

POLTERHEIST

Written by
Trick 'r' Treaters

(c)2022

FADE IN:

EXT. FORTENBERRY'S HOME - NIGHT

A beautifully, restored DUTCH COLONIAL. The house is as old as America.

LIGHTNING flashes. Suddenly the sky opens in a torrential downpour. THUNDER BOOMS!

INT. FORTENBERRY'S HOME - STUDY - NIGHT

MOVING BOXES stacked against the wall, next to a desk. It's an unfinished room.

FRANK FORTENBERRY, 38, handsome in the most damaged of ways. Tired and textured by life. And booze, drowsily watches TV from a recliner.

A half-eaten dinner sits on a tray beside him:

The TV flickers, as do the lights. And, suddenly, the room plunges into darkness. Frank jerks awake.

FRANK

Oh, come on...

He tries the lamp, it won't turn on.

He sighs, aggravated, pushes himself out of the chair.

Frank tries to open the door, but the door won't open. It's been locked.

FRANK

What the hell...?

He jiggles the doorknob, frustrated.

And then - a soft GROAN filters through the dark space. Deep, not human. Frank freezes.

He turns, squints into the darkness, sees nothing.

FRANK

Hello...?

Frank is getting extremely nervous, jiggles the doorknob a bit more urgently now. Behind him--

A CLOSET DOOR STARTS TO SLOWLY OPEN,

(CONTINUED)

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Frank turns, his eyes pans the HOLLOW DARKNESS, and then the sudden shocking jolt of --

The shape of a WOMAN, butt-naked, her skin is decayed, long, and unruly hair covering her eyes.

His face FLOODS WITH HORROR--

She stutter steps towards him. Frank JUMPS back, can barely get out a whisper...

He frantically shakes the doorknob...POUNDS ON THE DOOR. The damn thing won't open!

He wheels to face her, backs against the door.

FRANK

Stay away from me.

The woman stops, slowly lifts her head, her face is a ROTTING DEATH MASK beyond recognition, The trace of an uncanny smile on her lips.

FRANK

Stay away!

She moves forward, there's a framed sampler hanging on a wall above. Dainty, stitched letters spelling out; "HOME SWEET HOME,"

Suddenly-- a gruesome spray of blood splatters across the sampler.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank bolts upright in bed, panting, drenched with sweat.

He climbs out of bed, stumbles into the bathroom. Drinks directly from the faucet. His hands are shaking.

He stares at his reflection in the mirror. Trying to convince himself that it wasn't real. That it was only a nightmare.

INT. FORTENBERRY'S HOME - DAY

Wow. It's a dream house. Original brick. Original woodwork. We're back in the 18th century. Spacious. Tastefully furnished.

Frank trudges down the stairs. Doesn't look like he slept at all. The nightmare still fresh on his mind.

EXT. HIGHWAY - DAY

Lynyrd Skynyrd's "Sweet Home Alabama," serenading from the stereo.

A Toyota 4-Runner towing a small U-Haul, a shiny Thule's clipped to a roof rack, drives a tree-lined interstate.

The view growing more and more rural, until

INT. TOYOTA 4-RUNNER - DAY

CLAIRE FORTENBERRY, 40s, a hard-working, steely but beaten down soccer mom - at the wheel. More attractive than she presents herself.

PEYTON, 16, slightly Goth(think Ally Sheedy in the Breakfast Club) beside her. An iPad on her lap.

In back, PHOEBE, a bright and affable age 11, is enjoying, no relishing KFC chicken.

INT./EXT. 4-RUNNER/SERENITY FALLS - DAY

Claire drives through SERENITY FALLS...

A quiet lake resort town ripe with small-town, American charm - from its Mom&Pop's shops to the antique stores that tourists can't get enough of...

Past historic buildings, overgrown graveyards, trees hanging with Spanish moss. Quaint and spooky.

Not a skyscraper in sight.

EXT. FORTENBERRY'S HOME - DAY

A picturesque street of well groomed, middle class houses

Claire pulls into the driveway beside a Dodge Ram pick-up.

The nosy neighbor, AGON MIRSKY, 40s, whose pasty complexion and ample girth scream heart-attack-waiting-to-happen, looks up from trimming his hedges.

Phoebe and Peyton climbs out, squint into the sun as they looks at the newly remodeled home, awed.

PHOEBE

I can't believe we live here.

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CONTINUED:

Peyton and Phoebe walk into the house, unfazed. Claire's matter-of fact.

CLAIRE
Home sweet home.

PHOEBE
Daddy! Daddy!

Phoebe comes running toward her Daddy on the sidewalk.

Peyton and Claire a few paces behind.

FRANK
Hey kiddo.

He pulls both his daughters into a hug.

PEYTON
(excited)
Looks awesome dad.

FRANK
Yeah...

CLAIRE
We missed you.

Frank looks into his wife's loving eyes--

INT. FORTENBERRY'S HOME - BATHROOM - DAY

The tell-tale sounds of GROPING and HEAVY BREATHING.

Sure enough, Claire and Frank are making out rather hotly. He lifts her onto the sink, slides her heels off.

CLAIRE
Uh-huh.

FRANK
What can I do for you?

Frank kisses down her neck, running a hand up her thigh -- under her skirt, stopping abruptly.

Frank looks at her quizzically.

CLAIRE
Well...?

FRANK
That's new.

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CONTINUED:

CLAIRE

What's better than Victoria
Secret...? Nothing.

She's wearing nothing under her skirt. Naughty.

FRANK

What inspired this?

She laughs, puzzled why Frank is introspective rather
than turned on.

CLAIRE

I thought it would make you happy.

He smiles, but something's on his mind.

CLAIRE

What's wrong?

Frank looks back into his wife's eyes, seeing her beauty
and depth. He's back.

CLAIRE

I missed you.

He takes her face in his hands, looks in her eyes--

FRANK

I love you.

Claire smiles, He kisses her sensually.

And now they're HAVING SEX. Claire leans back, gripping
the frame of the sink.

They go at it for another few seconds and then they HEAR
someone trying to get into the bathroom.

The door handle wiggles and they both freeze.

CLAIRE

There's someone in here.

PHOEBE

Mom, do you know where dad is?

FRANK

I'm in here too, Keeks.

CLAIRE

Your dad's helping me with a
splinter, sweetie. We'll be out in
a minute...

INT. FORTENBERRY'S HOME - DINING ROOM - NIGHT

Frank, Peyton, and Phoebe sit at the dining table as Claire says grace. Everyone has their eyes closed except -
-

Peyton who watches with a benign expression, it's a bit unnerving.

CLAIRE

We ask for wisdom as we go forward
into the uncertainty of the days
ahead. We ask you to bless this
food to the nourishment of our
body. And forgive us of our sins.
In Jesus name we pray. A-men

Everybody starts helping their plate, the familiar chatter, the delicate sound a silver serving spoon makes on china..

PHOEBE

Looks tasty, Mom.

CLAIRE

Thank-you, Hun.

Frank turns to Peyton, who

FRANK

This sure looks good. What do ya
think, Peyton?

INT. FORTENBERRY'S HOME - DINING ROOM - NIGHT

Frank comes into the Town&Country style kitchen where Claire, does the dishes, eyes engrossed on something.

FRANK

Hey, babe --

Frank turns to the TV --

A TV SCREEN. A LOCAL NEWS REPORT is in progress.

A PHOTO of Keri Tully, the missing girl, appears. The CHYRON HEADLINE: "Still Missing".

REPORTER (ON TV)

Police are still searching for
Keri Tully, the 24-year-old
graduate student who's been
missing since last Friday night.

(MORE)

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REPORTER (ON TV) (CONT'D)
Tully was last seen at the annual
fireworks in the Town Square.

Then: VIDEOTAPE of Reverend Tully and his wife, standing
outside their nice home. SOME REPORTERS converge. He
makes a brief statement:

REVEREND TULLY
I don't really have anything to
add, except for this-
(into camera)
Keri, if you're out there... and
you can hear this... please call
your mother or this office. We're
all very worried about you.

Frank grabs a remote and shuts it off.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank is asleep. Silence and darkness in the room. The
mattress DEPRESS next to him, as though someone just
climbed into bed with him.

Frank stifles a shriek, leaps off the bed, but no one's
there. A long beat. He takes a deep, deep breath. Shakes
his head. He's being silly.

EXT. FORTENBERRY'S HOME - BACKYARD - NIGHT

LURKING POV...

Peering into the kitchen window as Claire appears...
shrinking back into the shadows as she glances out.

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

Claire drops ice cubes into a tumbler... followed by a
healthy splash of Vodka.

Then hears a CREAKING sound. It is coming from the Den.

Alarmed, she spins around...

A giant kitchen knife protrudes from the cedar block.
Curls her hand around it, moves towards the sound.

INT. FORTENBERRY'S HOME - DEN - NIGHT

Her eyes dart around. It's almost completely dark in here. The gentle creaking sound grows louder.

She looks around the room again, slowly.

A *FAST MOVING POV*: towards Claire, brushing past her, again and again. She spins around, seeing nothing but getting spooked.

A HAND SLAPS DOWN on Claire's shoulder. She spins around with a YELL, raising the knife.

The lights come on, to find -- Frank.

FRANK

Whoa, babe.

Upon realizing who it is, Claire gives a stone cold look to Frank.

CLAIRE

You scared the shit out of me.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - DAY

Frank's getting a little morning delight eye opener from his Claire, and judging from her well toned backside no stranger to Pilates.

He seems miles away, his face a study in detached stoicism.

CLAIRE

...are you close...

(beat)

Yea, I'm close, just a--

Just then the bedside alarm goes off.

Claire swats at the snooze button, crawls back on Frank and resumes only to be interrupted yet again by banging on the door and the voice of Phoebe

PHOEBE (O.S.)

Dad there's something really,
really wrong with the toilet

He puts a hand on his wife to roll her off. She stops him.

(CONTINUED)

CONTINUED:

CLAIRE

No.

(off his look)

Frank please, we need to do this.

She increases her efforts only to have the banging on the door grow louder and...

PHOEBE (O.S.)

Dad, something really, really bad
and there's water everywhere.

A long beat. Claire rolls off her husband, frustrated.

FRANK

It's okay, really.

Frank pulls himself out of bed, steps into some clothes.

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Claire, badge and gun pinned to her belt, juggles a chaotic morning routine of packing lunches and preparing breakfast for the family.

She sets down two large bowls of Fruit Loops.

PEYTON

Really?

Peyton digs in, Phoebe however pushes the bowl away.

PHOEBE

Dad says sugar cereal's bad for
you.

Claire grabs the box, points to the USDA chart on the side.

CLAIRE

See -- eleven essential vitamins
and minerals.

(off look)

Now eat.

PHOEBE

But Dad --

CLAIRE

When Dad makes you breakfast he
can make the rules.

INT. SERENITY FALLS POLICE STATION - DAY

A small-town precinct with a few SUPPORT STAFF and two DEPUTYS in the bullpen, move around, working the phone lines, etc...

Claire pours herself coffee.

DETECTIVE RONNIE DEUTSCH, 40's, salt and pepper hair and an air of having seen it all, hands her a *MISSING PERSONS FILE*. A PHOTO of Keri attached.

DET. DEUTSCH

She's the daughter of Duke and Laura. He's the local reverend here in town - real good father, strict but good.

Claire studies it.

DET. DEUTSCH

From all accounts she was a great girl. Honor student, cheerleader, Homecoming Princess. Everything a Mom could hope for.

CLAIRE

Any footage from the festival thing night, cell phones, security cams, anything that can help us piece it together? You had divers in the lake?

DET. DEUTSCH

Two.

CLAIRE

Two teams?

DET. DEUTSCH

Two divers
(off her look)
We work with what we have here.

Claire just stares at him. Then -

CLAIRE

I need to speak to the parents.

DEPUTY DEWEY LEWIS, he looks more like a clerk in a comic book store. A man-child. Late 20's. A mass of nervous energy. Anxious to please. He's probably a virgin.

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DEWEY

I told the Chief, I think we might be in over our heads on this one.

CLAIRE

No.

DEWEY

We've never worked a missing person, we don't even have a major crime division --

CLAIRE

You say that like it's a good thing.

INT. FORTENBERRY'S HOME - DAY

Peyton descends the stairs, pausing now and again to look around. This part of the home gives her the creeps.

She passes by a window masked by lace curtains. Reaches the BASEMENT DOOR -- hears the faint sound of SCRATCHING, muffled and weakly erratic.

What is that? She puts her ear to the door.

The scratching grows louder behind it, more insistent. Then it stops. Silence.

Peyton tries the doorknob. Doesn't budge.

She puts her ear back to the door, listening, on alert, as we slowly PULL BACK to reveal --

A MENACING NUDE DARK FIGURE standing motionless behind the curtains at the end of the hall. Completely STILL. Its mouth open in a frozen scream.

And just when we think it won't move --

THE FIGURE STARTS JERKING UNNATURALLY, like a fly caught in a web. SPATTERING BLOOD across the curtains, growing more and more violent.

With Peyton, who finally senses it. She slowly turns. And there's nothing there.

She shivers slightly. Goes to the window. Draws the curtains open. Peers outside.

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CONTINUED:

Gazing at the backyard. A quiet stillness that can't be trusted. An uneasy feeling. Something's out there. Something's watching them --

A HAND SUDDENLY GRABS PEYTON'S SHOULDER. She YELLS.

It's Phoebe.

PEYTON
Shit. What the hell Phoebe?

Peyton pulls herself together, embarrassed.

PEYTON
You scared me.

PHOEBE
You heard it too?

Peyton almost laughs at this.

She leads Phoebe away from the window, down the hallway. Peyton eyes the basement door. HOLD ON it, as the sisters disappear.

Nothing. No sounds. No movement --

And then the doorknob suddenly JOLTS, like something tried to wrench it open.

EXT. FORTENBERRY'S HOME - DAY

A PLUMBER'S van sits in the driveway.

JAKE, 20s, boy-ish good looks, a little scruffy, grabs equipment from the back.

A long, silent beat. Jake's hands suddenly start shaking. He looks up at the house. Sensing something isn't right.

INT. APARTMENT - DAY

Claire and Dewey enter - eyes sweeping the room - alert. A real party girls hangout, clearly designed for people to have SEX.

Claire studies a half-eaten Pizza, rotted and crawling with ants, as if it was simply abandoned mid meal.

DEWEY
We've been all over this place.

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CONTINUED:

CLAIRE

How about forensics.

DEWEY

He dusted for fingerprints. Hers, Xavier's, and the rest were unidentifiable.

CLAIRE

Xavier?

DEWEY

Oh, the ex-boyfriend.

CLAIRE

I didn't see his name in the report. Why is that?

DEWEY

Talk to the Chief.

Claire makes a mental note of it, resumes snooping.

DEWEY

What exactly are we looking for?

CLAIRE

Anything to help me gather more insight into our missing girl.

THE BEDROOM. The bed is ruffled and unmade, obviously having had two people in it.

Keri's clothes still hang in a closet.

Claire takes in a clothes hamper... grabs a pen, and lifts a pair of sexy panties from it, then places them into an evidence bag.

Claire marks it, then hands it to him.

CLAIRE

Send it to the State Police lab. Asap.

DEWEY

Ok, fluid and fiber?

CLAIRE

The whole nine yards.

(off his nod)

With any luck, it'll tell use who the other man in her life is.

INT. SERENITY FALLS - POLICE STATION - DAY

Claire's on her CELL, pacing, hissing into the phone, leaving yet another message for Frank.

CLAIRE

...Where the hell are you!? Call me ba -- you know what, don't bother.

She hangs up, grabs her jacket, starts to head out to, when she's intercepted by--

Local Sheriff VIRGIL KESOWICH, 40s, small-town mentality, easy going, instantly likeable.

CLAIRE

What about security cams?

VIRGIL

We don't have too many of those in this town. Not a lot of crime. Mostly Nickle and Dime stuff.

CLAIRE

When was the last time you had a murder?

Beat. He swallows uncomfortable.

VIRGIL

Oh, about fifteen years ago. You think she's dead?

Claire's silence is deafening...

VIRGIL

Where are you going?

CLAIRE

I have a family thing... it's personal business, I'll be back in an hour.

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Phoebe is doing homework at the kitchen table -- eating a BIG ICE CREAM SUNDAE. Messily.

Claire gives Phoebe a friendly kiss on the cheek.

CLAIRE

Leave room for dinner.

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CONTINUED:

On Phoebe, licking the spoon. She takes another bite.

Claire just stares at Phoebe, trying to figure out exactly what's gotten into her.

As Frank steps in, Claire turns to him.

FRANK

Is that why you called?

CLAIRE

I just got off the phone with the Vice Principal. Peyton skipped school.

FRANK

She did?

CLAIRE

It's the new boyfriend. Tommy. He's taking advantage of her.

INT. FORTENBERRY'S HOME - FAMILY ROOM - DAY

Peyton -pouring over a textbook, laptop. She barely glances up, Claire leans in, kisses her head.

CLAIRE

Hey, kiddo.

Peyton doesn't respond.

Claire hadn't noticed the thin-white strands of her I-Pod snaking out from under her hair. Taps her on her shoulder.

CLAIRE

I said hey, kiddo.

PEYTON

Hey.

FRANK

You skipped school, Peyton?

PEYTON

Everybody skips school, Dad. It's like, what you do?

PHOEBE

Didn't your contract stipulate penalties?

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CONTINUED:

PEYTON

Don't tell me you signed that stupid thing.

CLAIRE

Tommy made you skip school.

PEYTON

Tommy didn't make me do anything.

PHOEBE

Mom said I had to sign it or I wouldn't get my allowance.

CLAIRE

We negotiated, sweetheart. It was give and take.

FRANK

So why'd you skip, Peyton?

PEYTON

He needed me to do something.

CLAIRE

You're his servant.

PEYTON

He does not.

A tense beat, then --

PEYTON

Okay, Mom, we get it. You hate my boyfriend, just like you hate everything else about me.

CLAIRE

(hurt)
Peyton.

They hear a car ROAR up to the house, the horn HONK.

PEYTON

That's Tommy, I gotta go.

EXT. FORTENBERRY'S HOME - DAY

Frank and Claire come out of the house, cross to the driveway.

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CONTINUED:

PEYTON

(whispering)

He's the first cool boyfriend I've ever had. Don't embarrass me!

They approach a tricked-out MUSTANG, TOMMY in the driver's seat. 18, unshaven, unwashed, tats, thinks a lot of himself. Peyton gets in.

