

VAN HELSING

by

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EXT. FOREST - NIGHT

LIGHTNING FLASHES across the OLD UNIVERSAL LOGO. And then a FLAMING TORCH BURNS IT AWAY and we find ourselves in the middle of an angry mob of torch-wielding PEASANTS. Crashing through a dark forest. Heading for a huge CASTLE. A BOLT OF LIGHTNING STRIKES conductors above the skylight on top of the castle. - This entire opening sequence is in BLACK & WHITE.

INT. LABORATORY - NIGHT

A PAIR OF STRANGE EYES suddenly comes alive, peering out through slits in stained bandages.

A MAN spins around into a CLOSE-UP, his elegant face is covered in soot, sweat, and taut lines of exhaustion. But his eyes sparkle with an incredible intelligence, bordering on madness. This is DOCTOR VICTOR FRANKENSTEIN. He yells one of the most famous phrases in film history:

VICTOR

He's alive .... He's alive!! ...  
HE'S ALIIIIIVE!!!

Behind him, lying in a form-fitted iron pod, is a huge man, face covered in bandages. A loud CRASH spins Victor around, he runs to a window and looks out. Over his shoulder we see the mob charge the front gate with a tree trunk-CRASH! Wood SPLINTERS. But the gate holds. Victor starts to panic, he spins around and comes face-to-face with a DARK FIGURE.

DRACULA (DARK FIGURE)

Success!!

Victor SCREAMS in fright, then catches himself

VICTOR

Oh ... Count ... it's just you.

The Dark Figure steps forward into the flickering electrical light-show. Tall, dark, and incredibly handsome, he reeks of evil. This is COUNT VLADISLAUS DRACULA.

DRACULA

I was beginning to lose faith,  
Victor.

He looks our at the screaming mob.

DRACULA (CONT'D)

A pity your moment of triumph is  
being spoiled over a little thing  
like grave robbery.

EXT. CASTLE FRANKENSTEIN - NIGHT

A creepy guy in a TOP HAT and undertaker's suit YELLS OUT:

TOP HAT  
You know what he's doing in there!  
To the bodies of your loved ones!

INT. LABORATORY - NIGHT

Victor is clearly on the verge of a nervous breakdown.

VICTOR  
I must ... I must escape this  
place.

Victor dashes across his laboratory; the Industrial Age at its grotesque beginnings. Weird iron generators and enormous copper dynamos line the walls. Huge gears GRIND. Massive fan belts WHIRL. Electricity ARCS everywhere. Dracula is now high up in the rafters, as if magically transported.

DRACULA  
Where are you going to run, Victor?

SPARKS rain down as Victor throws open a traveling chest and wildly begins packing. Dracula is suddenly on the complete opposite side of the room, pacing the mantelpiece.

DRACULA (CONT'D)  
Your peculiar experiments have made  
you ... unwelcome, in most of the  
civilized world.

Victor looks up at Dracula, momentarily confused by Dracula's impossible moves.

VICTOR  
I'll take him away, far away, where  
no one will ever find him.

He starts packing again, but Dracula is suddenly right next to him. He steps on the lid of the trunk and slams it shut.

DRACULA  
No, Victor, the time has come for  
me to take command of him.

VICTOR  
What are you saying?

DRACULA

Why do you think I brought you here? Gave you this castle? Equipped your lab?

VICTOR

You said you believed in my work.

DRACULA

And I do. But now that it is, as you yourself said, "a triumph of science over god," it must now serve my purpose.

VICTOR

What purpose?

EXT. CASTLE FRANKENSTEIN - NIGHT

WHAM! goes the tree trunk. Splinters FLY. The gate starts to give. The Crowd CHEERS. Thunder ROARS.

INT. LABORATORY - NIGHT

Victor's eyes slowly widen in horror, he starts to back away.

VICTOR

Good lord ... I would kill myself before helping in such a task.

DRACULA

Feel free. I don't actually need you anymore, Victor. I just need him ... he is the key.

Dracula moves in for the kill. Victor backs away towards the roaring fireplace, eyes narrowing in defiance.

VICTOR

Before I would allow him to be used for such evil, I would destroy him.

DRACULA

I cannot allow that to happen. My brides would be very put out.

VICTOR

IGOR! ... Help me!

A despicable little hunchback with horrible buck teeth and an evil eye stares down from the rafters. This is IGOR.

IGOR

You have been so kind to me.  
 Doctor, so caring and thoughtful  
 (gestures out to the mob)  
 But if they catch me, they'll hang  
 me again.

Igor reveals his horribly disfigured broken neck. Victor quickly reaches the mantel and grabs a sabre crossed over the Frankenstein family coat-of-arms.

VICTOR

Stay back!

DRACULA

You can't kill me, Victor ...

Dracula impales himself on Victor's sabre and keeps walking, impaling himself all the way up to the hilt, bringing the two men eye-to-eye. Victor is beyond shocked. Dracula smiles.

DRACULA (CONT'D)

... I'm already dead.

EXT. CASTLE FRANKENSTEIN - NIGHT

CRASH! goes the front gate. EXPLODING into splinters. Peasants and torches pour through. LIGHTNING FLASHES.

INT. LABORATORY - NIGHT

Dracula's canines glide out into razor sharp fangs, all the blood drains from his face, his hair turns pure white. Victor SCREAMS. The Count bites down into his neck.

Up in the rafters, Igor scurries off through a door, slamming it behind him as Victor's SHADOW is murdered above it.

Dracula drops Victor's limp body to the floor. And that's when a horrific ANGUISHED BELLOW suddenly fills the room.

FRANKENSTEIN

NOOO!

Dracula spins around, dropping Victor to the floor. A dynamo hits Dracula full on. He and the dynamo are flung into the fireplace, scattering flaming logs and embers.

A bandaged APPARITION scoops Victor into its arms.

EXT. CASTLE FRANKENSTEIN - NIGHT

Igor scurries our a small door outside the castle wall and closes it behind him, then he looks up over the wall to the peasants storming the upper ramparts. He cackles in glee. The door behind him suddenly bursts open. The Apparition races out, carrying Victor in its arms. It blows past Igor and heads off across the moors, heading for an old WINDMILL up on a bluff. Igor is shocked and panicked, he quickly looks up at the peasants and points to the Apparition.

IGOR  
FRANKENSTEIN! He's created a  
monster!!

Igor fearfully scurries off into the shadows.

EXT. RAMPART - NIGHT

Up on the ramparts, Top Hat points down SCREAMS:

TOP HAT  
LOOK! It's headed for the windmill!

INT. LABORATORY - NIGHT

From inside the fireplace, the Count flings the massive dynamo across the laboratory. It hits a generator that blasts into a flume of sparks and fire. The Count charges out of the fireplace, his face is a burned mess, *but it quickly and completely heals.*

EXT. WINDMILL - NIGHT

The mob charges across the moors, chasing the Apparition towards the windmill.

INT. WINDMILL - NIGHT

The mob charges the windmill. The creature slams the door shut on them, then dashes across the room, which is an old *Absinthe Still*. He rampages up a rickety wooden staircase.

EXT. TOP OF WINDMILL - NIGHT

At the top of the windmill, the creature rages through a splintering door and looks down at the crazed mob below. We finally get our first good look at FRANKENSTEIN'S MONSTER: bolts, scars, stitches, and the back of his head is made of glass, *a small electrical storm is going off inside it.* But the look in his eyes surprises us, he is terrified, this tremendous beast of a man is actually fearful.

## FRANKENSTEIN

Why? ...

INT. LABORATORY - NIGHT

Dracula's SHADOW rises up the laboratory walls and TRANSFORMS into something huge, *with wings*.

EXT. TOP OF WINDMILL - NIGHT

Frankenstein groans in fear as a thick unbroken band of FLICKERING TORCHES encircles the windmill. The SCREAMING peasants throw their torches. A noose of FLAME leaps up the walls. The Monster ROARS. Then looks off at the castle. Off in the distance, the castle's glass skylight bursts as a WINGED SHADOW explodes up out of it. High up in the dark, thunder-racked sky, THREE MORE liquid-like SHADOWS come flying through the roiling purple clouds to join it.

PEASANTS

Vampires! Run for your lives!

The huge crowd flees in horror across the moors. The FLAMES have surged up the windmill and now surround Frankenstein's Monster. He looks down at Victor and hugs him tightly to his chest.

FRANKENSTEIN

Father ...

Then with tears on his cheeks, he lifts a fist towards the oncoming shadows above and lets our an anguished BELLOW.

And that's when the entire windmill IMPLODES. Taking the Monster and his creator down with it. The timber and the gears and the fans and all the ironwork plummet downward. A huge ball of FIRE and FLAMING DEBRIS flies everywhere.

Huge billowing WINGS suddenly fly right over CAMERA, practically WIPING FRAME. They immediately become a CAPE, which wraps around Dracula as he hits the ground running.

And then three billowing WHITE WINGS fly over CAMERA, and they wrap around three exorically gorgeous young women. Dracula's BRIDES: ALEERA, VERONA, and MARISHKA.

Dracula staggers to a stop and stares in desperation at the flaming wreckage. His Brides are distraught beyond words: they burst into tears, wailing with inhuman shrieks.

WE PUSH IN on the FLAMING windmill, belching its last sparks, then slowly DISSOLVE TO its charred remains.

SUPER: ONE YEAR LATER

EXT. WINDMILL - DAY

The BLACK & WHITE ends, the FILM SATURATES, becoming a deep blue, and then a huge, powerful BLUR rips past the ruins. The sound it makes is incredibly deep, feral, and frightening.

EXT. FOREST CLEARING - GLOOMY DAY

Looking down through MASSIVE TREES onto a small clearing. A handsome young MAN is tied to a post, hands above his head. PRINCE VELKAN tenses at the sound of the approaching beast. And then all goes quiet. Bushes rustle. Velkan's eyes look left. A tree creaks. Velkan looks right. A branch sways. Velkan waits for the inevitable. And then, 30 feet up a tree, a massive WEREWOLF creeps out, clinging horizontally to the bark. Ten feet tall. Fangs. Claws. The works. It hunches, about to lunge. Velkan tenses.

VELKAN

Come on. Dracula unleashed you for a reason.

The Werewolf leaps. Velkan's hands rip loose of his bindings. He vaults himself up onto the top of the post just as the Werewolf slams into it, just missing him. The Werewolf clings to the post and looks up as Velkan leaps up and grabs a vine hanging above the post.

BEHIND SOME BUSHES: Several MEN pull a lever.

The vine jerks Velkan up off the pole, heading for safety, but then he comes to an abrupt stop. The look in his eyes tells us this isn't part of the plan.

Behind the bushes the men are struggling with the lever.

VILLAGER

It's stuck! It's stuck!

A gorgeous young woman spins around and draws her sword: she wears the sexy silk dress of a gypsy Princess, this is ANNA VALERIOUS. One of the men grabs her.

MAN

No! Anna! It will kill you!



ANNA  
(ripping free of his grip)  
That's my brother out there!

Out in the clearing, the Werewolf snarls up at Velkan and starts to hunch, about to lunge up at him. Anna charges out of the bushes. The Werewolf sees her. So does Velkan.

VELKAN  
Anna! No!

Anna raises her sword and keeps on charging. The Werewolf snarls viciously and jumps off the pole, it immediately falls through a camouflaged mesh covering the ground.

Behind the bushes a man swings an ax and chops the ropes attached to the lever.

Out in the clearing, a huge iron CAGE rips up out of the ground around the pole. Anna does a back-flip off the cage as it's pulled up into the air.

Up on the vine, Velkan draws his silver revolver. The roof of the cage springs shut, trapping the Werewolf inside. Velkan aims down at the Werewolf, but the cage slams into him on it's way up into the trees. His revolver goes flying. Velkan and the cage are rocketed straight up into the huge trees.

EXT. FOREST - TREETOPS - DAY

Way up in the trees, the cage slams to a stop. Velkan leaps off and lands on a branch. The cage starts crashing back and forth, the Werewolf trying to rip its way out. Ropes snap.

VELKAN  
My gun! Find my gun!

EXT. FOREST - CLEARING - DAY

Down in the clearing, Anna desperately looks around, several men begin firing rifles up into the trees, Anna shoves one of them out of her way.

ANNA  
No! Find Velkan's gun! It has to be  
the silver bullets!

EXT. FOREST - TREETOPS - DAY

Another rope snaps. The cage swings wildly, now hanging by a single rope.

EXT. FOREST - CLEARING - DAY

Anna spots Velkan's silver revolver on the far side of the clearing. She runs for it. The cage suddenly SLAMS DOWN right in front of her, cutting her off from the gun. The Werewolf bursts out of the smashed cage. Anna turns and runs like hell. The Werewolf spots her and gives chase.

Anna races through the foliage. The Werewolf's POV getting closer and closer. Anna runs out of the forest and almost goes over a cliff. She stops herself just short, it's a half mile to the bottom, she spins around and starts to run back into the foliage, then freezes as she sees trees and bushes thrown into the air, the Werewolf getting closer and closer. The Werewolf leaps out of the bushes, straight at Anna. Anna is suddenly shoved out of the way by Velkan. He fires his gun. The Werewolf HOWLS in pain, but manages to chomp into Velkan's shoulder and tackle him OFF THE SCREEN.

Anna slams to the ground, then spins around, Velkan and the Werewolf are gone. Only the revolver remains, still smoking. Anna leaps up and looks over the edge of the misty cliff. Velkan is nowhere in sight. Anna is devastated.

ANNA

Velkan ...

And then she hears something and spins around. It's the Werewolf, lying in the bushes. Anna grabs the gun, levels it, cocks it, and moves in for the kill. And that's when the Werewolf TRANSFORMS, turning into a dying OLD MAN.

OLD MAN

Thank you.

Anna stares down at him, horrified. The Old Man smiles.

OLD MAN (CONT'D)

I die free from Dracula's awful grip.

And then with the last of his energy he grabs Anna's ankle.

OLD MAN (CONT'D)

But now you must stop him! ... He has a terrible secret ... He has ... he has ... !

The Old Man dies. Anna stares down at him, then looks off over the precipice. WE PUSH IN on her tear-streaked face as she shuts her eyes. Then PULL BACK as another FACE DISSOLVES UP over hers. It's a "WANTED POSTER." Wanted for murder in many countries is a MASKED MAN wearing a cloak, a cape, and a black, wide-brimmed hat. His name is VAN HELSING. A HAND rips the poster off the SCREEN and we suddenly find ourselves in:

PARIS, FRANCE - RAINY NIGHT

The hand belongs to a masked man in a cloak, a cape, and a black, wide-brimmed hat. In the background is the Eiffel Tower, half built. It's quiet. Too quiet. And then we hear a blood curdling SCREAM. Van Helsing's eyes don't even flinch, he calmly crumples the poster, chucks it, and moves off down the foggy cobblestone lane, his cape flowing behind him.

EXT. NOTRE DAME - NIGHT

WE PAN DOWN from NOTRE DAME to a WOMAN'S DEAD BODY lying on the cobblestones in a puddle of blood, eyes wide open, looking terrified. Van Helsing steps up and gives the body the once over, studying the spoor. He picks up a smoldering cigar stub next to the body, dripping with saliva, then he freezes, eyes suddenly on the alert, he spins around and we RACK FOCUS to the top of Notre Dame.

Way up on the North Tower, a huge, shadowy FIGURE clambers up the sheer wall and vanishes over an upper railing.

INT. NOTRE DAME BELFRY - NIGHT

Van Helsing silently steps up into the belfry, which is dark and dusty and covered in religious relics. Very Gothic. Moonlight slices through the attic windows as Van Helsing glides past the massive church bell, then he freezes, every hair and muscle on his body suddenly tense. A long BEAT.

And then a gigantic malformed MAN DROPS DOWN three feet in front of him, hanging upside-down from the rafters. He SNARLS viciously. This is MISTER HYDE. Van Helsing gingerly takes one step back, then pulls down his mask, revealing his handsome face for the first time.

VAN HELSING

Evening.

Hyde's fleshy jowls spew phlegm as he speaks, a burning cigar clamped between his rotten teeth.

MISTER HYDE

You're a big one. You'll be hard to digest.

VAN HELSING

I'd hate to be such a nuisance.

Hyde flips around and lands on his gnarled feet. Van Helsing sizes him up, all nine feet of him.

VAN HELSING (CONT'D)

I missed you in London.

MISTER HYDE

No you didn't.

Hyde lifts up his huge arm to show three cauterized BULLET HOLES blown clear through his biceps.

MISTER HYDE (CONT'D)

You got me good.

Hyde starts to circle. Van Helsing does likewise.

VAN HELSING

Doctor Jekyll, you are wanted by the Knights of the Holy Order-

MISTER HYDE

It's Mister Hyde now.

VAN HELSING

-for the murder of twelve men, six women-

MISTER HYDE

-Four children, three goats and a rather nasty massacre of poultry. So you're the great Van Helsing.

He blows a huge smoke ring at Van Helsing. Van Helsing ignores it.

VAN HELSING

And you are a deranged psychopath.

Hyde takes the red-hot cigar out of his mouth and crushes the glowing his palm.

MISTER HYDE

We all have our little problems.

Van Helsing's whole mind and body to gear up.

VAN HELSING

My superiors would like for me to take you alive, so that they may extricate your better half.

MISTER HYDE  
They would, would they?

VAN HELSING  
Personally, I'd rather just kill  
you and call it a day.

Mister Hyde laughs. Van Helsing doesn't.

VAN HELSING (CONT'D)  
Let's make it *your* decision, shall  
we?

Hyde suddenly LASHES OUT with one of his huge hands, catches Van Helsing across the face, slams him back into a wall. Van Helsing calmly wipes the blood off his mouth.

VAN HELSING (CONT'D)  
Good, we're in agreement then.

In a lightning quick move, Van Helsing draws his revolvers and FIRES. Like all of Van Helsing's weapons, they are highly stylized, yet ruthlessly functional. The sound is thunderous. As the smoke clears, Hyde is nowhere to be seen. Van Helsing holsters his guns and moves forward. Mister Hyde suddenly charges out of the darkness. Van Helsing instantly comes up with circular BLADES in each hand. He spins around and cuts Hyde across the ribs as he passes. Hyde howls in pain and, unable to stop his own momentum, crashes straight into the huge church BELL, which GONGS loudly. Hyde grabs his ears.

MISTER HYDE  
The bell! THE BELL!!

Van Helsing moves in for the kill. His fingers start pumping the spring-loaded blades, which begin to rotate, faster and faster until they're a menacing blur of razor sharp steel.

Hyde grabs the huge bell, rips it off its moorings and slams it down over Van Helsing, trapping him inside. Hyde chuckles. And then he hears the blades buzzing away inside. Hyde looks concerned, grabs the bell, and lifts it up. Van Helsing is gone, and there's a big hole carved out of the wooden floor.

Hyde scowls, then hears the blades buzzing again. He looks around. Van Helsing is nowhere in sight, then he looks up. Van Helsing is crouched up inside the bell above Hyde's head. He swings a blade. *Mister Hyde's left arm drops to the floor.* Cut clean off. The bell crashes to the floor. Van Helsing rolls free. He and Hyde stare at the severed arm, flapping away on the floor.

