LEON

(frowning)
Jurgis.

JURGIS

Listen. Susan is mercurial, her friends are fickle. You need to stay ahead of her. We could give her a little scare.

LEON

Hold it. I don't want to get ahead of anything.

JURGIS

Fine. But a friend of mine at Gagosian asked about you. You don't have to meet her of course, if you don't want to.

MAYA

Do you know any art dealers that aren't woman?

JURGIS

Plenty, but all the powerful ones are female. And usually quite attractive.

He smiles at Maya, shining her on.

LEON

Did I ever tell you you're evil Jurgis?

Jurgis smiles benignly. Maya puts her arm around Leon.

MAYA

It may be a good evil though.

*

24 EXT. CITY STREET -- LATER - NIGHT

24

Four in the morning. No one is out. Leon walks down an old street. Behind him, the Pershing Square subway. Ahead, closed store fronts, rundown residential hotels.

He finds a bench and sits down. A shrug. What did he think he'd find at this hour? Even bad guys go to bed. He leans back, like he might doze off. Shuts his eyes.

Then, very quietly at first, footsteps echo on a staircase. They are coming up from the Pershing Square subway station.

Camera up, Leon jumps up from the bench and ducks behind it. He lines up the subway entrance in his viewfinder.

LEON'S POV: A large dark shape fills the frame, walking.

POV: The camera lifts slightly, and we see an immense head.

CLICK. Leon takes a shot. CLICK. He takes another.

*

The man he catches is MAHOGANY. A big man in his 50's with a crisp white shirt, dark brown suit, and hair oiled back.

He holds a leather bag, and, eyes straight ahead, he walks alone along the sidewalk on the other side of the street.

Leon is fascinated. He takes a few more shots until Mahogany crosses a street a half block away from Leon.

Leon lets him walk another twenty feet before he follows. He keeps close to buildings, but Mahogany doesn't look behind him. Mahogany moves very fast for a large man.

In a few quick strides, Mahogany rounds a corner. Leon breaks into a run, stops at the corner, and then turns.

*

25 EXT. AROUND THE CORNER - NIGHT

25

*

No one is on the street. Leon swings to his side and--

SLAMS INTO MAHOGANY. Mahogany's bag dropping to the ground. Leon's busted. He backs off, then stops, disarmed by the big man's look. Did Mahogany know he had been followed?

Mahogany stares right at him, inspecting him -- the cat who's caught the mouse? Leon holds his camera down.

LEON

Sorry Mister, I just wanted a picture of you. Sometimes I don't even think about it.

Leon notices Mahogany's wrist, a TWISTED METAL BRACELET against his starched sleeves. A small moon and star.

Then Leon's eyes shift down to the bag on the ground. CLOSE on the engraved "Mahogany." The bag is closed.

Noting Leon's look, Mahogany picks his leather bag up. We hear the clang of something metallic and heavy inside. Mahogany hefts the bag, and the clang is more pronounced.

Leon looks up, reacting to the gesture, still nervous. He stares at the heavy bag and sees Mahogany's large hand --

Is that a small spot of red on his wrist? Leon freezes.

Leon takes a step back, suddenly afraid.

Mahogany cracks a thin smile and shakes his head no. His gaze locked on Leon. A chill runs down Leon's spine.

Mahogany turns and continues down the street. He reaches the stone staircase of a residential hotel and goes up.

Leon stands there, as if he stepped in front of a bus. *

26

INT. LEON'S APARTMENT - DAY - LATER

26

Leon stands at his sink, fingering through a stack of prints. He pulls out all his shots of Loretta Dryer and looks them over. He sees something he hadn't noticed: In his shot of the Homeless Man, there is a large man in a brown suit, seen from the back, carrying a leather satchel.

Leon squints, then pulls out his last shot of the Hip Girl getting on the train. He sees the big hand holding the door. On the wrist, a thin line. A metal bracelet. Is that a moon, or just a smudge? No, just a smudge.

Leon lowers the print, wondering about the connection. *

27

EXT. MAHOGANY'S RESIDENTIAL HOTEL - EVENING

27

Mahogany exits the building and walks down the street.

Leon peeks out of a doorway. He waits a beat, then follows.

28 EXT. INDUSTRIAL BUILDING -- LATER 28

Leon, half a block behind, watches Mahogany approach a small, nondescript industrial building. He vanishes inside.

29 EXT. DRIVE WAY -- LOADING DOCK -- CONTINUOUS 29

Around the side of the building, a truck is parked at a loading dock. Leon walks up, doesn't see anyone nearby.

Leon jumps up onto the dock and looks into the building.

30 INT. INDUSTRIAL BUILDING -- PACKING FLOOR -- CONTINUOUS 30

Leon sees CONVEYORS and a PACKING FLOOR running full tilt.

BUTCHERS in blue coveralls weigh and split giant beef carcasses hanging from METAL HOOKS. They slice through the bones and hack away the fat with SAWS and CLEAVERS.

It's a meat packing plant.

Leon is amazed. He lifts up his camera to get a shot.

CLICK! Intestines fall into a stainless steel cart. CLICK! Blood is squeegeed through metal grates. CLICK! A bone saw sends a cloud of white dust in the air. The dust settles.

Suddenly, at the rear, Mahogany emerges from a locker room, putting on blue coveralls. Leon jumps back a few feet.

Mahogany, butcher's apron on, reaches for a side of beef the size of a man. Without stopping, he wraps his arms around it in a gesture like a hug and lifts it like a pillow. He easily tosses it five feet onto a cutting rack.

Leon reacts, intimidated.

31 EXT. MEAT PACKING PLANT -- LATER 31

Leon waits by the corner, watching the entrance.

Mahogany exits, bag in hand. Leon reacts and follows.

32 INT. SUBWAY STATION -- PLATFORM -- NIGHT - LATER 32

Mahogany stands back away from a group of riders on the platform. He seems to be watching them, measuring them.

Now we see Leon. Camera down, he's even further back. He watches Mahogany, standing at a distance so he isn't seen.

Mahogany scans the riders like a hawk. We see his eyes.

POV: A **well dressed man and a woman**. Then a man in an overcoat, distracted, with a paper. An athletic guy. *

Back to Leon, wondering. On his gaze, the sound of a train.

CLOSE ON the doors of a subway car as they open. The athletic guy enters. Mahogany follows right behind.

Back to Leon, who steps forward. Suddenly --

-- A hand grabs his shoulder. A big STATION COP.

STATION COP
Hey, what's this?

The cop jerks Leon's camera away from him.

STATION COP
What're you taking pictures of?

The hiss of the subway doors. Leon turns, they're closed.

33

INT. SUBWAY TRAIN - NIGHT - LATER

33

The passengers have thinned. Mahogany sits in the back, quietly observing the last few riders as they depart.

A GUARDIAN ANGEL comes through from a rear car. He cocks a finger and fires at Mahogany, who smiles back.

The Guardian Angel walks to the front, watching as stations whiz by outside. He looks confused. The train is not slowing down. He leans down, looking out the window.

GUARDIAN ANGEL
Why didn't it stop -

The Guardian Angel turns around. Mahogany is there holding his stainless steel hammer. The hammer comes down.

WHACK! The Guardian Angel hits the floor.

Mahogany looms over the Guardian Angel, ready to finish the kill. Suddenly, pain rips through his guts. He drops the hammer, coughing blood onto the floor.

CLOSE as the Guardian Angel's eyes pop open - red with exploded blood vessels, burning with rage. He leaps to his feet, howling like a wounded animal, reaching for something in his sock. A curved hunting knife.

Mahogany regains control and side steps at the last second. The knife slices into his arm.

Mahogany bellows, grabbing the Guardian Angel's wrist, snapping his arm backwards. CRACK! The bone shatters. The Guardian Angel screams and drops his knife.

The train rounds a corner and speeds up.

The two men smash against the seats, trying to find enough balance to kill the other.

34 INT. TRAIN DRIVER'S CAB - NIGHT - CONTINUOUS 34

From the front cab, the DRIVER of the train can hear the sounds of a struggle coming from the car behind him. He slows the train a bit. And gets up from his seat. A thin man wearing a Transit Authority uniform, the Driver has a craggy and nicked face with the pallor of a man who spends little time in the sun. He's skinny but looks muscular.

35 INT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 35

He opens the door to the car. The chaos in front of him is shocking. Two men struggling to kill each other, the Guardian Angel seems to be getting the upper hand.

36 INT. TRAIN DRIVER'S CAB - NIGHT - CONTINUOUS 36

The Driver, leaving the door open, calmly goes back into his cab. He reaches into a compartment and pulls out a small Glock automatic.

37 INT. SUBWAY TRAIN - NIGHT - CONTINUOUS 37

The Driver, straight faced, quickly walks up to the two men. Both men are on their knees. The Guardian Angel closest to him.

Mahogany sees his hammer, then he sees the driver walking toward them with a gun. Mahogany reaches for the hammer, just as--

The Driver raises the Glock to the back of the Guardian Angel's head.

POP! The flash of the gun fills the car.

The train races on.

The Guardian Angel drops to the ground. His legs twitching against the steel floor.

Mahogany clutches his arm. He checks the wound. Blood spurts onto the floor. He looks up to the driver.

DRIVER

Clean up the mess. Get yourself patched up, you're not going to make it.

38 INT. OTTO'S RESTAURANT -- NIGHT

38

Maya locks the front door of the diner and turns off some of the overhead lights. As she walks past the counter, something catches her eye. A small black box. A jewelry box. She stops, and reaches out for the small item, just as-

A MAN GRABS HER FROM BEHIND. MAYA YELPS OUT IN FEAR. She spins around swinging, the assailant is - LEON.

He laughs wildly.

MAYA

You asshole! How did you get in here?

She hits his chest with her balled up fist.

LEON

Your spare key from home.

She collects herself. Despite her shaken state - she is happy to see him.

LEON

Don't worry, it's not an engagement ring. I wouldn't propose in Otto's kitchen.

She grabs the box.

LEON

I can't afford one of those...
not yet.

Maya pops open the box. Inside is a PROMISE RING. Two bands - off centered and not quite touching. In the middle is a small flower shaped diamond. Almost resembling a star.

She takes the ring from the box and slides it on her finger.

LEON

I was iffy on the fitting, but it
looks pretty good.

Maya kisses Leon.

MAYA

It fits great...

LEON

I want you to know how much you
mean to me. How important it is
to me that we found each other,
especially in a big city like
this. I want to share everything
with you, every moment that lies
ahead.

She looks at him deeply and kisses him again with even more affection.

MAYA

Thanks, baby...

LEON

If Otto knew **we were doing this**
here, he'd probably have a heart
attack. He doesn't have cameras
in here does he?

*
*

MAYA

No...