Frank moves up to the driver's window.

CLAIRE

Hey, Tommy, how are you?

Tommy shrugs, too cool.

CLAIRE

Listen, we're a little concerned about Peyton skipping school.

He REVS the engine, drowning out Frank's voice.

FRANK

It's really important that she keep up her attendance -

Tommy gives Frank a fuck-you sneer and peels out of the driveway. Frank watches after the car, confounded.

Claire cuts an eye to her husband. And then:

CLAIRE

What are we going to do? We can't let her keep seeing him.

FRANK

Telling her not to will only make it worse.

CLAIRE

That was exactly your attitude with Peyton. Just let her do whatever she wants. Never mind that she doesn't care about her appearance or her grades or...herself.

Claire walks off.

EXT. WOODS - NIGHT

A constellation of flashlights glimmer in the night.

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CONTINUED:

About one dozen SEARCH AND RESCUE VOLUNTEERS are scouring the forest. They wear orange vests, grave expressions.

We find Virgil. Det. Deutsch walks at his side.

INT. FORTENBERRY'S HOME - BATHROOM - NIGHT

Claire, in a tank and sexy panties, brushes her teeth. Frank shuffles in, comes up behind her, moving his body against hers.

He kisses her neck, moves his hips against her, hands sliding up to her breasts. But Claire's not feeling it.

She brushes him back with her ass, still pissed from earlier.

CLAIRE

Don't.

A beat, finally Frank walks out.

A cold chill washes over Claire, so cold, her tooth brush drops in the sink. She shivers, wraps herself in a hug, her breath billowing.

Claire, stagnant, trying to make sense of it. Finally leaves, shutting off the lights.

EXT. FORTENBERRY'S HOME - NIGHT

The MOON shines overhead. An icy sliver. The darkest part of the night...

INT. FORTENBERRY'S HOME - PEYTON'S ROOM - NIGHT

Peyton sleeps.

Beat. A WOMAN'S HAND slowly enters frame. Filthy, long fingernails. As she gently caresses Peyton's hair.

Her HAIR-DRENCHED FACE slips into FRAME. LIPS hovering over Peyton's ear. As she whispers something sacred and dark...

Peyton bolts up right. Can't fathom. Feels another presence. As she clicks on a bedside lamp, glances around the room...

EXT. FORTENBERRY'S HOME - NIGHT

Hoot. Hoot. A Owl coos unseen. The WIND RUSTLING dead leaves in a HUSH. Dark, creepy, from early morning mist.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank's eyes slowly open. He is on his back, on the bed. From his blurred NIGHTMARISH POV, we see --

A NAKED WOMAN on top of him, but she's DEAD. Covered in desiccated FLESH; her rotting HANDS are pawing at his chest and face. FLASHES of her gyrating movement - and the slow, shocking realization -

She is fucking him. And the way she's doing it is otherworldly, monstrous, like she's sucking the life out of him.

Frank groans, struggling.

Her strange cruel eyes lock onto his. Frank is strong, but she's preternaturally stronger.

WOMAN

Fuck your cum into me!

She holds him down, forcing him to come.

And as Frank does, she wraps her fingers around his throat, leans down, WHISPERS SOMETHING into his ear with a deep, evil hiss --

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank awakens with a start, heart hammering, sheets drenched with sweat. Another nightmare. They're getting worse.

EXT. REVEREND DUKE'S HOME - BACKYARD - DAY

In an upscale conservative neighborhood; an upscale conservative home.

SHERYL MERRILL, 40, attractive, escorts Virgil through VARIOUS TOWNSPEOPLE enjoying a lively small-town BBQ in full swing.

SHERYL

What'll it be, Sheriff? I got chicken, ribs, sliders...

(MORE)

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CONTINUED:

SHERYL (CONT'D)

oh, Laura Lee. Nice to see you out
and about.

INT. REVEREND DUKE'S HOME - LIVING ROOM - DAY

An attractive if conventionally decorated space. It could be the living room in a showroom house. The widescreen TV mounted on the wall is a glassy blank.

Claire studies framed photo's of our missing woman in a comfortable southern home.

REVEREND DUKE TULLY, 40s, jovial teddy bear hiding an authoritarian streak, looks on.

DOUG MERRILL, 40s, slick businessman lurks in the b.g.

Claire moves the glass door, staring out into the backyard at the festivities.

In particular, Virgil's interaction with the guests.

REVEREND DUKE

Care for something to eat?

CLAIRE

Just answer the questions.

He looks surprised. O-kay. It's not rude, it's just blunt, matter-of-fact. That's Claire.

Virgil enters followed by Sheryl, and --

LAURA TULLY, 40s, the mother of the missing woman joins them. Her hair and makeup perfectly done, a Betty Cleaver to be reckoned with.

Mrs. Tully is- understandably- shaken, distraught.

LAURA

That day was my birthday. When she
didn't call...

(breaking down)

I was staring at the phone all
night.

(then)

She's dead, isn't she?

VIRGIL

We don't know, Laura. It's only
been ten days. We're just getting
started.

(CONTINUED)

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CLAIRE

How's Keri been the last few weeks? Did she seem happy to you?

REVEREND DUKE

She's been a little stressed about college, nothing out of the ordinary.

CLAIRE

She ever had a drug problem?

REVEREND DUKE

Of course not!

CLAIRE

Have you ever known Keri to be sexually promiscuous?

REVEREND DUKE

(who is this lady?)
Good lord, Virgil!

REVEREND DUKE

You listen to me. I don't now where you come from, but here? We don't grow those kind of kids. Keri wasn't in any trouble.

CLAIRE

As far as you know.

REVEREND DUKE

I know my own daughter, I'd know if she was in trouble!

Pete puts a calming hand on Reverend Duke's shoulder. He looks away, upset. Pete turns to Claire.

DOUG

Keri's a good girl. Straight A's, heads up the teen group at church.... best friends with my daughter, Virgil's daughter, since they were babies.

And Virgil can't take it anymore, watching his friends suffer, struggling with what he knows--

CLAIRE

Alright. Let's roundup the boyfriend.

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SHERYL

The boyfriend?

Awkward all around for a beat. Sheryl turns to Virgil.

SHERYL

You think Xavier had something to do with this?

VIRGIL

We don't think anything yet, Sheryl, he's just a person of interest.

SHERYL

You talked to Xavier the other day.

VIRGIL

Not officially. It's protocol to get a statement on the record.

(to Claire)

Xavier's actually their --

Claire nods. She gets it, doesn't like how interconnected these families are one bit.

CLAIRE

'Course he is.

Claire turns to go. As Virgil follows, Pete pulls him aside.

PETE

Hey, you'd tell me if I needed to... get him a lawyer or something, right?

VIRGIL

You don't -- this is routine questioning, that's it.

Virgil puts a reassuring hand on Pete's shoulder. And we're OFF Claire, staring at the two men, frowning...

INT. FORTENBERRY'S HOME - DAY

Frank's on his lap top, going over a spreadsheet.

Peyton hits the fridge - grabs a designer bottle of pomegranate.

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CONTINUED:

FRANK

You could do so much better,
Peyton.

PEYTON

Actually, Dad, I can't.

FRANK

Your Mom is right about him. He's
a jerk.

PEYTON

Mom doesn't care. She just doesn't
want me to embarrass her.

FRANK

That's not true at all.

She heads out, responding to the HORN.

INT. SERENITY FALLS POLICE STATION - DAY

Claire and an uncomfortable Virgil watching a nervous

XAVIER, 17, all-American athlete, bad boy grin -- being
interviewed in a small, no frills interrogation room.

XAVIER

Like I said we were hanging out at
the beach.

CLAIRE

Doing what?

XAVIER

Messing around. Having a good
time.

A quick, stylistic, dreamlike FLASHBACK TO -

EXT. SERENITY FALLS - LAKEFRONT - NIGHT - FLASHBACK

*Deserted docks. The pine trees in the moonlight cast
eerie shadows on the lake.*

*In the short distance, the firework show has started over
Town Square.*

*Where Xavier is roughly pulling KERI down onto the sand.
She's near tears, struggling, fighting him off. He's got
her top off, her tits akimbo.*

(CONTINUED)

CONTINUED:

XAVIER

*Just lie down with me, babe, I
love you so much..*

KERI

Stop, I said stop!!

INT. SERENITY FALLS POLICE STATION - DAY

XAVIER

*Then she... uh, walked off towards
the water... and I, uh, I guess I
dozed off for a minute or two...*

Another dreamlike pop to --

EXT. SERENITY FALLS - LAKEFRONT - NIGHT - FLASHBACK

*THAT LAST TIGHT SHOT OF Xavier lying in the sand, staring
up at the sky, pupils tiny, blitzed out of his mind.
Creepy.*

INT. SERENITY FALLS POLICE STATION - DAY

Claire paces, not buying what he's selling.

XAVIER

Next thing I know she's gone.

CLAIRE

You fell asleep?

XAVIER

Yeah.

CLAIRE

At eight p.m. During a loud
firework show. How much did you
drink?

XAVIER

Nothing -- I just... we're in
finals, I pulled an all-nighter
before. I've been like, delirious.

(CONTINUED)

CONTINUED:

CLAIRE

Typical young American male, sober, goes off to a deserted beach in the dark of night with his girlfriend not to fool around but to take a quick nap and in those few seconds she vanishes into thin air. This is the story you're sticking to?

XAVIER

She didn't vanish. She was heading to the water. And when I woke up --

CLAIRE

Then how come we didn't find her body in the lake?

XAVIER

I don't know.

CLAIRE

Yeah. I don't know either. 'Cause see, part of me just thinks you're a liar. But the other part of me? Thinks you're a murderer.

And as Virgil looks at Claire, taken aback, we CUT TO -

INT. SERENITY FALLS POLICE STATION - DAY

Claire and Virgil trudge to the station. Claire mutters to herself.

CLAIRE

What's wrong with this town? Can't charge boyfriend without an eyewitness. Eyewitness is a weird mute.

VIRGIL

I don't think Xavier did anything.

Pierce stops, faces Virgil. Still listing.

CLAIRE

Not to mention -- suspect's all but confessed while the Police Chief still insists he's innocent.

(CONTINUED)

CONTINUED:

VIRGIL

You pushed him. He's confused. He may be lying about something but it's not about hurting Keri.

CLAIRE

Then where is she? And if he didn't do something to her, who did? Not her parents, of course, they're your bffs forevsies.

VIRGIL

What's your problem?

CLAIRE

You. You can't be objective. He wouldn't do this, she wouldn't do that. It's unprofessional and it's weak and it's compromising my investigation.

VIRGIL

Okay, yes -- I live here, I've spent my entire life here, I know these people, they are my friends, a concept I'm pretty sure you're not familiar with - that doesn't make me weak, it makes me the right man for the job. Because I? Actually give a rat's ass about finding this girl.

CLAIRE

And i don't?

VIRGIL

I think you're punching a clock. I think you're treating these people, my people, like a set of statistics.

And the slightest hurt washes over Claire's unreadable face. But then it's gone, and the calm mask is back.

CLAIRE

C'mon, Chief. The people you think you know the best? Always shock you the most.

INT. FORTENBERRY'S HOME - DAY

Claire, pacing, still on the phone...

(CONTINUED)

CONTINUED:

CLAIRE

Can you tell me anything else? Any
place's she hung out? Anyone who
might have seen her?

The sound of RUNNING footsteps upstairs. Claire looks up.

The RUNNING grows louder. Scurrying footsteps, POUNDING
on the ceiling right above her head.

CLAIRE

(into the phone)
One moment...
(to the ceiling)
Peyton! Phoebe!

Claire lowers the phone, as the RUNNING sounds grow
louder, LOUDER, back and forth, directly overhead.

CLAIRE

Peyton! Phoebe! I'm serious. Cut
it out.

And then we see - through the open doorway behind her -
Phoebe DARTS across the hall.

She hides herself beneath a side table, frozen with fear,
as the RUNNING sounds continue overhead.

With her back to the doorway, Claire calls up at the
ceiling once again --

From beneath the hallway side-table, Phoebe whispers -

PHOEBE

Mommy --

Claire turns. Sees her daughter beneath the side table.
Hears the SCURRYING FOOTSTEPS running overhead.

Claire drops the phone on the table, and rushes into the -

HALLWAY

She pulls Phoebe to her.

PHOEBE

(petrified)
Don't let her catch me...

CLAIRE

What? What's trying to catch you?

(CONTINUED)

CONTINUED: (2)

Phoebe clings to her mom, fearfully looking at the ceiling. Whatever she saw up there was too scary to speak of.

CLAIRE
Where's your sister?

That's when Peyton comes in through the front door. Drops her book bag.

PEYTON
What's wrong?

RACK FOCUS back to Peyton, as the hairs on the back of her neck stand up. She hears it too.

Claire's blood runs cold. Everyone's accounted for. *Who the hell is upstairs?* She draws her gun.

CLAIRE
Stay here! Don't move!

INT. FORTENBERRY'S HOME - UPSTAIRS - DAY

Claire cautiously makes her way down the hall, peering into each room she passes. Four bedrooms...a bathroom. Each one...empty. And then, from the end of the hallway, a muffled CREEEEEEEEAAAAAKKKKK...

INT. FORTENBERRY'S HOME - MASTER BEDROOM - DAY

Claire tentatively enters. The window is open. The hinges softly CREAK. An unsettling sight. But otherwise, the room is EMPTY.

She sighs, goes to shut the windows, when --

She hears a stir of DESPERATE WHISPERS. Disembodied, faint, coming from somewhere in the walls.

Claire whips around, eyes darting across the empty room, as...

A picture SHATTERED on the floor.

Claire grasp the broken picture in her trembling hand; It's Frank's and Claire's WEDDING PORTRAIT, stares down at it in shocked disbelief.

INT. FORTENBERRY'S HOME - DAY

Claire descends the staircase, the broken wedding portrait in her hands. Her daughters wait, anxiously.

PEYTON

What happened?

They stare at their mom. Claire puts on a brave face.

CLAIRE

Nothing. A picture fell.

Claire puts the portrait down. The girls can tell she's hiding something. The muffled sound of the front door OPENING.

ACROSS THE HOUSE, Frank enters, arms full of groceries. He sees Claire coming towards him down the hallway.

FRANK

I'm late, I know! I stopped to order a funeral wreath, but the shop on Broughton was all out of the orchids, you know, the good orchids. You okay?

Claire looks at him. Her face unreadable.

INT. SERENITY FALLS POLICE STATION - DAY

It's late, most of the staff has gone.

Claire is alone. Spread out before them are PERSONAL ITEMS from Keri's apartment: date book, calendar, checkbook, journals.

Dr. ADELA CARROLL, 40s, African Creole, the police psychologist stops, juggling laptop and case folders. She exudes a warm, earthy quality.

ADELA

Crack the case yet?

They share a smile, then:

CLAIRE

I've got this feeling; like I'm looking at it down the wrong end of a telescope.

(CONTINUED)

CONTINUED:

ADELA

That's not uncommon. Under stress, we remember things in strange ways; different parts of the brain take over.

ADELA

I guess you're familiar with Ockham's Razor? *"All things being equal, the simplest solution is the best solution."*

CLAIRE

And what that principle tells me is, our missing woman is dead.

ADELA

I don't see how it's possible to arrive at that conclusion.

CLAIRE

There's no evidence to suggest she's still alive.

ADELA

But absence of evidence isn't evidence of absence.

He sits back. Gazing at her in frank admiration.

CLAIRE

Okay, fine. I'm making a leap - but it's a tiny leap. More of a hop, really. A skip.

ADELA

Look, if you ever need to talk my door is always open. Even if it's just a feeling, a sense of unease about someone - something you heard, or seen, maybe? Something that didn't sit right.

CLAIRE

I understand you're a Dreamwalker.

ADELA

News travel fast.

CLAIRE

Small town.

There's a story here. For another day.

INT. STORAGE SHED - DAY

Peyton rifles through the storage space. This isn't your typical garage. Tools, work bench, shelves of DISTURBING KNICKKNACKS. Blacked-out mirrors, strange artifacts, etc

Phoebe looks on.

PEYTON

Where else would he keep it, not in the house.

PHOEBE

Keep what?

Peyton finally finds what she was looking for: An antique SPIRIT BOARD.

EXT, FORTENBERRY'S HOME - DAY

Claire's 4-RUNNER pulls into the driveway. She climbs out, goes to lift the back hatch.

Mr. Mirsky, still in his bathrobe and sandals. Grabs his mail out of his box. Stares hard at Claire.

MR. MIRSKY

Mrs. Fortenberry?

CLAIRE

Yes. Something I can do for you?

MR. MIRSKY

You're the wife?

Caught off guard, Claire takes a moment to respond.

CLAIRE

Yes.

MR. MIRSKY

Mmm. This old houses...I bet there's all kinds of headaches.

CLAIRE

Like what?

MR. MIRSKY

You know...electrical Shortages. Odd unsettling noises at night. Weird things happening.

(CONTINUED)

CONTINUED:

CLAIRE

No, nothing like that. It's been perfect. Excuse me.

Claire heads for the door, arms loaded with groceries and a new garden hose.

INT. FORTENBERRY'S HOME - DAY

Claire slips off her sexy shoes, tosses keys into a dish. Makes her way into --

INT. FORTENBERRY'S HOME - FAMILY ROOM - NIGHT

Frank looks up from his newspaper, as Claire comes waltzing in.

CLAIRE

So here I am, in our dream house, mortgaged to the hilt and who is our next door neighbor? A nutcase!

She kisses him. They kiss for several moments - heat building.

CLAIRE

Have you seen the girls?

INT. FORTENBERRY'S HOME - HALLWAY - DAY

Claire comes up the stairs, reaches the second floor hallway.

CLAIRE

Peyton? Phoebe? You girls up here?

Claire saunters down the hall, a soft FOOTSTEP behind her. She stops. Senses something amiss. She turns back -

Nothing, just a STRANGE NOISE from somewhere in the darkness, almost a laugh. Not quite human.

A long beat. Claire shakes it off, keeps going.

INT. DARK ROOM - DAY

CANDLES flicker, INCENSE burn, Phoebe and Peyton EERIE FACES loom in the dark around the candle's flame's.

(CONTINUED)

CONTINUED:

Their hands on a pointer which slides across the spirit board.

Peyton yanks her fingers off and away from the pointer.

PEYTON

Did you push it?

PHOEBE

No.

PHOEBE

Is there a spirit with us?

Phoebe's fingers, resting on the pointer, suddenly slides across the spirit board, landing on "Y E S".