VAN HELSING  
I'll bet that's upsetting.

The huge arm TRANSFORMS into the arm of a spindly old man. Mister Hyde angrily lunges forward, grabs Van Helsing, and throws him clear up through the top of the tower.

EXT. NORTH TOWER - NIGHT

Van Helsing explodes up through a wooden trap door and crashes down hard to the deck. He tries to get up, but he's nearly unconscious. Hyde leaps up beside him, picks him up by the back of his collar and carries him across the tower.

MISTER HYDE  
I think you'll find the view over  
here rather spectacular.

At the edge of the tower, Hyde lifts Van Helsing up face-to-face.

MISTER HYDE (CONT'D)  
Been a pleasure knowing you.

Mister Hyde throws Van Helsing off the top of Notre Dame.  
OKAY, EVERYTHING HAPPENS AT ONCE, PAY CLOSE ATTENTION:

As Van Helsing plummets towards the cobblestones far below he desperately whips out a grappling hook gun, *aims*, and fires it upwards. The bolt shoots out, tether trailing behind it. It blows right through Hyde's belly and shoots out of his back.

TIGHT on the bolt as it slows in mid-air, tether slackening, and then the serrated grappling HOOKS snap out, the tether goes taut, and the whole thing is jerked back out of FRAME.

The grappling hooks slam into Mister Hyde's back. The tether goes taut. Van Helsing snaps to a stop at the end of the tether, two feet short of splattering into the cobblestones. Hyde is jerked forward, but catches himself on the ledge. Van Helsing gets to his feet, grabs the tether and yanks it. Hyde is jerked over the edge, but a single toe stops him from falling, his lone arm flails, and then with all his might he throws himself backwards. READ FASTER:

Van Helsing is jerked up off the ground. Hyde stumbles back and falls off the top of the tower, he drops down and crashes through the roof of the church. Van Helsing rockets up the side of Notre Dame, heading for the top of the tower.

INT. NOTRE DAME - NIGHT

Mister Hyde swings down across the great church and right into the Rose window.

EXT. NOTRE DAME - NIGHT

The massive window at the front and center of Notre Dame explodes as Mister Hyde crashes through it. Van Helsing lands on his feet at the top of the tower and looks down.

WE FOLLOW Mister Hyde down as he TRANSFORMS into a meek OLD MAN, who has one deeply disturbing moment to consider his predicament. And then he hits the pavement.

Up on the tower, Van Helsing looks genuinely remorseful, his body slumps in sadness, he makes the sign-of-the cross.

VAN HELSING  
God rest your soul. ...

EXT. PLAZA - NIGHT

Gendarmes, priests, and local denizens race up to the dead body from every direction. Then they all look up to the top of the North Tower, *and are instantly terrified*, several of them run away in fear.

PEOPLE  
Van Helsing! ... It's Van  
Helsing!...

Silhouetted against the moon is our hero. The SERGEANT of the gendarm raises an angry fist.

SERGEANT (O.S.)  
Van Helsing you MURDERERRRR ...

SMASH CUT TO ROME - DAWN

The clock behind St. Peter's Basilica chimes as Van Helsing trots his black stallion across the enormous Piazza San Pierro, lined with Bernini's magnificent colonnades.

SUPER: VATICAN CITY

INT. ST. PETERS - DAWN

Gregorian CHANTING can be heard as Van Helsing strides through the greatest church in all Christendom.

INT. CONFESSIONAL - DAY

Inside an ornate confessional, Van Helsing drops to one knee.

VAN HELSING

Bless me, Father, for I have  
sinned.

Knowing what's coming, Van Helsing grits his teeth. A tiny partition door slams open. Through the wooden mesh we see CARDINAL JINETTE, a tough old bird with piercing eyes.

CARDINAL JINETTE

You shattered the Rose window!

VAN HELSING

Not to split hairs, sir, but it was  
Mister Hyde who did the shattering.

THIRTEEN

Thirteenth-century. Over six  
hundred years old! I wish you a  
week in hell for that!

VAN HELSING

It would be a nice reprieve.

CARDINAL JINETTE

Don't get me wrong, your results  
are unquestionable, but your  
methods draw far too much  
attention. "Wanted posters"? We are  
not pleased.

VAN HELSING

You think I like being the most  
wanted man in Europe? Why don't you  
and the Order do something about  
it?

The Cardinal leans in and lowers his voice conspiratorially.

CARDINAL JINETTE

You know why, because "we" do not  
exist.

VAN HELSING

Then neither do I.

Van Helsing gets up to go. The Cardinal pulls a lever. Bolts on Van Helsing's door lock shut. The Cardinal leans in, all fire and brimstone.



CARDINAL JINETTE

When we found you crawling up the steps of this church, half dead, it was clear to all of us that you had been sent to do God's work.

VAN HELSING

Why can't he do it himself?

CARDINAL JINETTE

Don't blaspheme! You already lost your memory as a penance for past sins.

The Cardinal pulls another lever, a series of gears slides the back wall open, revealing a secret hidden staircase.

CARDINAL JINETTE (CONT'D)

If you wish to recover it, I suggest you continue to heed the call.

INT. ARMORY - DAY

The Cardinal and Van Helsing enter an enormous underground ARMORY, bustling with action, lots of steam and fire.

CARDINAL JINETTE

Governments and empires come and go, but we have kept mankind safe since time immemorial.

Beneath the giant blast furnaces we see JEWISH RABBIS working the billows, HINDU PRIESTS stoking the fires, and MUSLIM CLERICS hammering red hot scimitars on anvils.

CARDINAL JINETTE (CONT'D)

We are the last defense against evil. An evil that the rest of Mankind has no idea even exists.

Van Helsing's eyes fill with torment, reliving past moments:

VAN HELSING

To you, these monsters are evil beings to be vanquished, but I'm the one left standing there when they die and become the men they once were.

CARDINAL JINETTE

For you, my good son, this is all a test of faith. That is why you have no idea who you are or where you came from.

Van Helsing gives him a look. The Cardinal smiles knowingly.

CARDINAL JINETTE (CONT'D)

Say you met God, and he set you on a task, you would have no fear because you would know that God was with you, but if your memory of meeting God were lost, then every day would be a test of faith.

Van Helsing sighs heavily, we see the weariness in his eyes, the weight of his calling pressing down upon him. The Cardinal snaps his fingers and the LIGHT DIMS. A Rabbi turns on a SLIDE PROJECTOR and starts clicking slides, showing the way from Rome to Eastern Europe.

CARDINAL JINETTE (CONT'D)

We need you to go to the east, to the far side of Romania, an accursed land, terrorized by all sorts of nightmarish creatures.

A slide of a handsome GOTHIC PRINCE comes up.

CARDINAL JINETTE (CONT'D)

Lorded over by a certain Count Dracula.

Van Helsing's interest is immediately piqued.

VAN HELSING

Dracula.

Then a slide comes up showing a painting of an old fifteenth-century NOBLEMAN, his suit of armor covered in holy crosses, his name emblazoned on silver below it: VALERIOUS THE ELDER.

CARDINAL JINETTE

Four hundred and fifty years ago a Transylvanian knight named Valerious the Elder promised God that his family would never rest, nor enter heaven, until they vanquished Dracula from their land. They have not succeeded, and they are running out of family.

Several grainy black-and-white slides of a FAMILY come up. A burly old KING and young Prince Velkan.

CARDINAL JINETTE (CONT'D)  
Boris Valerio us, King of the Gypsies, he went missing almost one year ago. His son Velkan died just last week.

VAN HELSING  
And the girl?

Van Helsing gestures to Anna, riding her horse.

CARDINAL JINETTE  
Princess Anna, the last of the Valerio us. If she is killed, nine generations of her family will never enter the gates of St. Peter.

The room FLOODS WITH LIGHT. The Cardinal faces Van Helsing.

CARDINAL JINETTE (CONT'D)  
For more than four centuries this family has held down our left flank. They gave their lives, we cannot let them slip into purgatory.

VAN HELSING  
So you're sending me into hell.

CARDINAL JINETTE  
In a manner.

An old Muslim Cleric steps up and hands something to the Cardinal. The Cardinal holds it up for Van Helsing. It's a TORN PIECE OF PAINTED CLOTH encased in a strip of glass.

CARDINAL JINETTE (CONT'D)  
The old knight left this here four hundred years ago. We don't know its purpose, but he would not have left it lightly.

Van Helsing stares at it. Painted on the cloth is PART OF A LATIN INSCRIPTION.

CARDINAL JINETTE (CONT'D)  
In Latin inscription translates as:  
"In the name of God, open this door."

And then a look of confusion washes over Van Helsing's face. In the corner of the cloth is an INSIGNIA in the shape of a DRAGON. Van Helsing holds his hand up next to the insignia. *On Van Helsing's hand is a RING with the exact same DRAGON INSIGNIA.* The Cardinal sets his hand on Van Helsing's arm, fatherly.

CARDINAL JINETTE (CONT'D)

I think that in Transylvania, you  
may find the answer you seek. . . .

On Van Helsing's look WE CUT TO:

INT. ARMORY - DAY

Van Helsing strides through a huge blast of steam. An extremely earnest little Friar scurries up, this is CARL.

CARL

There you are. Did you bring him  
back? Or did you kill him?

Van Helsing doesn't even slow down. Carl shakes his head.

CARL (CONT'D)

You killed him, didn't you? That's  
why they get so annoyed. When they  
ask you to bring someone back, they  
don't mean as a corpse.

Van Helsing scowls under his breath. Carl smiles.

CARL (CONT'D)

Ah! Right. You're in a mood. Well,  
come on, I've got a few things that  
will put the bit back in your  
mouth.

Van Helsing is suddenly attracted to some swords coming out of a flaming forge. Carl grabs him and pulls him away.

CARL (CONT'D)

Any idiot can make a sword.

A huge, beefy, Buddhist Monk covered in sweat steps out from behind the forge, staring daggers at Carl.

CARL (CONT'D)

Sorry, father!

Carl grabs some items off a shelf and stuffs them into Van Helsing's arms:

CARL (CONT'D)  
Rings of garlic, holy water, a  
wooden stake, a silver crucifix ...

Van Helsing watches some Spanish priests fire a Gatling gun.

VAN HELSING  
Why can't I use one of those?

Carl looks at Van Helsing like he's talking to a child.

CARL  
You've never gone after vampires  
before have you?

VAN HELSING  
Vampires, gargoyles, warlocks,  
they're all the same, best when  
cooked well.

CARL  
They are not all the same. A  
vampire is nothing like a warlock.  
My granny could kill a warlock.

VAN HELSING  
Carl, you've never even been out of  
the abbey, how do you know about  
vampires?

CARL  
That's why they make books.

He gestures to a collection of manuscripts by Socrates,  
Copernicus, Da Vinci, and Galileo, then steps up to a glass  
OVEN where sticks of dynamite are dripping sweat into vials.

CARL (CONT'D)  
Here's something new. Glycerine 48.

Carl sticks his pinky into a vial and then flicks a drop of  
the dynamite sweat against a wall, the drop bursts into a  
large ball of flame. Several of the startled clergy YELL OUT:

SEVERAL PRIESTS  
Knock it off, Carl!

CARL  
Sorry! Sorry!  
(aside to Van Helsing)  
The air around here is thick with  
envy.

Carl grabs a strange-looking CROSSBOW :and hands it to Van Helsing, it's covered in little iron pumps and copper tubes.

CARL (CONT'D)  
This is my latest invention.

VAN HELSING  
Now this I like.

CARL  
Gas propelled, capable of  
catapulting bolts in rapid  
succession at tremendous velocity.  
Just pull the trigger and hold on.  
(he adjusts the sight)  
I've heard the stories coming out  
of Transylvania, trust me, you'll  
need this. A work of certifiable  
genius.

VAN HELSING  
If you don't say so yourself.

Carl doesn't get sarcasm.

CARL  
I did say so myself.  
(earnest, not bragging)  
I am a veritable cornucopia of  
talent.

Van Helsing picks up a very odd-looking CONTRAPTION.

VAN HELSING  
Did you invent this?

CARL  
I've been working on that for  
twelve years. It's compressed magma  
from Mount Vesuvius with pure  
alkaline from the Gobi Desert. It's  
one of a kind.

VAN HELSING  
What's it for?

CARL  
I have no idea, but I'm sure it  
will come in handy.

Carl scurries on as Van Helsing follows.

VAN HELSING

Twelve years and you don't know  
what it does?

CARL

I didn't say that. I said I don't  
know what it's for. What it does is  
create a light equal to the  
intensity of the sun.

VAN HELSING

And this will come in handy how?

Carl hefts two huge duffle bags filled with weaponry into Van  
Helsing's arms.

CARL

I don't know. You could blind your  
enemies. Charbroil a herd of  
charging wildebeest. Use your  
imagination.

VAN HELSING

No, Carl, I'm going to use yours,  
that's why you're coming with me.

CARL

The hell be damned if I am.

VAN HELSING

(points an accusing  
finger)

You cursed. Not very well, but  
you're a monk, you're not supposed  
to curse at all.

CARL

Actually, I'm still just a friar, I  
can curse all I want ... damn it.

VAN HELSING

The Cardinal has ordered you to  
keep me alive ...

He shoves the huge duffle bags into Carl's arms.

VAN HELSING (CONT'D)

... for as long as possible.

Van Helsing turns and heads off through the flaming forges.  
Carl, carrying the huge duffle bags, staggers off after him.

CARL

But I'm not a field man!

A blast of STEAM fills FRAME, and then the CAMERA is suddenly flying through CLOUDS ....

EXT. TRANSYLVANIA - GLOOMY DAY

The CAMERA rips out of the clouds and dives down between two craggy mountain peaks, revealing the strange village of VASERIA nestled in the heart of a creepy valley. The CAMERA whips down into the village and crests the rooftops, as it lands next to a chimney, three WHITE WINGS drop down around it and TRANSFORM into familiar gowns. The CAMERA holds on the village square below, bustling with activity. Aleera trembles with anticipation.

ALEERA

(Romanian - subtitled)

I am very, very excited about this.

Marishka pours.

MARISHKA

(Romanian - subtitled)

Why can't we just let the Werewolf kill her?

Verona gives her a condescending look.

VERONA

Never trust a man to do a woman's job.

EXT. VILLAGE SQUARE - DAY

Wearing hoods, heads down, Van Helsing and Carl move through the vicious-looking crowd. Carl whispering to Van Helsing.

CARL

... so you can remember everything about your life from the last seven years, but nothing before that?

VAN HELSING

Not now, Carl.

Van Helsing's keen eyes are busy casing the locals.

CARL

There must be something?



VAN HELSING  
(dead serious)  
I remember fighting the Romans at  
Masada.

CARL  
That was in 73 A.D.?

VAN HELSING  
You asked.

Carl suddenly notices what Van Helsing has already taken in,  
the villagers have been sneaking suspicious glances at them.

CARL  
What are we doing here? Why is it  
so important to kill this Dracula  
anyway?

VAN HELSING  
Because he's the son of the devil.

CARL  
I mean besides that.

VAN HELSING  
Because if we kill him, anything  
bitten by him or created by him  
will also die.

CARL  
I mean besides that.

Van Helsing gives him a look. Top Hat steps up to them.

TOP HAT  
Welcome to Transylvania.

All the villagers suddenly have knives, machetes, and  
pitchforks in their hands, and they're all staring at Van  
Helsing and Carl. Carl nervously whispers to Van Helsing.

CARL  
Is it always like this?

VAN HELSING  
Pretty much.

A pair of RIDING BOOTS step up onto the well in front of  
them. It's Anna, she gestures to the two men.

ANNA  
You! Let me see your faces.

Under the hat, we see Van Helsing's eyes taking her in.

VAN HELSING

Why?

ANNA

Because we don't trust strangers.

VAN HELSING

I don't trust anyone.

Top Hat pulls out a measuring tape and starts measuring Carl.

TOP HAT

Strangers never last long here.

ANNA

Gentlemen, you will now be  
disarmed..

Several village men move forward. Van Helsing glares at them.

VAN HELSING

You can try.

The men stop in their tracks, their resolve ~ wavering in his glare.

ANNA

You refuse to obey our laws?

VAN HELSING

The laws of men mean little to me.

ANNA

Fine.

(she looks out at the  
crowd)

Kill them.

All the villagers raise their weapons and start to close in.

VAN HELSING

I'm here to help you.

ANNA

I don't need any help.

VAN HELSING

Really?

Van Helsing whips the crossbow out from behind his back, the bow snaps out aimed right at Anna. Anna reacts and ducks, *REVEALING the three brides flying in formation right behind her, coming right at her.*

The brides are now HUGE, WHITE VICIOUS BATS FROM HELL, we know it's the brides because their faces are very distinct within the composition of the creatures.

Van Helsing fires. Three bolts. The brides split up as the bolts whiz past, just missing them. The white spectres swoop up over the rooftops and around the Byzantine church spire.

VILLAGERS

Nosferatu!!

All hell breaks loose. The bats rocket around the square, ripping doors and shutters off their hinges, blowing tables and chairs end-over-end, throwing people ass-over-teacups.

ANNA

Everybody inside!

Van Helsing keeps firing, trying to get a bead on them. Aleera swoops down, heading for Anna. Anna sees her coming and leaps off the well, right onto Van Helsing, they crash to the ground. Van Helsing looks at Anna sprawled across him.

VAN HELSING

Normally, I don't like women who throw themselves at me ....

Anna is suddenly ripped up off of him by Marishka. Van Helsing bounds up onto the well, leaps out and grabs Anna.

VAN HELSING (CONT'D)

Thought you said you didn't need any help.

The two of them drop free and hit the ground. Anna lands on Van Helsing, her thighs straddling his face. He grabs her and rolls her to the ground.

VAN HELSING (CONT'D)

Stay here.

She grabs *him* and rolls him to the ground.

ANNA

You stay here. They're trying to kill me.

Anna instantly leaps up and runs. Van Helsing gets up to go after her, then spots his crossbow through the trampling crowd. Verona and Marishka fly up over the rooftops.

VERONA

Marishka, my dear, please kill the stranger.

MARISHKA

Love to.

Van Helsing grabs his crossbow and spins around to see Aleera and Verona flying through the chaos, tossing peasants out of their way, chasing Anna. Van Helsing dashes across the square, he fires again, sending Aleera scattering.

VAN HELSING

Carl! I'm out!

Carl races forward, pulls out a clip and throws it to Van Helsing. Van Helsing catches it just as Marishka swoops in on him. Van Helsing dives to the ground in the nick of time. Marishka's clawed feet end up grabbing a cow, she lifts it into the air and pitches it through a second-story balcony.

Van Helsing leaps up, slams the clip home and spins to see Anna racing across the far side of the square, Verona still on her tail. Van Helsing shoulders the crossbow and fires, multiple bolts, rapid fire, tremendous velocity. Dozens of arrows rip into the storefronts all around Verona and Anna. Anna leaps over some crates as Verona swoops over her, just missing her. Verona grabs a running man and lifts him up into the air. The man screams in horror. Verona just smiles.

