

THE HOLE

By

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THE HOLE

BLACK... EMPTY... SILENT...

...for so long that we start to squirm. And then what sound like WHISPERS rising all around us... turning to a LOW RUMBLE... and the blackness suddenly brightens, as we realize the hole we were inside was the TAILPIPE of an old SUV with New York plates, moving away from us... leaving us on the pavement, as it turns into the driveway of a house... a house just like all the others on this small town neighborhood street. Except this one has a "Sold" sign in the front yard.

EXT. PAYTON HOUSE - DAY

The SUV parks. DANE PAYTON, (17), good-looking kid despite the pissed-off sneer, climbs out of the passenger door, stares at the house as if he's looking at his own tomb.

DANE

Shit.

LUCAS PAYTON, (10), eyes wide with excitement, scrambles out of the back.

LUCAS

Dane just said shit.

The boys' Mom, SUSAN, (40), steps out of the driver's door.

SUSAN

Don't say shit, Dane.

The words flow without emotion... like Susan's said it a thousand times before. She wipes her hair from her pretty, but tired face. And it's more than the long drive... Susan's is the face of a single mother chasing two boys.

DANE

You told us it wasn't going to be that different than the last place.

SUSAN

It won't be once we get our stuff moved in.

DANE

(slapping his neck)
Except for the bugs, the heat, and the twelve-hundred mile walk to go hang out with my friends.

SUSAN

You'll make new friends. The bugs
and heat... those are just a couple
of the southern charms.

Lucas grabs the house key from Susan, and charges to the
front door.

LUCAS

I call biggest room.

Susan follows after him. Dane stands there alone...
staring... gazing up and down this very quiet street. This
is a world away from New York.

DANE

Shit.

EXT. PAYTON HOUSE/FRONT STEPS - MOMENTS LATER

Lucas is already inside. Susan's picking up a "*Welcome
Basket*" from outside the door.

SUSAN

That was nice of someone.

Dane approaches, carrying a suitcase and iPod.

DANE

What, Aunt Bee bake us a pie?

Susan doesn't bother to respond... doesn't matter, because
Dane wasn't waiting around for her to... he walks inside.

INT. PAYTON HOUSE/UPSTAIRS BEDROOM - DAY

Lucas stands in the doorway of a large, empty bedroom. Dane
steps in behind him.

LUCAS

This is so much cooler than the old
place. I can put my bed over there,
and desk by the window.

DANE

You can put your ass in that little
room across the hall.

Dane grabs a handful of Lucas' shirt... tugs him out.

LUCAS

That one smells like potatoes.

DANE
Hold your breath.

Lucas tries to push his way back into the room, but Dane easily stops him. Lucas knows the battle's lost, so...

LUCAS
Mom, Dane said ass!

SUSAN (O.S.)
Don't say ass, Dane.

Dane slams the door... slides down to the floor against it. This kid is miserable.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

No furniture yet... just a few unpacked cardboard boxes scattered about. Dane sits on the floor, eating a slice of pizza out of the delivery box, and TEXTING AWAY on his cell phone. The THUMP of rap music tremors from his iPod.

Lucas comes bouncing a basketball into the room.

LUCAS
There's a goal in the street.
Let's go play.

Dane doesn't react... just keeps tapping his fingers on the keypad.

LUCAS (cont'd)
Dane.

Still nothing. So Lucas bounces the ball off the top of Dane's head.

DANE
Son of a...

Dane jerks his earbuds out.

DANE (cont'd)
What's your problem?

LUCAS
Let's play some ball.

Dane snatches the basketball... tosses it away... it rolls out of the room.

DANE
Have fun.

Lucas watches Dane go back to his music and phone, then turns... stomps out... passes Susan in the doorway.

SUSAN

I'll play with you, Smooch.

Lucas shakes his head... continues outside by himself. Susan slides down to the floor beside Dane... grabs a slice of pizza, then tugs Dane's earbud out of one ear.

SUSAN (cont'd)

It's a change for Lucas too.

DANE

He's happy anywhere he's got a room to watch Spongebob or whatever.

SUSAN

Or for you to spend a little time with him.

DANE

Any more time and I'd kill him.

Dane grabs another slice and stands to leave.

SUSAN

Let's be happy here, okay?

Dane fakes a big, pizza-stuffed smile, and walks out.

EXT. PAYTON HOUSE - DAY

Moving truck in the driveway. Dane, Lucas and Susan joined in with the MOVERS, hauling furniture and boxes into the house.