Leon leans in close to Maya - reaching past her and sliding his hand across the surface of the **counter**. He looks at his hand - GREASE staining his finger tips. Then he feels something. He pulls back from the grill to look Maya in the eyes--

*

She's undone the top button of his jeans. She pulls his zipper down.

Leon doesn't waste time. He kisses her - biting her bottom lip. She lets out a small seductive squeal. Leon slides up her skirt around her upper thighs and lifts her up onto the counter. He tugs her cotton underwear to the side and thrusts inside her. She sighs heavily.

*

39 INT. DARK SUBWAY CAR -- NIGHT

39

A small dark red hole. So dark it's almost black.

It's dried blood, congealed around a small bullet hole.

We pull back to see the head of the Guardian Angel.

He's hanging upside down. His face is a pale mask, the bullet hole the only dark spot in his waxy forehead.

Beneath his head, his shirt is neatly folded on his shoes.

We move up and see the rest of his body without skin. His skin has been neatly peeled off, exposing muscle and bone.

Except for one place. A thin vertical strip of skin remains, just an inch sliver of pale pink left on his suspended body.

Two large hands in plastic gloves enter the frame. They hold a scalpel. In one precise move, the strip of flesh is peeled away, neatly. The body now resembles an anatomical model.

We track down to the ground by his head. There is another head hanging upsidedown next to him. The difference --

The second head has two wide-open eyes filled with horror. A gag in place in the victim's mouth, no scream can be heard, but the head belongs to a MAN WHO IS STILL ALIVE. Trembling.

Beneath the man, a shirt folded on a pair of shoes. We track along the floor. A second folded shirt. And then a large spray of blood.

40 INT. SUBWAY TUNNEL -- NIGHT

40

The train roars through the tunnel. As it flickers by, we catch a glimpse of SIX NAKED BODIES, hanging upside down - and then the train is gone.

41 INT. LEON'S APARTMENT - NIGHT

41

CLOSE ON something red which explodes and splashes juice.

Leon slices a tomato on a cutting board, drops the slices into a large salad bowl filled with lettuce.

Maya enters Leon's work area on her way to the kitchen. She stops as something catches her eyes.

Pictures line the walls. All tacked up neatly. ALL OF MAHOGANY.

*

MAYA

Leon, what's this? Is this for your show?

LEON

No, he's a butcher. He was at the station when Loretta Dryer vanished. I photographed him.

MAYA

What are you doing?

LEON

There's something disturbing about him.

She reacts.

MAYA

You're right about that. Leon, what's wrong with you? You should be focusing on your show.

Leon meets eyes with her and then averts her gaze.

MAYA

You went to the police with your photos. Whatever is going on, they'll figure it out.

LEON

Or they won't.

MAYA

It's not your problem. I'm your problem. Can you please let this go? Please Leon. For me.

He smiles at her, reflecting.

LEON

Yes.

We stay on Leon as Maya walks to the cabinet and pulls down dishes from a shelf. We see that his yes means no.

42 INT. DARK SUBWAY CAR -- NIGHT 42

A dark shape hangs from the ceiling of an otherwise empty subway car. It trembles like a slender cocoon, shaking and writhing. But it is a body with its hands tied up. We've seen this car before: Metal hooks hang from the ceiling.

A large man seen only from the back approaches the hanging body, and he holds the body still with one gloved hand. The man now runs his hand over the body, which jerks in response. Suddenly, we see the man's other hand. Also gloved, it holds a long, glistening blade. The man thrusts it in the body. *

Now we see the victim clearly for the first time --

It's Leon.

His face filled with terror, he reacts in agony to the blow. *

43 INT. LEON'S BEDROOM -- NIGHT - CONTINUOUS 43

Leon's eyes are open. He knows it was a nightmare, but he is deeply disturbed. Anxious, he just stares at the ceiling.

He looks over at Maya, in bed next to him. Sound asleep.

44 INT. LIBRARY -- MICROFICHE CUBICLE -- AFTERNOON 44

Leon sits at an old library cubicle, lit poorly by a soft amber overhead. He runs microfiche on an old-style fiche reader, with images hand-cranked on a white screen.

He stops on a newspaper front page, type a bit blurred.

The headline is simple: "BUTCHER HELD IN KILLINGS."

CLOSE ON the headline date: December 19, 1895.

45 INT. HOTEL ROOM - BATHROOM -- EVENING

45

Mahogany's face appears in a bathroom mirror. He runs a comb through his hair, washes the comb, puts it on the sink. A splash of cologne on his cheeks. The cologne goes back in a cabinet, its place is marked with a thin outline. Mahogany nudges the bottle to perfection with his finger.

A muscular shoulder comes into the frame. We reveal more of the shoulder, until we see a gauze bandage. He curls the bandage back, and we see a growth, like a boil. It is flat but large, composed of **barnacle-like bubbles**. They are moist, glistening. Are they moving? He examines them. *

Now he pulls open a drawer, and we see an assortment of scalpels, neatly arrayed by size in a cutlery rack. He takes one in his hand and pushes it into the edge of the growth, cutting underneath. A line of blood appears, but he cuts further. He peels the growth off as he shaves it.

He places the shaving into a green glass bottle, then screws it tightly shut. He places it in another drawer, and we see a collection of green bottles, each filled.

Then he is wracked by a cough, deep enough to cause him to lean over. He reaches into the cabinet and takes out a dark pill bottle. He opens it, takes one, straightens up.

46 EXT. STREET BY PACKING PLANT - DAY

46

Mahogany crosses the empty street to the packing plant.

A moment later, Leon emerges from the shadows. He sneaks around the back of the plant.

47 INT. MAIN PACKING FLOOR - DAY

47

Leon climbs through a window onto a ledge slightly above the packing floor. His camera in his hand, he jumps to the ground.

He sneaks forward, hiding behind a column. Now he readies his camera, spying through columns on the Workers opposite.

His first sight of the full floor stuns him. The production line is running full tilt. A powerful stench rises from the line. Not a rotting stench. Rather, a steam of blood drops.

It almost overwhelms Leon, who feels the blood like a mist.

Leon swings up his camera and looks through the lens:

POV: A man in a white coat, clearly the boss, looks across the floor at his crew, but he doesn't say a word. Another worker, a butcher, gives the boss a look, but he turns away.

Leon slowly pans his camera, snapping photos: blood and guts, bones and hooks, the machines grinding out processed meat.

THROUGH LENS: We track across the length of the production line, seeing the conveyor chains which pull the lines along. Now we tilt down slightly, and a LARGE FACE fills the frame.

MAHOGANY stares directly at us, eyes looking into the lens.

Leon reacts. Mahogany has caught him.

But maybe not. Mahogany turns away, walking out of frame.

Leon follows him with the lens.

POV: Mahogany stands at a tool bench and looks for something. He picks up a large knife and examines it. He twists it.

Now Mahogany looks directly at us once more. He must see us.

Leon jumps back, hyperventilating. Mahogany moves quickly across the floor, carrying the knife he got at the bench.

Leon makes a quick break, running back along the inside wall.

He backtracks to the window he came through, and he sees --

Two men in butcher coats blocking his path.

Leon hides behind a column, unable to see the floor. He leans around the column. Mahogany stands just ten feet away.

Leon moves back behind the column. He checks the window. The two men still block his path to the window. He waits.

He leans out again and sees --

Mahogany is walking toward him. Leon sees a side hallway.

48 INT. HALLWAY - DAY - CONTINUOUS 48

Leon runs down the corridor, trying all the doors. He finds an open one and slips inside. It is a small meat locker.

49 INT. MEAT LOCKER - DAY - CONTINUOUS 49

Leon turns around: A few CARCASSES hang from hooks.

Condensation rises from the cold, wet floor. The sound of dripping blood echoes against the metal walls.

Footsteps in the hallway. Mahogany approaches. Leon looks for an escape, but there is only the one door.

Leon pushes into the meat. A sound behind. The door opens.

Leon grabs onto a chain and pulls himself a few feet up.

Mahogany moves down the side, using the hook to move the beef aside. He crouches to check under the meat. No one there.

Leon desperately hangs onto the chain, his arms shaking.

Drip, drip, drip. Something hits Leon's forehead. He looks up: a piece of meat swings above him.

Leon almost drops. Mahogany grunts, pushing through the meat.

Leon almost slips on the chain. Mahogany's shoes are closer. Then the shoes walk away. We hear steps, then none.

Leon aches to let go of the chain, but he waits. No sound.

He takes a breath....and drops to the floor. No one there.

He turns --

-- And Mahogany is standing right before him. A few feet.

The two men stare eye to eye for just a second. Then --

Leon bolts, running as fast as he can to the door, slipping once on the floor but lunging ahead. He's out the door.

Leon hits the plant floor -- but Mahogany is right behind.

Leon sees the overheard production track across the aisle, and he throws himself at the closest hook. He cuts his hand, but the hook jerks him a few feet ahead of Mahogany.

Leon jumps down and turns. Mahogany has crossed the gap.

Leon runs as fast as he can through hanging sides of beef, slipping once but not stopping. Mahogany lunges after him.

Leon reaches the open truck dock at the same time as his pursuer -- but Leon sees an open bed truck pulling out.

50 EXT. MEAT PLANT -- LOADING DOCK -- CONTINUOUS 50

Leon throws himself into the open bed of the truck as it accelerates. Mahogany makes a hard stop at the dock.

Mahogany just stands still. Just watching, not moving. *

51 INT. LEON'S APARTMENT -- SHOWER - LATER THAT AFTERNOON 51

Leon stands under the shower, the water pounding against his head. Leon scrubs his hands with a brush. The blood and filth is gone but he keeps scrubbing, harder and harder.

52 INT. OTTO'S RESTAURANT - DAY 52

A slab of raw meat hits the griddle. The juices quickly sear against the heat.

Maya is busy with a table of patrons. Jurgis is at the counter, Otto's at the grill.

Leon comes in the front door, sits down next to Jurgis.

JURGIS

What happened to you today? No phone call, no interview?

LEON

Sorry Jurgis, I completely flaked.

JURGIS

Can I say something to you without you taking it the wrong way? You look like shit.

Otto sets down Jurgis's rare meat patty and a side salad.

LEON

I'm fine.

JURGIS

You still look like shit.

Leon stares down at Jurgis's plate.

JURGIS

This is what you need.
Nourishment. Real nourishment.
You want some?

Leon hesitates.

Jurgis neatly cuts off a quarter of his burger with a knife and fork. Then he offers the piece to Leon.

JURGIS

You don't have to feel bad about
the cow. That cow lived in
comfort and died in its sleep.

*
*

Leon gives Jurgis an "as if" look.

JURGIS

C'mon, cows don't worry about it.
They know they're not the top of
the food chain.