VERONA

Be happy in the knowledge that your blood shall keep me beautiful.

Verona bites into his neck. Top Hat cackles at this from behind a rack of coffins. Anna leaps up from behind the crates, dozens of arrows are imbedded everywhere. Anna gives Van Helsing an angry look.

ANNA

Who are you trying to kill?!

The whole square suddenly goes dead quiet. The brides are nowhere in sight. All the villagers are hunkered down, looking around. Van Helsing gives Anna a questioning look. She nods upwards.

ANNA (CONT'D)

The sun.

Van Helsing sees a sliver of SUN shining through the clouds. Then he hears a loud SPLASH. He and Anna turn and look at the well. They move in on it, weapons drawn. They peer into the well. Above them, *the clouds cover the sun*. Carl reacts.

CARL

Van Helsing!

Too late. Aleera rockets up out of the well. Van Helsing is blown back as Aleera grabs Anna and flies up into the air. Van Helsing leaps up and aims, but he can't get a clear shot.

Anna's boots skim the rooftops. She reaches down with her free hand, withdraws a SWITCHBLADE from an ankle strap, flicks it open and slashes Aleera's ankle. Aleera SHRIEKS with a mouth filled with fangs, then throws Anna into the air. Verona swoops in and grabs her. The blade goes flying.

Van Helsing tracks the huge bat with his crossbow, then fires a single shot. The lone arrow impales Verona's foot, she SHRIEKS in pain and rage. Anna drops free, falls onto a rooftop and tumbles down. She manages to grab a gutter forty feet up and dangle precariously. She leaps off the roof, flips through the air, lands upside down on the side of a tree, then jumps the rest of the way to the ground and runs like hell. And that's when Carl sees something.

CARL (CONT'D)

Van Helsing! Two o'clock!

Van Helsing pivots in time to see Marishka coming right at him. He fires. A half dozen bolts peg into Marishka. She spirals wildly across the square and crashes straight through the side of a building.

INT. VILLAGE HOME - DAY

Anna sprints into a house, slams the door shut, bolts it tight and turns to go. Aleera's face is right in front of her, dangling upside down from a ceiling beam, she licks her bleeding ankle and smiles coquettishly.

ALEERA

Do you know how long I have wanted  
to kill you?

Anna is clearly afraid, but trying to hide it as she slowly backs away.

ANNA

Aleera, did I do something to you  
in a past life?

Aleera flips off the beam and lands between Anna and the door. Anna backs away into the living room as Aleera closes in for the kill.

ALEERA

Don't play coy with me, Princess,  
you're just like all the other  
pretty little ancestors in your  
family. Saying you want to destroy  
my master, but I know what lurks in  
your lusting heart.

ANNA

I hope you have a heart, Aleera,  
because someday I'm going to drive  
a stake through it.

Aleera throws a casual UPPERCUT, launching Anna like a rag-doll through a closed window.

EXT. ALLEY - DAY

Anna crashes through the shattering window, lands catlike on the ground, and launches herself down an adjacent alley.

EXT. SQUARE - DAY

Van Helsing and Carl creep towards the building that Marishka crashed through. From inside they can hear sobbing.

MARISHKA (O.S.)

My face, look what you've done to  
my face ...

Van Helsing slowly moves towards the building, crossbow shouldered. The front door suddenly blows open. Marishka blasts out and BACKHANDS Van Helsing fifty feet through the air. His crossbow goes flying.

Marishka wings around the square, arrows imbedded in her chest and face. Carl dives out of her way as she rips the arrows out, one by one, then lands on a balcony and TRANSFORMS back into a beautiful girl. Van Helsing rolls over in time to see Marishka's wounds COMPLETELY HEAL. Carl leaps up.

CARL

This should do the trick!

Van Helsing looks at him. Carl throws a familiar steel and glass bottle.

CARL (CONT'D)

Holy water!

The bottle flips through the air, Verona suddenly swoops in and snatches it. She throws it into the well and looks at Marishka.

VERONA

Finish him.

Then she flies off. Marishka looks at Van Helsing and smiles.

MARISHKA

Too bad. So sad.

Van Helsing looks over at THE CHURCH. WE CRASH ZOOM across the square to a TIGHT SHOT of a basin of Holy Water. Then WE WHIP PAN onto Marishka, she looks from the Holy Water to Van Helsing. His eyes. Her eyes. Both of them are gearing up.

INT. PUB - DAY

Anna careens into a pub and skids to a stop. Aleera is casually sipping a glass of very red wine. A man lies dead across the bar next to her. Anna spins around, but Verona is now right behind her.

VERONA

Hello, Anna, my dear.

She starts to move in for the kill. Anna stumbles back into a wall, cornered.

ANNA

You won't have me, Verona.

Verona just smiles pleasantly and licks her lips.

VERONA

The last of the Valerious.

EXT. VILLAGE SQUARE - DAY

Van Helsing looks at his crossbow, half way between him and Marishka. Marishka leaps up onto the balcony railing, her arms out, ready to take flight, daring him to make the first move. Van Helsing goes for it. Racing for the crossbow. Marishka leaps out and TRANSFORMS into a huge bat. Van Helsing dives and rolls as Marishka swoops over him. Van Helsing leaps up with his crossbow.

EXT. PUB DAY

Verona opens her mouth, her canines distend into horrible fangs. Anna throws a punch. Verona grabs her hand, lightning quick, and forces Anna to her knees. Aleera steps up.

ALEERA

I want first bite.

Verona nods her consent. Aleera bends down for the kill.

EXT. VILLAGE SQUARE - DAY

Van Helsing runs like hell for the church. Marishka plunges down into the square, laughing wildly. Van Helsing makes it to the basin and slams the tips of his arrows into the water. Marishka rockets right at his back, claws and fangs extended. Van Helsing spins and FIRES. Bolts from the crossbow strafe into the rocketing bat, only this time Marishka SHRIEKS horribly, accompanied by the sound of sizzling flesh. She spirals up and SLAMS into the middle of the church spire.

INT. PUB - DAY

Verona and Aleera both SCREAM. Anna is blown across the pub by a shock wave of wind as the *brides become bats*.

EXT. VILLAGE SQUARE - DAY

Van Helsing pivots as the two spectres crash up through a rooftop and fly into the air, he aims to fire, but they quickly fly off, WAILING insanely. Van Helsing steps back from the church and looks up.

The dying bat is pinned to the spire by the arrows in it's chest. The crowd goes quiet, staring up as the hellish thing slowly TRANSFORMS back into a gorgeous young girl. Marishka glares down at Van Helsing and hisses, then DECAYS into molten rot, shrieking all the way.

Carl looks over and notices the cow, standing on the second floor balcony, looking confused.

As the villagers crawl out from under all the wreckage, some of them start pointing accusing fingers at Van Helsing

VILLAGERS

He killed a bride. He killed  
Marishka! He killed a vampire!

Now Carl is confused.



CARL

Isn't that a good thing?

Top Hat steps up with an amused smile.

TOP HAT

The vampires only kill what they need to survive, one or two people a month. Now they will kill for revenge.

The angry villagers move in with their pitchforks and machetes. Carl looks back at Van Helsing.

CARL

Are you always this popular?

VAN HELSING

Pretty much.

Top Hat smiles politely and tips his hat at Van Helsing.

TOP HAT

And what name, my good sir, do I put on your gravestone?

And that's when Anna steps up.

ANNA

His name is Van Helsing.

A MURMUR washes over the Transylvanian crowd, but unlike with the French, it is in admiration, not fear.

VILLAGERS

Van Helsing... It's Van Helsing...

Anna gives Van Helsing a nod.

ANNA

Your reputation precedes you.

Van Helsing gives her a hard look back.

VAN HELSING

Next time, stay close, you're no good to me dead.

Anna is momentarily ruffled by this, then she laughs.

ANNA

Well, I'll say this for you, you've got courage.

(she turns to the crowd)

He's the first one to kill a vampire in over a hundred years!

She gives the handsome rogue an appraising look.

ANNA (CONT'D)

I'd say that's earned him a drink.

INT. CASTLE DRACULA TOWER - NIGHT

TIGHT ON a DRAGON INSIGNIA, like the one on Van Helsing's ring. Carved into an open COFFIN covered in snow and ice. The snow and ice suddenly melt into STEAM as Dracula rises up out of it.

DRACULA

MARISHKAAA-!!

We are deep in the bowels of a thirteenth-century fortress. It's like nothing we've ever seen before. Everything is covered in a thick permafrost. Great icicles hang down from the ceiling. Icy stalagmites rise up from the floor.

With weird, feral movements, Dracula jerks himself out of his coffin and walks up an enormous pillar. As he passes ancient candelabras, the candles mysteriously ignite.

DRACULA (CONT'D)

If it's not the Christians, it's the Moors! Why can't they just leave us alone. We never kill more than our fill. And less than our share. Can they say the same?

Dracula walks UPSIDE DOWN across the forty-foot-high ceiling.

DRACULA (CONT'D)

Did I not say how important it was to finish with these Valerious.

He comes face-to-face with Verona and Aleera, hanging from a beam by their feet, cradled in each others arms, sobbing.

DRACULA (CONT'D)

Now that we are so very close to fulfilling our dream?

The brides wail in anguish, Dracula's demeanor changes on a dime, from anger to sympathy.

DRACULA (CONT'D)

There, there, my lovelies. Do not worry, I shall find another bride.

The brides are appalled.

ALEERA

Do we mean so little to you!?

VERONA

Have you no heart!

DRACULA

No! I have no heart. I feel no love. Nor fear, nor joy, nor sorrow. I am hollow! Soulless! At war with the world and every living soul in it! ... But soon ... very soon, the final battle will begin.

His demeanor changes on a dime again, he smiles curiously.

DRACULA (CONT'D)

I must find out who our new visitor is.

Dracula jumps the forty feet to the ground with ease. The huge SHADOW of a Werewolf prowls across the wall behind him, a chain around its neck. Dracula smiles at it.

DRACULA (CONT'D)

We'll have to make a special aperitif out of him. We are much too close to success to be interrupted now.

Both brides immediately panic and leap off their perch, drop the forty feet and land next to Dracula.

ALEERA

No, my lord! Please! Say you won't try again!

VERONA

My heart could not bear the sorrow if we fail again.

DRACULA

SILENCE-!!

The brides cower in fear. Dracula is immediately horrified, as if he hurt a little child, he envelops them in his cape.

DRACULA (CONT'D)

No, no, no. Do not fear me, you must not fear me, everyone else fears me.

The brides calm down and begin to purr in his grasp.

DRACULA (CONT'D)

But we must try ... we have no choice but to try .... For our own survival.

Dracula inhales, smelling his brides, but his reverie is broken by the roar of the Werewolf. Behind them, the werewolf's shadow is being poked by a long stick held by a HUNCHBACK'S SHADOW; the poking is accompanied by the sound of electric shocks.

DRACULA (CONT'D)

Igor!

The creepy hunchback himself scurries up, slipping across the ice, carrying a ten-foot-long electric cattle prod.

IGOR

Yes, Master!

DRACULA

Why do you torment that thing so?

IGOR

It's what I do.

DRACULA

Remember Igor, "Do unto others."

IGOR

Yes, Master, before they do unto me.

DRACULA

Now go.

Dracula looks up into the rafters.

DRACULA (CONT'D)

All of you!

A large gang of vile little DWERGI are perched along the beams. German Gothic trolls, short and squat, with weird masks and goggles that completely hide their faces.

DRACULA (CONT'D)  
To Castle Frankenstein!

INT. VALERIOUS MANOR ARMORY - NIGHT

A huge door is thrown open, revealing the Valerious ARMORY. Four centuries' worth of nasty weaponry in cases and racks. Anna charges in, a woman on a mission.

ANNA  
So how did you get here?

CARL  
We came across the Sea.

ANNA  
Really? The sea? The Adriatic Sea?

Van Helsing is all business.

VAN HELSING  
Where do I find Dracula?

ANNA  
He used to live in this very house,  
four centuries ago, no one knows  
where he lives now.

She gestures to a huge oil PAINTING covering an entire wall, a rich and fantastical MAP OF TRANSYLVANIA.

ANNA (CONT'D)  
My father would stare at that for  
hours looking for Dracula's lair.

Anna grabs a sword, an iron mace, and some throwing stars.

ANNA (CONT'D)  
So that's why you've come?

VAN HELSING  
I can help you.

ANNA  
No one can help me.

VAN HELSING  
I can try.

ANNA

You can die trying. All of my family has. I can handle this myself.

VAN HELSING

(wry sarcasm)

So I noticed.

Anna spins on him, angry.

ANNA

The vampires attacked in daylight, they never do that. I was unprepared. It won't happen again.

VAN HELSING

Why did they attack in daylight?

ANNA

Clearly they wanted to catch me off guard. They seem almost desperate to finish off my family.

VAN HELSING

Why is that? Why now?

ANNA

You ask a lot of questions.

VAN HELSING

Usually I ask only two, what are we dealing with, and how do I kill it?

Anna straps on a metal chest plate and spiked gauntlets.

ANNA

My father spent most of his life looking for answers, year after year,  
 (gestures out the window)  
 tearing apart that tower, combing through the family archives.

On that, Van Helsing looks at Carl, admiring the weaponry.

VAN HELSING

The tower. Start there.

CARL

Right.

Van Helsing keeps staring at Carl. Carl looks confused.

CARL (CONT'D)

Now?

Van Helsing doesn't even bother to respond. Carl quickly heads out.

CARL (CONT'D)

Right. The tower. Now.

Anna grabs a scabbard, straps it on and heads for the swords. Van Helsing blocks her path.

VAN HELSING

The only way to save your family is to stay alive until Dracula is killed.

ANNA

And who will kill him if not me? Who will show courage, if not me?

VAN HELSING

If you go out there alone, you'll be outmanned and out-positioned.

(gestures out a dark window)

And you can't see in the dark.

Anna laughs this off and moves forward. Van Helsing closes the gap between them, inches from her eyes.

VAN HELSING (CONT'D)

In the morning, we'll hunt him together.

Anna stares up into his dark eyes.

ANNA

Some say you're a murderer, Mister Van Helsing, others say you're a holy man, which is it?

VAN HELSING

A bit of both, I think.

A slight smile creases Anna's beautiful face.

ANNA

I promised you a drink. The bar is down the hall, help yourself. As for me ...

(her eyes go dark)

I'm going.

Anna grabs a sword and slams it into her scabbard. Van Helsing watches her.

VAN HELSING

I'm sorry you have to carry this burden.

ANNA

On the contrary, I would wish for it no other way.

And she means it. She grabs a vicious-looking helmet, black-on-black with sharp metal flanges. Van Helsing stares at her respect for her growing.

VAN HELSING

And I'm sorry about your father and brother.

ANNA

I will see them again.

She turns to Van Helsing, her convictions rock solid.

ANNA (CONT'D)

We Transylvanians always look on the brighter side of death.

VAN HELSING

There's a brighter side of death?

ANNA

Yes, it's just harder to see.

She slams her helmet on and starts to charge out. Van Helsing grabs her arm, spins her around and blows a blue powder into her face. Anna falls back into a wall, out cold. Van Helsing grabs her in his arms before she falls to the floor.

VAN HELSING

I'm sorry about that too.

EXT. MANOR VALERIOUS - RAINY NIGHT

Manor Valerious spikes up into the dark sky, where menacing clouds roil across a FULL MOON. The MUSIC tells us we're building to something very scary.



INT. ANNA'S BEDROOM - NIGHT

Anna is waking up on her bed, her clothes are on, but her armor and weapons have been removed. She suddenly sits up and CURSES in ROMANIAN, then leaps out of bed.

ANNA  
 Oh my god that hurts ...  
 (then she gets angry)  
 That son-of-a-bitch.

She leaps out of bed and storms for the door.

EXT. GRAND HALLWAY - NIGHT

Except for the RAIN splattering against the windows and the ominous music, it's quiet, very quiet, as Anna storms down the hall. Suddenly, something CREAKS. Anna freezes. The sound came from behind a door. Anna opens it and enters.

INT. VALERIOUS ARMORY - NIGHT

Anna steps into the armory and angrily looks into the dark.

ANNA  
 Van Helsing!?

Another CREAK. Coming from somewhere in the cases. Anna is suddenly on the alert, her eyes scan the gloom. She grabs a lantern out of a sconce and moves into the racks. Another CREAK. Anna stops and cocks the lantern back, whoever it is, she's going to let them have it. Then she moves on, and then slowly peaks around a corner. It's just an open window, the wind and rain forcing the shutter to creak against the wall.

Anna breathes a sigh of relief. Steps over and closes the window, the FULL MOON glows outside. And then she sees WET PAW PRINTS on the floor, her breath hitches. Her eyes follow the paw prints, which vanish out in the middle of the floor.

HIGH ANGLE POV: A single eerie musical note signals the presence of something evil, looking down on Anna. Anna instantly knows she's in trouble, starts backing away, breathing harder, she grabs a spiked mace. The POV slowly glides across the ceiling, following her.

Anna feels the presence, but she doesn't know where it's coming from, she spins around. Nothing's there. She moves on, quicker now, weaving through the cases of weaponry. Then she hears a LOW GROWL and freezes, trapped in the middle of the armory, she cocks her arm back. A long terrifying beat.

And then a single drop of rain drops down onto her cheek.

Anna looks straight up. It's a Werewolf Fangs. Claws. Fur. Dripping wet. Dangling from a beam above her, staring down. It ROARS. Anna runs like hell, past a window. WE HOLD on the window to see dark clouds completely cover the full moon.

Anna rounds a corner and slams into someone. She screams and starts to swing the mace. VELKAN grabs her arm. Anna is shocked.

ANNA (CONT'D)

Velkan! Oh my God! You're alive!

VELKAN

Quiet, Anna, I only have a moment.

ANNA

But Velkan, there's a Werewolf]

VELKAN

Never mind that! Listen to me! I know Dracula's secret! He has mumblich nowger lochen ...

Velkan has lost control of his mouth. And that's when Anna notices that his clothes are torn to shreds. Anna recoils. Velkan's body starts to spasm and jerk, he lurches STRAIGHT UP THE WALL. He desperately forces his head to turn and look out a window.

*The roiling clouds suddenly clear and reveal the full moon.*

VELKAN (CONT'D)

Anna! RUN!

But Anna is frozen in place, staring at her brother, ten feet up the wall, who now TRANSFORMS into a Werewolf. The front door bursts open. Van Helsing charges in. Guns drawn.

VAN HELSING

Anna!?

The Werewolf looks out over the cases, sees Van Helsing enter the room. The Werewolf throws itself through the balcony doors. Shattered glass and rain scatter around Anna as Van Helsing runs up.

VAN HELSING (CONT'D)

Are you alright?

She's too shocked to answer. He races out onto the balcony and looks down.

EXT. MANOR VALERIOUS - NIGHT

The Werewolf scampers horizontally across the side of the manor. It leaps off, splashes down into the river and heads into the village.