PHOEBE

You saw it, right?

PEYTON

I think so, yeah.

PHOEBE

How many of them present?

The little plank moves to read a "1".

PHOEBE

If there's a presence here with us
can you spell your name?

Peyton and Phoebe stare at the board. Nothing happens. Phoebe looks disappointed.

With Phoebe's fingers still on it-- the pointer slides from the number "1" across the board then moves quickly back to the letter "C".

PHOEBE

It did it again. It moved.

Phoebe takes her hands off the pointer, it continues to move, only faster, landing on the letter "E."

They try not to freak.

Peyton, note pad in hand, grabs a pen, jots down the letters, as the pointer zig-zags across the alphabets, finally resting on the letter "R."

Beat. Peyton sets then pen down, looks back at Phoebe.

(CONTINUED)

CONTINUED: (2)

PHOEBE

Now what?

PEYTON

C E L L A R.

A long beat. Peyton laughs, clearly a skeptic. Phoebe doesn't find it amusing.

A knock on the door. Both jump! Claire joins them.

CLAIRE

What are you doing in here...?

Claire is instantly upset when she eyes the Ouija board.

The girls exchange a fast glance, suddenly realizing that they have been caught.

She looks at each of them in turn...

PEYTON

Mom, it's just some silly parlor game.

CLAIRE

It's used to conjure spirits. Have you and your sister been conjuring spirits, Peyton?

PEYTON

A longtime ago I played with it. Nothing happened.

CLAIRE

Are you sure?

CLAIRE

It's playing with fire. The devil doesn't care that you're kidding.

Peyton nods, sheepishly...

PEYTON

I couldn't let her play alone.

Claire smiles warmly, kisses them on the forehead.

Grabs the spirit board and pointer on the way out.

UNKNOWN POV watches Phoebe follow Peyton out, but as she does... she slows - sensing eyes upon her. Phoebe turns - but the room is empty.

(CONTINUED)

CONTINUED: (3)

PEYTON

You alright?

PHOEBE

Yea...I just thought...It's nothing.

Phoebe shakes the cobwebs from her head... and they go.

INT. FORTENBERRY'S HOME - HALLWAY - NIGHT

Peyton and Phoebe burst through a doorway at the end of the hall, giggling as they head for the stairs.

PHOEBE

Do we even have a cellar?

PEYTON

Outside.

Thunder. Lightning. Lights go off in the house.

The flashlights on their phones illuminate the shadowy corners as they go when *suddenly* --

WHOOSH! Phoebe brushes against something in the dark and screams, setting Peyton off, who screams as well. They instantly grab one another.

The lights come back on.

Suddenly, Phoebe's face shifts. She grabs Peyton's wrist.

PEYTON

Ow. Easy.

Phoebe stares into nothing. Like she's in a trance. Peyton pulls away -- snapping Phoebe out of it.

PHOEBE

Okay, that was weird.

PEYTON

Ya think? What happened?

PHOEBE

I don't know. It's just, when I touched you...I..I saw little girl in white.

PEYTON

What else?

(CONTINUED)

CONTINUED:

PHOEBE
(remembering)
I felt scared -- or more like I
should be scared.

Peyton is disturbed. For that matter, so is Phoebe.

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

A nice dinner spread is set up across the table.

Frank grabs plates from a cabinet, silverware from a drawer, goes about setting the table.

Claire stalks in, tosses the spirit board on a counter.

Claire and Frank eye each other. They know this is a touchy subject. *How will he respond?*

She's struggling to stay in control of herself, rage growing, her voice an octave lower.

CLAIRE
How could you, Frank? You know how
I feel about these things.

Finally, Phoebe and Peyton takes their places at the table. Almost an afterthought:

PHOEBE
We forget to say good-bye.

There's something about the way Phoebe says it, that's ever-so slightly unsettling.

INT. FORTENBERRY'S HOME - NIGHT

Claire goes to the window, looks out, as a light comes on in one of Mr. Mirsky's upstairs rooms. He stands there in silhouette, watching their home.

Then, a REFLECTION APPEARS in the window's glass. Something moves in the hallway behind her. She turns to--

INT. FORTENBERRY'S HOME - HALLWAY - NIGHT

Claire looks down the long hallway... it's dark... hard to discern. She clicks on a lamp, makes her way towards the base of the stairs.

Frank stands at the foot of the stairs, peering up.

(CONTINUED)

CONTINUED:

FRANK

Everything all right?

The light from the lamp FLICKERS. Eerie. Ominous. A beat, then...

The lamp go out inexplicably. Even Claire can't deny something is afoot.

FRANK

Where's the circuit box?

CLAIRE

I think it's in the basement. Why don't you start there. I'm going to check on the kids.

INT. FORTENBERRY'S HOME - BASEMENT - DAY

Frank bounds down the steps, sweeps his flashlight. Some junk on the floor, an open closet... otherwise, the room is empty.

He spends a beat or two looking over the circuit breakers, before he turns to exit...

When his FLASHLIGHT FLICKERS. Then goes dead. Plunging him into near-darkness, the only light in the room is moonlight seeping from a tiny window.

He looks at it, *great. He hits it with his hand, trying to rattle the batteries, when -*

CREEEEEAK. Coming from behind him. He pivots, to see--

The door opens. Slow and steady. As if someone was opening it--

He turns to see a SILHOUETTED WOMAN in the doorway.

FRANK

Hey, hon, couldn't take it, huh?

She doesn't say anything, lets the door eases shut behind her. Saunters towards Claire in the dark.

FRANK

Hey.

Frank is surprised as his wife slips into his arms... and begins MAKING-OUT passionately. Really passionately. Both silhouetted now in the faint moonlight.

(CONTINUED)

CONTINUED:

When we hears from a distance away--

CLAIRE

...Frank? Frank, where are you?

With Frank as he hears this...and realizes it's not his wife he's kissing. *Oh, shit!*

TERROR shows on his face. He pulls back from her embrace to see who it is, in the moonlight.

A YOUNG WOMAN...a SPIRIT whose face is a rotting DESK MASK. Frank GASPS in HORROR!

WOMAN

I came from the other side of your nightmare to be with you.

A split-second later... Claire comes down the steps--

Frank -- sprawled on the floor. *Unconscious? Dead?*

But then-- Frank stirs. Comes to, disoriented. He sits up.

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Frank, at the table. He looks awful. Dark circles beneath red-rimmed eyes. He's holding a glass of Jim Beam (he drinks it neat).

Claire is beside him, holding his hand.

He goes to rise, wobbles a bit-- feeling faint--.

FRANK

I know what I saw...

CLAIRE

It was nothing, it was storming, new floor, it was slick.

Frank tears his hand away, pounds the table--a tight little gesture, but scary in its intensity.

FRANK

I know what I saw. She had these eyes...these black eyes. She was in the house, Claire. She almost tore me to shreds.

(CONTINUED)

CONTINUED:

CLAIRE
 (furious whisper)
 Stop it. Just stop it! You have
 two girls, you need to pull
 yourself together, goddammit --

IN THE DOORWAY

Peyton and Phoebe watch their father breakdown. Peyton can't help it, she's spooked. Phoebe is oddly mute, bottled up.

Suddenly, Peyton tugs on Phoebe's arm.

PEYTON
 What in god's name is happening
 here.

PEYTON
 Come on.

EXT. REAL ESTATE OFFICE - DAY

Claire waits impatiently as TONY, 30's, enters. Handsome and driven, his piercing blue eyes impossibly sexy.

TONY
 Sorry I'm late.

CLAIRE
 Tony? It's Tony, right?

TONY
 Do I know you?

Claire badges him.

CLAIRE
 I'm Detective Fortenberry. I
 believe you met my husband when
 you sold us the house on 2504
 Mulberry lane.

MAN
 Yes, nice place isn't it.

CLAIRE
 Depends on who you're asking?
 I'm sure you're aware of full
 disclosure.

Tony sees this is headed for disaster.

(CONTINUED)

CONTINUED:

TONY

Of course, I relayed everything
the seller told me to your
husband.

CLAIRE

You failed to mention the place
was haunted.

TONY

Haunted? No.

(chuckles, then)

The previous owners lived there
for twenty-two years until her
husband's death six months ago.
She loved that house. Hated to
move, but she just couldn't stay
there anymore. So she had it
renovated then it went up on the
market.

TONY

Look, I can give you her name if
you like to talk to her yourself.

CLAIRE

Please do.

EXT. FORTENBERRY'S HOME - DAY

Tommy sitting in his car, HONKING the horn. A HAND
REACHES INTO FRAME and takes the key out of the ignition.

It's Claire, standing at the driver's side window, keys
in hand. Tommy sneers.

TOMMY

What's up, Claire?

CLAIRE

Call me Mrs. Fortenberry and if
you're going to pick up my
daughter the least you could do is
knock on the door.

TOMMY

I'm not in to knocking.

CLAIRE

And from now on you will not bring
Peyton home after her curfew and
you will not make her skip school.

(CONTINUED)

CONTINUED:

TOMMY

Yeah, well, here's the thing,
Claire. Peyton's my bitch now and
there's nothing you can do about
it.

Claire's jaw drops, she brushes aside her jacket,
revealing her badge and gun.

CLAIRE

Step out!

A beat, he finally does.

She grabs his cock with one hand and her own gun with the
other, sticks it under his chin.

He's about to piss himself.

CLAIRE

You little punk! You and your car
and your tattoos! YOU'RE NOT GOOD
ENOUGH TO WIPE THE DIRT OFF MY
DAUGHTER'S SHOES!! You listen and
you listen real good you son of a
bitch!

She whispers something in his ear, and it's not pleasant.

Then -

CLAIRE

So tell me something, Tommy. Who's
the bitch now?

TOMMY

Oh yes! Yes I am! I swear, Mrs.
Fortenberry ma'am!

Peyton comes running out of the house, pissed.

CLAIRE

Mom!

Claire holsters her gun and then lets go of his balls.
Tommy folds up slightly, hands to his aching nuts.

Peyton takes his keys back as she gets in the car.

PEYTON

Let's go already.

INT. FORTENBERRY'S HOME - HALLWAY - NIGHT

Peyton comes out of her room, Claire appears. They stop, look at each other, Claire perplexed, Peyton defensive.

CLAIRE

Are you sure you don't want to go trick or treating?

PEYTON

I'm sure.

A beat, Claire kisses her forehead, then:

CLAIRE

It's a school night, be back here by ten.

EXT. SUBURBAN NEIGHBORHOOD - NIGHT

The chanting of TRICK OR TREATERS echoes in the distance, as Claire walks Phoebe, wearing a *LITTLE RED RIDING HOOD COSTUME* home. Her bag is full of candy.

Phoebe stop, stares at something.

CLAIRE

What is it?

Claire follows her gaze towards a poster - "*MISSING -- a pretty red-headed Keri Lyman, 23 years old.*" stapled to a pole.

Claire moves closer, a hint of recognition on her face.

CLAIRE

Have you seen her, baby?

Phoebe shakes her head "no."

CLAIRE

You've heard the noises.

PHOEBE

Not at first, I heard things. Scratching, mostly. Peyton said they were rats.

CLAIRE

But you don't think so?

Phoebe just shakes her head "no."

(CONTINUED)

CONTINUED:

CLAIRE

Have you seen something?

PHOEBE

I feel it.

Off Claire - concern evident on her face.

INT. FORTENBERRY'S HOME - NIGHT

Claire climbs the stairs, checks on Peyton. Fast asleep. Then crosses to Phoebe's room, she sleeps like a baby.

Claire smile, absentmindedly enters the --

The DARK HALLWAY --

-- and passes by the basement door, head down, distracted.

But slowly, she hears it...the faint sound of SCRATCHING, filtering out from behind the basement door...

Claire turns, an uneasy feeling in the pit of her stomach. The SCRATCHING grows louder. And then -- the doorknob JOLTS.

Everything inside her tells her to run, but she swallows her fear. Approaches the door. Reaches for the doorknob. As her hand touches it, another sound becomes clear...

DESPERATE WHISPERS, the same ones xxx heard earlier. Coming from the walls. Tormented, urgent. Like a warning.

The DESPERATE WHISPERS grow closer, closer.

Claire feels them, all around her, frantic -- then they suddenly STOP, silenced by a low, cruel, CACKLE.

She WHIPS her head back, to catch a SWISH OF MOVEMENT through the window -- a SHAPE disappearing. Something was at the window, watching her.

EXT. FORTENBERRY'S HOME - NIGHT

Claire dashes outside, gun in hand. Fighting off the rising panic and terror inside. She has to know what's out there. She circles the back of the house --

No one there. Nothing. Claire's all alone. She comes to a stop. Leans down, catching her breath.

(CONTINUED)

CONTINUED:

A beat. She eyes the STORM SHELTER:

EXT. HISTORIC NEIGHBORHOOD - DAY

An unmarked police cruiser turns down a street lined with tasteful Victorians. Except for one --

EXT. HAMMOND'S HOME - DAY

A two-story Gothic revival residence. Gables, iron railings, heavy drapes.

The cruiser parks. Claire gets out, steeling herself.

Claire approaches and rings the doorbell.

An old woman answers. MILLIE HAMMOND. An imposing, regal presence. Greying pre-Raphaelite hair.

CLAIRE

Millie Hammond? I'm Detective Fortenberry --

MILLIE

-- I've been expecting you.

INT. HAMMOND'S HOME - LIVING ROOM - DAY

Claire's gaze sweeps the room, takes in PICTURES OF MILLIE AND HER LATE HUSBAND. And PETER HAMMOND. As a CHILD. As a YOUNG MAN.

Millie returns with a tray of tea. She hands Claire one. Claire smiles in appreciation. They sit.

Across the room: Claire is admiring the antique furniture, the bookshelves, etc.

MILLIE

This one has been in our family for generations. Why my great grandfather built this town.

CLAIRE

It's absolutely lovely.

MILLIE

Thank ya kindly.

Millie smiles, likes Claire's company and vice versa.

(CONTINUED)

CONTINUED:

MILLIE

How can I help you?

CLAIRE

I'm not exactly sure --

MILLIE

Hun. My God, you're pale as a ghost.

A beat

MILLIE

You think the house is haunted.

(chuckles)

What person would think that place isn't haunted?

CLAIRE

I think there's a logical explanation for what we've been experiencing, Ms. Hammond.

MILLIE

Please. Millie's fine. And what have you been experiencing?

CLAIRE

Noises. Rattling in the walls. We joked about it being haunted. At first, I thought it was old house stuff. Plumbing, creaky boards. Then, the water faucets started coming on by themselves. Doors that were open are now closed. I pass a window and I see a reflection of someone behind me.

MILLIE

Male or female?

CLAIRE

I don't know. Just a presence. I look behind me -- no one's there. I walk into a room and it'll be twenty degrees colder than the rest of the house.

MILLIE

They're called cold spots.

(chuckles)

(MORE)

(CONTINUED)

CONTINUED: (2)

MILLIE (CONT'D)

Liam, my husband, God rest his soul and I heard some of the same things. We'd joke about it being haunted.

A beat, then:

MILLIE

He built that house himself. More than fifty years ago. Right dead smack in tornado alley.

(off Claire's look)

And I tell you, there's been plenty of 'em that have come through there over the years and it's still standing.

(then)

All guest that were ever there were invited. If there's something there now, it moved in after we left.

CLAIRE

I'm sorry, I had to ask.

INT. CLAIRE'S CAR - DAY

Claire drives, her jaw set-- she's going home. A mix of emotion plays on her face-- resolve, apprehension.

INT. FORTENBERRY'S HOME - HALLWAY - DAY

Claire glances around, making sure she's alone. Reaches into her skirt suit, pulls out a small INFRARED THERMAL SCANNER.

She heads down the hall, pointing the scanner into each room; it stays FLAT. Runs her fingers along surfaces to check for ectoplasmic residue. Nothing.

Suddenly, she hears FOOTSTEPS behind her. She quickly hides the scanner. Spins around - it's just Peyton.

PHOEBE

Anything?

CLAIRE

Zip.

EXT. SERENITY FALLS - DAY

Adela and Claire exits a STARBUCKS, cups of coffee in hand, head down Main Street.

CLAIRE

Yes. Of course.

ADELA

How long?

(off her silence)

Claire, how long?

CLAIRE

I don't know. A month maybe.

ADELA

That's just about the time you and the kids joined him here.

Claire eyes her a beat longer, then nods.

ADELA

I enter people's dreams -- not nightmares. From what you told me sounds like a guilty conscious.

Claire dumps her coffee, her face unreadable.

INT. FORTENBERRY'S HOME - PHOEBE'S ROOM - NIGHT

Phoebe in her bed, her head peeking out from under blankets. Claire, tucking her in.

CLAIRE

And how are you sleeping?

PHOEBE

Huh?

CLAIRE

Any bad dreams?

PHOEBE

(hesitates)

I don't dream. Not any more.

A beat,

CLAIRE

You want to sleep with mommy and daddy tonight?

(CONTINUED)

CONTINUED:

Frantically shakes her head "no."

CLAIRE

How come?

PHOEBE

Daddy snores.

Laughter breaks the moment.

CLAIRE

Well, daddy can sleep here tonight.

Phoebe perks up, climbs out of bed into her mother's arms.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Claire awakens from a restless sleep.

She's lying in bed, Phoebe cuddles against her mother's chest. She sleeps soundly.

INT. FORTENBERRY'S HOME - HALL - NIGHT

Claire wanders out in robe, staring down a half-lit hall. New stir of eerie WHISPERS.

Moving toward them, Claire spots the guest bedroom door partially open. Slight view of Frank, pacing and agitated.

INT. FORTENBERRY'S HOME - SPARE BEDROOM - NIGHT

The early hours of the morning.

All The movements languid, dreamlike. Everything has a faint sheen of unreality,

A NAKED MAN, on all fours and ONLY SEEN FROM THE BACK, bashes something against the headboard. Looking over his shoulder to reveal he's straddling...

A BLONDE who, despite being BLOODY and NEARLY UNCONSCIOUS, is beautiful. As his mammoth hand's cradle her head, it becomes painfully clear what he's been bashing.

The woman's glazed eyes flutter, on the verge of passing out. But not before uttering...

(CONTINUED)

CONTINUED:

WOMAN

Stop it...

With one final blow --

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank's eyes snap open, what we saw was his NIGHTMARE, but he's sweating, his head is pounding. He knows immediately it wasn't a dream --

He turns on a bedside lamp. Claire in a tank and sexy underwear, is sleeping beside him.