LEON

How do you know we're the top of
the food chain?

OTTO

Well, if we aren't, they'd have
to get past me.

Then Leon opens the bun and take out the piece of beef. It's cooked rare. A glistening trail of shiny grease runs down Leon's finger. He experimentally licks it off. Then he bites into the bloody beef.

Jurgis and Otto trade a surprised look.

JURGIS

It melts, right? Like butter?

Leon nods, his eyes glazed over for a moment. Then he swallows. He's silent, wheels turning in his head.

LEON
 (to Otto)
 Otto, I'll take one of my own.

53 INT. LEON'S APARTMENT - LATER THAT DAY

53

Maya's purse still hangs on her shoulder. She stands by the door, uncertain, as Leon reorganizes some photos. He doesn't notice her.

MAYA
 You look like shit.

Leon hangs up new photos on the wall. He turns around. She tosses her purse down.

LEON
 You're the second person who's
 said that to me today.

MAYA
 But I'm the first person who
 cares.

She steps closer, puts her hand on his shoulder. She pushes his hair away from his forehead. Then-

She looks past him, at the photos on the wall. The photos are incredibly intense. ALL OF MAHOGANY AND THE MEAT PLANT.

MAYA
 These aren't for your show, are
 they?

Maya pulls down a photo, tosses it, and walks away.

MAYA
 I asked you to stop this. And
 you agreed you would.

Seeing her concern, he becomes more serious.

LEON
 I think I know what's going on.
 People disappear for all sorts of
 reasons. But it's random, right?

Maya gives him her sternest look.

LEON
 In this area, by the subway, it's
 not. There's a cluster.
 (MORE)

LEON (cont'd)
I checked. I think this guy is
doing something. He takes people
from the train and does something
to them. At the meat plant.

MAYA
Does what, Leon?

LEON
(carefully)
He dismembers them. That's why
they aren't found.

Maya gives him a grim look, then she just laughs.

MAYA
So they're hamburger?
(straight face)
Otto had a bad batch last week,
but he tossed it.

Leon isn't laughing. Now Maya watches him carefully. He
lifts a folder from his table and pulls out a photo.

CLOSE ON an older, weathered version of the meat plant.

LEON
I pulled it from an architectural
survey. The place has been here
since the nineteenth century.

MAYA
Leon.

Leon takes another sheet from the folder -- a clipping.

MAYA
Enough....

She stands before him, puts a hand on his arm.

LEON
No, look what I found.

The clipping is a copy of a newspaper article, an old one
by its typeface.

LEON
I went to the TIMES. Their old
stuff isn't online yet.

CLOSE ON an old headline and front page article --

April 11, 1896, Meat Company Butcher Cleared of Charges of Cannibalism: "The city attorney has concluded his highly confidential investigation of claims by a company employee that local butcher engaged in murder and cannibalism..."

"The city attorney's office was never able to connect the butcher with any of the city's many missing persons, nor establish where the allegedly ill-gotten meat went..."

MAYA

(staring at it)

It's from a century ago.

LEON

That's right, but the same packing plant. A butcher was accused of murder.

MAYA

A hundred years ago! What are you thinking? It's the same guy? That's he's reincarnated?

LEON

No, just that it's happened before. It's too weird. It can't be a coincidence.

She can't believe how stupid this sounds.

MAYA

There are no vampires.

LEON

That's not what I mean.

Leon points back to the wall of Mahogany shots.

LEON

This guy is involved, I know it. I've seen him, I've looked in his eyes, it's more than an instinct.

MAYA

(interrupting)

This is too stupid. Nothing is happening. Please stop. For me.

Leon wraps his arms around her. She looks at the camera on the table. She touches his face and looks in his eyes.

MAYA

Come on, shoot something you
like.

She motions to the camera. She backs away from him. She leans against the sink. She unbuttons her blouse and skirt.

Leon reaches for the camera. His face is serious. He gets up from the table. Backs away from her. Raises the camera to his eye.

Maya's skirt drops to the floor. She slips her feet out of them. She puts her head down.

LEON'S POV: Her hair covering her face. Leon snaps a picture.

She looks up to him. Her eyes meeting the lens. She's beautiful. Vulnerable. Leon snaps a picture.

She pulls her shirt up over her head. Leon snaps a picture.

She stands there. Nearly naked. In her underwear and her bra. Simple, refreshing to Leon. He snaps a picture-

But this time -

As the flash bounces off her skin. An image burns in Leon's eyes. A flash of horror in his mind. Meat. Blood. Death. He shakes it off.

Maya reaches back - starts to unhook her bra. Leon snaps a picture. The flash. Again, a brief image of horror. A brief flash of Susan Hoff.

Maya lets her bra fall from her shoulders, but she keeps herself covered. Looking right into her eyes this time, he snaps another picture.

A flash of horror again, Mahogany. Leon physically jumps for a moment.

He shakes it off, but immediately stops.

He lowers the camera away from his face. A look of distress in his eyes.

Maya suddenly feels very self conscious. She fastens her bra. Looks down to the ground with a brief sense of shame.

*

54 INT. OTTO'S RESTAURANT - NIGHT

54

Maya unloads two plates to be washed. A feisty Otto leans back from the other side.

OTTO

(to Maya)

Jurgis showed me a picture of that art woman Hoff, from his magazine. I'd like to meet that one in the flesh, if you know what I mean.

Maya is agitated.

OTTO

You better keep an eye on your Leon. He might have his hands full. Both of them.

Maya is not in the mood.

MAYA

Otto. Just get me my next order.

OTTO

I'm joking with you, it's a joke.

Otto glances up at the front door. Leon has just come in.

Maya looks at Leon, then back to Otto. Leon comes up.

LEON

(to Maya)

Can I talk to you a minute? I'm sorry about yesterday.

Leon stares back at Otto, hoping he'll give Maya a break.

Otto gives an unsympathetic look and heads for the kitchen.

OTTO

(walking)

My hands are full.

MAYA

(busy)

Is later okay?

LEON

You were right, that's what I wanted to say.

She gives him a warm kiss, but has to get back to work. She breaks the moment and heads off.

Leon drops his shoulders and sits at the counter. He thinks about a cup of coffee. Then he turns to the door.

THE FRONT DOOR IS FILLED WITH AN IMMENSE SHAPE --

A HUGE MAN IN A SUIT, STANDING OUTSIDE, BLOCKS THE WINDOW.

MAHOGANY.

Leon reacts. But Mahogany doesn't enter. He just looks in. Straight at Leon. Maya crosses in front, but his stare is fixed on Leon. Leon gets up from the counter.

Mahogany doesn't move. Then he walks away from the door.

Leon looks at the door. He thinks a second, then follows. *

55 INT. PERSHING SQUARE STATION - NIGHT 55

Walking through the station, Mahogany stops and turns. Leon ducks into an alcove, trying not to be seen.

Mahogany turns back and goes on. Leon waits a beat, then reappears from the alcove. He hurries after Mahogany.

56 INT. SUBWAY TRAIN - LATER THAT NIGHT 56

Leon follows Mahogany between cars, staying back.

Late night riders exit the train: Club Kids, Drunks, Cleaning Ladies and Businessmen, Cops. Flowing on and off.

The train leaves the station. Leon waits patiently in the back car, watching Mahogany through the doors.

A VOICE behind Leon startles him.

VOICE (O.S.)
M&M's. You want some M&M's?

Two SCRAWNY BLACK KIDS holding boxes of candy. Leon shakes his head no, waving the kids away.

SCRAWNY KID 1
Whatever.

The Kids move into the next car. One of them approaches Mahogany. The lights on the train flicker on and off. Plunging the car into darkness momentarily.

SCRAWNY KID 1
You want to buy some M&M's,
mister?

Mahogany stares at the kid, not responding. The lights flicker again. Kid 2 notices something he doesn't like about Mahogany. Something in his eyes that scares him.

Kid 2 leans in close to kid 1.

SCRAWNY KID 2
Go to someone else.

Kid 1 just ignores him.

SCRAWNY KID 1
Come on, man. Buy some M&M's.

Mahogany leans forward, reaching for his leather bag.

Leon moves to the door, ready to rush in.

SCRAWNY KID 1
Suck my dick, cheap ass!

The lights flicker again - plunging the car into darkness, longer this time. Kid 2 pulls on Kid 1's shoulder. The lights come back on.

The train slows.

The Kids move to exit at the station.

They look back toward Mahogany and quickly run from the train. The doors close and the train pulls away.

57 INT. SUBWAY TRAIN - LATER THAT NIGHT

57

The train is now empty except for TWO BOYS making out in the front seat. Mahogany looks up. He walks into the rear car to check if it's clear. There is no one there.

ANGLE under the seat: Leon lays on the ground, watching Mahogany's feet. Mahogany leaves, closing the doors.

Leon waits, holding his breath. Trying to stay calm.

THUD! A scream from the front car, shouting and wailing.

A SECOND THUD! And then silence. Leon closes his eyes. And waits.

The train is not stopping. It seems to be picking up speed.

Leon crawls out from under the seat and takes his camera out of his pack. His hands are shaking.

He slides up to the window in the connecting door and peeks into the front car. Leon drops down, wincing.

LEON
Oh, God. Oh, God.

He sets the aperture and slowly peeks up again.

Through the lens: Mahogany hangs BOY #1 up to the hand straps by his feet.

CLICK! Mahogany slits Boy's throat, spilling his blood into a metal pail.

CLICK! Their clothes neatly wrapped in plastic bags.

CLICK! Mahogany uses pliers to remove toe nails from Boy #2.

CLICK! He hangs up Boy #2, pulling off strips of skin.

Leon drops back down, his body revolting against his mind. Leon pulls out a new canister of film from his pocket.

It falls from his hand and rolls across the floor.

Footsteps. Mahogany's coming back! Leon scrambles under the seat, pressing himself against the wall.

Mahogany's feet walk by. He takes something from a maintenance closet in the back of the car. He returns.

LEON'S POV: the film canister sits in the middle of the floor. Mahogany's feet pause momentarily, then move on.

Leon closes his eyes until the connecting doors close. After a moment he crawls out from under the seat.

PULL BACK to reveal: Mahogany standing on the seat above Leon - the steel mallet over his head!

Leon rolls out of the way as the hammer crashes down next to his head. He scrambles to his feet, running to the back of the car. Mahogany is right behind him.

MAHOGANY GRABS THE CAMERA AROUND LEON'S NECK. Leon ducks out of the strap, rushing toward the front car.

Leon pulls on the connecting doors. They're stuck. Mahogany rushes down the car, grunting. Leon sees the lock and flips the lever. He rips the doors open as Mahogany grabs for him.