Dane pulls a CLOWN MASK from a box... slips it on, then leans around the truck for Lucas to see. Lucas CRIES OUT... stumbles back through the boxes... falls to the yard.

LUCAS

MOM!

Susan snatches the mask off Dane's laughing face.

SUSAN

Why did you bring this?

DANE

(off Lucas)

One guess. The little clown freak.

LUCAS

Shut up.

DANE

(mocking)

Mom, Lucas just said shut up.

Susan shoves the mask in her pocket.

SUSAN

You two are embarrassing yourselves
in front of our new neighbor.

Dane and Lucas glance beside them, to JULIE CAMPBELL, (17), southern small town Avril Lavigne, sitting on her front porch, stealing glances from the book in her lap.

SUSAN (cont'd)

(playfully nudges Dane)

Beats old Mr. Hyatt hacking up
phlegm from next door, huh?

Dane ignores Susan... grabs a box... a BIG BOX, now that he's got an audience. He starts toward the house... glances over and makes eye contact with Julie. He nods, she smiles... the perfect start. Until...

LUCAS (O.S.)

Hey, Dane, where do you want me to
put all your Clay Aiken cds?

Dane's face falls... he spins around... sees Lucas grinning. Dane's jaw clenches... he fights the urge to drop the box, and go all "big brother" on Lucas. Instead, he just nods to him... *we're not done here*... then continues inside without another glance to the smiling Julie.

SUSAN

(laughing)

You're in trouble now.

LUCAS

What's new.

Lucas loads up... starts up the walkway, veering wide to avoid Dane on his way back out. Dane just glares at him.

SUSAN

Take that in the basement, okay,
sweetie?

Lucas nods... continues inside.

DANE
Why do you baby him so much?

SUSAN
What's the matter, you jealous?

Susan playfully pinches Dane's cheek. Dane pulls away.

SUSAN (cont'd)
I used to baby you before you got
too cool for me. But if you want...

Susan goes after Dane again. He dodges behind boxes.

DANE
Mom. Cut it out. God.

SUSAN
(tosses a pillow at him)
What happened to my little boy?

Dane glances over... sees that Julie is gone. So he SMACKS Susan over the head with the pillow... there's still a kid in there somewhere.

INT. PAYTON HOUSE/BASEMENT - DAY

Lucas flips on the light at the top of the stairs... barely enough light to see where he's going, as he carries the box down the bare, scarred, wooden steps.

He reaches the cement floor basement... all dust and shadows. Old tools and paint cans rest on metal shelves... boxes of dusty old notebooks and journals are piled in the corner... a rusty freezer chest sits along the wall.

Lucas stands at the center of the room, nervously glancing around. AND THEN A FAINT KNOCKING drifts from the back shadows of the room. Lucas squints back toward the sound.

LUCAS
Dane?

The KNOCKING STOPS... the basement goes quiet... then SCRATCHING... FINGERNAILS OVER WOOD... and that's more than enough for Lucas... he drops the box, and spins for the stairs... and RIGHT INTO A HULKING FIGURE.

Lucas CRIES OUT... then realizes it's just one of the MOVERS.

MOVER
You okay, buddy?

Lucas manages a nod, then throws a last glance across the basement before he tears up the steps.

EXT. PAYTON HOUSE - DAY

Dane carries more boxes up the front steps. Lucas charges outside to him.

LUCAS
Have you been downstairs yet?

DANE
Dude, look out, this crap's heavy.

LUCAS
I heard something in the basement.

DANE
Probably the ghost of the old lady that lived here. Mom says she hung herself in that potato room you're sleepin' in.

Lucas' eyes go wide. Dane moves inside... doesn't let Lucas see his smile. Sometimes it's fun to be the big brother. Lucas rushes down the walk to Susan.

LUCAS
What happened to the people that lived here before us?

SUSAN
I don't know. Just moved someplace else I guess.

LUCAS
Dane said you told him the lady hung herself in my room.

Susan looks at Dane, walking back out of the house. He grins... shrugs.

DANE
Coulda happened.

SUSAN
The only people getting hung in that house are you two if you both don't cut it out.

Susan carries a load of boxes past them to the house. Dane laughs at Lucas, who gives him a shove, and stomps off.

EXT. PAYTON HOUSE - NIGHT

The windows are dark. No sign of movement.

INT. PAYTON HOUSE/BASEMENT - NIGHT

Darker than dark... just shapes mixed with shadows.

INT. PAYTON HOUSE/LUCAS' ROOM - NIGHT

Lucas in bed... but he can't sleep. He shifts... kicks...
SNIFFS THE AIR of his potato room... scowls... pulls the
blanket up over his nose. And then...