He climbs out of bed, stumbles into the bathroom.

INT. FORTENBERRY'S HOME - MASTER BATH - NIGHT

He drinks from the faucet. His hands are shaking, looking in the mirror. He shuts off the sink when...

A DARK SHAPE LOOMS UP behind him; quiet as a panther, and every bit as dangerous:

He looks up, startled by Claire.

CLAIRE

Jumpy?!

Frank doesn't look happy.

CLAIRE

You still having those dreams?

FRANK

I don't know what it was. I don't know why I'm having those dreams or what the hell is happening.

CLAIRE

I'm really worried about you. Honestly, I haven't been this worried about you since the last time I said I was this worried about you. And that was a lot worried.

(off his look)

I know a Dreamwalker? Maybe she can help.

FRANK

A Dreamwalker?

(CONTINUED)

CONTINUED:

CLAIRE

Yes. She has the uncanny ability to leave the barriers of her own mind while asleep. It allows her to enter someone else's dream and observe or control them, or to travel to other realms. It's telepathy, a psychic power she has.

Frank senses she's trying to draw him into something.

FRANK

No!

CLAIRE

We should at least consider it.

FRANK

No!

CLAIRE

Okay, fine. Let's drop it.

She turns, looking for him. But Frank, man, he's gone, baby, gone.

Off Claire - growing more suspicious of him.

INT. SERENITY FALLS POLICE STATION - DAY

Claire and Det. Deutsch looks over a report.

DET. DEUTSCH

There's DNA aight, but no match in our data base. And it's not Xavier's. Whoever it is don't have a criminal record.

CLAIRE

Damn.

DET. DEUTSCH

What're thinking?

CLAIRE

You don't want to know.

INT. FORTENBERRY'S HOME - PHOEBE'S ROOM - NIGHT

Phoebe lies in bed, dead asleep.

(CONTINUED)

CONTINUED:

A BUZZING sound wafts through the air.

A COCKROACH lands on Phoebe's pillow, skittering across her shoulder. She flinches awake, brushes it off, half-asleep, disoriented, as -

Another ROACH hits her pillow. Then another.

Phoebe BOLTS upright in horror, pushing them off, as the sounds of buzzing, SWARMING insects start to multiply.

And then she sees, at the foot of her bed --

The shape of a WOMAN, RISING FROM THE FLOOR.

Her skin is decayed, nude, her face pitted and hanging in shreds. Insects STREAM out from every part of her body --

MAGGOTS, FLIES, SPIDERS, CENTIPEDES spewing out of her soldering skin and muscle, her mouth, her eyes, her ears. From between her legs

Phoebe stares in terror at THE ROTTING WOMAN, not believing her eyes -- as she CLAWS UP THE BLANKETS TOWARDS HER --

Phoebe SCREAMS, SCRAMBLES BACK. The Rotting Woman GRABS a hold of Phoebe, emitting a horrible, choking sound, her face over hers - and vomits a TORRENT OF INSECTS into her open mouth.

She thrashes, CHOKING on them uncontrollably.

CLAIRE (O.S.)

Phoebe?!

A moment later, Claire RUSHES into the room. Flips on the lights --

CLAIRE

What?! What...?

-- to find Phoebe writhing on the bed, coughing and gagging, ALL ALONE. The Rotting Woman is gone. Not an insect in sight.

She runs to her. Holds her tight, trying to call, her.

CLAIRE

Okay, baby, it was just a dream.

Frank and Peyton rush in...

(CONTINUED)

CONTINUED: (2)

PHOEBE

It felt so real. She was right there. It was so real...you didn't see her? You didn't see anything?

Claire shakes his head, a heavy look on her face.

Frank paces. Phoebe glances at Peyton, her inscrutable expression.

Phoebe begins gasping for breath. She clutches at her throat.

CLAIRE

Phoebe!

INT. HOSPITAL ROOM - NIGHT

DR. MARIEL UNDERLAY, 35, Cuban-American, sexy in spite of herself - checks Phoebe's vital signs while she lies in the bed.

Claire paces, troubled. In the b.g.. Peyton and Frank look on.

DR. UNDERLAY

Pulse is normal, breathing is still a little shallow. How long have you had asthma, Phoebe.?

CLAIRE

She's never had it before. And it wasn't asthma.

DR. UNDERLAY

From what your husband tells me -- It looked a lot like asthma.

CLAIRE

Yeah, that sounds a lot less crazy.

Out of Phoebe's earshot, they conversation is hushed and heated.

FRANK

So a demon stole her breath?

CLAIRE

Yes, they do that.

(CONTINUED)

CONTINUED:

DR. UNDERLAY

So do a number of neurological problems.

Claire turns to the doctor -

CLAIRE

Can we leave?

DR. UNDERLAY

I want her to rest a few minutes.
I want to take her vitals again.

CLAIRE

Maybe you need to take his vitals.

Angle on Frank - he's trying hard to hold onto his cynicism but... he's obviously shaken.

Claire, glaring at him, eyes like molten orbs, a burgeoning, unnatural fury inside her.

INT. FORTENBERRY'S HOME - LIVING ROOM - NIGHT

Claire sits beside Phoebe, looking at her while she sleeps. She takes a rosary, kisses it, then puts it on her bedpost.

Claire rises, makes a cross over her forehead and says:

CLAIRE

*"Any kingdom torn by civil strife
is laid in ruins; and house
tumbles upon house...as a mighty
lord in full armour guard his
premises, he is in peaceful
possession of his property...Lord
head my prayer...and let my cry be
heard of you."*

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank stays silent, emotional, fighting something inside.

Claire watches him, and it gradually starts to become clear.

CLAIRE

...you think she saw something
real, don't you?

EXT. POLICE STATION - DAY

Claire and some staffers run out the front door.

Claire looks up at the sky.

A MASSIVE STORM coming out of nowhere. In the distance we can hear TORNADO SIRENS.

INT. POLICE CRUISER - DAY

LIGHTS and SIRENS. Claire can barely see as she drives. She almost collides with A VAN as it slews past her in the opposite direction.

She's driving straight down tornado alley.

INT. FORTENBERRY'S HOME - DAY

Claire races in, hops out, beelines it for the house.

INT. FORTENBERRY'S HOME - DAY

Claire runs in, no one in sight -- calling out...

CLAIRE

Peyton! Phoebe!

PHOEBE (O.S.)

Mom!

That's when Peyton and Phoebe come running from the kitchen. She embraces them both.

CLAIRE

What're you doing in here. You were suppose to be in the cellar.

PEYTON

Dad said it would be safer in the basement.

This stops Claire for a second, throws her. She recomposes-- she grabs them.

CLAIRE

C'mon.

EXT. FORTENBERRY'S HOME - DAY

As Claire and the girls run out the door to the worst storm they've ever faced. It blows them back against the house. Claire's frantic, for the girls.

Claire doesn't know whether she's done the right thing. Runs around the side of the house towards the storm cellar just as--

A HUGE ROARING NOISE pulls Claire's attention to the street:

A MASSIVE BLACK TORNADO touches down across the way, its dark funnel ABSOLUTELY EATS SEVERAL CARS AND SPITS IT BACKOUT IN PIECES.

The tornado bears down on her.

PEYTON

Mom, it's locked.

She sees the storm cellar is locked. Shit. Shit. Shit.

She runs to the closest thing she sees:

Mr. Mirsky inside his storm cellar, waving them over.

CLAIRE

Let's go!

They make a mad dash across the lawn, trying to outrun the storm. Claire looks back just as

HER POLICE CRUISER IS RIPPED UP INTO THE SKY!

If Claire had time to throw up she would. As it is, she only has time to gets her daughters and herself into the storm cellar as...

The BEAST OF A TWISTER SWALLOWS UP THE DOOR TO THE CELLAR, YANKING IT INTO THE INKY BLACKNESS OF ITS EYE.

INT. STORM CELLAR - CONTINUES

Suddenly it's quiet; THE ROAR MUTED. She cuddles with her terrified daughters as Mr. Mirsky looks up sees the door gone, staring at the sky above.

EXT. FORTENBERRY'S HOME - DAY

The sun is out. The aftermath, the neighbors are out and about surveying the damage that's surprisingly minimal.

Peyton and Phoebe run towards Frank in the driveway.

FRANK

I was worried sick.

Claire stalks across the lawn towards them, not happy, and slugs Frank - strong, violent. It rocks him.

It rocks Phoebe and Peyton too.

CLAIRE

You son-of-a-bitch!

PEYTON

Mom! Stop it!

Claire storms past them and into the house.

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Claire and Frank in the middle of a hushed but heated argument.

FRANK

Keep your voice down.

CLAIRE

Don't tell me to keep my voice down. Where in the hell were you?

FRANK

I decided to shelter in place. I called the girls and told them to head for the basement.

CLAIRE

Why not the storm cellar? That's what it's there for. And a helluva lot safer.

FRANK

I didn't have a key to it.

CLAIRE

What? There must be a key.

Claire looks at him - skeptical.

(CONTINUED)

CONTINUED:

FRANK

No, it's safer in the basement.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

The room is blanketed in shadows. Claire sleeps. Frank rustles beside her. He quietly gets out of the bed. Throws on clothes. He leaves the room.

On Claire, her eyes shoot open. She hears a CAR ENGINE.

She goes to the window-- Franks truck is pulling out of the driveway.

With Claire, suddenly frantic as a hundred emotions rise up-

INT. FORTENBERRY'S HOME - DARK HALLWAY - NIGHT

She scrambles down the hall, past Peyton's room, stops.

Claire opens the door, Phoebe sleeps peacefully.

Back on Claire, it's a split second decision --

EXT. FORTENBERRY'S HOME - NIGHT

Claire's 4Runner pulls frantically out of the driveway, she's alone in it.

EXT. STREETS - NIGHT

Claire desperately scans the road for Franks truck-- nothing. She's about to give up, when-- frank's truck taking a right onto the Freeway to downtown.

EXT. HIGHWAY - NIGHT

Claire cranes her frantic eyes to keep contact with his truck in the near distance, finally it signals right--

EXT. SERENITY FALLS - TOWN SQUARE - NIGHT

And pulls into a parking lo. Claire pulls over to the side of the road and watches--

Frank gets out and heads for the lakefront area.

EXT. SERENITY FALLS - LAKEFRONT - NIGHT

Frank sits, a beer in hand, staring at the dark water.
In the short distance, A silhouetted Claire looks on.

EXT. SERENITY FALLS - DAY

The early break of dawn.

INT. FORTENBERRY'S HOME - DAY

Where Frank enters the dark kitchen quietly, like he doesn't want anyone to know he's there. He opens the fridge, grabs a beer.

CLAIRE (O.S.)

Where have you been?

Frank jumps, turns around to see Claire's silhouette at the kitchen table, in the dark. She's strangely calm.

CLAIRE

I tried calling you all night. Did you get my messages?

FRANK

You interrogating me now?
(off her look)
Sorry, I was busy. Needed to clear my head. Is that all right with you?

He's almost out of the room, when Claire recovers, quietly -

CLAIRE

Did you know Keri?

Frank stops again. Startled. His face unreadable.

FRANK

What?

A beat.

FRANK

Oh for God's sakes, Claire...

CLAIRE

(lying)
I'm sorry. But I have to check.

(CONTINUED)

CONTINUED:

He goes. we HOLD on her FACE in the dim light, burning for answers -- *how is she involved, what does she know...*

INT. FORTENBERRY'S HOME - MASTER BEDROOM - DAY

Light filters through the gauzy curtains. Eddie and Sarah lie on their sides of the bed. Neither has slept. Phoebe comes bounding into the room.

PHOEBE

Good morning!

She attacks her parents with kisses.

CLAIRE

Good morning love.

PHOEBE

Daddy's breath smells bad.

FRANK

Then I will go - brush-- eathe in your face.

He pins her to the bed, blows in it like a dragon. Phoebe squeals in delight.

PHOEBE

Daddy- stop- Mommy- make him stop.

With Claire, watching them, heartbroken. She pulls it together.

CLAIRE

Come on babe, better stop playing, you have to get going and she'll be late for school.

PHOEBE

One more kiss.

He kisses his daughter.

FRANK

Now, you go brush your teeth, I'll brush mine.

Phoebe sticks her tongue out, and runs out of the room. Frank starts to get up, notices Claire hasn't moved.

FRANK

You okay?

(CONTINUED)

CONTINUED:

She nods.

INT. FORTENBERRY'S HOME - BATHROOM - DAY

Claire's finishing a pee. She tosses tissue into the toilet, about to flush when she freezes.

A beat, she unrolls more tissue, lots of it, tosses it into the bowl. Claire flushes, watches as it all goes down.

A long beat, Claire just flushes again, no problems.

EXT. FORTENBERRY'S HOME - DAY

Claire moves to the curb, slaps on latex gloves then opens the lid to the trash bin, starts digging for something.

A beat. She lifts a beer can and places it into an evidence bag.

INT. SERENITY FALLS POLICE STATION - DAY

Claire hands the evidence band to Det. Deutsch.

CLAIRE

Do me a favor. Don't have them log it.

Reluctant at first, he nods.

EXT. MIRSKY'S HOUSE - DAY

Claire walks up a flight of steps onto the porch. Rings the doorbell. The house is a bit creepy.

A beat, the Nosy Neighbor answers. She flashes her badge.

INT. MIRSKY'S HOUSE - DAY

The place, it's just creepy. Antique dolls, porcelain dolls, wooden dolls, cloths dolls...fill the shelves and cabinets around the room.

They peer at us from everywhere with their black, dead, glassy eyes. Claire questions him.

He studies the poster of the missing woman; Keri Rose.

(CONTINUED)

CONTINUED:

CLAIRE

What about it, Mr. Mirsky, have you seen her?

A beat, he hesitates...

CLAIRE

Look, I'm sure the other day wasn't the first time you peeked through our windows.

MR. MIRSKY

It's not what it looks like.

CLAIRE

Said the coyote with a cat in his mouth.

MR. MIRSKY

I might've. Can't be sure. She'd be there at night. And I can't see to good in the dark.

EXT. DINER - NIGHT

Establish the colorful, romantic Serenity falls Riverfront, with the water glistening under the moonlight. A colorful hole-in-the-wall diner called the Deep Water Diner.

INT. BAR - NIGHT

Late-night REGULARS populate the long counter and single row of vinyl booths. An adorable waitress, 24, with a name tag that says DEMI, comes out from the back with a to-go carton and hands it to --

Jake, ballcap, work shirt, waiting at the end of the counter.

DEMI

The usual. One carton, white gravy. Sure you don't want anything to go with that? Like a straw?

JAKE

Nah, just gravy.

As Darcy rings him up, he watches her a bit longingly.

(CONTINUED)

CONTINUED:

Jake lays down a few bucks. As she walks away, he stares at her sexy skirt. Slurping his milk shake.

Claire slides onto the neighboring stool.

CLAIRE

Jake?

JAKE

Jake "the snake the plumber."

CLAIRE

Last week you were at our house.
The Colonial on Mayberry street.

JAKE

Oh, yea, that one. Sweet place.

CLAIRE

What was in there?

A beat, he hesitates..

Claire brushes aside her jacket slightly to reveal her badge and HOLSTERED SIDEARM.

CLAIRE

Are you aware of the penalties for
obstructing a criminal
investigation.

JAKE

A criminal investigation?

That gets his attention.

JAKE

Look, I don't make it a habit of
meddling in other people's
affairs. Ain't none of my
business...

CLAIRE

Yeah, yeah... I need to know what
was in there?

JAKE

Condoms. Enough to call me.

Claire takes this in. A little stung, but hides it well.

INT. GARAGE - DAY

Light streaks in from the open door. Peyton and Phoebe search the garage...

PHOEBE

What are we looking for?

PEYTON

Something to cut that padlock.
You're just as curious as I am,
aren't you?

PHOEBE

Yes.

Peyton finds what she's looking for, BOLT CUTTERS.

PEYTON

Grab a flashlight.

An invisible force slams the door shut. It startles them, throwing the room into darkness.

A SHADOWED FIGURE SUDDENLY APPEARS IN THE MIDDLE OF THE ROOM -- COMING RIGHT FOR OUR GIRLS --

Phoebe's eyes shoot wide -- both tumble back, crashes into a shelves, work bench. Fall to the ground.

Peyton doesn't respond. Instead, she climbs to his feet, turns around, and looks back at the darkened figure.

The SHADOWED FIGURE is standing there. Staring right at them.

Peyton is wide-eyed. Scared. Slowly, very slowly, she raises his flashlight and aims it at the figure.

The beam illuminates:

A young woman rotted corpse. Hair obscuring her face. Wild eyes. Butt naked.

She looks at Mike. He looks at her. Their gaze holds a beat. And then...A LOW GROWL RUMBLES. Phoebe hears it.

They SCREAM, looking for another way out, there isn't any...

EXT. FORTENBERRY'S HOUSE - DAY

Peyton and Phoebe move to the side of the house to a LOCKED STORM CELLAR DOOR.

The WIND PICKS UP AROUND THE HOME, blowing trees. Some unearthly presence.

Phoebe reacts to it, spooked. Even Peyton is uneasy.

Peyton pulls out a lock-pick and jimmys the lock.

PHOEBE

What are you doing with that?

PEYTON

Don't ask.

She opens the doors.

INT. STORM CELLAR - DAY

And we're IN THE CELLAR looking up at them.

Peyton gasps! What ever she sees, it's terrifying--then --

PEYTON

Oh my God.

PHOEBE

What?! What's wrong?!

SOMETHING DARK SCUTTLES between them and us.

Off the cellar door slams shut with a loud bang!

INT. FORTENBERRY'S HOME - BATHROOM - NIGHT

Payton stands at the sink, water running, brushing her teeth. Phoebe stands in the doorway.

PHOEBE

Did you tell mom and dad?

PEYTON

Tell them what? Maybe it was nothing, for all we know.

PHOEBE

Peyton, why would --

Unexpectedly firm --

(CONTINUED)

CONTINUED:

PEYTON

I'm not talking about this.
Goodnight.

INT. TOOL SHED - NIGHT

Frank scans the place...the door EASES SHUT, it's on some kind of spring. He doesn't really notice until...

His flashlight FLICKERS, then goes out.

CLAIRE

Dammit!

He shakes it, hoping the light will come back on when the door opens behind her. She turns to see --

The spirit of a BEAUTIFUL WOMAN. Mid-twenties. Luminous. Stands in the doorway. This is KERI ROSE. Tears roll down from her eyes

Frank stares at her for awhile, lovely and radiant, the instrument of his demise.