Leon flies forward onto the floor, landing by Mahogany's tool bag. He grabs the bag swinging it back into Mahogany's face.

Mahogany stumbles back as the tools hit his chest. Leon jumps up, pushing his way through the swinging corpses.

The train lurches. Leon stumbles, falling into one of the bloody corpses. He grabs the raw flesh to keep from falling.

The body rips loose and Leon falls to the floor, face to face with the dead boy. Leon shouts, kicking it away.

Mahogany is upon him. Leon kicks the bucket of blood at him, spilling it across the floor. Mahogany slips in the blood, falling backwards, hammer flying out of his hand.

Leon runs for the driver's cabin. He bangs on the door.

LEON

Stop the train! Please! Help me!
Stop the fucking train!

No response. Leon moves to the train doors, forcing them open. The jagged rock walls shoot by at incredible speed.

Leon steadies himself, prepared to jump to his death. He closes his eyes, lets out a yell, and jumps.

A LARGE HAND grabs him at the last second pulling him back onto the floor of the train.

LEON'S POV: up at Mahogany. The hammer comes down. THUD! *

58

INT. SUBWAY TRAIN - NIGHT - CONTINUOUS

58

*

Total silence. The train has stopped. Then- *

The sound of the doors opening.

Leon partially comes to - he's hanging upside down from his ankles at the edge of the doorway of the subway car near the two BOYS. His feet are bare. His shirt is off.

He sees the outline of Mahogany in the dimness just outside the open doors.

Through Leon's hallucinatory haze he sees that the car is stopped, but he can see no sign of a platform or station.

Blackness engulfs everything. Then--

Leon screams in terror and pain as he is swung violently around by something unseen.

Blood flows down into Leon's eyes - further blurring his vision. He can't see what's attacking him. Something is carving away at his chest. Tearing at the skin.

Through the train doors, Leon can see Mahogany. It's not Mahogany who is carving at Leon's chest. *It's a non-human appendage with what appears to be barnacle-like growths.* *
*

Mahogany takes a step toward the interior, but he sees Leon and turns away. His expression shows nothing. He just vanishes from sight.

Leon's world spins and he passes out again, coughing blood and straining against the unseen terror.

FADE TO BLACK:

59 INT. STAIRCASE - EARLY MORNING

59

The top of a poorly-lit staircase with metal guard rails. Leon pulls himself to the last stair and takes a breath.

His face and clothes are filthy, his beard unshaven. Focusing, he looks around. No blood around, just moisture.

He faces a plated metal door with old double locks. He grips the metal latch beneath the locks and pulls it hard.

The door swings open on a brightly-illuminated space, the light almost giving Leon a white-out. But he recognizes the noise right away. It's the clanging of a packing line.

The door Leon opened leads directly into the meat plant.

60 INT. MEAT PLANT -- CONTINUOUS

60

Leon emerges inside the meat plant and stops. Several butchers work on sides of beef. They just ignore him.

61 INT. LEON'S APARTMENT - MORNING

61

The front door opens. Leon walks in, he stands in the shadow of the hallway. Maya is on the couch, she can't quite see him yet.

MAYA
You're alive.

Leon stays silent.

MAYA
Where have you been?

Leon continues walking. She follows.

MAYA
You can't just disappear... What
am I suppose to think? You
could've been killed for all I
know.

Leon rubs his forehead, not knowing what to say. He pulls his hand down. Dried blood streaked on his palm.

Leon steps into the light. She sees the blood on his hand. Sees the wound on his head. She puts her hand on his head.

MAYA
What happened to you?

Leon ignores her, pulls her hand off his head and brushes by her to the bathroom.

62 INT. BATHROOM - DAY - MOMENTS LATER

62

Leon reaches into the medicine cabinet, he cringes - something stings bad. He unbuttons his shirt and the color drains from his face as he discovers-

A MARK CARVED ACROSS HIS UPPER CHEST. AN EMBLEM OF SOME KIND. It's crusty and infectious.

Leon doesn't remember know how it got there. He touches it delicately.

63 INT. APARTMENT - DAY - CONTINUOUS

63

Maya pounds her hand on the door. Incredibly upset.

MAYA
 (frantic)
 Leon.

She leans against the door, jiggling the locked doorknob.

MAYA
 Let me in. Let me help you.
 (beat)
 Please.

64 INT. BATHROOM - DAY - CONTINUOUS

64

Leon ignores her and methodically buttons up his shirt, hiding the injury.

He puts a stopper in the sink and fills it with water. He lathers his hands with soap and pats his arm gingerly by a large weeping cut.

The sink full, he puts his head down into the bowl, getting his face and hair wet. He takes out his head, pushes his hair back. Then dabs his face carefully with the towel.

He rifles through the cabinet below the vanity and pauses at some bandages. He ignores them and reaches for a roll of duct tape. He starts to wind the tape around his arm to bind the cut.

He continues, winding and winding endlessly...

65 INT. APARTMENT - DAY - CONTINUOUS

65

Maya is still leaning against the door. Suddenly, Leon opens the door, and Maya has to jump back. She reacts to his appearance.

His wet hair is slicked back, his face freshly shaved, he suddenly seems more youthful... but also a bit waxen.

Maya takes hold of his arm, but he shakes her hand off.

MAYA
 (pleading)
 What happened to you?

Leon walks past her, then turns back to answer.

LEON
 I need to sleep now.

He goes into the bedroom, closes the door.

Maya breathes deep, and forces open the bedroom door.

66 INT. BEDROOM - DAY - CONTINUOUS

66

Maya sees Leon examining the gash on his chest. It is still bleeding. Profusely. She reacts in horror, then goes over to him.

Closer, she sees the hideous shape on Leon's chest.

MAYA

Oh, my God. What is this, Leon?
We've got to go to the hospital.

LEON

(ignoring her)
He butchers them like meat. I
saw it with my own eyes. I took
pictures.

MAYA

(frantic)
Where did you go?

LEON

I followed him into the subway.

MAYA

(explodes)
Why did you do that?

He thinks for a moment.

LEON

Don't you see. It's always a
late train, maybe the same one
each time. He waits for it to
empty. No bodies are found
because he removes them.

Maya is still upset and now even more confused.

MAYA

What are you talking about?

Leon's is piecing it together for himself in a jumbled way.

LEON

There's an abandoned subway
station beneath the meat plant.

MAYA
He takes them there?

LEON
I don't know. But the police
will never find anything.

MAYA
(worried)
Baby, let's just take you to the
hospital and your photos to
Detective Hodge.

LEON
No Maya, the police won't listen.

MAYA
They have to listen.

LEON
My camera's gone. He took it
from me.

Leon motions to the hotel across the street.

LEON
Without that I have nothing. I
have to take care of this myself.

MAYA
Yourself? I'm not going to stand
here and let you get yourself
killed. I'm calling the police.

Maya barges out of the bedroom - into the kitchen - and
grabs **Detective Hodge's card from the wall where it's
taped. The she grabs** her cell phone from her purse. She
dials. *
*
*

Leon comes up behind her and grabs the phone from her hand.
He throws it against the wall, smashing it into pieces.
Maya stands there - stunned. Leon breaths heavily.

LEON
I said no. They'll think I'm a
fucking lunatic.

Maya stares at Leon. She doesn't know how to get through.

MAYA
 (trying to be focused)
 I know something happened down
 there. I can see it. But you've
 got to let me help you.

Leon looks at Maya for a long moment, then--

LEON
 I have to sleep. I have to be
 ready for the opening tonight.

Leon walks back to the bedroom. Maya watches him go down
 the hallway. Leon disappears into the bedroom. She slowly
 begins to walk towards the room.

She gets to the threshold. Stands there.

MAYA
 Leon...

She stands for a moment in silence - then closes the door. *

67 EXT. MAHOGANY'S HOTEL - EVENING

67

Maya stands on the street corner, watching Mahogany's
 hotel. Jurgis is behind her, unsure if they should be
 there.

JURGIS
 This is crazy.

MAYA
 I know. But I don't know what
 else to do.

Maya turns Detective Hodge's card in her hand, thinking.

MAYA
 Leon's right, the police will
 think we're crazy.

Suddenly, out of the corner of her eye, Maya sees --

Mahogany, exiting down the front stairs.

Maya pushes Jurgis back into a doorway. Mahogany looks in
 their direction, but then turns the other way. He walks
 down the street, making a half block in a few long strides.

68 INT. MAHOGANY'S HOTEL FOYER - NIGHT

68

Maya and Jurgis walk into the old lobby and sees a concierge counter on one side of a cracked linoleum floor. No one is there, so they walk up. Behind the counter are mailboxes.

Maya sees Mahogany's name on one box. It says #6. A spare key dangles from a hook above the box. She reaches over the counter for the key when suddenly she hears a rattling COUGH and the sound of someone moving in the back room. She freezes, exchanges a glance with Jurgis - it's now or never. She grabs the key.

69 INT. MAHOGANY'S HOTEL ROOM - NIGHT - CONTINUOUS

69

Maya enters the dark room. She passes down a small foyer then enters the main room. It's dark and wide. Shafts of light peek through the closed blinds. In the main room is a couch and an old TV. Maya walks by a small kitchen as she makes her way deeper into the room.

70 INT. MAHOGANY'S KITCHEN - NIGHT - CONTINUOUS

70

Maya enters and looks around. She sees a cupboard with drawers, and she quietly opens one to have a look. Rows of carving knives rattle as the drawer moves. She pulls out a lower drawer. Surgical devices which seem medical. She opens the lowest drawer: Wound retractors of every type.

Her eyes are drawn to the sink. It's empty, but the white surface is stained a rusty red. The drain is clotted with hair. Next to the drain, two green bottles. She lifts one. Inside, there is something with moist white bubbles.

She drops it and backs away in disgust - a sudden surge of fear and adrenaline courses through her limbs.

She spins around and--

SLAMS INTO JURGIS. They both gasp.

MAYA

(quietly)

Why are you up here? What if he comes back?

JURGIS

Even if he did, how would I tell you from downstairs?

Point taken.

MAYA

We need to find the camera and
get out of here fast.

There is a short hallway to her left leading to a bedroom.
She stares at the dark hall.

JURGIS

I'll check the bedroom.

Jurgis makes his way down the hall. Then something in the
main room catches Maya's eye. Something out of places
sitting on a desk---

A BLACK VALISE. Maya walks closer to it. The light hits
its pitch black sheen in such a way it reflects like a
mirror.

Maya places her hand on it. She runs her palm across it.
It feels like flesh - pulled so tight that it shines like
metal.

ON ITS TOP LID -- AN ETCHED DRAWING OF A MOON AND SINGLE
STAR

Maya puts her hands on the latches, waits a beat, pops
them.