INT. VALERIOUS ARMORY - NIGHT

The armory door crashes open. Van Helsing spins back into the room. It's Carl. He sniffs the air.

CARL  
Why does it smell like wet dog in here?

Van Helsing holsters his revolvers and strides for the door.

VAN HELSING  
Werewolf

CARL  
Ah! Right. You'll be needing silver bullets then.

Carl scrounges around in his frock and pulls out a bandolier filled with gleaming SILVER BULLETS. He tosses it to Van Helsing, who catches it and slings it over his shoulder. Anna snaps out of her shock and runs after Van Helsing.

ANNA  
No. Wait!

Van Helsing slams the door shut behind him. We hear something slam onto the opposite side. Anna runs up and struggles with the door, but it's jammed tight. She is not a happy camper.

ANNA (CONT'D)  
Van Helsing!

EXT. STREETS - NIGHT

Van Helsing quietly stalks the labyrinthine streets of the village, chambering rounds of silver bullets, on the hunt. The only sound is the muffled revelry coming from pubs.

Van Helsing suddenly senses something and spins around, guns up, scans the darkness, inhales deeply, then smiles.

VAN HELSING  
Wet dog.

A FLASH OF FUR suddenly explodes out of a distant alley, and then in a blur of incredible speed, dodges back and forth across the street, from doorway to doorway, getting closer and closer, always hidden or one step ahead of Van Helsing's gun barrels. It vanishes into an alley twenty feet in front of him. Van Helsing starts to back away.

VAN HELSING (CONT'D)  
Who's hunting who?

EXT. GRAVEYARD - NIGHT

Van Helsing spins around a corner and slams his back up against a wall, waiting to be followed. Once again it's quiet, too quiet. And then something slams into the wall right next to him. Van Helsing whips his gun up into Top Hat's face. The "something" that hit the wall was a coffin. Top Hat smiles down the barrels, then tips his hat.

TOP HAT  
Well look at that, a perfect fit,  
what a coincidence.

He heads into the graveyard.

TOP HAT (CONT'D)  
I see the wolf man hasn't killed  
you.

VAN HELSING  
Don't worry, he's getting to it.

Van Helsing follows, guns up and ready.

VAN HELSING (CONT'D)  
You don't seem too worried about  
him?

TOP HAT  
Oh, I'm no threat to him, and I'm  
the one who cleans up after him.

Top Hat sticks his shovel into a fresh grave.

TOP HAT (CONT'D)  
If you get my meaning.

VAN HELSING  
Little late to be digging graves,  
isn't it?

TOP HAT

Never too late to dig graves. Never  
know when you'll need a fresh one.

Van Helsing hears something and turns around, his eyes scan the darkness. Behind him, Top Hat raises his shovel and swings it down at Van Helsing's head. Van Helsing spins around and grabs it just before it smashes into his face. Top Hat is terrified. Van Helsing is furious. Then Top Hat's eyes swivel just a hair. Van Helsing sees it and ducks. The blur of fur is exploding out of the darkness behind him.

Top Hat takes the full impact of the beast and is launched sixty feet down the alley. He's dead even before he and the Werewolf hit the light-post.

Van Helsing whirls around. Sees the dazed Werewolf stagger to it's feet. Van Helsing's guns come up. He has the creature in his sights. He squeezes the triggers.

ANNA (O.S.)

NO!

Anna comes out of nowhere and knocks the guns up. They FIRE. Blasting the light on the light-post. The Werewolf hauls-ass around a corner. Van Helsing charges after it, races around the corner in time to see the Werewolf dart off into the dark forest. Anna runs up beside him. Van Helsing rums, grabs her by the throat, and pins her to a wall, furious.

VAN HELSING

Why?

His grip is so tight she can't breath.

ANNA

You're ... you're choking me.

He loosens his grip only slightly.

VAN HELSING

Give me a reason not to.

Anna stares at him, the look in his eyes terrifies her, but she still won't reveal what she knows.

ANNA

I can't .... If people knew ...

Van Helsing stares at her, then he lets her go. Anna grabs her throat and sucks air. As his fury abates, Van Helsing looks back at Anna.

VAN HELSING  
He's not your brother anymore,  
Anna.

Anna looks at him, surprised.

ANNA  
You knew?

VAN HELSING  
I guessed.

ANNA  
Before or after I stopped you from  
shooting him?

VAN HELSING  
Before.

Now it's Anna's turn to be furious.

ANNA  
And still you tried to kill him?

VAN HELSING  
He's a werewolf He's going to kill  
people.

ANNA  
He can't help it. It's not his  
fault!

VAN HELSING  
I know, but he'll do it anyway.

ANNA  
Do you understand forgiveness?

VAN HELSING  
I ask for it often.

ANNA  
They say Dracula has a cure. If  
there's a chance I can save my  
brother, I'm going after it.

She starts to storm off. Van Helsing's arm shoots out and  
stops her.

VAN HELSING  
I need to find Dracula.

ANNA

And I need to find my brother! He gave his life for me! He's the only family I have left!

Anna looks at him, tears in her eyes, heartbroken.

ANNA (CONT'D)

I despise Dracula more than you can ever imagine, he has taken everything from me, leaving me alone in this world.

She slumps back against the wall, drained. Van Helsing's face softens, an understanding coming to him.

VAN HELSING

To have memories of those you loved and lost, is perhaps harder than to have no memories at all.

He shakes his head with a sigh, then lowers his arm.

VAN HELSING (CONT'D)

All right, let's look for your brother.

EXT. CASTLE FRANKENSTEIN - NIGHT

Strangled by a thick mesh of vines and creepers, Castle Frankenstein has somehow grown even more ominous over the last six months. The sky swirls with dense clouds. Lightning flashes. Thunder cracks. But inside, all is dark and quiet.

INT. LABORATORY - NIGHT

A little, gloved Dwerger HAND slams a huge switch down. The laboratory sparks to life. Brilliant arcs of electricity shoot up and down the walls. The massive dynamos, generators, gears, and fan belts kick in. The Dwergis are feverishly preparing the equipment. A flash of lightning attracts Dracula to the shattered skylight.

DRACULA

Igor!

Igor looks down from the skylight, rain lashing his twisted little body, heavy wind practically blowing him off his feet.

IGOR

Yes, Master?!

DRACULA  
Have you finished?

IGOR  
Yes, all is done! We're coming down  
to make the final attachments!

DRACULA  
Good.

The Werewolf glides in through a fissure in the granite wall, its eyes fixed on Dracula. Dracula purposefully ignores it.

DRACULA (CONT'D)  
Werewolves are such a nuisance  
during their first full moon, so  
hard to control.

The Werewolf TRANSFORMS back into Velkan, bent over in agony. Dracula strides majestically past him.

DRACULA (CONT'D)  
I send you on a simple errand, to  
find out who our new friend is, and  
you stop for a talk with your  
sister.

VELKAN  
Leave her out of this, Count! She  
doesn't know your secret, and I am  
soon to take it to my grave.

Dracula steps up to a filthy iron POD, form-fitted for a very large human body. Inside the pod is a BURNT CORPSE.

DRACULA  
Don't wish for death so quickly. I  
intend for you to be quite useful.

VELKAN  
I would rather die than help you.

DRACULA  
Don't be boring, everyone who says  
that dies.

Dracula unfastens the metal straps holding the corpse in.

DRACULA (CONT'D)  
Besides, tonight, after the final  
stroke of midnight, you'll have no  
choice but to obey me.



He rips the corpse out of the pod and throws it down in front of Velkan.

DRACULA (CONT'D)  
Look familiar?

Velkan stares at it, stricken.

VELKAN  
Father.

Dracula grabs Velkan, lifts him up off his feet and slams him into the pod. Igor barks orders at several of the Dwergi and they quickly strap Velkan tight to the pod.

DRACULA  
He proved useless. But I'm hoping with Werewolf venom running through your veins, you will be of greater benefit.

Dracula grabs a rusty metal SKULLCAP and slams it down onto Velkan's head. Wires and electrodes spring from the skullcap and attach to the dynamos. Velkan struggles to the last.

VELKAN  
I may have failed to kill you,  
Count, but my sister will not!

EXT. FOREST/CASTLE FRANKENSTEIN - NIGHT

Van Helsing and Anna are trotting their horses down a snowy country lane, eyes scanning the forest and the road.

ANNA  
For me, this is all personal, it's  
about family and honor.

She looks over at Van Helsing, curious.

ANNA (CONT'D)  
Why do you do it? This job of  
yours, what do you hope to get out  
of it?

VAN HELSING  
I don't know, maybe some self-  
realization.

ANNA  
What have you got out of it so far?

VAN HELSING  
 (thinks hard)  
 ... back pains.

Anna smiles. Van Helsing smiles back. And that's when they both spot something on the ground. They halt their horses, leap off and run to a spot on the road. Anna beats him to it, her hand lifts up a long coarse hair.

ANNA  
 Werewolves only shed before their first full moon. Before the curse has completely consumed them ...

They look off into the distance. Castle Frankenstein looms over the countryside lit up by lightning from without and huge arcs of electricity from within. Van Helsing and Anna quickly pull their horses towards a decrepit old barn next to the castle.

ANNA (O.S.) (CONT'D)  
 I don't understand, the man who lived here was killed a year ago along with a hideous creature he created.

VAN HELSING (O.S.)  
 That's when your father went missing.

ANNA (O.S.)  
 Just after that.

They strap their horses to a post, then step across the snow and up to the edge of the barn. Lightning flashes as they look out at the castle past the battered front gate to the spectacular arcs of electricity flashing out of the windows.

VAN HELSING  
 Vampires, werewolves, lightning in winter, this truly is a nightmarish place.

Anna just stares out at the hideous castle.

ANNA  
 I've never been to the sea.

Van Helsing looks at her, she doesn't return the look, lost in thought, wistful.

ANNA (CONT'D)  
 I'll bet it's beautiful.

Van Helsing feels for her. Anna starts for the front door, Van Helsing grabs her and pulls her back.

VAN HELSING

There are those who go in through  
the front door ...

He gestures as a flash of lightning reveals a dozen corpses tangled in the foliage around the front door.

VAN HELSING (CONT'D)

... and there are those who get to  
live just a little bit longer.

He pulls her off towards the back of the castle.

INT. GOTHIC FOYER - NIGHT

Van Helsing and Anna creep down a huge Gothic foyer, their boots quietly splash through brackish water covering the floor. Suddenly, at the far end of the hall, something small scurries past. Van Helsing lifts his shotgun tight to his shoulder. Anna nods knowingly.

ANNA

Dwenger.

VAN HELSING

Dwenger?

ANNA

One of Dracula's servants. If you  
get the chance to kill one, do it,  
because they'd do worse to you.

VAN HELSING

Right.

Another little Dwenger steps into view. Van Helsing lowers his shotgun to hip height. The Dwenger YELLS IN ROMANIAN up to someone above him. Anna turns to Van Helsing, stricken.

ANNA

They're using my brother for some  
sort of experiment.

VAN HELSING

Anna.

ANNA

(desperate)

My brother is still battling the sickness within him. There's still hope.

Van Helsing grabs her, hushed:

VAN HELSING

Anna! There is no hope for your brother, bur we can still protect others by killing Dracula.

She stares at him, filled with fury and desperation and sorrow. Van Helsing's sympathetic eyes pierce into her. Thunder rumbles.

INT. LABORATORY - NIGHT

LIGHTNING FLASHES as the Dwergi move like monkeys around all the equipment. Everything is starting to accelerate. Dynamos CRACKLE. Pulleys WHIRL. Electrical arcs FLASH. Dracula turns a flywheel. The pod with Velkan inside it rises up off the floor, heading for the skylight high above.

INT. FOYER - NIGHT

As Van Helsing and Anna come around a huge stone column their faces fill with disgust. Hanging from the ceiling, rafters, and beams are dozens of gooey white maggot-like COCOONS, about the size of watermelons. DRIPPING SLIME.

VAN HELSING

You ever see these before?

Anna shakes her head, revolted.

ANNA

What do you think they are?

Van Helsing steps up to one and ponders it.

VAN HELSING

Offspring.

ANNA

What?

VAN HELSING

A man, with three gorgeous women, for four hundreds years?

He looks at Anna and cocks an eyebrow. Anna is shocked, she looks out over the cocoons.

ANNA

Vampires are the walking dead, it only makes sense that their children are born dead.

Van Helsing checks out an electric wire sticking into the cocoon, then notices wires sticking out of all the cocoons.

VAN HELSING

He must be trying to find a way to bring them to life.

All the wires wend their way up the massive stairs and into the flickering laboratory far above.

VAN HELSING (CONT'D)

I was told Dracula and his Brides only kill one or two people a month.

He snaps open his shotgun and smashes open a box of SHELLS. TIGHT on the box of shells MARKED: SILVER NITRATE.

VAN HELSING (CONT'D)

If they bring all of these things to life ...

He lets the thought finish itself and starts pumping shells into the shotgun.

INT. LABORATORY - NIGHT

Dracula steps up to a huge vat of neon green liquid, he slams the hatch shut and dogs it tight.

DRACULA

Let us begin!

Igor and the Dwergi lower blast shields over their heads, then clamber up the towering scaffolding to various power stations. The weather is getting ferocious. Gusts of RAIN whip down from the shattered skylight, backlit by blinding LIGHTNING and accompanied by explosive THUNDER.

INT. FOYER - NIGHT

Van Helsing's fingers dig into one of the cocoons. He pulls out a handful of the dreadful white goo and flings it to the floor. He goes for another handful.

INT. LABORATORY - NIGHT

Dracula spins around into a CLOSE UP:

DRACULA  
Throw the switches!

EXT. CASTLE SKYLIGHT - NIGHT

A BOLT OF LIGHTNING STRIKES the conductor above the pod, then courses through Velkan's body. Mercifully, we can't hear him scream because one of the straps covers his mouth. A flash of energy shoots down wires and into the castle.

INT. FOYER - NIGHT

The flash of energy rips down all the electrical wires and starts them jumping like scalded snakes. Van Helsing watches this, then continues digging a hole in the cocoon, his hand suddenly reveals the repulsive little humanoid face of a PYGMY BAT. It has huge, creepy, lidless eyeballs covered in veins, a hairy pig snout, mottled greenish skin, and a gaping maw filled with rows of tiny, razor-sharp fangs. Even with it's eyes open it's obviously lifeless. Anna looks sickened.

Another flash of energy rips down all the electrical wires. And that's when the creepy little thing SNAPS TO LIFE and HISSES. Anna SCREAMS. Van Helsing palms her mouth and pulls her tight. All the cocoons begin PULSING with some sort of repulsive inner life.

High above, Dracula, Verona, and Aleera stride out of the flickering electrical light show and onto a balcony.

Van Helsing and Anna quickly back off into the darkness. A third flash of energy rips down all the electrical wires. All the cocoons begin QUIVERING WILDLY, shocked into animation.

The pygmy bat revealed by Van Helsing suddenly EXPLODES out of it's cocoon. It darts up into the rafters. More cocoons explode open, spraying walls and pillars with gooey white slime. The putrid little things fly around the foyer. Their CHITTERING becomes deafening. Dracula smiles at his Brides.

DRACULA  
They must feed. Show them how.

Dracula shoves Aleera and Verona off the balcony.

DRACULA (CONT'D)  
And beg the devil that this time  
they stay alive!

The two Brides drop through the air and then TRANSFORM into giant bat form. They fly and cavort with their offspring. Dracula points out the windows and YELLS to his spawn:

DRACULA (CONT'D)  
 You must feed! To the village! TO  
 THE VILLAGE!

Van Helsing whirls out into the foyer.

VAN HELSING  
 This is where I come in.

ANNA  
 No! Wait! You can't!

All the windows in the foyer suddenly SHATTER as the brides and their winged vermin start to fly through them.

And that's when Van Helsing OPENS FIRE. Pumping controlled bursts, the silver nitrate flashing weirdly. Several of the hideous things are hit. They BURST INTO BLACK GOO.

Dracula looks down, insanely furious, all he can see is the silhouette of a man in the foyer far below him. Van Helsing slams his shotgun into a holster strapped across his back.

VAN HELSING  
 Now that I have your attention.

Needless to say, Dracula goes nuts. He screams in rage and leaps off the eighty-foot-high balcony. Van Helsing sprints hell-bent-for-leather back down the foyer. We don't get to see what Dracula has transformed into, but the sound and fury of his wings is tremendous, creating a huge wind that throws everything around and almost knocks Anna off her feet as she leaps over from behind a stone column and races up the staircase, heading for the laboratory.

INT. TOWER BEDROOM - NIGHT

The Valerious tower bedroom looks like it's been ransacked by a librarian. Ancient artifacts, strange relics, and spiritual texts are arranged symmetrically around a huge CANOPY BED. A flicker of lightning illuminates Carl, wide-eyed as he reads from an elaborately inscribed SACRED LATIN TEXT.

CARL  
 Well, that's interesting....

And then he hears a horrible CHITTERING. Carl runs to a window and looks out. From this distance, it looks like flying monkeys winging their way over the dark countryside. Carl stares in horror, then turns and runs out of the room.

INT. CASTLE FRANKENSTEIN FOYER - NIGHT

Back in the foyer, the sound and fury and wind dissipate. Then WE CUT TO Dracula's POV, a creepy blueish NIGHT-VISION, scanning the foyer. Van Helsing is nowhere in sight. WE TRACK a huge WINGED SHADOW across a wall, it transforms into the shadow of a man. Dracula steps into FRAME.

DRACULA

I can tell the character of a man  
by the sound of his heartbeat.

He puts his hand to his ear, we can hear the sound of a HEARTBEAT.

DRACULA (CONT'D)

Usually when I approach I can  
almost dance to the beat....  
Strange that yours is so steady.

INT. LABORATORY - NIGHT

Anna withdraws her sabre as she creeps into the laboratory. The Dwerghi are frantically scurrying about. Igor yells above the cacophony of the machinery and the weather.

IGOR

We're losing power! The human is  
insufficient! Accelerate the  
generators! Power the dynamos!

Anna notices the pod high above the shattered skylight. Another bolt of lightning strikes it. One of Velkan's arms suddenly breaks loose from the straps and flails wildly.

ANNA

Velkan.

EXT. TOWN SQUARE - NIGHT

Several men and a comely BARMAID dash out of a pub and join dozens of other peasants into the square, staring up into the storm racked skies at the approaching winged vermin.

BARMAID

Oh my God. What do we do? What do  
we do?



Carl comes racing around the corner.

CARL

RUUUN!!

He grabs the Barmaid and yanks her out of frame as the hideous creatures flock down into the square. Everybody runs like hell. Some people are ripped up off their feet and carried into the air, others are gang tackled and mauled by the creatures. It's like a scene out of *The Birds*.

INT. FOYER - NIGHT

Dracula stalks through the arches. A phosphorescent match suddenly IGNITES at his feet, he looks down. Van Helsing drops out of a ceiling and STABS a wooden stake deep into his chest. Dracula looks at the wooden stake in his chest, then at Van Helsing, standing in a shaft of light. Dracula gives him a rather pleasant smile.