WOMAN

You promised me we'd always be together. You swore to me

Trying to fight his feelings,

WOMAN

I'm never going to let you go.

FRANK

I know.

Frank - with weary resignation,

Keri -stutter stepping towards him. Pale, grimy face, dark circles under her eyes. She looks awful, horrifying. With an awful shriek --

He backs away-- turns -- the woman is RIGHT THERE.

Her face twists into that of a horrific DEMONIC WRAITH!

He stumbles back, TERRIFIED, she approaches...

She reaches for him with SHARP, TWISTED FINGERS as she moves in for the kill... when suddenly --

Frank, scared, but with growing curiosity. *Why isn't she trying to kill him.*

(CONTINUED)

CONTINUED:

FRANK

Go on. Get it over with. Do what you're here for. Kill me.

WOMAN

I ain't gonna kill you. I got somethin' better in mind.

As Keri VANISHES inches from Frank's hapless face.

He collapses to the floor in a heap, he's stunned, and in need of new underwear.

INT. FORTENBERRY'S HOME - NIGHT

Frank, agitated, trying to calm himself down. He takes a deep, deep breath. Shakes his head. He's being silly,

Reaches for a prescription bottle of pills on a bedside table. He taps out a pill, considers, then taps out a second one.

He lifts a glass of water, downs them both.

He looks up at Claire - she just shakes her head.

CLAIRE

What's wrong?

FRANK

Nothing, alright?

CLAIRE

You think those are helping?

Frank shoots her a snarky look.

CLAIRE

Sometimes it only takes a small indiscretion...

FRANK

Why isn't the whole world possessed.

CLAIRE

Demonic activity requires a perfect storm. The secret, the energy needed to keep it, exchanging one reality for another, that's how it starts.

(MORE)

(CONTINUED)

CONTINUED:

CLAIRE (CONT'D)

Then it needs an oracle, the focus on the occult, the fear,, the denial. All the pieces fell into place.

FRANK

Don't look at me like that.

CLAIRE

I'm not looking at you like anything.

A beat, then -

CLAIRE

The demonic, they like to whisper for some reason, and they do it when no one is around. They like to divide and concur.

Claire referring to them. He grabs her, kisses her.

INT. HALSTEAD'S HOME - BEDROOM - NIGHT

The heat of the fight carries over into their love-making. They're having sex; she's on top. It's hot. Sweaty.

Sees her reflection in the huge SEX-MIRRORED WALL near the BED. She stares deep into it almost in a trance.

She can see the bedroom door in its reflection. A pale, ghostly light flits from under the bedroom door which slowly opens.

Claire turns and looks back into the hall. It's completely dark. There's no one there.

But when Claire looks back to the mirror.

She sees a FIGURE now standing in the doorway.

She pauses, chilled... Frank is oblivious, eyes closed, enjoying the moment.

The FIGURE slowly moves into the room. It's a woman, a buxom blonde, long hair... it's KERI.

She moves closer to Claire -- IN THE MIRROR,

Claire stays composed but she's terrified as Keri's face comes into view. It's deadly pale. There's no blood flowing within her. A moving corpse...

(CONTINUED)

CONTINUED:

Claire turns again, NOTHING is there.

But when Claire turns back to the mirror, Keri is on the bed, directly behind her, her dead hands have hold of her, covering her breasts....

Claire SCREAMS as Keri WHISPERS into her ear. She begins to cry, listening to Keri's words.

Jeff's eyes open. He sees no one but his wife, still on top, moving, as her CRIES of pleasure or pain, hard to tell become louder...

Frank covers Claire's mouth with his hand.

FRANK

Shhh. The kids.

Claire BITES DOWN ON FRANK'S HAND - enraged, demonized, fucking his brains out - blood gushes from his hand, he's watching, aghast, grimaces.

CLAIRE

Fuck you...fuck you...

But Claire stops. She's unnervingly still. Frank tries to control his fear, clutches his bloody hand.

Her jaw drops when she notices him.

Suddenly, the MIRRORED WALL begins to RATTLE... then SHAKE.

Suddenly it EXPLODES... SHATTERING TO BITS. Sarah shields herself as Clark throws Jasmine to the floor, covering her.

A long moment. As the room stills.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank's eyes slowly open. He is on his back, on the bed. From his blurred NIGHTMARISH POV, we see --

A NAKED WOMAN on top of him, but she is DEAD. Covered in desiccated FLESH; her rotting HANDS are pawing at his chest and face. FLASHES of her gyrating movement - and the slow, shocking realization -

She is fucking him. And the way she's doing it is otherworldly, monstrous, like she's sucking the life out of him. Frank groans, struggling.

(CONTINUED)

CONTINUED:

Her strange cruel eyes lock onto his. Frank is strong, but she's preternaturally stronger.

WOMAN

Fuck your cum into me!

She holds him down, forcing him to come. And as he does, she wraps her fingers around his throat, leans down, WHISPERS SOMETHING into his ear with a deep, evil hiss

INT. FORTENBERRY'S HOME - PEYTON'S ROOM - NIGHT

Peyton is having a particularly hellish bout of insomnia. She thrashes about in bed, trying to find a comfortable position.

Beat. A scratching sound pulls Peyton from her reverie. The closet door creaks open. She eyes Phoebe sound asleep.

Curious, she rips the covers away, approaches the closet, slowly, the sound changes, a guttural labored breathing.

Peyton is paralyzed with fear. *A young woman glides towards her, drenched, wearing a gown from another era(positively 70s) and clearly not one of us.*

She keeps gliding, right through Phoebe, dripping, water puddles, as Peyton watches the girl disappear.

Suddenly - Phoebe bolts upright - GASPING - terrifying Peyton, who just fucking SCREAMS!

INT. HALSTEAD'S HOME - HALLWAY - NIGHT

Peyton runs down the darkened hall, screaming hysterically. Trying to put distance between her and whoever is there.

INT. HALSTEAD'S HOME - MASTER BEDROOM - NIGHT

Claire, naked, robe open, finishes bandaging her husband's hand.

FRANK

Wow. That was... wow. What the hell inspired that?!

A split second later... They hear Peyton's SCREAM.

INT. HALSTEAD'S HOME - HALLWAY - NIGHT

Flashlight BEAMS flare-- crazily lighting up the dark hall as Frank and Claire appear. She holds tight to hers, scanning about nervously. Suddenly -

There she is seated in the chair, a possessed Phoebe. Head lowered. Labored breathing. As they approach, she raises her head into their flashlights.

This is no ordinary little girl. She's certainly something. Dark circles under her eyes. Saliva running out of her mouth.

At the other end of the hall, a terrified Peyton looks on.

Phoebe -- standing. Staring at them. A tense beat.

Frank swallows hard, tries to move closer.

Claire stands her ground, shines her light into possessed Phoebe's eyes.

She ponders a moment the swirling hideousness in front of them. Under her breath -

CLAIRE

She's not septic yet. There's no formal attachment.

(then)

Phoebe, this is mommy. Remember me?

Only to find Phoebe standing before them, the picture of innocence once more. She smiles sweetly.

PHOEBE

Daddy?

Phoebe approaches, they're rooted in place.

He moves towards her - Claire restrains him with a hand.

CLAIRE

She's playing possum.

A demonic laugh comes from Phoebe mouth, who whips her head towards --

A razor-sharp LETTER OPENER FLIES on a pile of mail. It's TREMBLING on a small end table... and Claire knows she's got to get there, but--

(CONTINUED)

CONTINUED:

It FLIESS across the hall by some invisible force, stabbing Frank in the shoulder.

He SCREAMS. An agonized, primal sound - staggers back. Frank yanks the opener out, grimaces and bleeding.

Claire makes her way, crawling towards Frank, uses his shirt to pack Frank's wound.

And it all happens in a matter of seconds.

Claire is suddenly thrown against the wall. Pinned by an invisible force, her feet dangling off the floor, as Possessed Phoebe raises her hand and she starts choking.

Peyton thinks - desperate.

PEYTON

Stop it!

Claire slumps to the floor, gasping for breath.

And Possessed Phoebe suddenly stops and turns to look at Peyton. She moves closer and opens her arms to Peyton.

Peyton wants to go to her, but can't. Fighting back tears.

CLAIRE

No, Peyton!

Then flies against the wall and crawls UP IT, across the ceiling and BACK DOWN. She HISSES.

Possessed Phoebe. Eyes wide open, glassy, dead. Lips peeled back.

But it's the sound of her BREATHING that makes the hair on the back of her neck stand up: a wet, bubbling sound. Like she's choking inside her own body.

PHOEBE

YES! YOU LIED' TO HER! YOU LIED TO
Claire! YOUR LOVE WAS A LIE!
ANDNOW SHE BURNS IN HELL!

She opens her mouth and emits a jet stream of bile.

As he's drenched in the face. Possessed Phoebe begins to laugh at him in a wild, high pitched squeal.

PHOEBE

YOU WANT HER! COME AND GET HER!

(CONTINUED)

CONTINUED: (2)

Possessed Phoebe advances with a stutter-quick step...

Scattering the family into terrified, retreating heaps,
as they fumble in panic for an escape route --

Possessed Phoebe FLINGS herself with a CRASH through the
second floor window.

Claire turns to Frank -

CLAIRE

What the hell she talking about?

Peyton - Still slumped against the door, curled up like a
frightened child.

PEYTON

The cellar.

EXT. FORTENBERRY'S HOME - NIGHT

The wind rushes fog about the place with a fury. A large
moon hangs in the night sky.

Frank staggers painfully around the side of the house and
towards the storm cellar. Growing terror on his tortured
face.

Beat. He uses a key to unlock them, then pries it open.

FRANK

N... No.

Frank is out - in a dead FAINT.

From around the corner, Claire beelines for the open
cellar doors. Shines a flashlight around frantically -

Lying at the bottom is a woman's badly decomposed body in
a white gown.

Claire runs to Frank's semi-conscious body, grabs his
shirt and violently shakes him.

CLAIRE

What the hell have you done?!

Peyton struggles to pull her mother off of Frank. She
drops Frank's moaning head to the floor and backs away
from him, sobbing.

INT. HALSTEAD'S HOME - SPARE ROOM - NIGHT

Dimly lit. Claire has traded her nightgown for a black clergy blouse with a tab collar.

She retrieves an old wooden keepsake box and lays it on a small table. Slowly opens the lid.

Inside; a BEJEWELLED CRUCIFIX. A well-worn LEATHERBOUND BOOK containing the Rites of Exorcism. Oh, and one more thing.

She takes a WHITE CLERICAL COLLAR from the box. Slowly, reverently, she fastens the collar around her neck.

Preparing for battle.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Peyton - shaky, pacing, really fucking freaked out by what just happened.

Just then - Claire hurries in, and she's stunned.

PEYTON

Holy mother of crap!

CLAIRE

There's a lot of things you and your father don't know about me. It's a thing I did right after college. Some people join a band. I joined the Catholic church.

PEYTON

Dad said you were kicked out.

CLAIRE

They asked me to reconsider my vocation because of the exorcisms. The ones without the church approval.

PEYTON

But an exorcism. Can't you just say a prayer? Wave a cross around, sprinkle some water?

CLAIRE

It isn't that simple.

(CONTINUED)

CONTINUED:

CLAIRE

In the old days they call it
charism - and you might have been
burned at the stake.

PEYTON

What do they want?

CLAIRE

What I know about demons is how
they behave. What do I care what
they want? Why do you care? The
point is to get them to leave.

A beat, then -

CLAIRE

We haven't much time.

INT. HALSTEAD'S HOME - JUMP CUTS - MOMENTS LATER

We follow Claire and Peyton moves through the house
blessing the rooms with holy water, and putting blessed
salt around the window sills, and under the door.

CLAIRE

Demonic activity works on a
continuum. The beginning is what
we call infestation. Small acts
that excite fear, knocking,
scratching, things moving. Once
they have your attention, they use
the energy of your fear to
manifest. At that point, you need
a deliverance ritual. Eventually
they can move in and out of a
human body at will. That's when
you need exorcism. If that doesn't
work, they can posses the body
entirely. That's called the point
of no return.

Bang! A thunderous noise terrifies us - banging in a
wind. Claire's eyes follows the sound, it's coming from
the attic.

In a dazed state, Frank staggers in...

FRANK

Wait... I made... a mistake...

CLAIRE

Damn right, you son of a bitch!

INT. HALSTEAD'S HOME - ATTIC - NIGHT

Claire climbs up into this ominous space...The bulb's out, so she uses her flashlight -

The window is open - banging over and over. It stops.

She moves forward across the attic, sweeping the beam from right to left and back again, revealing --

Boxes, old, antique furniture, a birdcage here, an ornate mirror, it's creepy, atmospheric...

Claire pauses, listening--

Someone or something is WHISPERING. Their voices are low, difficult to make out.

CLAIRE

I know you're here.

The whispering abruptly stops. Leaving an eerie silence.

Claire swallows. Suddenly feeling vulnerable. Exposed.

CLAIRE

Come out. Come out. Wherever you are.

No response. Claire starts forward again--

She zeroes in on an old chest in the corner. Claire, with STRAIN, manages to crack its lid up. Revealing --

Claire stumbles backwards, too started to even cry out, as-

There's a horrible, otherworldly ANIMAL SHRIEKING --

Claire staggers back - trips over a box, goes sprawling-- suddenly rolls over, her flashlight near, grips it, makes a low sound of revulsion,

as she shines the light up towards--

ON THE CEILING. Possessed Phoebe. Impossibly splayed out, as if it were the floor, defying the laws of physics...

Then she flips over onto her knees, scurries up and down the walls, spiderlike, terrible--

Then possessed Phoebe drops down, regards Claire for a moment, motionless. She starts to LAUGH DEMONICALLY.

(CONTINUED)

CONTINUED:

Claire throws holy water on her, she begins to growl, her whole face transfigured but somehow still her. She falls to the ground.

CLAIRE

In nomine Dei, impero tibi.

Claire resumes her ritual.

PHOEBE

(mocking)

In the name of God I command you!

CLAIRE

In nomine Christo impero tibi. I bind you satan and all your evil spirits and demonic forces and I command you...

Claire continues throwing holy water on her and she writhes in pain, GROWLING at her and screaming in LATIN.

She approaches possessed Phoebe, trying to get closer. Possessed Phoebe growls at Claire.

CLAIRE

In the --

But she doesn't get to finish, because she's HAULED UPSIDE DOWN, and SWUNG, by invisible FORCES, into a wall. CRASH! Then into the opposite wall. CRASH!

Claire's ping-ponged back and forth, getting the shit beat out of her. It's violent. Scary.

(There's a poltergeist attack in, "Drag me to hell" that we should check out for reference)

PHOEBE

Ubi est tuus Deus!

(laughing)

Where is your God now?

Still UPSIDE DOWN, she smashes back against a mirror, shattering it, now Claire shuts her eyes, clutching the crucifix and bible tight, wills herself to break free...

It works, Claire collapses to the floor in a heap.

In considerable pain, Claire rises up, focuses on the demon before her who looks somewhat disgruntled.

Claire smirks, moves towards Phoebe with the holy water.

(CONTINUED)

CONTINUED: (2)

PHOEBE
 (a different voice)
 My name is Keri Rose...and you
 killed me.

The demon begins to laugh.

PHOEBE
 You killed me...do you want to
 see?

CLAIRE
 I command you to leave in the name
 of all that is holy, I command you
 to leave this child of God.

RUMBLING, SHAKING, GROWLS escalates over the exorcism
 site.

CLAIRE
 Let your mighty hand cast her out
 of your servant so she may no
 longer hold captive this person
 whom it pleased you to make in
 your image...cast her out in
 nomine Pater, Filius, Spiritus,
 sanctus!

As the calamity reaches a crescendo...

There is a mighty ROAR, then... something FLIES out from
 Phoebe's body up towards the ceiling where it leaves a
 charred mark.

Phoebe collapses. Claire rushes towards her.

When she sees that Phoebe is alright, takes her in her
 loving arms...a strange peace descends.

EXT. FORTENBERRY'S HOME - DAY

Just before dawn. Crime scene tape ropes off the area.
 The street hums with police. Floodlights wash the area
 with harsh light.

AN OFFICERS escorts Frank away in handcuffs.

Off Claire on the porch, with her arms wrapped around
 Phoebe and Peyton.

CLAIRE
 You think I hate you, Danni?! I
 gave birth to you.
 (MORE)

(CONTINUED)

CONTINUED:

CLAIRE (CONT'D)

I worry about you and wish for you
and want for you and ache for you
and breathe for you every single
minute of every single day! I AM
YOUR MOTHERRRR!!!

Peyton is awed by her mother's tirade but notices:

PEYTON

I love you too.

END-----..

A ghostly-pale WOMAN, hair frayed and unkempt, stands in the middle of the room. Her features are perfect. Too perfect. Alluring, but hauntingly symmetrical, giving off a grim touch of evil. Claire doesn't see her, but WE DO, and it scares the shit out of us!!

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank's eyes slowly open. He is on his back, on the bed. From his blurred NIGHTMARISH POV, we see --

A NAKED WOMAN, hair hiding her face, her BREATH coming in GASPS. She is STRADDLING a MAN... but this woman is DEAD. Covered in desiccated FLESH; her rotting HANDS are pawing at his chest and face. FLASHES of her gyrating movement - and the slow, shocking realization -

She's fucking him. And the way she's doing it is otherworldly, monstrous, like she's sucking the life out of him.

Despite the corruption of her features, she was a beautiful woman once. Though they are CLOUDED, her EYES are a deep, pale, penetrating BLUE.

Frank groans, struggling.

Her strange cruel eyes lock onto his. Frank is strong, but she's preternaturally stronger.

WOMAN

Fuck your cum into me!

She holds him down, forcing him to come.

And as Frank does, she wraps her fingers around his throat, leans down, WHISPERS SOMETHING into his ear with a deep, evil hiss --

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank awakens with a start, heart hammering, sheets drenched with sweat. Another nightmare. They're getting worse.

MAN

Do you know the house's history?

WOMAN

I did some research.

An impressive, leafy, upper-class home.....

DEWEY

If you know anything that might help us find Josh, now's the time to speak up, Brandon.

WOMAN

I already said, I don't know who took Josh.

DEWEY

Then how can you be sure somebody took him. Couldn't he maybe've just gone off on his own?