The valise springs open to reveal two interior
compartments, one a leather pouch, the other a small tool
rack.

Maya stares at the rack: No tool is recognizable. Each
has sharp spirals and corkscrew edges. If they are for a
surgery, you don't want to have it. Butchers don't use
these.

The leather pouch contains an old datebook. Maya turns to
the start and finds a table of contents, every entry
written in symbols which suggests an ancient form of
Cyrillic.

71 INT. MAHOGANY'S HOTEL ROOM, BEDROOM - NIGHT - CONTINUOUS 71

Jurgis searches at a bedside table. He sees something,
stops.

72 INT. MAHOGANY'S HOTEL ROOM, MAIN ROOM - NIGHT - CONTINUOUS 72

Maya turns the pages of the datebook and finds more of the old writing. Then she finds a page with a long list of dates.

The first is from 1733. There is a date, followed by a number. Each page is filled with similar entries. In 1751, the handwriting changes. It changes every generation or so.

She reacts to a page dated 1896. There are many entries clustered on this one page. Next page, still 1896, more.

MAYA

Shit.

The last section has some new pages added. A calendar pasted into the binding. She flips through it and sees several months with starred dates but no entries. Many days in each month have a moon and star -- but no writing.

73 INT. MAHOGANY'S HOTEL ROOM, FOYER - NIGHT - CONTINUOUS 73

Close on the doorknob, it rattles slightly, and then slowly begins to turn.

74 INT. MAHOGANY'S HOTEL ROOM, MAIN ROOM -- NIGHT - CONTINUOUS 74

Maya hears the rattling door and reacts immediately.

MAYA

(whisper)

Jurgis.

75 INT. MAHOGANY'S HOTEL ROOM, BEDROOM - NIGHT - CONTINUOUS 75

Jurgis doesn't hear a thing. He carefully opens a dresser drawer. Nothing but folded linens. He quietly closes it and makes his way toward the closet across the room.

He opens it. It creaks slightly. Inside, are six identical brown suits, all in dry cleaning bags. He pushes a couple aside. A couple more, then--

THE LEICA - hanging from a coat hanger. Jurgis beams and grabs the camera from the hanger. He places the straps around his neck and spins for the exit--

MAHOGANY STANDS AT THE THRESHOLD OF THE BEDROOM. HIS STEEL HAMMER AT HIS SIDE. JURGIS STANDS FROZEN, A SCARED ANIMAL.

76 INT. MAHOGANY'S HOTEL ROOM, KITCHEN - NIGHT - CONTINUOUS 76

Maya stands against a cupboard, out of sight from the main room. She doesn't move, just listens. She can't hear anything. Wait. She hears a sharp exhale just outside.

She moves forward slowly, carefully. She can just see into the main room. Nothing there. She moves a few more inches.

MAYA
(whisper)
Jurgis.

There's no response, only silence. She moves out a step.

77 INT. MAHOGANY'S HOTEL ROOM, MAIN ROOM/BEDROOM - NIGHT - CONTINUOUS 77

Maya holds back her emotions, but she has no choice but to find Jurgis. She moves into the main room from the kitchen.

She looks around. The old datebook is where she left it.

She takes one step at a time toward the bedroom, then stops.

We pull back just a few feet --

Now we are in the bedroom looking out --

And into the frame comes the blunt end of a steel hammer.

Mahogany holds it above the door. It's covered with blood.

Through the door, we see Maya looking carefully around.

78 INT. MAHOGANY'S HOTEL ROOM, MAIN ROOM -- NIGHT - CONTINUOUS 8

Cautiously, Maya steps right up to the bedroom door.

She gets close enough to look in. She can't see Jurgis.

But there is a coat hanger laid on the bed.

She takes one more step. She is about to call Jurgis.

Suddenly, she turns and runs toward the outer door.

Without stopping, she grabs the datebook with one hand and yanks the doorknob with the other. She pulls the door so hard, it swings wide open, and she flies into the hallway. *

79 EXT. MAHOGANY'S HOTEL -- LATER 79 *

In the shadow of a store front across from the hotel, Maya punches a number in her cell while looking at Hodge's card.

MAYA

Detective Hodge, I'm Maya Jones,
Leon Kaufman's girlfriend. My
friend's in trouble. It's the
case Leon talked to you about.

80 INT. POLICE STATION, OFFICE -- CONTINUOUS 80

Hodge reaches for a pad, phone at her ear.

HODGE

Where are you? No, don't go back.
(writing)
I'll send a car. It will be
there in five minutes. Don't do
anything until they get there. *

81 INT. LEON'S APARTMENT - BATHROOM - NIGHT 81 *

Leon is in his bathroom. He stands in his shower. The water pouring onto his face. His eyes closed. The water washing the dried blood from the wound on his chest.

82 INT. LEON'S BEDROOM -- NIGHT - CONTINUOUS 82

Leon - now in his bedroom - finishes dressing. Buttoning up his finely pressed shirt - the wound hidden beneath.

83 INT. POLICE STATION, OFFICE - NIGHT 83

Maya sits in a chair opposite the desk we've seen before. She's anxious, and she fiddles with the strap of her bag. Detective Hodge walks into the room, looking stressed out.

HODGE

Maya Jones?

Maya nods, standing up. She's shaken.

MAYA
Did you find Jurgis?

HODGE
Calm down. Sit down.

Maya sits, still shaking.

HODGE
I just received a report from the
officers at the scene.

Now Hodge gives Maya a look, gauging her.

HODGE
They went to the room you gave
me, but there was no one there.

MAYA
(frantic)
Jurgis was there!

HODGE
No one was in the room, and there
was no sign of trouble.

MAYA
That can't be right.

HODGE
They met the tenant in the lobby.
He let them examine the place.
He had been out the whole day.

MAYA
No! He's a butcher, and Leon
thinks he kills people.

HODGE
What are you talking about?

MAYA
I was in the room. I saw the
tools he uses.

Hodge reacts strongly.

HODGE
You what?

MAYA

Listen. My friend Jurgis is in trouble. He was with me. He never came out. The butcher came back, and Jurgis may be hurt.

HODGE

There was no one there.

MAYA

Please. Come back with me, I'll show you.

Hodge pauses a second without answering, looking at Maya.

HODGE

The tenant told the officers that an old heirloom was missing. A family album.

Maya returns Hodge's look and grows steely.

MAYA

I think you mean a datebook. It records all the murders. It goes back a hundred years.

HODGE

You took it?

Maya sits back in the chair, thinking, calculating.

HODGE

Let me see it, Miss Jones.

MAYA

I don't have it. I ran out too fast. I wanted to go back, but you told me not to.

HODGE

You've admitted to breaking and entering, that's very serious. I can hold you for that.

MAYA

(not backing down)

The hotel room was filled with butcher tools. Murder weapons. If you don't go back with me, I will go back with someone else.

HODGE

Ms. Jones. If you go back, you will be arrested. You are upset, but listen. If you have the album, you can return it without any acknowledgement of guilt.

MAYA

I told you. I don't have it.

HODGE

The tenant doesn't want to press charges. I'll give you a pass. He just wants his book back.

MAYA

The butcher? So he can do more killing? You know about the murders, don't you?

No response from Hodge. Maya gets up, turns to the door.

MAYA

Did you say you were going to arrest me?

Hodge doesn't answer. Maya walks out....as Hodge watches. *

84

INT. NEGATIVE SPACE GALLERY - NIGHT

84

Susan escorts Leon through the Gallery. She's speaking closely to his ear. There is a good crowd, thirty or more people. Clusters of buyers circle around the prints. Susan is charged. She steers Leon into the crowd.

SUSAN

Bill and Sue Bennett buy what I tell them. Usually my third suggestion. A few will want separate time with you. But it means a sale.

An older couple smiles at Susan.

SUSAN

The Franks don't collect photography, but let's say hello. Then shine them on.

(within range)

Leon, this is Jack and Andee Franks. They came by this afternoon and asked to meet you.

JACK FRANKS

Andee thinks you're more like a
painter than a photographer.

Susan's assistant comes up. He whispers in her ear.

SUSAN

I need to deal with some
business. Be right back.

Susan gives Leon a look and vanishes.

LEON

I did that in school. Painting.

CLOSE ON LEON'S SHIRT: A hint of blood soaks through from
the carving on Leon's chest.

LEON

(to Jack and Andee)
Excuse me.

Leon turns into a side room and looks at his shirt. Shit.
He looks for the restroom. Where Susan is standing. He
scans the room. His eye is caught by a RED DOT next to one
of his prints. A savage image of murder. He looks around.

The gallery walls feature five large format color prints.
All show horrific violence, one including a knife blade
piercing scarlet muscle. Collectively, they totally stun.

Leon steps back. One print alone reveals that the violence
is directed at sides of beef. A butcher is seen: Mahogany.

Leon approaches the photo. Mahogany stares back with a
cold ruthlessness. The large print is overwhelming.

Leon is arrested by all the images. His look is intense.

Then, abruptly, he puts his hand on his shirt.

CLOSE ON LEON'S SHIRT: More blood soaks through the shirt.

Susan approaches from behind.

SUSAN

I didn't mean for you to hide.
C'mon, it's time for the Franks.

Leon glares at Susan, then turns to another image.

SUSAN
I'm not waiting for that one to
sell.

Leon ignores her, staring at the image. It's an immense
shot of the subway hallway. Loretta staring right at us.

SUSAN
Leon?

Leon doesn't answer. Then he turns and starts walking.

SUSAN
Where are you going?

No response, so Susan grabs his arm.

SUSAN
(angry)
I said, where are you going?

He yanks his arm free and points at the subway shot.

LEON
(a smile)
I'm going to catch a train.

With that, Leon bolts for the door. Susan is stunned. *

85 INT. OTTO'S RESTAURANT -- LATER

85

Otto, hands loaded with plates, serves customers at a side
table. He hears a noise by the kitchen, a door slamming.

It's Maya. She starts rummaging under the main counter,
slamming cabinet doors, looking for something.

Otto opens his mouth to lay into her, but she interrupts.

MAYA
Where's your piece, Otto?

OTTO
Hold on, I gotta talk to you.
Have you and your boyfriend lost
it?

Maya ignores him, keeps going through cabinets.

MAYA
Where is it, Otto?

There, she finds it. An old service revolver. She checks the gun. Loaded, typical of Otto. She turns to the door.

OTTO
Hold it. You stop right now!

But the door slams and Maya is gone.

OTTO
Holy shit.

86 INT. SUSAN HOFF'S GALLERY -- LATER

86 *

Maya enters the gallery, the crowd still small.

At the rear, Susan sees her and pulls out her cell.

SUSAN
(quietly)
She's here.

At the entrance, Maya sees one or two people perusing the prints. She scans the room for Leon, doesn't see him. Susan is at the back of the room. Maya approaches her.