DRACULA

Hello, Gabriel.

Van Helsing freezes. We've never seen him puzzled before. Dracula calmly grabs the wooden stake in his chest, rips it out and casually discards it.

INT. LABORATORY - NIGHT

Anna creeps across a catwalk, suddenly, she hears the SCREAM of charging Dwergi, one to the left, one to the right. Anna clamps her sword between her teeth and leaps out onto a hanging rope. The two Dwergi leap out after her. All three of them climb. The Dwergi getting closer and closer to Anna. One of them grabs her boot. Anna grabs her sword and lashes down, cutting the rope, both Dwergi plummet down into a vat of boiling green liquid.

Igor and the other Dwergi are too busy to have noticed.

IGOR

We must not lose the Master's  
progeny!

Anna sockets her sabre and keeps climbing.

EXT. VILLAGE - NIGHT

Flying serenely above the scream-filled village, Verona's hideous fanged mouth smiles adoringly.

VERONA

Feed my lovelies! FEED!

She lifts up a terrified man, dangling from her hand, then chucks him out over the village. A swarm of pygmy bats swoops in like piranha, grabbing him and tearing him apart.

INT. FOYER - NIGHT

A dawning realization washes over Dracula.

DRACULA

You don't remember, do you?

Suspicious, Van Helsing backs off into the ancient foyer.

VAN HELSING

Exactly what should I be remembering?

Dracula follows him, like a cat toying with a trapped mouse.

DRACULA

You are the great Van Helsing.  
Trained by monks and mullahs from  
Tibet to Istanbul. Protected by  
Rome herself! But like me...

(his face darkens)

...hunted by all others.

VAN HELSING

The Knights of the Holy Order know  
all about you, so I guess it's no  
surprise that you would know about  
me.

DRACULA

Oh, but it's much more than that,  
you and I go back a long way,  
Gabriel. I know why you have such  
horrible nightmares. The horrific  
scenes of ancient battles past? Do  
you know how you received those  
triangular scars on your back?

Van Helsing's eyes narrow, now it's getting really strange.

VAN HELSING

... how do you know me?

EXT. CASTLE TOWER - NIGHT

Anna runs up to Velkan, who is still strapped into the pod. She starts unbuckling the belts. Velkan's delirious eyes finally notice her, a sudden clarity fills them, he starts shaking his head and shoving her away with his free arm.

ANNA

Stop, Velkan! Stop it! It's all right. I've come to save you.

The CLOCK TOWER behind them begins to CHIME MIDNIGHT. Velkan's hand grabs Anna's mouth and starts to grow coarse hair and horrific claws. Anna's eyes practically bug out of her head. She SCREAMS and tries to rip herself away.

INT. FOYER - NIGHT

Van Helsing hears Anna's scream. Dracula just smiles.

DRACULA

So, would you like me to refresh your memory? A few details from your sordid past?

Van Helsing rips a crucifix out of his cloak and thrusts it at Dracula. Dracula SHRIEKS and angrily swats it away, then calms down, smiling beatifically, as if nothing, had happened.

DRACULA (CONT'D)

I guess that's a conversation for another time. But before you go, let me reintroduce myself  
(bows majestically)  
Count Vladislaus Dragulia. Born 1432. Murdered 1462.

His bicuspid distend into razor sharp fangs.

EXT. VILLAGE - NIGHT

A third-story window bursts into shards of glass as a woman leaps through it. Two pygmy bats fly out of the window behind her and grab her inches before she hits the pavement.

Carl and the Barmaid come racing around a corner just as the woman is flown up over their heads. Carl lets go of the Barmaid and jumps up to try and save the woman, but she's too high and the hideous vermin carry her off. And that's when Carl hears a scream. He turns and looks.

The Barmaid is clinging to a light post six feet off the ground, her legs are being yanked up by a pygmy bat. Carl grabs a chair on the run and swings it into the creature. The hideous thing is knocked away. The Barmaid drops into Carl's arms. The creature quickly recovers and charges back for Carl and the Barmaid. The Barmaid screams. Carl screams.

The creature suddenly pulls up two feet short of killing them, the look on its hideous face has gone from blood-lust to panic, it frantically claws at its body and then BURSTS INTO MOLTEN FLESH ROT.

HIGH ABOVE THE SQUARE: all of the pygmy bats BURST INTO MOLTEN FLESH ROT. Several people are dropped to their deaths.

The two flying Brides freak out and start to SHRIEK.

INT. FOYER - NIGHT

Dracula spins around at the distant sound of his brides WAILING. Van Helsing uses the moment to leap into a large dumbwaiter and cut the cables with one of his saw blades. Dracula looks back in time to see Van Helsing rocket upwards.

EXT. CASTLE TOWER - NIGHT

The clock CHIMES. Anna SCREAMS. Velkan looks at his hands, eyes widening in horror, he gives his sister one last pathetic look, and then TRANSFORMS into the Werewolf. Anna quickly backs away and slams into another body. She screams and spins around. It's Van Helsing.

VAN HELSING

I think we've overstayed our  
welcome.

The fat gun in his hand FIRES. The tether shoots off across the castle moat and slams into the top of a huge oak tree two hundred yards away. Van Helsing quickly ties his end taut.

As the clock CHIMES, the Werewolf sits up in front of it. Viciously tearing his way free, he heads for our two heroes.

Van Helsing scoops Anna up off her feet and leaps over the wall just as the Werewolf rips the shotgun off his back.

Van Helsing and Anna start to rappel down the tether. The Werewolf slashes it, severing it. Van Helsing and Anna are suddenly swinging out over the moat and into the dark forest.

The Werewolf glares after them, filled with an incredible fury as the clock hits the final stroke of midnight....

EXT. VILLAGE - NIGHT

Carl and the Barmaid look around, confused.

BARMAID

What happened?

CARL  
They... they just died.

The Barmaid wraps her arms around Carl and kisses him on the cheek.

BARMAID  
How can I ever repay you?

Carl whispers into her ear. The Barmaid looks shocked.

BARMAID (CONT'D)  
But you can't do that, you're a monk.

CARL  
Actually, I'm just a friar....

EXT. CASTLE TOWER - NIGHT

High atop the castle tower, Dracula cradles the sobbing brides in his arms. Igor slithers up, looking terrified, if he had a tail, it would be tucked firmly between his legs.

IGOR  
I am sorry, Master. We try and we try, but I fear we are not so smart as Doctor Frankenstein.

Dracula turns to him.

DRACULA  
Truly.

Igor cowers, but Dracula seems spent.

DRACULA (CONT'D)  
It is clear that the good Doctor took the key to life to his grave.

The Werewolf steps up onto the parapet, an insane look in his eyes. Dracula waves him away, dismissive.

DRACULA (CONT'D)  
Hunt them down. Kill them both.

The Werewolf gives him a deranged look and snarls evilly, clearly he is Velkan Valerious no more. He turns and leaps off the parapet.

EXT. MOORS - NIGHT

RAIN lashes down on Van Helsing and Anna as they stagger across the moors, heading into the ruins of the old windmill. With the loss of her brother, Anna doesn't know whether to scream or cry, so she does both, and aims it at Van Helsing.

ANNA

A wooden stake?! A silver  
crucifix?! What did you think?! We  
haven't tried everything before?

Anna shoves Van Helsing back under one of the huge charred windmill sails, a refuge from the rain.

ANNA (CONT'D)

We've been hunting this creature  
for more than four hundred years.  
We've shot him, stabbed him,  
clubbed him, sprayed him with holy  
water and staked him in the heart,  
and still he lives!

Van Helsing just stares at her, fire fascinates him, fiery women even more so. She gets right up into his face.

ANNA (CONT'D)

Do you understand?... Nobody knows  
how to kill Dracula.

Their faces are inches apart. RAIN pours down on them. A slight smile creases Van Helsing's lips.

VAN HELSING

I could've used that information a  
little earlier.

Anna just scowls, breathing hard. Van Helsing's dark eyes stare at her, he likes being this close to her. But she's too upset.

ANNA

Don't give me that look. I don't  
need your wolf's eyes undressing  
me...

She shoves herself away and stares off into the rain.

ANNA (CONT'D)

... not right now anyway.

Van Helsing picks up an undamaged absinthe bottle and admires it. Anna looks at him, the fight going out of her.

ANNA (CONT'D)  
 You were right ... I'm sorry ... he  
 isn't my brother anymore.

She steps up closer to him as he uncorks the bottle.

ANNA (CONT'D)  
 Do you have any family, Mister Van  
 Helsing?

VAN HELSING  
 I'm not sure. I hope to find out  
 someday, that's what keeps me  
 going.

Anna takes the bottle and holds it up in a toast.

ANNA  
 Here's to what keeps you going.

She takes a deep slug, clearly it has a bite.

VAN HELSING  
 Absinthe. Strong stuff

Anna hands him the bottle.

ANNA  
 Yes. Don't let it touch your  
 tongue, it'll knock you on your-

-And that's when the soggy ground beneath them suddenly CAVES  
 IN. The two of them and a load of timber drop into a rapidly  
 expanding breach in the ground.

INT. CAVERN - NIGHT

Van Helsing and Anna and a cascade of water and timber crash  
 down into a cavern and WE FADE OUT....

EXT. VILLAGE - DAWN

FADE UP: on the Transylvanian village at dawn.

INT. TOWER BEDROOM - DAY

Carl is asleep on a couch. He suddenly sits up, terrified,  
 then looks down and sees the sleeping Barmaid.

CARL  
 Ah! Yes ... now I remember.

Carl leans back against the wall, triggering a secret panel to swing open and reveal a PAINTING: a fantastic mural of two medieval KNIGHTS facing each other atop a sea lashed cliff. There is writing in Latin encircled around the two men. Carl translates it:

CARL (CONT'D)

Even a man who is pure in heart,  
and says his prayers by night, may  
become a wolf when the wolf-bane  
blooms, and the moon is shining  
bright.

He steps up to get a closer look and finish the inscription.

CARL (CONT'D)

Or crave another's blood when the  
sun goes down, and his body takes  
to flight.

As soon as he finishes the last word, the entire painting COMES ALIVE, trees sway, grass blows, huge waves pound the cliff, the clock on a church tower begins to CHIME, and the two knights TRANSFORM: one into a Werewolf, the other into a Winged Beast from Hell. They viciously attack each other.

Carl of course freaks out, stumbles back, knocks the entire couch over and lands on the Barmaid's semi-naked body. She angrily shoves him off as he looks up at the painting. The ancient painting is back to being just a painting, as if it was all in his mind. He stares at it, perplexed, as his Transylvanian girlfriend angrily gathers her clothes.

BARMAID

Friars, monks, priests, you're all  
the same!

INT. CAVERN - DAY

Anna slowly wakes up on the dark cavern floor, groggy and sore, she rubs her head and groans. A HAND quickly covers her mouth. She looks up. Van Helsing's finger goes to his lips.

VAN HELSING

Shhh ... there's something down  
here.

And it's carnivorous.

He gestures to a massive pile of RAT BONES, picked clean.

Anna gets to her feet. The cavern is lit by a very dim gloom coming from tiny crevices in the roof.



A fetid little stream wends its way through the cavern. Van Helsing starts to head downstream. Anna draws her sword and follows.

VAN HELSING (CONT'D)

Whatever's down here appears to be of human ancestry.

He gestures to a large set of muddy BOOT PRINTS.

VAN HELSING (CONT'D)

I'd say he's a size 17. About 360 pounds. 8 1/2 to 9 feet tall. He has a bad gimp in his right leg.... And three copper teeth.

ANNA

How do you know he has copper teeth?

VAN HELSING

Because he's standing right behind you.

Van Helsing goes for his guns. Frankenstein's Monster leaps out of the pitch blackness behind Anna and slams her into Van Helsing. Our two heroes crash to the floor. Van Helsing's revolver goes flying.

The monster is on Van Helsing in a flash he lifts him up over his head and hurtles him into a rock wall. Van Helsing bounces off the wall and slams to the floor. The monster looks down at Anna. Anna gets a good look at him. He now looks even more horrific than before, having been badly burned so long ago.

ANNA

Oh my god, the Frankenstein monster.

FRANKENSTEIN

MONSTER!?

Frankenstein's VOICE is a horrible, guttural rasp.

FRANKENSTEIN (CONT'D)

Who is the monster here!?

He lifts Anna up off the floor.

FRANKENSTEIN (CONT'D)

I have done nothing wrong and yet you and your kind all wish me dead!

Van Helsing leaps up and tackles Frankenstein. Frankenstein's head slams into a rock wall, the top half of his head pops off. Van Helsing grabs him by the neck, the bolts SPARK, Van Helsing is shocked back against the far wall, he crashes to the floor, trying not to pass out from the pain.

Frankenstein slams the top of his head back into place, then the top half of his body turns around and he heads for Anna. Anna backs away, up against some burnt timber, looking around, playing for time.

ANNA

What do you want?

Frankenstein stares down at her, his face growing mournful.

FRANKENSTEIN

To exist.

Van Helsing yanks an ivory BLOWGUN out from inside his cloak and sticks it to his mouth.

Six blow-darts nail Frankenstein in the back. He bellows and spins around, arms flailing at his back, trying to swat the darts free. Anna runs over and picks up one of the revolvers off the ground next to Van Helsing.

ANNA

We must kill it.

Van Helsing grabs her by the wrist.

VAN HELSING

No! Wait.

Frankenstein crashes to his knees, his bleary eyes look over at them.

FRANKENSTEIN

If you value your lives, and the lives of your kind, you will kill me.

Van Helsing pulls Anna behind him and heads for Frankenstein, whose breathing is getting more and more labored.

FRANKENSTEIN (CONT'D)

If Dracula finds me I am the key to my father's machine the key to life, life for Dracula's children!

VAN HELSING

He already awakened them, last night.

FRANKENSTEIN

Those were just from one bride, from one single birthing. And they died as they did the last time he tried. Only with me can he give them lasting life.

Van Helsing kneels down beside Frankenstein.

VAN HELSING

There are more? More of those things?

Frankenstein's pathetic eyes stare at him.

FRANKENSTEIN

Thousands ... thousands more.

Frankenstein passes out, crashing face first into the dirt. WE PUSH IN on Van Helsing as the gravity of this hits him. Anna isn't fazed, she lifts the gun and aims. Van Helsing steps in front of her. She angrily looks him in the eyes.

ANNA

You heard what he said.

Van Helsing holds her stare, searching for the words ....

VAN HELSING

My life, my ... job ... is to vanquish evil. I can sense evil.  
(gestures to Frankenstein)  
This thing ... man ... whatever it is, evil may have created it, left its mark on it, but evil does not rule it. So I cannot kill it.

ANNA

I can.

She moves around him. He blocks her path.

VAN HELSING

Not while I'm here.

Anna sees the intensity in his eyes. Behind them, hidden in the shadows, is the Werewolf, staring at Frankenstein.

VAN HELSING (CONT'D)

Your family has spent four hundred years trying to kill Dracula, maybe this poor creature can help us find a way.

The Werewolf slowly starts to back away. Van Helsing suddenly senses it and spins around. He and Anna see the Werewolf's shadow vanish down the cavern.

ANNA

Oh my God. He's seen us.  
 (she turns to Van Helsing)  
 Now they'll come for him. And neither you or I will be able to stop them.

Van Helsing grabs her arm and heads for Frankenstein.

VAN HELSING

I must get him to Rome. We can protect him there.

On Anna's dubious look WE SMASH CUT TO:

EXT. MANOR VALERIOUS - DAY

STEAM blasts out of the nostrils of huge black horses, covered in a light armor plating, coupled to an ornate COACH. Van Helsing and Carl walk down alongside them.

CARL

... and then the painting came alive and the two creatures attacked each other.

VAN HELSING

What does it mean?

CARL

I don't know.

Anna opens the door to the coach. Frankenstein is inside, chained to the back wall. Van Helsing nudges Carl.

VAN HELSING

Whatever you do, don't stare at him.

CARL  
 I'm staring at him.  
 (quickly turns away)  
 Is that a man?

Van Helsing shoves Carl up into the seat across from  
 Frankenstein.

VAN HELSING  
 Actually it's seven men, parts of  
 them anyway.

Frankenstein struggles to break the chains that bind him.

FRANKENSTEIN  
 By exposing me, you have condemned  
 me. Me and all of humanity!

Anna slams the door shut and gestures to the horses.

ANNA  
 Nothing is faster than  
 Transylvanian steeds. Not even a  
 werewolf Anything else, you're on  
 your own.

COUNTRYSIDE - DAY/NIGHT TRANSITION

On the bottom half of the SCREEN, the coach races across the  
 countryside. On the top half, the sky is whipping past in  
 TIME LAPSE. Dark clouds scream by showing us glimpses of the  
 sun as it races right to left across the SCREEN. As the sun  
 exits FRAME the moon comes up and the TIME LAPSE ends  
 revealing an ominous night sky. The coach races into a dark  
 forest. Two Bride silhouettes fly past and follow it.

EXT. WOODS - NIGHT

The black steeds charge through the woods pulling the COACH.  
 Van Helsing is in the driver's seat urging them on.

INT. COACH - NIGHT

Frankenstein stomps his Doc Martens and yells out.

FRANKENSTEIN  
 Free me! Let me fight! Let me die!  
 But do not let me be taken alive!

Sitting across from him is Carl, eyes wide, really keyed up,  
 the blowgun stuck to his lips.

EXT. WOODS - NIGHT

The CAMERA is suddenly hurtling through the misty forest at about Mach 1. The BRIDE'S POV quickly closes in on the coach.

Van Helsing senses them coming, he looks around, the creepy trees sway in the breeze, but he can't see the brides. He hefts the crossbow. He hears something off to his left and looks. And that's when Verona swoops down on his right and grabs him jerking him clean off the driver's seat and up into the air. The crossbow goes flying. Van Helsing quickly breaks free and falls down onto the lead horse. He looks forward.

A hundred yards ahead, the path makes a hairpin turn next to a giant precipice. Van Helsing quickly looks back at the coach.

INT. COACH - NIGHT

The coach bounces hard. Frankenstein is thrown forward at Carl. Carl screams, but the chains hold Frankenstein just short of falling on him.

FRANKENSTEIN

Let me go.

CARL

Where are you going to go? I don't know if you've looked in the mirror lately, but you kind of stick our in a crowd.

EXT. WOODS - NIGHT

Van Helsing leaps from the front horse to the middle horse to the rear horse and then up onto the buckboard. And that's when Aleera nails him on the fly, throwing him back onto the rear horse.

All of the horses try to make the turn, going full boar, hoofs fighting to avoid slipping over the edge, kicking rocks our into space. Van Helsing holds on for dear life. The coach skids sideways, the couplings SNAP and the coach is flung out over the void.

Van Helsing spins up into a saddle in time to see the coach spiraling through the air, heading for the valley floor far below.

EXT. IN THE AIR - NIGHT

HIGH UP IN THE AIR: Aleera and Verona freak out.