Brandon shuts down. It's obvious to both of them the boy's terrified... and probably hiding something. Hillary takes a beat, and a softer approach. Crouches down in front of him.

CLAIRE

Hey, Brandon, my name's Hillary. You and Josh, you're best friends, right? I had a best friend when I was your age; Kim Terwiliger.

Dewey lets out short, barely audible laugh.

CLAIRE

Guess it is kind of a funny name, huh? But you know what's not so funny? She got me through all my book reports in 6th grade. Even wrote a couple for me when I was really in trouble. You and Josh ever help each other out like that?

WOMAN

No. 'Cause that'd be cheating.

(CONTINUED)

CONTINUED:

CLAIRE

Yeah, you got me there. But still, you can probably think of a timelike that, right? When Josh was the only one there for you when you really needed someone? Maybe he, I don't know, stood up for you when the other kids were mean... something, anything he did that made you feel just so grateful you didn't have to go through the pressure of 6th grade all alone.

CLAIRE

You grew up here?

DEWEY

Uh-huh.

CLAIRE

You pretty much no everyone.

DEWEY

You can say that.

CLAIRE

How did you know Keri?

DEWEY

Went to school with her.

CLAIRE

She was promiscuous. Wasn't she?

DEWEY

She got around.

CLAIRE

If you know where he is, tell me.

WOMAN

How would I know?

CLAIRE

Please. You spent the last night with him before he disappeared. There were two people in her bed and I'm guessing one of them was you. That makes you the last to see her.

WOMAN

So...?

(CONTINUED)

CONTINUED: (2)

CLAIRE

So did he seem nervous, did he
talk about anything that was
worrying him?

(abruptly)

You have a husband somewhere?

WOMAN

No - !!

CLAIRE

An angry boyfriend?

WOMAN

No.

CLAIRE

Can you tell me anything else? Any
places he hung out? Anyone
who might have seen him?

INT. HALSTEAD'S HOME - KITCHEN - NIGHT

Phoebe turns on a light and scares herself, catching sight
of herself in a window. She goes to get a drink of water.

She turns off the water and suddenly hears a loud
KNOCKING sound. She drops her glass and is paralyzed with
fear.

Then she starts to move towards the sound.

INT. HALSTEAD'S HOME - LIVING ROOM - NIGHT

She turns on the light and is shocked to see...

The walls are BLEEDING... she reacts with a SCREAM...

INT. HALSTEAD'S HOME - BATHROOM - NIGHT

Suddenly we hear a horrific sound.

INT. HALSTEAD'S HOME - LIVING ROOM - NIGHT

As they come rushing in, the terror escalates,

INT. FORTENBERRY'S HOME - BATHROOM - NIGHT

Claire, hair wet, in a tank and sexy panties, brushes her teeth. Frank shuffles in, comes up behind her, moving his body against hers.

Frank kisses her neck, moves his hips against her, hands sliding up to her breasts.

But Claire's in no mood, brushes him back with her ass.

A cold chill washes over Claire, so cold, her tooth brush drops in the sink. She shivers, wraps herself in a hug, her breath billowing.

Claire comes out the shower stall. Towel and wet hair. She moves to the sink -- brushes her teeth when all of a sudden --

A cold chill washes over Claire, so cold, her tooth brush drops in the sink. She shivers, wraps herself in a hug, her breath billowing.

INT. FORTENBERRY'S HOME - HALLWAY - NIGHT

Claire steps into the hall, checks the wall mounted temperature, it's normal. And it's also warm.

HANNAH. Listless and dazed, still in some hazy state.

Beat. A WOMAN'S HAND slowly enters frame. Filthy, long fingernails. Wears Hannah and Liam's TWO-HEART DASHBOARD CHARM around her wrist. As she gently caresses Hannah's blood-stained hair.

Her HAIR-DRENCHED FACE slips into FRAME. LIPS hovering over

Hannah's ear. As she whispers something sacred and dark..

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Claire and Phoebe are preparing supper. Phoebe is gentle toward her mother now. Janet, though still shaky, has regained most of her usual reserve.

(CONTINUED)

CONTINUED:

Light filters through the gauzy curtains. Eddie and Sarahlie on their sides of the bed. Neither has slept. Summer comes bounding into the room..

Inside. Wow. It's a dream house. Original brick. Original woodwork. We're back in the 18th century. Spacious. Tastefully furnished.

INT. HOUSE - DAY

The walls are littered with MODERN ART, PICASSO'S, DALI'S, CHAGALL. Each piece of furniture is unique in design and has

NO correlation to the next piece. Gifford leads them in --

WOMAN

So where is the gun? It's got to be somewhere. Everything's somewhere.

INT. FORTENBERRY'S HOME - SPARE BEDROOM - DAY

Claire is asleep. Silence and morning sunlight in the room. The mattress DEPRESS next to her, as though someone just climbed into bed with him.

Her eyes SLOWLY OPEN. Nothing. She stirs and settles.

Suddenly... rotting HANDS. Thin and feminine, slowly enter FRAME. Withered fingernails, long as razors. Gently stroking Claire's hair...his hair...

She leaps off the bed, the corpse, vanishing fast enough to make Claire doubt what she saw. And yet, jolted with alarm, Claire knows - she saw something.

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

Claire clears the table. Washes the dishes. Dries them. Stacks them neatly in the cupboard. She pauses to look down at her hands with relief. They're not shaking.

EXT. FORTENBERRY'S HOME - DAY

A new day. The morning sun shines down on the house.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Peyton exits the bathroom. She's just showered. She has a towel wrapped around her as she brushes her hair.

She moves about her room when she sees her CURTAINS are open. She FREEZES. As a chill races down her spine.

She goes to them. Sees the NOSY NEIGHBOR watching her.

Claire pulls the DRAPES closed but not before giving him a "fuck off" look.

INT. FORTENBERRY'S HOME - BATHROOM - NIGHT

Claire, showered, wrapped in a perilously short towel, begins rubbing moisturizer on her face in small circles.

The mirror has completely frosted up. Claire stares at it in bemusement... weeeeird.

She reaches forward and wipes the mirror clean.

A SHADOW flashes in her peripheral vision. She turns, to see--

A WOMAN in a white nightgown emerges from the shadows, The woman's head whips around. Her face hidden in shadow, little more than a silhouette.

Claire involuntarily stumbles back from her.

She rushes Claire. Her movements jerky, otherworldly stutter steps. Claire backs from her - finds herself against the wall.

Claire catches a glimpse of the woman's face. She looks like Keri Rose. The resemblance is unnerving.

INT. FORTENBERRY'S HOME - FAMILY ROOM - NIGHT

Coming from upstairs, Claire's terrible, ragged SCREAMING! Frank LUNGES out of his chair--

FRANK

Claire?!

(CONTINUED)

CONTINUED:

As Frank takes the steps two at a time, Claire's screaming abruptly snuffs out.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank explodes into the bathroom.

Claire's stands there - draped over the sink, ill. She looks a little haggard -

FRANK

What happened?

They stare into each other's eyes for a pregnant moment then she ushers him out, and slams the door in his face.

Extra scenes to use in purple.....

INT. FORTENBERRY'S HOME - FRONT ROOM - NIGHT

A small spare room. Moving boxes are stacked about. Claire digs through one. She's on the hunt for something. And it has her angry.

From the open doorway, Frank appears. He watches his wife as she slings things about in her search.

FRANK

Need help?

The haunted page 28

Virgil sighs, goes to close the windows, one by one, when He hears a stir of DESPERATE WHISPERS. Disembodied, faint, coming from somewhere in the walls.

Virgil turns, eyesdarting across the empty room, a

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

Ellis clears the table. Washes the dishes. Dries them. Stacks them neatly in the cupboard. He pauses to look down at his hands with relief. They're not shaking.

Virgil lies panting beside Annalynn, post-coitus. He pullshimself up. Gets dressed. She watches him put on his shoes.

Virgil freezes for a second. A searing guilt hits him. Without a word, he leaves the apartment.

INT. FORTENBERRY'S HOME - NIGHT

Claire climbs the stairs, and checks on Peyton. Fast asleep. Then checks on Phoebe, also asleep. She smiles.

Claire crosses to their BEDROOM.

Lies down in bed next to Frank. Frank stires.

She watches her husband sleep, as we FADE TO...

Behind him, through the window, a FIGURE SLOWLY UNFOLDS ITSELF from the tree outside.

A nightmarishly contorted MAN. His head set at an irregular

angle, his body inhumanly TWISTED. His eyes are tiny little

points, burning with a SINISTER HUNGER.

This is THE BROKEN MAN. With his back to the window, Virgil

doesn't see as --

The Broken Man unhinges his jaw, revealing knife-like teeth.

And IMPALED in those teeth - TINY LEGS, MINIATURE ARMS - thechewed-off limbs of small children.

The Broken Man suddenly CRUNCHES down on them.

RACK FOCUS back to Virgil, as the hairs on the back of hisneck stand up. He heard it. He turns, just as --

The Broken Man DROPS out of sight, vanishing fast enough tomake Virgil doubt what he saw. And yet, jolted with alarm, Virgil knows - he saw something.

He goes to the window, unnerved. Looks down, scanning theground below. Bushes, trees, shadows. Nothing. And then, fromsomewhere behind him -- BAM.

Virgil SHOUTS, WHIPS his head back, to see --

Incensed, SHOUTING at whatever's out there to, Leave hisfamily alone. Suddenly, the Father falls silent.

(CONTINUED)

CONTINUED:

He startswrithing, TEARING at his clothes, RIPPING THEM OPEN, to

reveal: a hoard of INSECTS crawling up his skin underneath.

They SWARM to his face, obscuring his features, just as --

An unseen force suddenly LIFTS the Father into the air, DRAGS

him up the stairs, and HURLS him through a broken window. The

camera CUTS to --

- A series of quick SHOTS. Ray and Mary RUNNING, through thenight, indistinct terrifying SOUNDS all around them. CUT TO --

- Ray pulling a BODY from a creek. It's the Father. Broken.Dead. His face eaten by the insects.

 Juno and the Buff Guy are in the throes of a hookup. Her buttis on the sink, legs wrapped around him. Finally letting herself go -- when the Buff Guy looks at her and FREEZES...

INT. FORTENBERRY'S HOME - HALLWAY - NIGHT

Claire wanders out in robe, staring down a half-lit hall. New stir of eerie WHISPERS.

Moving toward them, Claire spots the door to a SPARE BEDROOM partially open. Slight view of Frank, pacing and agitated.

Frank's eyes SLOWLY OPEN for a long tense beat. Nothing. He looks back over his shoulder...

Keri's GHOST lunges at him. Rotting, terrifying. He leaps off the bed, but there's no one there.

(CONTINUED)

CONTINUED:

Julia starts back toward her car when -- a DARK SHAPE LOOMSUP behind her; quiet as a panther, and every bit as dangerous:

CLAIRE

Humans can dreamwalk using African Dream Root, or as a result of innate abilities. Angels and some demons can enter dreams at will.

CLAIRE

What is a Dreamwalker? They are the rare few who, as Mary Summer Rain describes them, are "led by the spirit," have "shed the yoke of desire and self-want," and have discarded the need for material gain and all evidence of negative thought. Without any personal goals, they travel the path of knowledge and go where the spirit of truth leads them

A young resident, DR. SARAH FULLER, 28, heads down the hallway. A determined woman. Bright and cheerful -- she's exactly the doctor you want taking care of you. She cares.

CLAIRE

Did you hear me? This girl disappeared that night. We have you on tape staring at the beach where she went missing. Did you see what happened to her?

MAN

At least we got one of the best homicide detectives now.

INT. FORTENBERRY'S HOME - DEN - NIGHT

Claire is making up the couch to sleep on. She spreads a sheet and blanket across it when Frank enters..

EXT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank, eyes closed.

Suddenly... rotting HANDS. Thin and feminine, slowly enter FRAME. Withered fingernails, long as razors. Gently stroking his hair...

INT. FORTENBERRY'S HOME - DEN - NIGHT

As he screams himself awake. He's sitting in a Lazy-boy chair. Frank halts his scream, getting control of himself.

He rises, agitated, trying to calm himself down. He takes a deep, deep breath. Shakes his head. He's being silly,

Susan walks through the hallway. She hears a strange scraping sound -- it sounds as though something is being dragged.

Susan turns around, but the hallway looks normal. Is it just her imagination?

The hallway is chilly -- Susan shivers.

INT. FORTENBERRY'S HOME - SPARE BEDROOM - NIGHT

Frank is asleep. Silence and darkness in the room. The mattress DEPRESS next to him, as though someone just climbed into bed with him.

Frank's eyes SLOWLY OPEN for a long tense beat. Nothing. He looks back over his shoulder...

A rotting, terrifying corpse, vanishing fast enough to make Claire doubt what she saw. And yet, jolted with alarm, Claire knows - she saw something.

A GHOST lunges at him. Rotting, terrifying. He leaps off the bed, but there's no one there.

EXT. FORTENBERRY'S HOME - DEN - NIGHT

Frank is asleep in the sofa bed. Silence and darkness in the room... the mattress DEPRESS next to him, as though someone just climbed into bed with him.

Frank's eyes SLOWLY OPEN for a LONG TENSE BEAT.

Nothing. After a few long seconds... He rolls over.

A GOST lunges at him. Rotting, terrifying. He leaps off the bed, but there's no one there.

Frank, agitated, trying to calm himself down. He takes a deep, deep breath. Shakes his head. He's being silly, as we PULL BACK TO REVEAL --

(CONTINUED)

CONTINUED:

The woman, sitting mute - in the darkness, but he doesn't notice her until ---

Finally, Frank glances back-- eyes widen. GASPS -- But she's VANISHED.

INT. FORTENBERRY'S HOME - FAMILY ROOM - NIGHT

Frank and Claire's nude bodies thrashing on the sofa in the semi-darkness... she thrusts up, burying her face in his neck to muffle her moans. She's a SCREAMER.. his moonlit back beaded in sweat. Claire subsides back on the sofa, opens her eyes --

Jeff's transfixed face. His eyes are wide open, rigidly staring into space, entranced.

CLAIRE

What are you thinking about?

For a moment he doesn't hear her, then, the entranced look dissipates

FRANK

God, Jesus, crucifixions.

He rolls off, slides down to the floor, his back against her legs..

CLAIRE

Well, just as long as it wasn't another woman.

Nevertheless it was an odd thing to say as she surveys his face in the darkness, she slides off the sofa, joins him on the floor leaning back against the sofa.

CLAIRE

As a rule, do you usually think about Christ and crucifixions under sexual stress?

He's sweating profusely and is white as a ghost as he inches

closer to the crucifix

Just then, SOMETHING DARK SCUTTLES between them and us. They hear it, too, spinning. They hit us with a flashlight.

An empty hall, creepy.

(CONTINUED)

CONTINUED: (2)

They continue on. Cautious.

She is no longer dead. She's 20s, a redhead, a vision of beauty. She is KERI ROSE, the woman Frank had an affair with.

WOMAN

Please Frank, help me. I love you,
please don't hurt me

Claire's cellphone-- the screen reads "Peyton." From O.C., sounds of SWEATY, NASTY SEX LEADS US ACROSS THE MESSY ROOM TO Claire in bed with a lovely blonde woman, a slutty girl, LOLA. After the crowning moment, Claire rolls off, lie back...S

The long-dead CORPSE of ERNST HAECKEL!

A false vision begins to flash before Claire's eyes... she can't fight it. She's drawn.

FLASHBACK

Of Keri's head going under the water...Claire is standing over her, holding her down..her eyes popping open and she smiles at Claire...she's under the spell of this false memory, or is it?

There's a sense that if Claire goes all the way into it, she could DIE and she hears a girl's voice(Phoebe's) voice as if from the bottom of a well...

PHOEBE (V.O.)

Mom...don't listen...don't listen
to her...

And in the flashback Claire steps back and say to Keri

CLAIRE

No, you lie!

RESUME SCENE

Claire wills herself back to the present, even more determined to finish it...

(CONTINUED)

CONTINUED: (3)

The lights in the entire house are abruptly dark.

She is no longer dead. She's 20s, a stunning redhead, a vision of beauty. She is KERI, the woman Frank had an affair with. Tears roll down from her eyes

WOMAN

Please Frank, help me. I love you,
please don't hurt me

WOMAN

You promised me we'd always be
together. You swore to me
*Of Keri's head going under the
water...Frank is standing over
her, holding her down..her eyes
popping open and she smiles at
Frank...*

At first it seems she is sitting on the wet grass, her face and chest FLUSHED, her BREATH coming in GASPS. Her CRIES aren't of anguish, but of PASSION. And her bouncing, rolling MOVEMENT betrays the source of her passion:

She is STRADDLING a MAN... but this woman is DEAD. She is covered in desiccated FLESH; her rotting HANDS are pawing at his chest as she rides him.

This is KERI. Despite the corruption of her features in death, we can tell that she was a beautiful woman. Though they are CLOUDED, his EYES are a deep, pale, penetrating BLUE. She WRITHES up and down on the corpse, passionately coupling with the man she loves most.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank's eyes slowly open. He is on his back, on the bed. From his blurred NIGHTMARISH POV, we see --

A NAKED WOMAN, hair hiding her face, her BREATH coming in GASPS. She is STRADDLING a MAN... but this woman is DEAD. Covered in desiccated FLESH; her rotting HANDS are pawing at his chest and face. FLASHES of her gyrating movement - and the slow, shocking realization -

She's fucking him. And the way she's doing it is otherworldly, monstrous, like she's sucking the life out of him.

(CONTINUED)

CONTINUED:

Despite the corruption of her features, she was a beautiful woman once. Though they are CLOUDED, her EYES are a deep, pale, penetrating BLUE.

Frank groans, struggling.

Her strange cruel eyes lock onto his. Frank is strong, but she's preternaturally stronger.

WOMAN

Fuck your cum into me!

She holds him down, forcing him to come.

And as Frank does, she wraps her fingers around his throat, leans down, WHISPERS SOMETHING into his ear with a deep, evil hiss --

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank awakens with a start, heart hammering, sheets drenched with sweat. Another nightmare. They're getting worse.

A NAKED WOMAN, her face and chest FLUSHED, her BREATH coming in GASPS. Her CRIES are not of anguish, but of PASSION. And her bouncing, rolling MOVEMENT betrays the source of her passion: She is STRADDLING a MAN... but this woman is DEAD. Covered in desiccated FLESH; her rotting HANDS are pawing at his chest and face. FLASHES of her gyrating movement - and the slow, shocking realization -

She WRITHES up and down, Passionately coupling with the man she loves most. And the way she's doing it is otherworldly, monstrous, like she's sucking the life out of him.