MAYA
Susan Hoff?

*

Susan turns to Maya.

MAYA
I'm Maya--

SUSAN
Leon's girlfriend. Where is he?

MAYA
What do you mean?

SUSAN
He stormed out of here, just a few minutes ago.

MAYA
What are you talking about?

Susan's assistant comes up to her, whispers in her ear and tries to pull her away.

SUSAN
He just left.

Maya grabs on to her arm.

MAYA
What happened?

Susan tears her arm away.

SUSAN
I don't know. He was fine when
he came in. Maybe you can tell
me?

MAYA
(ignoring her)
Did he say anything?

Susan has an odd smile: Leon's girlfriend is on drugs, too.

SUSAN
(you're nuts, too)
As a matter of fact, he didn't.

Maya's worry is evident. She thinks a second.

MAYA
I need to borrow a phone. Mine
is busted. Please.

87 EXT. GALLERY ALLEY -- CONTINUOUS

87

Maya strides into the gallery's back alley with a cell
phone in her hand. She's dialing Leon.

MAYA
(to machine)
Leon, are you there? The
butcher, I think he has Jurgis.
That cop detective....

SUDDENLY -- Detective Hodge jumps right into her face.

HODGE
I want the book, Ms. Jones.

Maya, surprised, steps back a few inches.

Suddenly, Maya slams against Hodge, knocking her back.

MAYA
What the fuck are you doing here?

Hodge grabs her arm and pushes her against the wall.

Immediately, Maya shakes loose and turns Hodge around.

MAYA
No, you fucking tell me what's
going on.

*

Before Hodge can react, Maya swings her hand up. She's got Otto's revolver, and she puts it in Hodge's face.

MAYA
Now!

HODGE
(off guard)
You have lost your mind.

MAYA
Tell me where he is.

HODGE
(calmly)
Your friend? Or the butcher?

MAYA
Where is Jurgis, tell me!

Maya rams the gun so close to Hodge's face she slams back. She doesn't answer at first. Then she strangely relaxes.

HODGE
On the train. 14th street. The
first one after two o'clock.

Maya gives Hodge a hard push, knocking her down. When Hodge gets back up, Maya is already running.

*

88 EXT. MEAT PACKING PLANT - NIGHT

88

*

Leon steps up to the front door. It's locked. He looks through the window and sees a SECURITY GUARD. Leon is about to knock. Then he changes his mind.

In the background: the grinding hum of saws and machines.

Leon starts around the side of the meat packing plant, and the grinding becomes louder. He reaches a driveway.

Down the driveway is a loading dock. No one is around.

Leon walks to the driveway and disappears in the plant.

89 EXT. CITY STREETS - NIGHT 89

Maya makes her way through the dark street. It's late now. She reaches subway station at the corner of Pershing Square.

She looks up at the entrance. It's the one Leon mentioned.

She checks her watch. She looks around, no one is there. *

90 INT. SUBWAY STATION - TURNSTILE -- NIGHT - CONTINUOUS 90

Maya walks up to the turnstile. A few late night stragglers wait to pass through. Two TRANSIT COPS keep a watchful eye.

Maya keeps an eye on the Transit Cops as she scans the crowd for Leon. Looking at all the faces on their evening commute.

Then, right next to her, stands a LARGE HEAVYSET MAN.

Maya shudders and turns....but it's a young blond man, no more than twenty, smiling a bright harmless smile.

Maya walks through the turnstile.

91 INT. MAIN PACKING FLOOR - NIGHT - CONTINUOUS 91

The line is running full tilt: carcasses swing down the track, sides of beef split, ground meat squeezed out.

Leon sees a laundry bag with dirty butcher smocks by the door. He grabs one from the top and throws it on.

He strides into the plant, looking around as he walks. The workers ignore him. A BIG GUY, broad shoulders up ahead.

Leon walks right up to him. He turns the Big Guy around.

He's not Mahogany. The Big Guy scowls but turns away.

Leon reaches a work sink. It's full of BLOODY TOOLS being washed clean by a constant flow of water. He glances behind. Nobody's watching him.

Next to the sink is an apron/work belt hanging from a hook on the wall. Another look back at the Workers to see what he can use to fit in. Each has a belt with one or two tools.

Picking and choosing, Leon takes a short knife and a pointed tool that looks like an awl. He puts the belt on and tries wearing the tools. The belt droops, so he drops the awl and keeps only the knife and belt. He sees an old pair of work goggles. He fixes the strap to fit him, and he puts them on.

Then Leon grabs a bloody cleaver and hefts it. Keeps it.

Suddenly, somebody shoves him out of the way. He's ready to defend himself, but it's just another butcher, putting his tools in the sink. The other butcher wonders if he knows him.

Leon just stares back, offering a little nod. The butcher nods back. Leon backs away, armed.

Leon takes a meat hook from the sink and hangs it on his belt next to his knife. Then he lifts the bloody meat cleaver.

92 INT. MAIN PACKING FLOOR - NIGHT - CONTINUOUS 92

Leon walks with determination, knife and meat hook clanking on his belt, cleaver in his hand. Just ahead, he sees the door to the subway. No one is around. He doesn't stop.

93 INT. SUBWAY CAR - NIGHT - CONTINUOUS 93

Maya sits in a nearly empty car. Only three people with her. Two are street punks with lacquered hair, one a crew cut, the other a spiky doo. They stare straight at her. Weird twins.

The third is an oddball with round glasses. He wears a three-piece brown suit which seems too tight. He carries a well-worn sample case. Maya gives him a hard look, wondering. *

He doesn't look like Leon's photos of Mahogany, but he looks too muscular to be a salesman. Maybe the suit is just tight. He gazes at her, then looks away. Maya keeps an eye on him.

Suddenly, there is a shrill sound of brakes. The train slows.

Maya jerks in her seat as the train comes to a hard stop. None of the other riders moves. Then the two punks jump up and leave the car in one startling motion. The door shuts.

Maya looks at the man in the brown suit. He ignores her.

The train starts moving. The odd man has no expression. *

94 INT. SUBWAY CAR -- NIGHT - CONTINUOUS 94

The train goes deeper into the depths of the city. Maya looks around her. The car feels like it is going faster.

Now the man in the suit stands up. He walks right to her.

Maya leans back and grabs her purse. She digs her hand in.

The man stops between Maya and the door. He grabs the roof hand rail. Now he stares straight at her. Is it a smile?

The brakes hiss. Slowly, the subway car stops. Doors open.

The man lets go of the hand rail and steps out of the car. The doors close behind him. The car and tracks are silent.

Then, with another hard jerk, the subway starts to roll.

The train is empty except for Maya. She looks surprised.

95 INT. SUBWAY TUNNEL - PLATFORM -- NIGHT - CONTINUOUS 95

Leon, butcher tools hanging, walks onto an empty platform. There was a station here years ago, beneath the meat plant, but all that is left is this platform. The overheads are burnt out, but a few bare ones are still lighted.

Leon stands, totally focused, listening for a train.

Hearing nothing, he opens his coat, shifting his tools. Hefts the cleaver. Looks down the tunnel. Nothing.

Then a bare bulb above him starts to blink.

96 INT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 96

Maya still sits alone as the car pulls into another station.

The doors hiss open. No one boards. The doors hiss close.

The train clatters out of the station. Maya looks outside.

The dark walls of a tunnel. She leans back, but still tense.

97 INT. SUBWAY TUNNEL -- NIGHT - CONTINUOUS 97

Leon watches the bulb flicker. Then another bulb flickers. He turns his head, listens for any noise. Nothing.

But down the line --

-- Leon can hear a very quiet rumbling. A train is coming.

98 INT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 98

Maya turns to the other side, but she only sees tunnel.

Suddenly -- The overhead light GOES OUT. Pitch black.

Maya backs into a corner. She turns to the next car: It's dark, too. The car on the other end, just as dark.

But several cars down, Maya sees light. She gets up with a hand on the wall and walks toward the end of the car.

She reaches the door to the next car. She takes her wallet out of her purse and stuffs it in her pocket. She takes out the revolver. With a toss, she throws her purse down.

Maya pulls the door open. The next car is dark, but the illuminated car now seems brighter. It's only two cars away.

*

99 INT. PLATFORM -- NIGHT - CONTINUOUS 99

Leon stands at the very edge of the platform. He can hear the train advancing loudly. The noise is actually a shaking.

Leon reacts to the RUMBLING of the train.

He stands back a little as the train gets closer. But he knows that the train will not be slowing or stopping at this old station platform.

The engine car barrels past Leon, and the train flashes by.

Leon moves back to the very edge. He tries to look into the speeding cars, but all are now empty. He still stares.

POV: Suddenly, a woman leaves one car and enters another.

Even in the darkness, Leon can see --

IT'S MAYA.

Leon reacts with horror and has one thought: He'll just have to leap on the train! He yanks off his belt, grips the meat hook in one hand, and wraps the belt around it.

The very end of the train is about to pass. His last chance.

He psyches himself up, then....

Jumps up onto the rear of the train, snaring an outer hand rail with the hook. The centrifugal force whips him hard against the end of the train. Knocking the wind out of him.

Leon grunts loudly. But the hook holds.

The train disappears around the curve, Leon hanging from it.

100 INT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 100

Maya stops at the door of the dark car just before the lit car. Thru the window she can see five bodies hanging upside down. They swing back-and-forth from both sides of the aisle, making it impossible for Maya to see all the way to the opposite end of the car.

Tightening her grip on the pistol, she slides open the door to -

101 SUBWAY TRAIN/2ND TO LAST CAR - CONTINUOUS 101 *

The door slams shut behind Maya muffling the subway roar. Her heart pounding, Maya pauses, all senses focused beyond the gun that she holds straight out with elbows locked.

Nothing moves save the continued swinging of the corpses. The closest one seems to be staring straight at her as she pushes past it, entering the gauntlet of bodies.

Above, a squeaking sound catches Maya's attention. She glances up. Meat hooks have been hung from the same bar that the commuter straps swing from. Each pierces the Achilles tendon of a corpse. The hooks squeak like playground swings under the weight.

Maya look back down. Only a couple corpses remain in the gauntlet. She reaches out to push the next one aside but the moment her hand touches the corpse, it begins to thrash uncontrollably.

Shocked, Maya falls backwards into the corpse behind her,. Landing, she snaps her gun up, pointing it at the back of the flailing body. Unlike the others, this one is still very much ALIVE.

Scrambling to her feet, Maya cautiously works her way around the flailing body. It's screaming for all its worth but the gag in its mouth is rendering it mostly mute.

As Maya reaches the front of the corpse, she suddenly lowers her gun, staring in disbelief. And from behind his gag, JURGIS stops screaming, returning Maya's stare.