VERONA

We must not let him be destroyed!

EXT. WOODS - CLIFF FACE - NIGHT

The two Brides fly as fast as they can towards the plummeting coach. They both grab it, but its weight is far too great for them to stop it from falling. Aleera is losing her grip.

ALEERA

Save him! Save the monster!

Aleera is blown off Verona struggles her way to the door, her wings are being badly buffeted. She grabs the door and rips it off, then looks inside. The coach is empty.

EXT. WOODS - NIGHT

BACK WITH VAN HELSING as ANOTHER COACH races out of the forest and up to the six team. Anna in the driver's seat. Carl leans out the window. Frankenstein is chained inside.

CARL

Come on! Come on!

INT. COACH - NIGHT

BACK INSIDE THE OTHER COACH: Verona sees a bunch of glycerine tubes wrapped around a dozen SILVER SPIKES. Verona hisses in anger and throws herself free of the coach.

EXT. COACH - NIGHT

The coach hits the ground and EXPLODES. Several of the spikes nail Verona in the chest. She shrieks in horror and then TRANSFORMS back into herself. Losing her wings, she drops out of the sky, DECAYING into molten rot, shrieking all the way. Aleera screeches in horror.

EXT. WOODS - NIGHT

Van Helsing leaps from the six team onto the buckboard of the other coach, landing next to Anna. He gives Anna a nudge in the ribs and a cocky smile, as if to say, "I told you it would work." And that's when 800 pounds of enraged fur leaps over the entire six team, heading right for Van Helsing and Anna.

Van Helsing quickly rolls off one way as Anna flings herself off the other. The Werewolf slams into the buckboard and skids sideways across the roof, shattering all four corner lanterns. The Werewolf vanishes off the back of the coach as the kerosene and the entire roof bursts into flames.

INT. COACH - NIGHT

Carl frantically looks around, then sees Anna's face plastered to the window.

ANNA

CARL!

Carl leaps over and opens the door.

EXT. COACH - NIGHT

Anna is hanging on to the side of the coach, which is now skirting a huge precipice a mile deep. Carl grabs her as she starts to slip.

ON THE OTHER SIDE OF THE COACH: Van Helsing is being violently dragged down the road, desperately clinging by one hand to the axle of the coach. His legs splitting the rear wheel, if he lets go he'll be run over.

VAN HELSING

CARL!

INT. COACH - NIGHT

Carl looks past Frankenstein to the other side of the coach. He can't let go of Anna or she'll fall. He looks at Frankenstein. Frankenstein nods.

FRANKENSTEIN

I can help.

CARL

You won't kill me?

FRANKENSTEIN

Only if you don't hurry.

EXT. COACH - NIGHT

Van Helsing grimaces in pain, his five fingers cling to the axle, then four fingers, then three, two, one. He lets go and heads under the rear wheel. And that's when a huge fist grabs him by the collar and pulls him free. It's Frankenstein.



The two men share a look, then Frankenstein heaves Van Helsing upwards. He lands on the buckboard just as Anna swings up next to him.

INT. COACH - NIGHT

Carl looks at Frankenstein and smiles in relief, then he screams bloody murder as he sees FUR moving across the rear window. And then the roof splits open and fire and smoke pours in. Now it's Frankenstein's turn to scream.

EXT. COACH - NIGHT

Van Helsing and Anna look back through the fire towards the rear of the coach. In SLO-MO the Werewolf rises up through the flames.

The side door of the coach smashes open and Frankenstein and Carl look out.

FRANKENSTEIN

Don't look down.

CARL

I'm looking down! I'm looking down!

The coach makes it across the precipice road and enters the forest. The Werewolf hunches. Van Helsing YELLS at Anna.

VAN HELSING

Jump!

Anna turns and leaps off the carriage. So does Carl and Frankenstein. They all vanish into the lush forest.

Van Helsing aims both of his guns down at the coupling and fires. The horses break loose of the carriage. Van Helsing turns and jumps. The Werewolf leaps through the flames.

Van Helsing spins around in mid-air and fires his guns back at the Werewolf just as it tackles him. They vanish into the foliage. The flaming coach flips off the road, spirals through the air and crashes into the trees. The six team hauls-ass down the forest road, vanishing into the night ....

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EXT. FOREST - NIGHT

Anna staggers through the forest, she rounds a tree, her breath hitches. Lying naked on the ground is her brother. He looks up and gives his sister one last sorrowful look.

VELKAN

Forgive me.

And then he dies. Anna throws herself onto Velkan's body.

ANNA

Velkan! ... Velkan! ... Velkan.

She cradles him gently and kisses him on the cheek.

ANNA (CONT'D)

I will see you again.

Nearby, Van Helsing staggers to his feet. Anna looks at him, then leaps up and charges him, pummeling him with her fists.

ANNA (CONT'D)

You killed him! You killed him!

Van Helsing grabs her by the wrists and holds her tight.

VAN HELSING

Now you know why they call me  
murderer.

Anna looks into his eyes, they are not angry, but filled with a profound sadness. And then Anna notices BLOOD on his shirt, she gently opens his cloak. Anna gasps. Horrified.

ANNA

Oh my god ...

Van Helsing's shirt is punctured with bloody fang holes.

ANNA (CONT'D)

You've been bitten.

She staggers back and looks at him, she sees it in his eyes. A hint of it anyway. *Fear*. Van Helsing turns and looks down at Velkan's body. Anna turns away. Aleera is standing right there. She backhands Anna.

Anna slams into a tree and drops to the ground, our cold. Van Helsing spins around in time to catch a glimpse of Anna, upside down, being yanked up into the trees. Van Helsing hauls-ass.

EXT. CLIFFSIDE - NIGHT

Van Helsing runs out onto the side of a cliff. He sees Anna being carried off over the precipice by Aleera. Carl and Frankenstein stagger up beside him. All three of them watch the silhouettes of Anna and Aleera flying off towards the lights of a distant city ....

EXT. BUDAPEST - DAY

Nestled in a lush valley and split in half by a dark river, the city is sprinkled with churches, mosques, and palaces.

EXT. ALLEY - DAY

Van Helsing, Carl, and Frankenstein stagger down an alley. Battered and bruised. Frankenstein's face is covered by a hood. Van Helsing pulls his cloak tight, keeping his wound hidden. A blast of wind hits them. They all react, Van Helsing flinches in pain as he pulls his gun.

Perched on the snowy eve of a house is Aleera, she clicks her tongue in disapproval.

ALEERA

Tch, tch, tch, so much trouble to  
my Master, so much trouble.

Frankenstein starts to head for her. Van Helsing stays him. Aleera just giggles.

ALEERA (CONT'D)

You killed Verona. If the Master  
was capable of love, he would have  
loved her very much. As for me ...  
(she smiles coquettishly)  
... now I will have the Master's  
undivided attention.

VAN HELSING

What do you want?

ALEERA

The Master commands a trade. The  
monster for the Princess.

Frankenstein glares at her angrily, and then he hears Van Helsing's VOICE:

VAN HELSING (O.S.)

Somewhere public. Lots of people.

Frankenstein looks at Van Helsing, feeling betrayed, his brow furrows, his eyes darken. Van Helsing's eyes stay on Aleera.

VAN HELSING (CONT'D)  
A place where your master will be  
less inclined to expose his ...  
other side.

Aleera chews this over for a moment, then her eyes light up.

ALEERA  
Tomorrow night is All Hallow's Eve!  
Here in Budapest there is a  
wonderful masquerade ball.

She leaps for joy, all the way up to the top of the roof.

ALEERA (CONT'D)  
I love masquerade balls!  
(she looks down at them)  
Vilkovia Palace. Midnight.

Then she whoops for joy and leaps again, vanishing over the side of the roof, followed by a blast of wind and snow.

Van Helsing holsters his gun and rums to go, he winces in pain. Carl sees this and reaches for Van Helsing's cloak.

CARL  
Are you hurt?

Van Helsing shoves his hand away. Frankenstein's eyes narrow suspiciously, then he lunges forward and rips Van Helsing's cloak open, revealing the puncture wounds in his shirt.

FRANKENSTEIN  
He has been bitten! Bitten by a  
werewolf.

Van Helsing pulls his cloak tight. Frankenstein's face forms a twisted smile.

FRANKENSTEIN (CONT'D)  
Now you will become that which you  
have hunted so passionately.

Helsing pulls out the BLOWGUN and looks at Frankenstein.

VAN HELSING  
I'm sorry.

And he means it. Frankenstein just glares.

## FRANKENSTEIN

May others be as passionate in  
their hunting of you.

Van Helsing FIRES THE DARTS.

EXT. VILKOVA PALACE GRAVEYARD - DUSK

The last shadows of the day stretch like creepy fingers across an ancient ROYAL GRAVEYARD. Wearing costumes and masks, Van Helsing and Carl step out of an old MAUSOLEUM. They shove the huge stone door shut and bar it tight.

CARL

According to the books, you wont  
turn into a werewolf until the  
rising of your first full moon, two  
nights from now, and then you'll  
still be able to fight Dracula's  
hold over you until the final  
stroke of midnight.

The two men make their way through the tombstones, heading for a huge, ornate PALACE next door.

VAN HELSING

(sarcastic)

Sounds like I have nothing to worry  
about.

CARL

Oh my God, you should be terrified.

Van Helsing gives him a look. Then Carl gets It.

CARL (CONT'D)

Oh ... well, urn, that still gives  
us forty-eight hours to find a  
solution.

Carl looks back at the mausoleum.

CARL (CONT'D)

Are you sure he can't get out of  
there?

VAN HELSING

Not without some help from the  
dead.

TIGHT on a COFFIN, lying in the frozen ground, waiting to be buried. The lid cracks open, gnarled fingers pry their way out.

INT. BALLROOM - NIGHT

The grand ballroom is packed with dancing couples and alive with JUGGLERS, FIRE BLOWERS, TIGHT ROPE WALKERS, and HIGH WIRE ACROBATS, a veritable Cirque du Soleil! Van Helsing and Carl make their way through all the weirdness.

CARL

Well, this is different.

VAN HELSING

Dracula must have something up his sleeve.

CARL

So in situations like this, do we have a solid plan? Or do we just improvise?

VAN HELSING

A bit of both actually.

They step up to the ornate banquet tables. Van Helsing inhales deeply. Carl does likewise.

CARL

Smells wonderful, doesn't it?

VAN HELSING

Not everything.

CARL

What do you smell?

VAN HELSING

Everything.

Van Helsing looks around, suddenly very SUSPICIOUS.

VAN HELSING (CONT'D)

Warm pretzels, juniper bushes, ladies perfume, and rotted human flesh.

Carl gives him a look.

CARL

You sure do know how to put a damper on the evening.

INT. BALLROOM - NIGHT

OUT ON THE DANCE FLOOR: Dracula dances with Anna, both wearing masks. He dips her and removes her mask. *She is in a trance.* Eyes open, unblinking. Dracula throws away his mask and kisses her. Anna snaps out of it. Dracula spins her around.

DRACULA

How does it feel to be a puppet on my string?

Anna suddenly looks around, realizing she's dancing with Dracula. She struggles, but is completely within his power.

ANNA

I wont let you trade me, Count.

DRACULA

I have no intention of trading you. And if I know Van Helsing, which I do, he isn't planning on making a trade either.

He dips her and leans in close, their lips almost touching.

DRACULA (CONT'D)

Neither of us has ever settled for half.

ANNA

You make my skin crawl!.

DRACULA

That's not all I could do with your skin.

Dracula gently caresses her neck. Aleera cuts in and grabs Anna away from Dracula.

ALEERA

My rum.

Aleera dances away with Anna. Dracula smiles, then randomly grabs a passing woman, yanks her close and bites into her neck. The ballroom is in such high swing no one notices.

INT. BALLROOM - SECOND FLOOR - NIGHT

UP ON THE SECOND FLOOR: Van Helsing and Carl look down on the ballroom. Carl spots Aleera dancing with Anna.

CARL  
There they are.

VAN HELSING  
Something's not right.

CARL  
Yes, they're both trying to lead.

VAN HELSING  
Not that.

And then Van Helsing spots something, his eyes light up.

VAN HELSING (CONT'D)  
Carl?

CARL  
Yes?

VAN HELSING  
I have a plan. I need you to do something.

INT. BALLROOM - NIGHT

BACK ON THE DANCE FLOOR: Aleera dances Anna across the floor.

ALEERA  
It's the little things in life that  
I love. Like that last look in my  
victim's eyes just before they die.

We see in Anna's eyes how hard she's struggling to break free. Aleera licks Anna's cheek.

ALEERA (CONT'D)  
I won't let the Master take you,  
Anna.

Aleera's canines distend into horrible fangs, draining from her beautiful face.

ALEERA (CONT'D)  
I want him all to myself.

Anna's eyes widen, helpless in Aleera's grasp. And that's when Dracula cuts in, he gives Aleera a smile.

DRACULA  
You look famished, my dear, go get yourself a bite.



Aleera scowls as Dracula spins Anna over to a MIRROR WALL.

DRACULA (CONT'D)  
Don't we make a beautiful couple?

Anna looks at the mirror. *Dracula is not in the reflection.*  
He starts to dance with her in front of the mirror.

DRACULA (CONT'D)  
I'm looking for a new bride, Anna,  
someone strong and beautiful.

In the mirror it looks like Anna is dancing alone, seemingly  
being dipped and spun and twirled by an invisible force.

DRACULA (CONT'D)  
All it takes is one bite from me.

He hugs her tighter. Anna looks from his face to his chest,  
crushed tightly against her breasts, her eyes widen.

ANNA  
You have no heartbeat.

DRACULA  
Perhaps it just needs to be  
rekindled.

Dracula leans in for a kiss. Anna angrily turns her head  
away, so she doesn't see all the blood drain from Dracula's  
face and his canines distend into fangs, about to bite into  
her neck.

A Fire Breather tilts his head safely up and away from the  
crowd, lifts a torch to his mouth and starts to BLOW Carl  
quickly sidles up and shoves him hard. The Fire Breather  
BLOWS FLAMES across the back of Dracula's cape.

INT. BALLROOM - SECOND FLOOR - NIGHT

UP ON THE BALCONY: Van Helsing dashes down the HIGH WIRE. The  
TIGHT ROPE WALKERS start to lose their balance.

INT. BALLROOM - DANCE FLOOR - NIGHT

DOWN ON THE DANCE FLOOR: Dracula whirls around, ON FIRE,  
shocked and angry.

INT. BALLROOM - ABOVE DANCE FLOOR-NIGHT

HIGH ABOVE THE DANCE FLOOR: Van Helsing curs a stay-wire, grabs on and SWINGS DOWN into the crowd. The Tight Rope Walkers ALL FALL.

!NT. BALLROOM - DANCE FLOOR- NIGHT DOWN ON THE DANCE FLOOR:

Dracula grabs the Fire Breather and tosses him dear across the ballroom. Van Helsing swoops in, grabs Anna by her waist and swings her up into the air.

INT. BALLROOM - BALCONY - NIGHT

UP ON THE BALCONY: Van Helsing and Anna land, skid to a stop and look down.

The entire crowd looks up at our heroes. And then, in unison, they all remove their masks. Their eyes go yellow, their skin goes white, fangs glide out, they HISS angrily. They are all VAMPIRES. Dracula smiles up at Van Helsing.

DRACULA

Welcome to my summer palace.

A side door bursts open and a batch of vampires charge in carrying Frankenstein over their heads, he's chained tight and bellowing furiously. Igor stands on his chest.

IGOR

We have him, Master! We have him!

Dracula gives an evil LAUGH, then looks at his followers and gestures to Van Helsing and Anna.

DRACULA

Enjoy yourselves!

The entire vampire crowd rushes forward, SHRIEKING like wild Banshees.

Anna's response is to rip the arm off a SUIT OF ARMOR, stick her hand down the sleeve and into its metal glove, attached to the glove is an IRON MACE covered in spikes. Van Helsing's response is to give her an incredulous look, then grab her and yank her out of FRAME.

INT. BALLROOM HALLWAY - NIGHT

Van Helsing and Anna race down a hallway.

ANNA

Where are we going!?

Van Helsing points to a huge STAINED GLASS WINDOW of angels, cherubs, and saints.

VAN HELSING

Through that window!

ANNA

Are you out of your mind?! We'll be cut to ribbons!

VAN HELSING

Not if you relax when you're going through it.

At the last second Van Helsing notices one of the SAINTS has his hand out, as if to say "STOP." Van Helsing grabs Anna and skids to a stop.

VAN HELSING (CONT'D)

My mistake, wrong window.

ANNA

How do you know?

VAN HELSING

Just a hunch.

He yanks her out of FRAME. Vampires bound past, chasing after them. Dracula's LAUGH echoes throughout the palace.

INT. STAIRCASE/HALLWAY - NIGHT

Van Helsing and Anna race up some stairs and through a set of double doors, vampires hot on their tail. They each grab a door, slam it shut and bolt it tight. The vampires furiously smash away from the other side. Van Helsing and Anna high-tail it down the hall.

Carl comes scurrying around a corner at the far end of the hallway. He sees Van Helsing and Anna running towards him and holds up his LAVA CONTRAPTION.

CARL

Now I know what it's for.

Carl is standing in front of another huge window.

CARL (CONT'D)

Where are we going?

VAN HELSING/ANNA  
Through that window!

Carl turns around to see the window they're talking about, he pulls the pin on his contraption. Van Helsing and Anna each grab one of Carl's arms, on the run, and yank him out through the great glass window.

INT. CATACOMBS - NIGHT

Van Helsing, Anna, and Carl crash through the shower of glass and drop two stories down into a watery CATACOMB.

INT. STAIRCASE/HALLWAY - NIGHT

The huge door disintegrates as the vampires crash through it. They bound down the hallway. The contraption is sitting on the floor, it pops open, rays of ULTRA VIOLET LIGHT stream out. The vampires all melt screaming.

INT. CATACOMBS - NIGHT

Van Helsing, Anna, and Carl burst to the surface inside a large moldy catacomb filled with skulls and skeletons, the huge EXPLOSION OF LIGHT finishing above them as pieces of melted vampire splash down around them.

VAN HELSING  
Carl, you're a genius.

CARL  
(a bit freaked out)  
A genius with access to unstable  
chemicals.

Behind them, Igor YELLS commands in Hungarian as he and a dozen of the porcine Dwergi ride a LONGBOAT down a ramp, Frankenstein chained to the mast. Van Helsing immediately heads for the longboat.

Igor and the Dwergi drop their oars into the water and start to row. Van Helsing runs faster. Igor and the Dwergi paddle out of a tunnel and into the river. A huge grated GATE starts to drop down behind them. Igor pats Frankenstein on the head.

IGOR  
Say goodbye to your friends.

Frankenstein BELLOWS angrily. Igor cackles.

IGOR (CONT'D)

Because where we are taking you,  
only God and the devil know.

The metal gate SLAMS SHUT right in front of Van Helsing, cutting him off from the river, he splashes up to it and stares out through the grates. Frankenstein looks back at Van Helsing. Frankenstein's hag-gard face a mask of helplessness and hopelessness, looking forlorn and abandoned. Van Helsing stares at him and grits his teeth in determination.