Alan winces. Yanks his hand away. Keeps thrusting. The next time Anne moans, his hand closes around her throat. Her eyes open suddenly. She gazes up, more in confusion than alarm, at his weirdly impassive face. She tries to speak, but his hand is jammed too tightly under her chin. Alan thrusts away. With his free hand he fishes around in the bedclothes and finds - God knows how it got there - an enormous CLASP KNIFE. He flicks it open, holds it up so that Anne can see its enormous glinting blade.

Her arms and legs flail, but she's pinned underneath him, helpless

(CONTINUED)

CONTINUED:

Abbey's ghost, looking young and beautiful, stands in the doorway.

A

Frank grabs a growbar-- swings it into the woman-- and she explodes into a PLUME of BLACK SMOKE..

Frank watches the smoke escape the room, then --

A young woman in a white nightgown emerges from the shadows, red hair hanging in her eyes--

Frank wakes up with a GASP! He's slumped on the sofa. It was a DREAM or was it?

INT. CATHOLIC CHURCH - DAY

An empty church, but for a couple of people sitting in the pews, staring at the altar. Claire genuflects, then heads toward the confessional booth.

INT. CONFESSIONAL BOOTH - CONTINUOUS

Claire crosses herself.

CLAIRE

Bless me father for I have sinned.
It's been...I don't know...a long
time since my last confession.

The PRIEST speaks from behind the grate.

PRIEST

Tell me the since you're sorry
for.

CLAIRE

Let's see... I swear all the time,
I don't pray, I don't even
meditate. Oh, and back when I was
a priest, I fell in love and had
an affair with a woman.

EXT. FORTENBERRY'S HOME - BACKYARD - NIGHT

LURKING POV... Peering into the kitchen window as

(CONTINUED)

CONTINUED:

Claire in a tank and panties saunters into the kitchen, grabs a bottle of Vodka from a cabinet.

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

Claire drops ice cubes into a tumbler... followed by a healthy splash of Vodka.

A CREAKING GROAN, the walls bulge ever-so-slightly, china rattles on shelves.

She spins around... grabs an ice-pick... nothing's there.

INT. FORTENBERRY'S HOME - DEN - NIGHT

Claire appears in the doorway, clutching the ice-pick. The DEN is in darkness. She steps wirly into the middle of the room.

A FAST MOVING POV: towards Claire, brushing past her, then again and again-- she reacts by spinning around, seeing nothing but getting spooked.

She moans softly, backs away,

A HAND SLAPS DOWN on Claire's shoulder. She spins around with a YELL, raising the ice-pick.

The lights come on, to find --

FRANK FORTENBERRY, 38, stands there, bookish, with prominent spectacles that make him look even more like bully-bait.

FRANK

Whoa, babe.

Upon realizing that it is her husband, she catches her breath sharply in relief, but agitated.

CLAIRE

You scared the shit out of me.

FRANK

I'm sorry. Did my snoring keep you up?

EXT. FORTENBERRY'S HOME - NIGHT

Hoot. Hoot. A Owl coos unseen. The WIND RUSTLING dead leaves in a HUSH. Dark, creepy, from early morning mist.

INT. LOFT - DAY

We're inside an ARTISTS LOFT...as we moves past a range of tools and artowrks-- oils, sketches, digital prints-- we catch an oblique sense of their subjects; bright and dark surrealist landscapes...some Edenic, some almost hellish...

MAKING OUT BY AN EASEL,

Frank bolts upright in bed, panting, drenched with sweat. He gets up, stumbles into the bathroom. Drinks directly from the faucet. His hands are shaking.

He stares at his reflection in the mirror. Trying to convince himself that it wasn't real. That it was only a nightmare.

INT. DARK ROOM - NIGHT

CANDLES flicker, INCENSE burn, Two EERIE FACES loom in the dark around the candle's flame's.

PHOEBE, 10, bubbly and adorable, and PEYTON, 16, slightly Goth(*think Ally Sheedy in the Breakfast Club*).

Their hands on a pointer which slides across the spirit board.

Peyton yanks her fingers off and away from the pointer.

PEYTON

Did you push it?

PHOEBE

No.

PHOEBE

Is there a spirit with us?

Phoebe's fingers, resting on the pointer, suddenly slides across the spirit board, landing on "Y E S".

PHOEBE

You saw it, right?

PEYTON

I think so, yeah.

PHOEBE

How many of them present?

(CONTINUED)

CONTINUED:

The little plank moves to read a "1".

PHOEBE

If there is a presence among us
may we know your name?

Peyton and Phoebe stare at the spirit board. Nothing happens. Phoebe looks disappointed.

With Phoebe's fingers still on it-- the pointer slides from the number "1" across the board then moves quickly back to the letter "C".

PHOEBE

It did it again. It moved.

Phoebe takes her hands off the pointer, it continues to move, only faster, landing on the letter "E."

They try not to freak.

Peyton grabs a pen, some paper, jots down the letters, as the pointer zig-zags across the alphabets, finally resting on the letter "R."

PHOEBE

Now what?

PEYTON

C E L L A R.

PIPER, 10, bubbly and adorable, and PEYTON, 16, slightly Goth (*think Ally Sheedy in the Breakfast Club*) playing with a spirit board. Their hands on the wooden pointer which slides around the board...

Technically this is fine methinks. I get who the protagonist is and what he has to do.

Um, consider getting rid of "product." "only investor" sounds vague. So...who is this investor? Some Billionaire? A rouge element of the government? What I'm getting at -- I'm looking for something with a bit more oomph! JMHO.

[i]An inexperienced businessman is forced to choose between allowing his only investor to torture the startup's artificial intelligence [s] product[/s] or hold to his ethics and risk losing the company.[/i]

Peytonfully a few other's will eventually chime in to offer much better advice. Best of Irish luck![b]-A[/b]

INT. HOME - NIGHT

Claire studies a report and a MISSING PERSON PHOTO of KERI, 20s, a pretty blonde.

Sweating, KERI, a buxom blonde in her 20s, rolls over onto her back, naked. She is lying on a bed.

A man in his early 40s, ERIK Harsen, lies next to her. They both stare silently up at the ceiling. Erik is somewhat out of breath. Neither of them looks particularly satisfied.

Talia abruptly sits up, pads naked to the bathroom.

A DARK FIGURE is now standing DIRECTLY BEHIND ERIK, only about a foot away. Its face is not visible in the darkness.

INT. BATHROOM - NIGHT

A MAN steps into frame behind the woman. Sensing another presence, she spins around. Her initial fear fades to recognition - she knows this person.

WOMAN

What're you doing here?

She kisses him, turns back. Without warning, a KNIFE, it's raised in response. The woman's surprise turns to confusion. Before she can respond, the knife plunges downward. Her screams are drowned out by THUNDER.

BAM! A hand covers her mouth from behind, and a KNIFE IS DRIVEN INTO HER SIDE..

Claire hesitates - Is she going to tell them the truth? Or is she going to lie further?

CLAIRE

We have one, or two around her already. We don't need another!

The sisters find their mother's offhanded remark 'odd.

Helen shivers in the cold night air and glances around at the desolate scenery. The WIND HOWLS lightly over the sound of CRICKETS CHIRPING all around them.

Frank paces madly, smoking a cigarette. Sweating.

(CONTINUED)

CONTINUED:

CLAIRE

Why did you do it? Why did you
kill her?

'CLAIRE FORTENBERRY, pushing 40, a hard-working but beaten down soccer mom, is waltzing in the semi darkness of the bedroom. She wears a tank and sexy panties whose figure inspires all the boys' fantasies, but her wry half-smile and direct way of looking at people make her a bit unsettling

"Michigar,

State University" sweatshirt. She hums melodically to the music as she moves. Around her neck is draped a delicate silver necklace.

The milky eyed possessed figure of HENRIETTA jolts quickly into the frame, and shrieks in the voice of a demon! Raymond Knowby screams. He drops the microphone.

Once again fully possessed, and speaking in the voice of the demon. Her eyes again white, her flesh, rotten..

PHOEBE

YES! YOU LIED' TO HER! YOU LIED TO
Claire! YOUR LOVE WAS A LIE!
AND NOW SHE BURNS IN HELL!

She opens her mouth and emits a jet stream of bile.

As he's drenched in the face. Possessed Phoebe begins to laugh at him in a wild, high pitched squeal.

A WOMAN in a white nightgown emerges from the shadows, her head whips around. Her face hidden in shadow, little more than a silhouette. Eyes flashing.

He barely has time to react, she charges him. He screams.

As the woman VANISHES inches from Jeff's hapless face.

He collapses to the floor in a heap, he's stunned, and in need of new underwear.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

There are pictures of their daughter's, Peyton and Phoebe, all around.

EXT. FORTENBERRY'S HOUSE - NIGHT

The WIND PICKS UP AROUND THE HOME, blowing trees. Some unearthly presence. Frank reacts to it, spooked. Even Claire is uneasy. Her instincts tingling. Sensing something.

INT. BLUE COLLER BAR - DAY

Sleepy joint. It's late, not too many customers either.

CLAIRE

Sometimes it only takes a small indiscretion...

FRANK

Why isn't the whole world possessed.

CLAIRE

Demonic activity requires a perfect storm. The secret, the energy needed to keep it, exchanging one reality for another, that's how it starts. Then it needs an oracle, the focus on the occult, the fear,, the denial. All the pieces fell into place..

CLAIRE

But she couldn't possess me - so she settled for Phoebe.

INT. FORTENBERRY'S HOME - BATHROOM - DAY

Claire is humming to herself in the shower - steam fills the glass stall as she lets the water cascade over her head and shoulders.

The water pressure suddenly dies. Claire frowns and adjusts the nozzle

Thunder. Lightning. The lights go out and the house is pitched into darkness.

(CONTINUED)

CONTINUED:

MAN

You have an artist's eye. Not only was your design practical and efficient, but something about it was primal, almost passionate -

On that word, Claire experiences a...

FLASH - A door flies open and Claire and Keri enter a tiny studio apartment, passionately making out. The decorations sparse but tasteful.

BACK TO REALITY - Though it was clearly a figment of Claire's imagination, she is still rattled.

Phoebe pauses, stunned, then collapses and seizes like an epileptic. Claire moves forward immediately.

Claire's anointing Phoebe with oils and incantations as she chants something unintelligible in Latin.

=====

CLAIRE FORTENBERRY, pushing 40, a hard-working but beaten down soccer mom in a tank and sexy panties whose figure inspires all the boys' fantasies, but her wry half-smile and direct way of looking at people make her a bit unsettling

CLAIRE FORTENBERRY, pushing 40, yoga-slim, triathlon fit, in a tank and panties, drops ice into a tumbler... followed by a healthy splash of Vodka.

CLAIRE FORTENBERRY, pushing 40, in a tank and panties whose figure inspires all the boys' fantasies, drops ice into a tumbler... followed by a healthy splash of Vodka.

CLAIRE

What do you know about Ouija boards?

(CONTINUED)

CONTINUED: (2)

MAN

Not a lot, why?

CLAIRE

I found one in Mom's
boudoir...looks like you got
yourself a direct line contact to
her dead girlfriend

40's, handsome in a dissolute, Dorian Grey kind of way-
The monstrous spirit of a slain janitor seeks revenge by
invading the dreams of teenagers whose parents were
responsible for his untimely death.

INT. STATE PENITENTIARY - DAY

CLAIRE FORTENBERRY, 40, a paralegal in a cheap skirt
suit, Think Erin Brockovich -- white trash with class,
drive, and a touch of education.

As she's lead through a series of BARRED DOORS, that open
and clang shut, jarring, as she passes through...Her legs
look scrumptious and the pumps set it off.

INT. VISITING ROOM - DAY

Claire sits on a stool, at a mounted steel table. Nervous
as hell. As she watches--

JEB BURROUGHS, 40, enters the room. Prison jumpsuit,
bland face, glasses; *"the quiet neighbor type."* He's
cuffed. GUARDS stationed at the walls, keep a close eye,
as Burroughs sits.

CLAIRE

Thank you for seeing me.

JEB

I don't get many visitors. You a
law student or something?

CLAIRE

I'm a paralegal. I was hoping for
some information.

JEB

About what?

CLAIRE

The Fulton house.

Burroughs TENSES. His face hardens into granite.

(CONTINUED)

CONTINUED:

JEB
We're finished here.

With that, he rises and is lead out.

INT. DARK ROOM - NIGHT

Claire scans the place...the door EASES SHUT, it's on some kind of spring. She doesn't really notice until...

Her flashlight FLICKERS, then goes out. Plunging her into near-darkness, the only light in the room is moonlight seeping from a tiny window.

CLAIRE
Dammit!

She shakes it, hoping the light will come back on when the door opens behind her. She turns to see a SILHOUETTED WOMAN in the doorway.

CLAIRE
Hey, sweetheart, couldn't take it, huh?

She doesn't say anything, lets the door eases shut behind her. Saunters towards Claire in the dark.

CLAIRE
Hey.

Claire is surprised as the woman slips into her arms... and begins MAKING-OUT passionately. Really passionately. Both silhouetted now in the faint moonlight.

When we hears from a distance away--

WOMAN
...Claire? Claire, where are you?

With Claire as she hears this...and realizes it's not Claire he's kissing. *Oh, shit!*

TERROR shows on her face. She pulls back from her embrace to see who it is, in the moonlight.

A YOUNG WOMAN...a SPIRIT whose face is a rotting DESK MASK. Claire GASPS in HORROR!

EXT. FORTENBERRY'S HOME - NIGHT

Angry STORN CLOUDS fill the sky. RED LIGHTNING flashing.

(CONTINUED)

CONTINUED:

A old, creepy Dutch Colonial in a torrential downpour. Large drops of rain whipped by heavy winds pelt the windows.

INT. FORTENBERRY'S HOME - BASEMENT - NIGHT

FRANK FORTENBERRY, late 30's, at the table. He looks awful. Dark circles beneath red-rimmed eyes. He's holding a glass of Jim Beam (he drinks it neat).

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Our couple continues to make love, as Peyton's SCREAMS echoes in the hall -- almost drowned out by Claire's moans-- only Frank hears it

INT. FORTENBERRY'S HOME - KITCHEN - DAY

She enters from the garage, arms loaded with groceries and a new garden hose.

CLAIRE

Peyton...? Help...

Her daughter, PEYTON, 14, cool look; has an original take on grunge punk, nothing extreme, is doing homework at the kitchen table, comes over to help.

CLAIRE

Thanks...

As Claire and Peyton drop groceries on the kitchen island, Claire sees PHOEBE, bubbly and adorable, outside on the patio.

INT. HALSTEAD'S HOME - BATHROOM - DAY

Steam fills the bathroom like a dense fog.

Claire exits the shower and wraps herself in a perilously short towel, slowly enough that we see that she is one fabulously put together woman

She stands in front of the mirror, wipes the condensation away with a towel when --

(CONTINUED)

CONTINUED:

WOOSH -- a FEMALE SHAPE moves past them in the mirror.

Claire spins around, rattled. There's no one there.

In the stall, Claire's blurry form, showering behind somewhat FOGGY GLASS... Her hands move over her body, languidly, sensually,- it's erotic.

Frank, a towel around his waist, shaves.

She glances at him as they talk. Sensing his tension, she leans in, softly smiles.

But he doesn't get to finish, because he's HAULED UPSIDE DOWN, and SWUNG, by invisible FORCES, into a wall. CRASH! Then into the opposite wall. CRASH!

He's ping-ponged back and forth, getting the shit beat out of him. It's violent. Scary. *(There's a poltergeist attack in, "Drag me to hell" that we should check out for reference)*

Still UPSIDE DOWN, he smashes back against a mirror, shattering it, now he sees with his eyes --

The real GHOST OF KERI ROSE IS RIGHT OVER JEFF'S SHOULDER, in all her pale, awful glory

He spins - she backhands him - he goes sailing into the wall. Oof!

A FIGURE in a white nightgown emerges from the shadows, crawling on all fours, hair hanging in her eyes--

Claire makes a low sound of revulsion, backs away--

The woman's head whips around. Her face hidden in shadow, little more than a silhouette. Eyes flashing.

Jack barely has time to react, before...

The figure RISES to her feet, seemingly defying the laws of physics, like she's being lifted by an invisible tether--

She advances on him. Frank backs away in terror, until he hits the wall. She is on him a split-second later, one hand on his THROAT, the other on his CROTCH, pinning him--

Frank tries to pry her off, but she's fiendishly strong--

CLAIRE

Stop it!

(CONTINUED)

CONTINUED: (2)

With a tremendous effort, Frank hurls her aside.

She tumbles to the floor. Her breath HITCHING, coming in ragged gasps...that soon turns to LOW, GUTTURAL LAUGHTER.

Her head swivels around, gazing up at him, that ghoulis smile splitting her features, eyes feverish with hatred-

She leans in closer, eyes flashing with malicious glee. We can't tell whether she's about to kiss him or tear his throat out. We just know that she's utterly terrifying.

Phoebe lies bound on a bed, breathing easily, sniffing.

Who at that instant JERKS her head up and it's worse than anything we saw earlier on her. Deep possession worse.

PHOEBE

(possessed)

Die!

KERI -stutter stepping towards him. pale, grimy face, dark circles under her eyes. She looks awful, horrifying. With an awful shriek --,

WOMAN

Naughty.

INT. HALSTEAD'S HOME - NIGHT

AND QUICK IMAGES FLASH THROUGH HIS MIND;

A WOMAN in a white nightgown emerges from the shadows,

The woman's head whips around. Her face hidden in shadow, little more than a silhouette. Eyes flashing.

He barely has time to react, she charges him. He screams.

As the woman VANISHES inches from Jeff's hapless face.

He collapses to the floor in a heap, he's stunned, and in need of new underwear.

A FIGURE in a white nightgown emerges from the shadows, crawling on all fours, hair hanging in her eyes--

Claire makes a low sound of revulsion, backs away--

The woman's head whips around. Her face hidden in shadow, little more than a silhouette. Eyes flashing.

(CONTINUED)

CONTINUED:

Jack barely has time to react, before...She charges Jeef. He screams.

As she VANISHES inches from his hapless face. Frank collapses to the floor in a heap.

It's over, silence. Stillness.

Frank is stunned, and in need of new underwhere.

INT. STATE PENITENTRY - DAY

Claire, 40, in a cheap skirt suit, at the Registration Station, dumping the contents of her pockets in trays.