102 INT. SUBWAY TRAIN/LAST CAR - NIGHT - CONTINUOUS 102

Mahogany scrapes a crescent-shaped tool across the head of a dead body, leaving a pile of bloody hair and bits of scalp on the victim's neatly folded clothes.

103 INT. SUBWAY TRAIN/LAST CAR - NIGHT - CONTINUOUS 103

Standing on the rear "porch" of the train, his face pressed to the window, Leon watches Mahogany heft the now hairless body over his shoulder. With his free hand, Mahogany grabs the handle of his tool bag and turns toward the next subway car. The car containing Jurgis and Maya.

In one of Leon's hands is the meat hook. With the other, he reaches for the door handle and turns it. It doesn't budge. The door is LOCKED. *

104 SUBWAY CAR/LAST CAR - NIGHT - CONTINUOUS 104

Arms shaking, Maya tries to lift Jurgis' leg up off the meat hook. Her hands are wet with Jurgis' blood. Suddenly the ankle slips from Maya's hands and yanks to a stop against the meat hook it's still impaled on. Jurgis grits his teeth trying not to scream in agony.

Maya reaches to try again but her hand barely touches the ankle when Jurgis starts screaming for all he's worth. Maya looks down at Jurgis. Jurgis' eyes are wide with horror. She turns, following his gaze to-

Mahogany stands for a moment staring at Maya thru the window between the two cars and then he's sliding the door open and moving quickly down the car toward her.

Maya fumbles the gun out of her pants, aims and, just before Mahogany reaches her, pulls the trigger.

105 EXT. SUBWAY/LAST CAR - NIGHT - CONTINUOUS 105

BANG! Hearing the gunshot, a panicked Leon begins slamming the meat hook into the window glass again and again.

106 INT. SUBWAY CAR/LAST CAR - NIGHT - CONTINUOUS 106

Mahogany lifts a flattened bullet from between the chinks in his chain metal apron. And smiles.

Maya raises the gun to shoot again but before she can pull the trigger, Mahogany swings the body he's been lugging over his shoulder around like a human baseball bat, sending Maya flying back into the gauntlet of corpses. Her gun hits the floor and disappears beneath the seats.

Calmly, Mahogany opens his bag of tools and removes a butchering knife.

Maya looks up as Mahogany moves toward her. As he passes Jurgis, Mahogany brings the knife down sharply opening him waist to neck. Blood spills from Jurgis' torso but Mahogany doesn't so much as break stride as continues toward Maya.

Suddenly the door behind Mahogany flies open-

JURGIS

MAHOGANY!

*

Mahogany turns. Leon stands in the doorway, the meat hook in his hand.

He rushes toward the two, ferocious, totally enraged. He grabs Mahogany by his arms and pulls him back. Maya pushes from beneath. With a push, Mahogany shakes Leon and lands on Maya hard, almost breaking her legs. She screams.

Now Leon bangs Mahogany's head with the hammer he kept, and Mahogany pushes him back with a big hand. Leon shouts.

LEON

Let her go!

Leon pounds Mahogany as hard as he can, and now he flinches.

LEON
(to Maya)
Get away.

Maya crawls away from the fighting men and pulls herself up, looking for some way to help Leon. Leon reacts to this, and Mahogany uses the moment to slam Leon hard onto the floor.

Maya goes for her gun and points it at Mahogany. He pulls Leon in front of him, and Maya moves around to find a clear shot at Mahogany's head. The wrestling makes it difficult. She slams Mahogany hard with the handle. He doesn't feel it.

Mahogany grabs Leon's hammer, and, holding Leon down, he pounds Leon hard in the forehead. Leon slumps, and Mahogany grabs Maya with one big hand. He hurls her against the wall.

Maya crumples, and Leon moans in shock. Mahogany hits him again and pulls him toward the car with the hanging meat.

They reach the car door, and Mahogany gives Leon's head a bang on the glass before he pulls the car door open.

Leon, absorbing the blow, pulls Mahogany away from the door. He grabs Mahogany's leg and decks him with a schoolyard trip.

Leon pulls himself off the floor and shakes off his pain with a shudder, and he takes out the cleaver left on his belt.

Mahogany gets back up, and Leon races forward to meet the butcher, the two men raising their weapons.

Mahogany lifts his hammer with a two handed grip. Leon waves the cleaver.

They clash like gladiators. Sparks fly as metal meets metal.

It's a brutal conflict, made all the more chaotic by the swaying of the train, and the presence of the corpses, which each man uses in turn as a shield.

Mahogany's hammer, then Leon's cleaver strike the corpses - Digging deep within there flesh. Severing limbs with single strokes.

The men fall back on one of the buckets - human blood is overturned. The combatants try not to slide on the gore slicked floor.

Mahogany swings his hammer - Leon ducks. The hammer strikes the wall beside the door.

THE AUTOMATIC DOOR MECHANISM ERUPTS IN A SHOWER OF SPARKS.
THE DOORS OPEN.

The wall of the tunnel speeds by dangerously close to the two men. The sounds of wheels on the track increases.

The train lurches, picking up speed.

CRASH! The hammer crushes the seat next to Leon's head.

Mahogany comes after Leon like a juggernaut, smashing corpses left and right.

Leon's feet slide in the blood. He falls to the ground.

Mahogany sees his chance. He raises the hammer above Leon --

BANG! Maya, back on her feet, gun in hand, fires at Mahogany.

Mahogany cringes. The shot hit his foot. He grabs Maya before falling over, and he throws her across the car.

Maya slams against a wall, knocked out, but still moving.

Leon sees Maya moving and reaches for Mahogany's hammer. Mahogany, recovering, slams it down, just missing Leon.

The hammer smashes a hole in the floor of the train, which gets bigger when Mahogany pulls it out.

Leon swings his cleaver but it's knocked out of his hand by Mahogany's hammer.

Leon kicks Mahogany's gunshot leg, and Mahogany drops his hammer to the ground.

107

INT. SUBWAY TRAIN -- NIGHT - SAME

107

His hammer gone, Mahogany grabs Leon's neck and starts choking him, struggling to kill him by cutting off his air.

Leon kicks Mahogany away with a final burst of strength. The lights in the train flicker on and off. Electricity from the tracks pours up from the hole in the floor.

Getting back his air, Leon throws himself hard at Mahogany.

Mahogany, standing on his strong leg, absorbs the blow. He pulls a serrated blade from beneath his chain mail and launches toward Leon. Leon ducks, grabbing Mahogany's hand.

Mahogany rips his hand free and stabs Leon in the arm. He is just grazed, and Leon counters by throw himself at Mahogany.

Mahogany loses his balance and falls back. He puts his knife out to anchor himself, and his blade hits a hanging carcass.

The carcass groans. It's Jurgis, the blade embedded in him.

Mahogany yanks the knife out and rips half of Jurgis's chest.

A sickened Leon grabs Mahogany and pulls him down on the car floor, close to the open car door. The rock face races past.

Leon throws himself on Mahogany's legs, pushing him further. Mahogany swings out inches from the rock wall. The wall is inches from Mahogany's skull. He struggles to hang on.

108 INT. SUBWAY TRAIN - OPEN DOORWAY - NIGHT - CONTINUOUS 108

Leon pushes harder, bracing himself against the open door.

Mahogany panics. He's inches from losing the top of his head, he slashes his knife at Leon. Then-

A sickening sound as Mahogany is hit hard by a protruding metal beam which the train hurtles past. His body jerks as the beam continues to tear at him. His hands drop to his sides. His body slides out the door, falling from the train.

Leon gets to his feet. He grabs Maya and shakes her back to full consciousness, then he holds them both safe by using a strap to support them. They're inches from the hanging meat. She grabs him back, holding him tight.

They both realize the train is beginning to slow down.

It slows to a crawl.

109 INT SUBWAY TRAIN - NIGHT - CONTINUOUS 109

Leon checks Maya to make sure she is okay, and they embrace, both glad to be alive. They both think of Jurgis.

MAYA
Jurgis! Oh, no, please.

Both rush to the hanging Jurgis, and Maya starts crying when she sees the body ripped by Mahogany's knife. Leon pulls her away, but he's shocked by the sight of Jurgis' ripped corpse.

Then the slowing train alerts them.

They are coming to the end of the line.

Leon looks out the windows. On one side of the train - to Leon's shock - the tunnel wall has disappeared. Darkness.

A few yards beyond the track, the rock face falls away. Darkness. Leon looks out the door, looks down. Darkness.

Everything falls into darkness. He can't tell how far.

LEON
Christ...

110 EXT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 110

The train is stopped at the bottom of a deep cavern. Pitch black but immense, the train a tiny shape in the gloom.

The ceiling arches above, but it's too dark to see how high.

The cavern itself is littered with skulls and bony decay, a boneyard going back centuries, strewn with crumbling remains.

All is totally still.

111 INT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 111

Leon and Maya look into the darkness, too dark to see.

Behind them, there is the noise of another door.

The Driver enters the car from the rear. He looks at Leon, then he surveys the chaos in the train. He's obviously unfazed by the bloodshed. He sees that Mahogany is gone.

DRIVER

He didn't have what it takes anymore. But he gave them everything he could. He knew it must be done. It was a privilege.

(sincerely)

I envy you.

Leon reacts, rage contorting his face.

DRIVER

Before you were born. Before anyone living was born. Before the city was thought of. That's how long or longer. And you have found them. As only a few before you. The small circle. We keep the secret, and we preserve them.

LEON

Who are you?

DRIVER

A servant.

LEON

You're a killer, like him.

DRIVER

A killer? No, I keep the worlds separate. You'll understand. They're coming now.

LEON

I'll kill you if I have to.

DRIVER

The Fathers. They're coming. The builders and rulers of the city.

The Driver just stares at Leon, calmly looking at Mahogany.

Then the Driver clicks off the lights of the car.

DRIVER

Don't stand by the meat.

Then--

112 INT. SUBWAY TUNNEL - NIGHT - CONTINUOUS 112

A SKITTERING NOISE IN THE DARKNESS.

Leon and Maya look out and see shapes moving toward them. The shapes look the size of men, and they move like they are bipedal. But they are much heavier and low slung.

Then a noise of something on the train. Leon sees the first shape as it boards. It's head is monstrous, leathery, with four rows of teeth. Huge eyes, much too large for its head.

113 EXT. SUBWAY TRAIN -- NIGHT - CONTINUOUS 113

Leon pulls Maya out of the car, and they both drop down outside. They can make out a line of the shapes approaching, like a dark wave. The things board the car and ignore them.

They watch as the corpses in the car begin to bobble obscenely - being readied for their destination.

With numerous uneven thuds, the corpses drop down, and Leon and Maya hear them being dragged across the dark subway car.