VAN HELSING

I'll find you!... I'll get you back  
and set you free. I swear to god.

A huge DARK SHADOW swoops past, its talons scrape across the metal grating, SPARKS FLY.

DRACULA (O.S.)

God hasn't helped you in years, Van  
Helsing, why should he start now!?

We hear Aleera LAUGH as the two dark shadows flyaway. Anna and Carl run up beside Van Helsing. Anna grabs him.

ANNA

Come on, we've got to beat them  
back to Castle Frankenstein.

Van Helsing whirls around and starts to go.

VAN HELSING

Yes, I've got to save that  
creature.

CARL (O.S.)

Van Helsing!

Van Helsing turns back to Carl, who is still staring out through the grate.

CARL (CONT'D)

I cabled Rome earlier, to apprise  
them of our situation.

Van Helsing gives Carl a suspicious look.

VAN HELSING

And what did they say?

Carl turns to face him.

CARL

Even if you do somehow kill  
Dracula... Rome orders you to  
destroy Frankenstein as well.

Van Helsing's eyes darken, he starts to rev up.

VAN HELSING

He isn't evil.

CARL

Yes, but they said he isn't human  
either.

Van Helsing furiously closes in on Carl.

VAN HELSING

Do they know him? Have they talked  
with him? Who are they to judge!?

CARL

They want you to destroy him so he  
can never be used to harm humanity.

Van Helsing angrily grabs Carl by the throat and lifts him up  
off his feet.

VAN HELSING

And what of me? Did you tell them  
what I am to become? Did they tell  
you how to kill me? The correct  
angle of the stake as it enters my  
heart?! The exact measure of silver  
in each bullet!!

Van Helsing's voice has gotten incredibly deeper during this  
speech, his eyes have gone dark red and he's strangling Carl.  
Anna is already trying to rip the two men apart, but Van  
Helsing's strength is too much for her. Carl gasps:

CARL

No .... I ... I left you out.

Van Helsing snaps out of it and lets him go. Carl drops to  
the ground, sucking air. Van Helsing stares down at him,  
feeling terribly, then he looks at his shaking hands, a  
whirlwind of emotions passing over his face, he clenches his  
hands into fists, then exhales deeply and looks at Anna.

VAN HELSING

It's starting.

INT. CASTLE FRANKENSTEIN LABORATORY - DAY

Van Helsing, Anna, and Carl run into the laboratory. It's empty, all of the lab equipment has been hurriedly removed.

VAN HELSING

They must have taken all the equipment to Dracula's lair.

ANNA

Then we've lost.

CARL

Dracula cannot bring his children to life until the sun sets. We still have time.

ANNA

(incredulous)

"Time?" The sun sets in two hours, and we've been searching for him for more than four hundred years.

CARL

I wasn't around for those four hundred years, now was I?

EXT. MANOR VALERIOUS - DAY

The rays of the mid-day sun are trying to pry their way through the cloud-streaked sky over Manor Valerious. We can hear Van Helsing, Anna, and Carl pounding up a staircase.

VAN HELSING (O.S.)

So what did you learn?

INT. TOWER BEDROOM - DAY

Our heroes enter the tower bedroom where they come upon the mass of relics, artifacts, and texts.

CARL

That Count Dracula was actually the son of Valerio us the Elder.

Carl looks at Anna.

CARL (CONT'D)

The son of you're ancestor.

Anna just shrugs, no big deal.

ANNA  
Everybody knows that, what else?

CARL  
Oh, uh, right. Well, it all started  
in 1462, when Dracula was murdered.

VAN HELSING  
Does it say who murdered him?

CARL  
No, just some vague reference to  
the Left Hand of God.

Van Helsing looks intrigued. Carl opens the elaborately  
inscribed SACRED LATIN TEXT.

CARL (CONT'D)  
Anyway, according to this when  
Dracula died he made a covenant  
with the devil.

Van Helsing and Anna jump in, guessing.

VAN HELSING  
And was given a new life.

ANNA  
But the only way to sustain that  
life was by drinking the blood of  
others.

CARL  
(annoyed)  
Are you two going to let me tell  
the story?

VAN HELSING/ANNA  
Sorry. Sorry.

CARL  
Your ancestor, having sired this  
evil creature, went to Rome to seek  
forgiveness from God, that's when  
the bargain was made, Valerious the  
Elder was to kill Dracula in return  
for the eternal salvation of his  
entire family, right down the line  
all the way to you.

He points to Anna. Anna nods in understanding.



ANNA

But he couldn't do it. As evil as Dracula was, my ancestor could not kill his own son.

Carl points at some of the fantastical engravings on the relics and artifacts, helping tell the story:

CARL

So he banished Dracula to an icy fortress, sending him through a door from which there was no return.

ANNA

And then the devil gave him wings.

CARL

Yes.

VAN HELSING

All right, so where is this door?

CARL

I don't know, but when the old knight couldn't kill his son, he left clues, so that future generations might do it for him.

ANNA

That must be what my father was looking for in here, clues to the door's location.

An idea suddenly springs into Van Helsing's head.

VAN HELSING

The door... The door... of course!

He turns and races out of the room. Anna and Carl exchange a look, then haul-ass after Van Helsing.

INT. ARMORY - DAY

Van Helsing runs up to the massive floor-to-ceiling OIL PAINTING of Transylvania. Anna and Carl right behind him.

VAN HELSING

You said your father spent hours staring at this painting, trying to find Dracula's lair, I think you were right, quite literally.

Van Helsing checks where the frame meets the wall, but the frame is actually molded into the wall.

VAN HELSING (CONT'D)

I think this is the door. He just didn't know how to open it.

Carl points to a LATIN INSCRIPTION on the painting.

CARL

Look! A Latin inscription. Maybe it works like that painting in the tower.

Carl starts mumbling the inscription in Latin. Anna steps up to Van Helsing

ANNA

If this was a door, my father would have opened it long ago.

Carl shoves a chair aside, revealing a missing piece of the painting.

CARL

I can't finish the inscription. There's a piece missing.

VAN HELSING

Your father didn't have this.

Van Helsing pulls out the torn piece of painted cloth.

ANNA

Where did you get that?

Van Helsing hands the painted piece of cloth to Carl.

VAN HELSING

Finish it.

Carl places it inside the missing piece of the map. *The torn piece is a perfect match.* Carl finishes the inscription.

CARL

Deum lacessat ac ianuam imbeat apenn.

VAN HELSING

In the name of God, open this door.

And that's when the painting begins to change, starting at the frame line and spreading inward, a THICK CRYSTAL FROST washes over the painting, eating it up until the painting has completely dissolved, leaving an ANCIENT MIRROR in its place.

CARL

A mirror?

Anna stares at it, thinking hard.

ANNA

Dracula has no reflection in a mirror.

VAN HELSING

Why?

CARL

Maybe ... maybe to Dracula, it's not a mirror at all.

Van Helsing reaches out to touch the mirror, his hand goes straight through it, vanishing inside it, he inhales sharply. Carl Jumps.

CARL/ANNA

What? What?!

VAN HELSING

It's cold.

He pulls his hand out to reveal SNOWFLAKES in his palm.

VAN HELSING (CONT'D)

And it's snowing.

Van Helsing grabs a TORCH out of a sconce on the wall, and prepares to step through.

VAN HELSING (CONT'D)

See you on the other side.

CARL

Don't worry, we're behind you ... not right behind you, but behind you.

Anna grabs his arm.

ANNA

Be careful.

Van Helsing gives her a nod, then steps straight through the mirror, vanishing inside it.

EXT. CASTLE DRACULA - DUSK

Van Helsing steps out of another ancient mirror, encased in a huge black OBELISK. It's snowing. A beat later, Anna steps through. They both look up. Chiselled out of a massive rock mountain is an enormous cathedral-like fortress; spires, turrets, gargoyles, the works. Covered in permafrost. Icicles everywhere. Carelessly flung hither and yon are human skeletons. Something very evil lives here. THUNDER RUMBLES.

ANNA  
Castle Dracula.

They look back at the mirror. Carl is nowhere in sight. They head for the castle. Behind them, Carl slowly seeps out of the mirror, eyes closed, he opens them to see the forbidding fortress. The sheer enormity of it terrifies him. He spins around and runs back into the mirror-wham! Face first, bounces off and lands on his ass. The mirror is a one-way ticket. Carl leaps up and scurries after them.

CARL  
Wait up!

EXT. CASTLE DRACULA - NIGHT

They arrive at a massive door at the front of the ancient fortress, made of iron, rusted shut, covered in slippery ice. There's a TRANSOM at the top of it, but it's thirty feet up.

CARL  
Do we have a plan? It doesn't have to be Wellington's at Waterloo, but some sort of plan would be nice.

VAN HELSING  
We're going to go in there and stop Dracula.

ANNA  
And kill anything that gets in our way.

Carl starts to back away.

CARL  
Let me know how that goes.

Van Helsing grabs Carl and Anna by their collars and runs straight up, thirty feet, they go right through the transom.

INT. CASTLE DRACULA ENTRANCE HALL - NIGHT

The three of them land softly on the floor on the other side. Anna and Carl are shocked, they turn and look at Van Helsing.

CARL

Well, as grateful as I am to be out of the cold, that doesn't seem like a good thing.

Anna looks at Van Helsing, bent over in pain, his face and eyes ate distorted into a vague resemblance of a wolf, and then it passes. They share a look.

Then he moves forward, a man on a mission. The whole place is a massive frozen foyer, and all of the incredibly high walls, pillars, and ceilings are covered in gooey COCOONS. Thousands of them. With electric wires sticking out of all of them.

ANNA

Oh my god, if he brings all of these to life ...

CARL

... the world would be a smorgasbord.

And that's when Igor comes scurrying around a comer, a bundle of wires and electrodes in his hands, he skids to a stop, looking stunned as he sees Van Helsing.

IGOR

How? How did you? ... It's impossible.

He quickly recovers his senses, drops everything and runs like hell. Van Helsing pumps one of the saw blades into his palm and throws it, it whistles through the air, catches Igor by his sleeve, and pins him to a rock wall.

IGOR (CONT'D)

Please! Please don't kill me!

Van Helsing strides forward.

VAN HELSING

Why?

IGOR

Well, urn, I ...

He can't think of a good reason. Van Helsing rips the blade out of the wall, about to kill him.

And then they hear Frankenstein BELLOW Somewhere nearby. They look around. Right next to Igor is a window with metal bars. Van Helsing sees something moving inside it. It's a PULLEY with chains. He sticks his torch through the bars and looks down a SHAFT.

INT. CASTLE DRACULA - DUNGEON -NIGHT

Frankenstein is in a DUNGEON CELL encased in a huge BLOCK OF ICE, only his head and neck stick out, chains run through the block and attach up to the pulley. The shaft rises another thirty floors. From the top of the shaft a VOICE rings out:

DRACULA (O.S.)  
Bring me the monster...!!

Dracula's voice ECHOES through the immense fortress as Igor snickers evilly.

INT. CASTLE DRACULA - ENTRANCE HALLWAY - DUSK

IGOR  
My Master has awakened.

The pulley starts to rise. The chains snap taut. Frankenstein and the block of ice quickly lift up off the cell floor.

INT. CASTLE DRACULA - ENTRANCE HALLWAY - NIGHT

Van Helsing drops the torch and goes nuts, furiously yanking and pulling on the thick bars with incredible strength, they actually start to twist, but they're never going to give, even with the semi-insane look which has crept into his eyes. Anna tries to help, to no avail.

The block of ice continues its rise. Van Helsing collapses against the bars, the insane look seeps away, he's back to himself once again. Frankenstein comes eye-to-eye with him. The two beings look at each other, a real connection between the two of them. The look on Frankenstein's face softens.

FRANKENSTEIN  
There is a cure.

Van Helsing is shocked.

VAN HELSING  
What?

FRANKENSTEIN  
Dracula, he has the cure, to remove the curse of the Werewolf.

Frankenstein continues up the shaft. Van Helsing desperately tries to stick his head through the bars, gaining one last look up at Frankenstein as he's hauled up.

FRANKENSTEIN (CONT'D)  
Go! Find the cure! Save yourself!

Anna grabs Van Helsing and pulls him back.

ANNA  
Come on! You heard him! Let's find it.

Van Helsing looks at her, thinking hard.

VAN HELSING  
Why does Dracula have a cure?

ANNA  
I don't care.

VAN HELSING  
I do. Why would he need one?

Van Helsing looks at Igor. Igor clamps his mouth shut. The CAMERA does a dramatic PUSH IN on Carl as his face fills with a dawning realization:

CARL  
Because the only thing that can kill him ... is a werewolf.

Van Helsing and Anna look at Carl. Carl smiles.

CARL (CONT'D)  
The painting. That's what it meant.

ANNA  
But Dracula has used werewolves to do his bidding for centuries.

CARL  
Yes, but if one ever had the will to turn on him, he'd need a cure to remove the curse and make it human before it bit him.

The realization of this crashes down on them. Van Helsing turns to Igor and gestures to Anna and Carl.

VAN HELSING  
You're going to take these two and lead them to it.

IGOR  
No I'm not.

Van Helsing sticks the blade under Igor's chin. Igor smiles.

IGOR (CONT'D)  
Yes I am.

Carl steps up.

CARL  
When the bell begins to roll  
midnight, you'll be able to kill  
Dracula, we just have to find the  
cure and get it into you before the  
final stroke.

Van Helsing pulls a small but extremely nasty-looking WEAPON out of his cloak. It looks like nail clippers designed by the Spanish Inquisition. He holds it up in front of Igor's face.

VAN HELSING  
If they even suspect you're  
misleading them ...

He hands the weapon to Anna.

VAN HELSING (CONT'D)  
... clip off one of his fingers.

ANNA  
My pleasure.

Igor looks terrified, he gestures to the set of staircases.

IGOR  
The stairs on the right, they lead  
to the black tower, that's where it  
is.

VAN HELSING  
And the stairs on the left?

Igor hesitates. Van Helsing reaches for the "clippers. "

IGOR  
The Devil's tower! Devil's tower!  
That's where we reassembled the  
laboratory. Would I lie to you?

VAN HELSING  
Not if you wanted to live.



Van Helsing turns to Carl.

VAN HELSING (CONT'D)  
 If I'm not "cured" by the twelfth  
 stroke of midnight ...

He pulls a metal tube out of his cloak, naps out into a SILVER STAKE, and hands it to Carl. Carl's eyes widen.

CARL  
 I don't think I could.

VAN HELSING  
 You must.

Carl nods, takes the stake, shares a look with Van Helsing, and then grabs Igor by the scruff of his neck and pulls him off towards the staircases.

CARL  
 Come on.

Van Helsing and Anna look into each other's eyes, both of them scared, both of them gearing up. Van Helsing has never been so concerned for another human being in his life.

VAN HELSING  
 Don't get killed.

Anna has never been so filled with conviction in her life.

ANNA  
 You still don't understand. It  
 doesn't matter what happens to me.  
 We must save my family.

She starts to go. Van Helsing pulls her back.

VAN HELSING  
 If you're late ... run like hell.

She nods and starts to go. Van Helsing Pulls her back again.

VAN HELSING (CONT'D)  
 Don't be late.

She smiles and starts to go. Van Helsing pulls her back again, and then kisses her hard. She gives it right back to him, a real bodice ripper, she pulls herself away, stares deep into his smoldering eyes, then runs off after Carl.

INT. LABORATORY TOWER - NIGHT

The Dwergi are putting the final touches em the reassembly of Victor Frankenstein's equipment. Frankenstein himself is now welded into the iron pod, bellowing angrily. Dracula strides past, slamming all of the huge electrical switches on.

DRACULA

What ate you complaining about?

The entire laboratory sparks to life. Spectacular arcs of electricity shoot up and down the walls between the dynamos. The gears kick in. The fan belts snap taut and start to spin.

DRACULA (CONT'D)

This is why you were made, to prove  
that god is not the only one who  
can create life!

Dracula turns the flywheel. Frankenstein begins to rise.

DRACULA (CONT'D)

And now you will give that life to  
my young.

INT. CASTLE DRACULA - RIGHT TOWER STAIRS - NIGHT

Van Helsing comes up the spiraling stone staircase and sees a large gash in the rock wall.

INT. CASTLE DRACULA - SHAFT -NIGHT

Van Helsing steps inside and sees CHAINS jangling in the middle of the dark shaft, he looks down at the fifteen-story drop. And then he jumps. He grabs the chains, swings wildly, dangling precariously, some of his weapons drop out of his cloak and fall. And then, with superhuman strength, agility and speed, Van Helsing starts to climb the chains.

INT. CASTLE DRACULA - ANTIDOTE TOWER - NIGHT

Igor leads Anna and Carl up the stairs to a landing with an arched doorway, the entrance to the Antidote Tower.

IGOR

There it is.

Inside the large room is a pedestal. On the pedestal is a GLASS JAR filled with a clear jelly-like goo, suspended in the goo is a SYRINGE. Igor starts to enter. Anna grabs him and holds him back.

ANNA  
I'll go first.

Igor gives her a nasty look. Anna gives it back to him, then enters the tower, eyes on the alert, heading for the syringe. All the windows are barred shut. There is no other entrance.

Carl watches her, his eyes momentarily off Igor. Igor uses the moment, takes a quick step back, and with the heel of his boot, kicks Carl in the ass. Anna spins around in time to see Carl sprawl into the room. Igor cackles gleefully.

IGOR  
Stay as long as you like.

He pulls a lever on the wall, a grated metal gate crashes down, locking Anna and Carl inside the tower. Igor scurries away laughing.

IGOR (CONT'D)  
Bye-bye!

INT. LABORATORY - NIGHT

All of the equipment is accelerating wildly.

The Dwergi are desperately trying to keep everything from spinning out of control. Dracula is in rapture as sparks rain down upon him.

Van Helsing climbs up out of the shaft and hides behind the shattered block of ice, which is being pelted and melted by raining sparks. Dynamos crackle. Pulleys whirl. Electrical arcs flash. Van Helsing looks up. Sixty feet above him is an OPEN SKYLIGHT, twenty feet above that is the POD apparatus.

EXT. CASTLE DRACULA - SKYLIGHT -NIGHT

Frankenstein struggles in the pod as LIGHTNING FLASHES across the sky above him.

INT. ANTIDOTE TOWER - NIGHT

Anna and Carl are staring at the syringe inside the jar of vile goo.

ANNA  
Go ahead, grab it.

CARL

You go ahead and grab it. If there's one thing I've learned, it's never be the first one to stick your hand into a viscous material.

A hideous FACE lowers down right behind them. It's Aleera.

ALEERA

Smart boy.

Carl practically jumps out of his skin. Anna grabs Carl and jerks him back behind the huge jar. Aleera drops down with a smile.

ALEERA (CONT'D)

Did I scare you?

CARL

(terrified)

No.

ALEERA

Then maybe I need to try a little harder.