CLAIRE, 40, a paralegal in a cheap skirt suit. Think Erin Brockovich -- white trash with class, drive, and a touch of education. Her legs look scrumptious and the pumps set it off.

Gets getting patted down at the Registration Station

CLAIRE FORTENBERRY, 40, in a cheap skirt suit, sits on a stool, at a mounted steel table. Think Erin Brockovich -- white trash with class, drive, and a touch of education. Her legs look scrumptious and the pumps set it off.

CLAIRE FORTENBERRY, 38, a hard-working, but beaten down soccer mom in a cheap skirt suit. Think Erin Brockovich -- white trash with class, drive, and a touch of education.

Her legs look scrumptious and the pumps set it off.

CLAIRE FORTENBERRY, 40, in a cheap skirt suit, climbs out. Think Erin Brockovich -- white trash with class, drive, and a touch of education. her legs look scrumptious and the pumps set it off.

getting patted down at the Registration Station.

Fully autumn. Dark skies, leafless trees, EVERYONE bundled.

CLAIRE

You'd think if we mixed in a little fucking between all the fighting, it wouldn't be so bad.

WOMAN

Touch yourself. Nothing wrong with a good old-fashion clitoral orgasm.

(MORE)

(CONTINUED)

CONTINUED:

WOMAN (CONT'D)

And if he's having an affair,
maybe you should consider having
one.

INT. MASSAGE PARLOR - DAY

NEW AGE music plays softly, a cheap fountain tinkles in
the corner.

BETH LASSATER, pushing 40, lies on a massage table, naked
but for a towel covering her ass. A little weather
beaten, probably someone's mom, still a MILF

BETH LASSATER, pushing 40, a hard-working but beaten down
soccer mom lies on a massage table, naked but for a towel
over her ass whose figure inspires all the boys'
fantasies. I

NGRID, a SEXY MASSEUSE, naked, silk robe hangs open,
works her upper back.

CLAIRE

Ah, ah, there it is. Right there.
That's it that's it -- God that
feels good.

WOMAN

I thought you'd be more relaxed.

CLAIRE

What can I say, I wear my stress.

WOMAN

Umhm. I could cleanse your auru if
you like. It looks muddy.

Claire gives her a playful "fuck you" look, as she rolls
onto her back, Keri recovers her with the towel...

let's her robe fall.. BAD BOY missingscript pg37

Claire barely has time to react, she charges Claire.

*She screams. As the woman VANISHES inches from Claire's
face's hapless face.*

*He collapses to the floor in a heap, he's stunned, and in
need of new underwear. THE THING (IKE) disappearing around
a corner.*

(CONTINUED)

CONTINUED:

And to reveal - the face of a FAT GHOST CLOWN GRINNING back at her. Claire Gasps. Holy Shit!

She stands in front of the mirror, wipes the condensation away with a towel when --

Claire, just out of the shower, wrapped in a perilously short towel, slowly enough that we see that she is one fabulously put together woman

EXT. FORTENBERRY'S HOME - NIGHT

Claire moves around to the side of the house to a pair of LOCK STORMCELLAR DOORS in the side.

Claire pops the lock. She opens the doors.

INT. FORTENBERRY'S HOME - KITCHEN - DAY

Claire starts unloading groceries..

PHOEBE, 9, bubbly and adorable, is doing homework at the kitchen table -- eating a BIG ICE CREAM SUNDAE. Messily.

Claire reacts, scowling. On Phoebe, licking the spoon...

CLAIRE

Excuse me.

Phoebe looks up, to see her mother and Peyton.

CLAIRE

It's none of my business, but --

PHOEBE

You're right, it's not. Leave me alone.

Her voice is flat and ADULT. She takes another bite. Claire FROWNS- doesn't like her daughter's tone.

Possessed Phoebe moves on top of him with SUPERHUMAN SPEED, KNOCKING HIM TO THE FLOOR.

Frank is suddenly thrown against the wall. Pinned by an invisible force, his feet dangling off the floor, as Possessed Phoebe raises her hand and he starts choking.

(CONTINUED)

CONTINUED:

Claire moves to help him, but this time with a wave of a possessed Phoebe's hand it FLIES away, as Claire is now thrown against the wall too. Pinned by her invisible force

PEYTON

Stop it!

Possessed Phoebe begins SCREAMING and BARKING. SCATTERING Peyton and Frank into terrified, retreating heaps.

Possessed Phoebe WHIPS her head around, when she speaks, her voice is an INHUMAN ROAR, impossibly loud, like the sound of a jet turbine spinning up.

Possessed Phoebe grabs onto Frank and FLINGS him against the wall with supernatural force. OOF!

CLAIRE

Stop it!

Phoebe slumps to the floor, still in thrall of what's possessing her. Claire kneels over Phoebe who relaxes.

INT. HALSTEAD'S HOME - SPARE ROOM - NIGHT

The room is dark. Peyton lifts a flashlight.

UNPACKED MOVING BOXES -- a twin bed and that's about it.

Claire hurries in, lays Phoebe down. Gesture's hurriedly -

Peyton hands her a couple of belts. Claire proceeds to bound Phoebe to the bed.

INT. FORTENBERRY'S HOME - KITCHEN - NIGHT

Frank, at the table. He looks awful. Dark circles beneath red-rimmed eyes. He's holding a glass of Jim Beam (he drinks it neat).

His wife, CLAIRE FORTENBERRY, 38, a hard-working, but beaten down soccer mom in tank and sexy panties, is beside him, holding his hand.

INT. DARK ROOM - NIGHT

FRANK FORTENBERRY, late 30's, scans the place...the door EASES SHUT, it's on some kind of spring. He doesn't really notice until...

(CONTINUED)

CONTINUED:

His flashlight FLICKERS, then goes out. Plunging him into near-darkness, the only light in the room is moonlight seeping from a tiny window.

FRANK

Dammit!

He shakes it, hoping the light will come back on when the door opens behind her. He turns to see a SILHOUETTED WOMAN in the doorway.

FRANK

Hey, hon, couldn't take it, huh?

She doesn't say anything, lets the door eases shut behind her. Saunters towards Claire in the dark.

FRANK

Hey.

Frank is surprised as his wife slips into his arms... and begins MAKING-OUT passionately. Really passionately. Both silhouetted now in the faint moonlight.

When we hears from a distance away--

CLAIRE

...Frank? Frank, where are you?

With Frank as he hears this...and realizes it's not his wife he's kissing. *Oh, shit!*

TERROR shows on his face. He pulls back from her embrace to see who it is, in the moonlight.

gain. He stops. Warily opens the

autopsy room door. Looks in, as his face FLOODS WITH HORROR

A ghostly-pale WOMAN in a long white nightgown, hair frayed and unkempt, stands in the middle of the room. Jane doesn't seeher, but WE DO, and it scares the shit out of us!!

But the more Cruz looks, the more uncomfortable he becomes. Her features are perfect. Too perfect. Alluring, but hauntingly symmetrical, giving off a grim touch of evil

(CONTINUED)

CONTINUED: (2)

The shape of a WOMAN, butt-naked, her skin is decayed, face is a rotting death mask beyond recognition. . Juno stares in terror at THE ROTTING MAN,

Insects STREAM out from every part of his body

A ROTTING CORPSE OF A NUDE WOMAN...her face is a rotting death mask beyond recognition. Flesh, muscle, innards, all rottedd

A YOUNG WOMAN...a SPIRIT whose face is a rotting DESK MASK. Frank GASPS in HORROR!

WOMAN

I came from the other side of your
nightmare to be with you.

A split-second later... Claire comes in to find--

Frank -- sprawled on the floor. *Unconscious? Dead?*

But then-- Frank stirs. Comes to, disoriented. He sits up.

she breaks into a Cheshire-grin, exposing a mouthful of rotted teeth--

A WOMAN'S ARM SILENTLY REACHES AROUND HIM.

Spooning him. Pulling herself up against his back.

HUGH DOESN'T MOVE.

Just lays there, eyes open. Not making a sound.

Her arm hangs around him, and finally GOES LIMP, as if she's

just GONE TO SLEEP.

VERY slowly, Hugh looks down at the hand dangling in front of

him.

He swallows. Holds his breath.

She backs away-- turns -- the woman is RIGHT THERE. Before Claire can react --

Her face twists into that of a horrific DEMOMIC WRAITH!

(CONTINUED)

CONTINUED:

Claire stumbles back, TERRIFIED, she approaches...

CLAIRE

Get away from me.

She reaches for Claire with SHARP, TWISTED FINGERS as she moves in for the kill... when suddenly --

Claire grabs a towel rack and RIPS IT from its bracket-- swings it into the woman-- and she explodes into a PLUME of BLACK SMOKE..

Claire watches the smoke escape the room, then --

Claire, dressed, gold shield now pinned to her belt, her legs look scrumptious and the pumps set it off, rushes in to family breakfast chaos in the messy, not-big kitchen, weathered with cereal boxes, milk cartons, half-used loaves. *Family photos of their daughter's, all around them.*

A TERRIFYING WOMAN with a "CRYSTAL-METH FACE" sitting in front of Will turns around and shushes him.

She's attractive but her wry half-smile and direct way of looking at people make her a bit unsettling.

INT. BAR - NIGHT

A place to get drunk and be left alone. Tess finds Lincoln, striving for both. Still in his suit.

No response. She quickly screws in the new bulb, illuminating

the room with a stark bright light. Behind her --

A ghostly-pale WOMAN in a long white nightgown, hair frayed and unkempt, stands in the middle of the room. Jane doesn't see her, but WE DO, and it scares the shit out of us!!

As Jane climbs down from the ladder

When she turns around, the ghostly-pale woman is now GONE...

THUNDER, LIGHTING illuminates a lovely, restored COLONIAL HOUSE resplendent with Halloween decorations. The home is as old as America.

...JARED, standing in the doorway; unshaven, bald, his

(CONTINUED)

CONTINUED:

stomach draped over his boxers. *FRANK FORTENBERRY, 38, the sexy side of dishevled, a nice guy, but a little ebaten down by life... too handsome for his own good,*

REFER TO the republic of sharah script and jonsses Virgil lies panting beside Annalynn, post-coitus. He pulls himself up. Gets dressed. She watches him put on his shoes.

Virgil freezes for a second. A searing guilt hits him. Without a word, he leaves the apartment.

INT. FORTENBERRY'S HOME - MASTER BEDDROOM/BATH - DAY

Claire starts awake in bed. Other side of the bed empty. Sunlight floods in. Fumbles for her watch, eyes widen at the time.

CLAIRE

Ohmigod --

She slams the covers back -- a detective's gold shield on the nightstand. It GLEAMS brightly in a ray of sunshine.

INT. FORTENBERRY'S HOME - KTICHEN - DAY

Claire, dressed, gold shield now pinned to her belt, rushes in to family breakfast chaos in the messy, not-big kitchen, weathered with cereal boxes, milk cartons, half-used loaves.

Finds her daughter, PEYTON, 16, slightly Goth (*think Ally Sheedy in the Breakfast Club*) making pancakes.

CLAIRE

Why didn't you wake me?

Frank fills a travel mug with coffee.

FRANK

I did -- you told me to go to hell.

Beth half notices a LUNCHBOX on the side. Her gaze fixes on it. Weird. As PHOEBE, 11, bubbly and adorable, going on 25, walks in --

Claire kisses Phoebe on the forehead. A nosy neighbor, KIRBY (40s), whose pasty complexion and ample girth scream heart-attack-waiting-to-happen, steps off his porch to get his mail.

(CONTINUED)

CONTINUED:

AgonA nosy neighbor AGON MIRSKY (40ish). Short unprepossessing shlub. Bad hair. Bathrobe and sandals. Grabs his mail out of his box.

INT. FORTENBERRY'S HOME - PEYTON'S ROOM - NIGHT

The teenage chaos. Clothes on the floor, untouched.

A couple of trophies on a shelf. A picture of the whole family, Peyton and Phoebe between Frank and Claire.

Peyton can be seen in the bathroom. She's brushing her teeth - wears a night shirt. She finishes up and clicks the light and starts for her bed.

She notices the curtain open. She goes to the window -- looks out -- she can see into the house next door.

The light is on.

She sees Agon staring at her. He doesn't wear a shirt. Just boxer shorts. Creepy. Peyton closes the drapes.

EXT. SERENITY FALLS - VARIOUS SHOTS - DAY

Over SKY a familiar, rhythmic sound --.

We're floating peacefully over Serenity Falls --

An idyllic little lake resort town. Every corner of this place is ripe with small-town, Americana charm - from the kitschy B&Bs to the antique shops that tourists can't get enough of...

The sun rises peacefully over SERENITY FALLS --

A picturesque little lake resort town. Every corner is ripe with small-town, Americana charm - from the kitschy B&Bs to the antique shops that tourists can't get enough of...

Manhattan illuminating a city choked

with traffic and pedestrians. We land on 26 Federal

Plaza, the NY Field Office of the Federal Bureau of

Investigation...

(CONTINUED)

CONTINUED:

Edith Fortenberry i

FRANK

It's you.

She keeps coming. Frank, terrified, can barely get out a whisper...

FRANK

How--this is... it's impossible...

EXT. SUBURBAN NEIGHBORHOOD - DAY

The sun rises, NEWSPAPERS get tossed onto doorsteps, the street starts to wake up. We LAND on our DUTCH COLONIAL in particular...

Despite the gunshot, she doesn't even look up, thanks to the LOUD TRAIN passing behind the townhouse.

INT. DR. ADELA CARROLL'S OFFICE - DAY

The office is loose and relaxing. Exotic plants. Rich hued Creole art on the walls. Meditation-Spiritual books and Holistic healing studies line the shelves.

CLAIRE

Yes. Of course.

ADELA

How long?
(off her silence)
Claire, how long?

CLAIRE

I don't know. A month maybe.

ADELA

That's just about the time you and the kids joined him here.

Claire eyes her a beat longer, then nods.

ADELA

I enter people's dreams -- not nightmares. From what you told me sounds like a guilty conscious.

(CONTINUED)

CONTINUED:

Claire dumps her coffee, her face unreadable.

As for Dr. ADELA CARROLL (40s), African Creole, she exudes a warm, earthy quality.

Claire relaxes on a comfy sofa.

ADELA

Are you still seeing the dead woman?

Claire's silence is deafening.

ADELA

Have you told anyone the whole story?

CLAIRE

No.

ADELA

Why not? You're afraid she'll stop coming around?

She looks at Adela - it's true.

FLASHBACK - INT. RESTAURANT - NIGHT

Claire and a younger version of the now dead woman, KERI, a buxom Swede, sit next to each other in a booth at a cozy little restaurant. It reeks of romance - the lighting, the leather booths, the uniformed waiters.

Claire couldn't look more uncomfortable. *We can't make out their conversation but it's animated.*

EXT. BEACH - DAY

...landing on a blanket on the beach, now in their sexy bikinis, dripping wet. They roll around, kissing passionately, their own little From Here to Eternity scene.

CLAIRE

I was in love with her but I realize she was different, fragile.

INT. APARTMENT - NIGHT

Keri is up and pacing, talking at a rapid and intense pace as Claire looks on. Keri looks around the shadowy room. Her POV bounces around the room seeing shadowy figures

CLAIRE (V.O.)

She said she heard things. Voices in her head.

Now Keri's pulling her hair, fighting against demons Claire can't see. Claire watches her, frightened. Keri turns to Claire, mouthing, "help me."

Claire can only look at her, paralyzed.

RESUME SCENE

ADELA

What did the voices say?

CLAIRE

That we were going to hell. That we were doomed. Everyone thought she was schizophrenic...

(intently)

But she told me she was possessed.

ADELA

You didn't believe her.

Claire shakes her head. It's a torturous memory.

ADELA

What happened to her?

CLAIRE

They took her to a hospital. A psych ward.

FLASHBACK - INT. HOSPITAL - BATHROOM - DAY

A bathtub fills with water. Keri steps into it with all her clothes on. She smiles eerily, allows herself to sink under water and holds her breath until bubbles come to the top. She is still smiling...

RESUME SCENE

(CONTINUED)

CONTINUED:

CLAIRE

It was later, after my confirmation class...I started my work with Father Browning...he practiced exorcism. I saw what I saw...I knew she was telling the truth...I didn't help her so she died.

ADELA

Now she's haunting you?

CLAIRE

(lying)

I don't know if it's her.

ADELA

Or a demon? My money's on a hell of a lot of guilt with psychosomatic ideation!

CLAIRE

If I wasn't suppose to see these things, why would why? It's a gift.

ADELA

It's a curse. Walk away from demons, Claire. All of them, just leave it alone.

INT. FORTENBERRY'S HOME - MASTER BEDROOM - NIGHT

Frank sits on the edge of the bed, undressing.

Claire stands poised in a silk black lace trim slip, who's figure still inspires all the "boys" fantasies.

FRANK

Hey, wow, what's that?

CLAIRE

A slip.

FRANK

No, I know- but --

He kisses her neck, pulls the nightie up, when he reaches her ass --stopping abruptly. He looks at her quizzically.

CLAIRE

Well...?

(CONTINUED)

CONTINUED:

FRANK

That's new.

CLAIRE

What's better than Victoria
Secret...? Nothing.

She's wearing nothing under her slip. Naughty.

FRANK

What inspired this?

She laughs, puzzled why Frank is introspective rather
than turned on.

CLAIRE

It's my welcome home present. And
I thought it would make you happy.

He smiles, but something's on his mind.

CLAIRE

What's wrong?

Frank looks back into his wife's eyes, seeing her beauty
and depth. He's back.

FRANK

Nothing. Welcome home.

FRANK

It looks great. You look great.
Your boobs are great.

He touches her breasts with both hands. He drinks in her
face. He loves her. She feels it. He kisses her, hard and
hungry. She grabs at his pants, he helps her--

She goes to take off the slip...

FRANK

No, leave it on.

She pulls him onto the bed. They start to fuck. Her lips
are by his ear--

CLAIRE

I missed you.

He takes her face in his hands, looks in her eyes--

FRANK

I love you.

(CONTINUED)

CONTINUED: (2)

Claire smiles, and they dissolve into each other's arms...

EXT. FORTENBERRY'S HOME - NIGHT

LIGHTNING flashes, THUNDER rolls.

A torrential downpour whipped by heavy winds pounds a beautiful, restored DUTCH COLONIAL, eerily reminiscent of "*The Amityville Horror*" house

, stands menacingly in

FADE OUT.