Then a shuffling noise can be heard outside the car, this time its the sound of the bodies being pulled along. The shuffling recedes in quiet waves, and finally all is silent.

Leon looks on the car for the Driver. He's gone. The train is plunged in darkness - there's no sign of him anywhere. Maya cringes and grabs hold of Leon's hand. He reaches down and sees a pile of human bones. There are skulls and remains all around. The leavings of several centuries of feeding.

Leon kneels down and surveys the chaos of bones, dry skulls and still-fleshy heads of those who surrendered here. Some are so life-like it seems they might speak of the horror.

Leon approaches a pile of skulls which seem to form a circle.

Suddenly, one skull comes to life. It's a still-living head, and it moves out from the circle of skulls and dead men.

It's Mahogany. The top of his head is shorn off. His eyes are bloodshot and furious.

Leon steps back startled, but it's not an hallucination.

114

INT. SUBWAY TUNNEL - CAVERN - NIGHT - CONTINUOUS

114

SUDDENLY -- MAHOGANY STRIKES AT LEON WITH HIS CLEAVER.

Leon grabs a bone and raises it above his head for protection. It shatters under the weight of the cleaver.

Leon struggles to his feet. Still holding the SHATTERED BONE.

Mahogany reaches out for him. Leon is barely able to stay on his feet. He sees a sight which startles him.

Mahogany's apron is gone, his shirt is torn apart from the crash. In the middle of Mahogany's chest is a wound - like Leon's - but much larger spanning his chest cavity. It's deteriorating, crusted and scarred.

Mahogany sees Leon's reaction and stares coldly. Leon steps back and grabs Maya, pulling her up and pushing her away.

Then, behind them, in the darkness there is movement. We do not see it, but something is circling the walls.

Saliva runs from Mahogany's gaping mouth. He lunges at Leon, swinging savagely. But this time Mahogany misses.

Leon spins around, sinking the shattered bone into Mahogany's side. Mahogany roars in pain, and comes at Leon in a blind fury, the bone still stuck in his side.

Mahogany comes after Leon with the cleaver a third time. Leon ducks the blow, and reaches for the bone in Mahogany's side. HE PULLS IT OUT.

Blood and flesh pour from the wound.

Mahogany hits Leon in the head with the flat side of the cleaver. Opening up a wound in his head. Leon hits the ground hard.

Mahogany charges toward Leon. Cleaver in hand. Leon just gets back to his feet as--

Mahogany swings - cutting the air with precision. Leon steps back, but not fast enough--

THE BLADE BURIES ITSELF IN LEON'S SHOULDER. It sticks in the bone.

Leon uses the agonizing moment to his advantage. He still grips the shattered bone in his hand. Its tip as sharp as a needle.

The momentum of swinging the cleaver having carried Mahogany slightly past Leon, Leon drives the broken bone into the back of Mahogany's neck with all his might.

Mahogany gags. A rasping, choking sounds come out of his throat. Blood bubbles out of his mouth. Out from around the tip of the bone that now juts from between Mahogany's teeth like a white demonic tongue. Leon has driven the bone all the way thru Mahogany's neck and into his mouth.

Mahogany pulls the bone out of his neck. A thin stream of blood pulses across the ground. He presses his hand there, trying to slow the loss of blood.

Leon stands as Mahogany sinks to his knees. Leon's face contorts with victory. He's beaten him. But now Leon falls. He is wounded and exhausted. He hits the ground on his knees.

Mahogany turns his face up to Leon. There is no trace of fear in his eyes - only relief. A smile twists his lips.

Leon's eyes flicker with hate. Mahogany spits, gurgling, trying to form words.

MAHOGANY

Welcome.

Mahogany begins to choke on his own blood, laughing and coughing at the same time.

Leon's gloating fades. He looks around, and there is no sign of Maya. The dark cavern is silent. She is just gone.

LEON

Maya!

Mahogany's hand loosens on his wound, blood trickling down.

Leon tries to get up, but his effort is just a stumble. He just looks around and repeats Maya's name.

LEON

Maya.

Leon shudders from his own injuries, still on his knees. Hearing the crunch of feet approaching, he looks-up to see several "Fathers" closing on him.

Not wanting to end-up like the "meat" on the train, Leon scrambles backwards thru the bones that litter the cavern floor then, grabbing hold of the cleaver still embedded in his shoulder, he yanks it free. Blood from the newly opened wound instantly soaks his shirt.

Leon starts to raise the cleaver in defense but the clawed hand of a "Father" grabs his wrist from behind. Leon turns. There are more "Fathers" behind him. He's surrounded.

The cleaver falls to the ground as the "Fathers" lift Leon to his feet. He's too weak to even think about fighting them off. He's held up, arms outstretched arms like a scarecrow's.

Another clawed hand grabs Leon's chin and forces his face to turn sharply left. Leon has no choice but watch as several "Fathers" pass, carrying Mahogany's now naked body. They drop Mahogany to the floor and step back.

Just beyond Mahogany's body is absolute darkness save the random highlights cast by the torches of the "Fathers". And then these highlights begin to move. What appeared initially to be just a cavern wall is actually the skin of a being so massive that it fills the cavern floor-to-ceiling and continues away from Leon and the "Fathers" to an unknowable depth. The bits of skin visible are darkish in color, smooth in texture although thin enough to reveal the massive muscles that ripple beneath and consistently wet. This is the "Grandfather".

LEON

My God.

From the darkness, one of the "Grandfather's" arms emerges and, grabbing hold of Mahogany's head, suddenly yanks his body up.

For a split second, the "Grandfather's" mouth is visible as it opens wide and then, as Mahogany disappears inside, it's swallowed again by darkness. The only evidence Mahogany ever existed is the crunching of his bones.

Leon freaks. Struggles with all he has left to escape but the "Fathers" force him to his knees. And from the darkness, two of the "Grandfather's" arms emerge. Between them is Maya. She is hanging a couple feet off the ground, naked and porcelain white.

Whether she is alive is unclear at this moment but what is clear is that Leon has never seen something so beautiful. She hangs in the darkness like an angel.

LEON

Maya.

Maya's eyes open. And stare down into Leon's.

LEON

Maya, can you hear me?

A peaceful smile creases Maya's lips.

MAYA

Leon, this is what you've been looking for.

And from the void behind Maya, two more of the "Grandfather's" arms emerge. They wrap themselves around either side of Maya, meeting in the middle of her chest.

LEON

Let her go. Take me!

The Grandfather's finders sink easily into the flesh of Maya's chest like a baker's into dough.

LEON

LET HER GO!

And then almost tenderly the hands pull back. There is a moment of resistance and then, with the faintest of CRACKS, her rib cage separates and her entire torso opens, revealing the organs within. There is no blood. Just the play of the "Father's" torch light on her motionless heart.

LEON

No, no, Maya!

Leon bows his head, completely broken. When he looks back up, the Driver is standing over him.

DRIVER

And now to serve in silence.

The "Fathers" step back from the Driver and Leon.

The Driver pulls Leon's mouth open and forces his hand into Leon's mouth and rips out Leon's tongue. Blood cascades from Leon's mouth.

The Driver holds Leon's tongue up, presenting it to Leon. Then he throws it into the mass of "Fathers". The dark mass absorbs it.

Slowly, Leon's breathing recovers and becomes less labored, more controlled. The breathing then becomes measured, even. It almost becomes normal breathing, with a slight trembling.

Somehow rising to his feet, Leon moves his head toward the still hovering Maya, and the Driver lets him close the distance to her. Her face is almost frozen now, but Leon continues to move closer.

Now he is face to face with her, and he moves his bloody lips to kiss her. She remains fixed like a statue as he begins a blood kiss, pressing his lips hard on hers.

Suddenly Maya seems to come alive, with blood from Leon's mouth running.

Maya's body arches back, her chest cavity opening up further, almost like wings. She gives Leon a skeletal embrace which he receives in wonder, his eyes becoming fixed, cold, icy. *

115 INT. MAHOGANY'S APARTMENT - BATHROOM -- DAY 115 *

A shrill metallic screech. Bad plumbing. A hand turns a faucet off, old water pipes, a moldy bathroom.

The hand reaches up to straighten a tie. A modest brown suit. Clean. We see shoulders. It's fit perfectly. *

A suit identical to the neatly-pressed one worn by Mahogany. Now we see cuff links, neat like Mahogany's cuff links. And, on the wrist, a twisted silver bracelet with a moon.

116 INT. MAHOGANY'S APARTMENT - MAIN ROOM - DAY - CONTINUOUS 116

We've seen this room before. It's the main room of Mahogany's apartment. There is someone in the chair.

It's Detective Hodge. She is watching a news report on the small television.

ANCHOR WOMAN

- apparently she acquired an automatic pistol before her disappearance.

(MORE)

ANCHOR WOMAN (cont'd)

The police say Ms. Jones and Mr. Tompkins are only missing at this point, although foul play has not been ruled out.

And now the man in the neat suit stands before the set, watching the report with Hodge.

It's Leon. But virtually a spitting image for Mahogany.

He shows no interest in the news and faces Hodge. She gives him the once-over, then turns back to the television. She reaches behind and yanks the plug. The set blinks off.

Leon goes to an old desk and leans over something we cannot see at first. As he leans over it, we recognize the BLACK VALISE. He takes out several corkscrew tools and inspects them. THE LID OF THE VALISE SLOWLY CLOSSES ON ITS OWN.

Leon steps up to the hallway door, he picks up a BLACK LEATHER BAG from the floor. We hear a quiet metallic clatter. Engraved on the leather is the name "Mahogany."

Leon pauses and cocks his head.

Hodge now stands right behind Leon, and she takes a leather datebook out of her coat and presents it to him. It is the same datebook which Hodge took from Maya.

Leon holds the book a minute, glances at its contents, then stuffs it inside his coat. He opens the outer door.

A uniformed cop has his back to us in the doorway, but he moves to let Leon pass. And now the cop shuts the door.

117 INT. SUBWAY TRAIN - NIGHT

117

It's late. We follow Leon, dressed in his suit, leather bag in one hand, as he walks the aisle of an empty car.

His stride is purposeful. He leaves one car, enters the next. We follow him through a second empty car. No one.

CLACK. He slides open the door to a third car and enters. This car is also empty. Except one lone passenger --

THE YOUNG MAN FROM THE PROLOGUE.

The young man leans back in his seat, sleeping, unaware.

LEON PASSES RIGHT BY THE YOUNG MAN, SEEMING TO IGNORE HIM.

Leon opens the door to the next car. He stops, turns.

Leon looks back a second. Now he goes through the door.

CLACK -- THE CAR DOOR SLAMS SHUT BEHIND HIM.