INT. LABORATORY - NIGHT

Van Helsing starts to climb STRAIGHT UP THE SHEER WALL. Grasping for purchase in the grouting. Only someone with superhuman strength in their fingertips could do this.

A Dwerger on scaffolding turns around and comes face-to-face with Van Helsing, clinging to the wall like a fly. The Dwerger's goggles are up and we get our first glimpse of the hideous Dwerger eyes. Before the Dwerger can even scream, Van Helsing grabs him with one hand, slams him off the rock wall, then chucks him into the dark recesses of the laboratory.

INT. ANTIDOTE TOWER - NIGHT

Anna suddenly lashes out with her sword and knocks over the jar. It crashes to the floor, splattering some goo on Aleera. The vile goo burns like acid into her and right through the stone floor. Aleera HOWLS in pain and rage. Carl freaks.

CARL

See! What did I tell you!?

Anna gestures to the syringe rolling across the floor.

ANNA

Grab it! Grab it! Grab it!

Using the hem of his frock, Carl scoops up the syringe, it burns and smokes and he jumps and yelps, but he still manages to hold onto it. In the meantime, Anna has grabbed a piece of the glass and scooped up some of the goo. She runs and flings it at the bars of the gate. A hole melts through the bars.

ANNA (CONT'D)

C'mon!

Carl races to the hole, the syringe smoking-up his frock. Anna shoves Carl out first.

ANNA (CONT'D)

Go! Go! Go!

Carl races off down the hall. Before Anna can get out, a hand grabs her and spins her around. It's Aleera. The burns on her face HEAL.

ALEERA

You can't go until I say you can go.

ANNA

KEEP RUNNING CARL!

ALEERA

And I'll say you can go when you're dead.

Aleera grabs Anna and throws her across the floor. Anna skids across the room, her sabre goes flying.

EXT. CASTLE DRACULA - SKYLIGHT -NIGHT

Up on the pod Van Helsing comes eye-to-eye with Frankenstein. The WIND whips at them. LIGHTNING FLASHES. THUNDER ROARS. Van Helsing grabs one of the three metal straps welded onto the bolts riveted down Frankenstein's chest.

VAN HELSING

This is going to hurt.

FRANKENSTEIN

(grits his teeth)

I am accustomed to pain.

Van Helsing nods, bad-to-the-bone.

VAN HELSING  
Lets you know you're alive.

With his new strength, Van Helsing rips the first metal strap off. Frankenstein grimaces in pain. And that's when a BOLT OF LIGHTNING STRIKES the conductor above the pod. Van Helsing is catapulted into the air. Frankenstein roars in pain.

INT. LABORATORY - NIGHT

Dracula looks up as a BLAST OF ENERGY emanates from the pod down into the room and through the equipment, which instantly OVERLOADS, spitting FLAMES and SPARKS. One of the Dwergi is blown across the room, ON FIRE. Dracula smiles maniacally.

DRACULA  
Give me LIFE!!!

The blast of energy surges out through every door, crack, and pore of the room.

INT. ENTRANCE HALL - NIGHT

The energy blast envelops the entrance hall washing over all the cocoons, which begin to UNDULATE with life.

EXT. SKYLIGHT - NIGHT

Van Helsing dangles from the edge of the tower, it's a sixty floor drop to an icy canyon below, electrical wires crackle and spit all around him. He starts to claw his way back up.

INT. ANTIDOTE TOWER - NIGHT

Anna staggers to her feet as Aleera strides towards her. Anna grabs a torch off the wall and lunges at Aleera's face. Aleera just blows it out. Anna quickly backs away. Aleera smiles, then one by one she blows out all of the torches in the room until the place goes PITCH BLACK.

EXT. TOWER BRIDGE - NIGHT

The weather has gone insane. Thunder, lightning, rain and wind whip down around Cart as he runs out, onto an enormous ancient STONE BRIDGE that connects the two towers. It's covered in huge potholes and barbed rubble. A LIGHTNING STRIKE hits one of the stone pilasters on the bridge. It's going to be a very difficult *six hundred yard dash*.

And that's when Igor runs out with his cattle prod. Carl jags out of the way as the prod slams into the railing right next to him, just missing him, spitting sparks.

EXT. SKYLIGHT - NIGHT

Van Helsing rips the second metal strap off of Frankenstein. Frankenstein grimaces in pain, then he sees something coming.

FRANKENSTEIN

Look out!

Van Helsing throws himself to the floor of the apparatus as once again LIGHTNING STRIKES the conductor above the pod. Frankenstein roars in pain.

INT. LABORATORY - NIGHT

Another energy blast surges through the room. Dracula lifts his arms and eyes to the sky in triumph.

DRACULA

One more bolt and my young shall  
live!

And then he sees Van Helsing high above him. Dracula scowls and TRANSFORMS into a HIDEOUS WINGED BEAST FROM HELL.

INT. ANTIDOTE TOWER - NIGHT

Pitch black. And then a lightning strike illuminates Anna, groping her way around the room, WE RACK FOCUS to see Aleera hanging upside down from the ceiling twenty feet behind her.

WE PUSH IN ON Aleera's gleaming face. And then go to her POV: Aleera can see perfectly in the dark. She watches as Anna gropes her way across the dark wall, heading for the gate.

EXT. TOWER BRIDGE - NIGHT

SPARKS explode off the tip of the cattle prod as it slams into a pilaster right next to Carl's head. Carl takes off running across the ancient bridge towards the distant tower. Igor chases after him with the sparking prod.

EXT. SKYLIGHT - NIGHT

Van Helsing rips the last metal strap off of Frankenstein. And that's when the hideous Winged Dracula Beast swoops up and rips into Van Helsing, throwing him back. Van Helsing bounces off the apparatus and drops-

INT. LABORATORY - NIGHT

-sixty feet down through the room, crashing through the equipment on his way. SPARKS FLY. FLAMES BLOW Dwergi run.

EXT. SKYLIGHT - NIGHT

Frankenstein stands up, dazed, about to step out of the pod. Another BOLT OF LIGHTNING strikes the conductor. It lights Frankenstein up like a Christmas tree and catapults him through the air. An energy blast surges down into the lab.

INT. ENTRANCE HALL - NIGHT

And washes over the cocoons. The cocoons begin to EXPLODE. Hundreds and hundreds of the hideous pygmy bats burst out and swarm around the great hall.

INT. ANTIDOTE TOWER - NIGHT

Anna makes it to the gate. Lightning flashes, revealing Aleera standing on the other side of it, she punches Anna across the room. Anna slams into a wall and drops like a sack of potatoes, out cold.

EXT. SKYLIGHT - NIGHT

Frankenstein clings to the edge of the tower, struggling to hold on as electrical wires spark and spit all around him. He loses his grip and starts to drop. It's sixty stories down. He manages to grab a wire, which snaps loose and swings him down and across the castle, his legs kicking wildly.

EXT. TOWER BRIDGE - NIGHT

Carl runs like mad, weaving and bobbing as Igor tries to nail him with the cattle prod. Carl suddenly sees Frankenstein swinging on a wire, coming right at him. Carl dives to the ground as the wire whips over his head. The wire catches Igor across the chest and launches him out over the railing. The wire then catches on a pilaster whipping Frankenstein into the bridge. Igor drops past him, screaming in terror on his long journey down to the icy valley below.

INT. ANTIDOTE TOWER - NIGHT

Anna groggily rolls over on the floor. Aleera steps up over her, then grabs her and lifts her up while TRANSFORMING into a huge winged bat.

INT. LABORATORY - NIGHT

Battered and bloody, Van Helsing staggers through the burning equipment, looking delirious.



EXT. TOWER BRIDGE - NIGHT

Carl looks over the railing. Sees Frankenstein hanging by the wire, dangling sixty stories up, losing his grip, sliding down the last five feet of the wire, now four feet, now three feet, two feet, one. He looks up at Carl.

FRANKENSTEIN  
Help ... me.

Carl is emotionally torn.

CARL  
You're supposed to die.

Frankenstein grimaces, desperately clinging to life.

FRANKENSTEIN  
I want to live.

Carl makes his decision.

CARL  
All right! All right! Hold on! Hold  
on!

Carl sticks the syringe between his teeth, grabs the connector wire and pulls with all his might.

INT. ANTIDOTE TOWER - NIGHT

Anna can barely move, choking from the incredible grip Aleera has on her throat. Aleera's hideous face smiles.

ALEERA  
Be happy in the knowledge that I  
shall weep over your dead body.

EXT. TOWER BRIDGE - NIGHT

Carl gives one last tug. The wire breaks loose from the pilaster. Frankenstein swings away from the bridge and arcs up towards a barred window on the side of the Antidote Tower.

INT. ANTIDOTE TOWER - NIGHT

Aleera's fangs distend, she leans into bite Anna's neck. And that's when Frankenstein crashes through the barred window and slams into them. Anna is knocked free.

INT. LABORATORY - NIGHT

The huge Winged Beast strides through the flames, then TRANSFORMS back into Dracula, a smile on his lips.

DRACULA

You're too late, my friend! My  
live!

Van Helsing backs away, really mess

VAN HELSING

Then the only way to kill them ...

He looks out through a window at the CLOCK TOWER.

VAN HELSING (CONT'D)

... is to kill you.

A look of pure confidence fills Dracula's face.

DRACULA

That is correct.

A deranged look fills Van Helsing's face.

VAN HELSING

So be it.

EXT. ANTIDOTE TOWER - NIGHT

Anna looks back into the tower. Aleera lunges at her, but Frankenstein grabs her. Anna starts to head back to help Frankenstein.

FRANKENSTEIN

No! Go help Van Helsing.

Frankenstein throws Aleera across the room, then looks at Anna.

FRANKENSTEIN (CONT'D)

Now!

Anna looks him in the eyes.

ANNA

Thank you.

Frankenstein nods and turns back to Aleera, who flies across the room and tackles him. Anna scrambles back out the window.

EXT. TOWER BRIDGE - NIGHT

A bolt of lightning suddenly rips a huge GAPING HOLE out of the bridge near Carl, blocking him from continuing forward. It's a twenty-foot leap or a sixty-story drop. He looks back and sees Anna crawling out of the smashed window.

CARL

Anna! I need some help!

Anna clings to the wind-whipped wall, trying not to get blown into the precipice.

ANNA

Now is not a good time, Carl!!

INT. LABORATORY - NIGHT

As Dracula moves in on Van Helsing,

Van Helsing looks out a window to the CLOCK-TOWER. The BIG HAND slams forward. It is now exactly one minute to midnight. The clock CHIMES. Van Helsing's whole body suddenly CONVULSES. Insanity pours into his eyes. Dracula looks perplexed. Van Helsing GROANS:

VAN HELSING

One.

Van Helsing TRANSFORMS into the biggest, sexiest, most badass Werewolf ever. Dracula looks stunned.

DRACULA

No .... This ... this is not right  
(furious)  
This can not be!

EXT. TOWER BRIDGE - NIGHT

Carl looks from the clock tower to Anna.

CARL

Hurry!

Anna leaps out and grabs the same electrical wire that Frankenstein used. The wire HISSES and SPARKS as Anna is swung down across the castle. The CLOCK CHIMES.

ANNA

Two!

INT. LABORATORY - NIGHT

Dracula cautiously backs off as the huge Werewolf collects itself and moves towards him. For the first time in his long life, Dracula actually looks nervous, he plays for time.

DRACULA

You and I are part of the same grand game, Gabriel. But we need not find ourselves on opposite sides of the board.

EXT. TOWER BRIDGE - NIGHT

The clock CHIMES. Carl steps up to the edge of the bridge, he's going to throw Anna the syringe.

CARL

Three!

Anna switches wires in mid-air as she rockets across the castle. Carl aims and throws the syringe. Anna grabs it! Then arcs up towards the Laboratory Tower.

INT. LABORATORY - NIGHT

The Werewolf LUNGES at Dracula. Dracula whirls around, becoming the Winged Beast, he flies up the wall, heading for the open skylight. The Werewolf bounds after him, ripping its way straight up the sheer rock, it leaps out and grabs the Winged Beast. Both creatures crash down into the equipment.

EXT. TOWER BRIDGE - NIGHT

The clock CHIMES as Anna arcs up towards the Laboratory Tower. And that's when Aleera swoops down and cuts the wire. Anna is thrown off. She crashes onto a ledge of the tower.

INT. LABORATORY - NIGHT

Dracula leaps up first and backs away.

DRACULA

You're being used Gabriel. As was I. But I escaped, and so can you!

The Werewolf springs at Dracula. Dracula becomes the Winged Beast and desperately uses his four razor sharp appendages to claw at the Werewolf. The Werewolf howls in pain, then lashes out and rips away at the Beast. The Beast shrieks, then throws itself up into the rafters and becomes Dracula, his arm is torn and limp. The clock CHIMES.

DRACULA (CONT'D)

I know who you are. Who controls you. Join me! Join me and I'll cut the strings that play you! I'll give you your life back!

EXT. TOWER BRIDGE - NIGHT

Anna clammers up onto a ledge just as Aleera lands next to her. Anna starts backing up the precarious perch as Aleera closes in. WE PAN UP to the FULL MOON and see CLOUDS ABOUT TO OBSCURE IT.

INT. LABORATORY - NIGHT

The Werewolf looks insanely hungry as it closes in on Dracula, who is desperately backing away.

DRACULA

Don't you understand!? Four hundred years ago we were friends. Partners! Brothers!

The clock CHIMES. The Werewolf leaps at him. Dracula becomes the Beast and desperately tries to flyaway, but he's too damaged. The Werewolf grabs him by the throat, about to kill him, *and that's when the Werewolf turns back into Van Helsing*. Van Helsing quickly staggers back. Dracula looks out at the roiling clouds obscuring the moon, then he looks at Van Helsing. That old confident glint fills Dracula's eyes.

DRACULA (CONT'D)

Did I mention that it was you who murdered me?

EXT. TOWER BRIDGE - NIGHT

The clock CHIMES. Anna backs up against a wall on the ledge, trapped. Aleera steps in for the kill.

ALEERA

Your blood shall make me even more beautiful. What do you think of that?

A SILVER STAKE suddenly impales her through the chest. Aleera shrieks. Anna looks over at the bridge, to where Carl has crawled down between the girders, then she looks back at Aleera, who is staring at her in horror and starting to rot.

ANNA

I think if you're going to kill somebody, kill them, don't stand around talking about it.

Aleera bursts into rot, the silver stake is flung into a beam right next to Carl's head. The clock CHIMES. Carl looks up at the clock.

CARL

How many is that? How many is that!?

Anna is already racing up the parapet.

ANNA

Eight!

INT. LABORATORY - NIGHT

Van Helsing desperately backs off through the FLAMING, SPARKING equipment as Dracula slowly moves in on him.

DRACULA

All I wanted was life, Gabriel ... now I'll have to take yours.

Dracula holds up his left hand, *his ring finger has long ago been CUT OFF.*

DRACULA (CONT'D)

And I'll take my ring back as well.

The clock CHIMES. Van Helsing backs up into a wall, trapped, breathing hard, the two men stare at each other. Dracula's bicuspid distend into long fangs.

DRACULA (CONT'D)

Don't be afraid, Gabriel, now I will give you back your life, your memory.

And then through a window, Van Helsing sees the clouds about to fully reveal the full moon. The clock CHIMES.

VAN HELSING

Some things are best left forgotten.

Van Helsing becomes the Werewolf. He lunges, grabs Dracula and CHOMPS into his throat. Dracula CRIES OUT in agony.

Dracula starts shriveling and decaying and wasting away until there is nothing left but charred remains burning into the floor. The clock CHIMES.

INT. ENTRANCE HALL - NIGHT

All of the pygmy bats shriek in horror and then explode into black goo.

INT. LABORATORY - NIGHT

Anna bursts into the room and races at the Werewolf's back, syringe in hand, ready to stab him. The clock CHIMES.

ANNA

Twelve.

The Werewolf spins around and sees Anna coming. He POUNCES. FANGS and CLAWS. Anna SCREAMS. The Werewolf tackles Anna. They crash down onto a couch. Carl runs in and skids to a stop, the Werewolf's back is to him, but he can see that it's alive and on top of Anna.

CARL

Midnight.

Carl is devastated. He lifts up the silver stake.

CARL (CONT'D)

God forgive me.

He runs forward and swings the stake down at the Werewolf's back. At the last millisecond the Werewolf spins around and grabs Carl's wrist, stopping him short. Carl is terrified, he stares at the Werewolf. The Werewolf stares back, then turns slightly to reveal the SYRINGE sticking out of its chest, empty. The Werewolf lets go of Carl. Carl stumbles back. The Werewolf rips the empty syringe out of its chest, throws it away, then looks down at Anna. Her eyes are wide open.

CARL (CONT'D)

She's dead.

And then WE CUT TO one of the most iconographic SHOTS in the whole movie: the FULL MOON shines in through an arched stone window, which frames the Werewolf, who is crouched over our gorgeous heroine, sprawled dead across a broken couch.

WE SLOWLY PUSH IN as the Werewolf tilts its head back and BAYS AT THE MOON, a long, mournful HOWL, it slowly TRANSFORMS back into Van Helsing, CRYING OUT at the moon in anguish....

EXT. MOUNTAIN TOP - DAWN

Carl READS from the Bible, tears on his cheeks. Van Helsing, carrying a torch, steps up to a funeral pyre. He stares down at Anna, lying on the pyre, looking beautiful. WE CUT WIDE to see that they ate on a bluff overlooking the SEA.

EXT. SEA - DAWN

A dark figure paddles a makeshift raft out to sea. It's Frankenstein. He looks back up to the bluff to see the flaming pyre IGNITE. Frankenstein doffs his hat in respect, sighs heavily, then turns back around and continues paddling.

EXT. MOUNTAIN TOP - NIGHT

The glow from the flames flickers off Van Helsing's sad face as he stares down at the ground. Carl still reading.

The SMOKE from the funeral pyre suddenly FORMS A PICTURE OF ANNA'S FACE. Tendrils of smoke waft out, like long smoky fingers they touch Van Helsing's chin and lift it up. Van Helsing sees her. Anna smiles. Then her face starts to float up into the dawn sky along with the rest of the smoke.

Van Helsing is shocked, he staggers forward, as if to follow.

Anna's face is suddenly surrounded by the vague faces of her mother, her father, her brother Velkan, and many other welcoming family members. Her father gives her a hug. Her mother starts to comb her hair.

Carl smiles as he steps up and puts his hand on Van Helsing's shoulder.

Anna gives Van Helsing one last look, her radiant eyes beaming with happiness, and then she and all of her family start to ascend into the glowing dawn sky.

Van Helsing stares upward, devastated.

And then in one final glorious moment, Anna and her family swoop up into the sky and blend with the fading stars.

WE PUSH IN on Van Helsing's face as the look in his eyes changes, from devastated loss, to a gentle look of peace. We can see that he is truly happy for Anna ....

DISSOLVE TO:



EXT. WHEAT FIELD - DAWN

Van Helsing and Carl riding two black stallions across an endless golden wheat field, heading off into a new dawn.

FADE OUT.

THE END