VOICE (O.S.)
(soft and gurgling)
Lucas.

Lucas' eyes flash open.

VOICE (O.S.) (cont'd)
Help me, Lucas.

Lucas is afraid to breathe... finally rolls slowly over...

...and sees the SHAPE OF A WOMAN HANGING IN HIS OPEN CLOSET
DOORWAY... feet swaying in the air.

Lucas SCREAMS... hits the light switch beside his bed...

...the room lights up, and we all see DANE, wearing Susan's
long coat like a dress, and hanging onto the top of the
closet doorway with one hand... swinging... and now
LAUGHING... hard. So hard that he drops to the floor.

LUCAS
MOM!

DANE
(still laughing)
Awesome scream, man... like a
little girl's.

Susan comes racing into the room, half-asleep... sees Lucas
in bed... Dane on the floor in her coat... and her concern
instantly turns to anger. She snaps her finger at Dane...
points to the hall.

SUSAN
Out.

Dane walks out, still laughing.

SUSAN (cont'd)
And hang my coat back up.

Susan waves for Lucas.

SUSAN (cont'd)
Come on.

Lucas jumps out of bed.

INT. PAYTON HOUSE/SUSAN'S ROOM - NIGHT

Susan asleep... Lucas curled up beside her, safe and sound.

INT. PAYTON HOUSE/KITCHEN - MORNING

Dane's at the kitchen table, drowsily slurping up cereal. Lucas stands at the counter, gnawing on a still-frozen waffle straight out of the box. Susan hurries in, slipping a sweater over her NURSE'S UNIFORM.

SUSAN
Okay, call me if there's a problem,
but I don't want any problems, so
don't call me. I need this job to
go well.

DANE
We'll be cool.

SUSAN
Promise me. Both of you.

LUCAS
Promise.

DANE
Scouts honor.

SUSAN
(kissing Dane on the head)
You weren't a Scout.

DANE
I thought about it once though
because of the cookies.

LUCAS
(laughing)
Those are Girl Scouts, loser.

Susan kisses Lucas on the cheek.

SUSAN
No pestering your brother.

LUCAS
Good luck, Mom.

SUSAN
Thanks, sweetie. And you two spend
some time together today.

Susan hurries out the door. Dane and Lucas just continue eating in silence.

SERIES OF SHOTS

Lucas walks down the hall... stops in Dane's doorway... sees him on his bed, listening to his iPod. Lucas keeps walking.

Lucas on his bedroom floor, playing with the hamster.

Lucas in the living room, playing Xbox by himself.

Dane walking out of the kitchen, eating a sandwich... passing Lucas without a word, as he enters to fix his own lunch.

Lucas on his bed, tossing a baseball up toward the ceiling, catching it in his glove... tossing it again.

INT. PAYTON HOUSE/DANE'S ROOM - DAY

Dane stands at his window, peering outside. Lucas steps into the doorway behind him, baseball glove still on.

LUCAS
Let's go throw.

DANE
Busy.

LUCAS
Doin' what?

Dane doesn't answer. Lucas walks in... looks out the window... and there's Julie, sunbathing in her back yard. A seventeen year-old boy's dream.

But not a ten year-old's. Lucas grabs Dane's glove... tries to shove it into his hand.

LUCAS (cont'd)
C'mon, you can stare at her from
outside.

DANE
(tosses the glove away)
Back off. I don't feel like it.

LUCAS
You never feel like it.

Lucas stomps out. Dane doesn't even notice he's gone.

EXT. PAYTON HOUSE/BACKYARD - DAY

The back door swings open, and here comes Lucas striding out.

INT. PAYTON HOUSE/DANE'S ROOM - DAY

Dane spots Lucas walking across the yard. Lucas throws a devious grin up at him as he walks toward Julie's fence.

Panic washes over Dane's face... he knows that look. He taps the window, shaking his head at Lucas.

DANE
Don't do it.

Lucas just keeps grinning... and walking.

EXT. PAYTON HOUSE/BACKYARD - DAY

Lucas reaches the fence... climbs up enough to lean over.

LUCAS
Hey!

Julie raises up... squints over at Lucas... smiles.

JULIE
Hi.

INT. PAYTON HOUSE/DANE'S ROOM - CONTINUOUS

Dane drops down to the floor beneath the window.

DANE
Shit.

He waits as long as he can, then slowly inches up... peeks back out the window...

...to Lucas pointing straight up at him, and Julie shielding her eyes to get a better view of Dane.

Dane drops back down to the floor like a corpse... actually wishes he was dead right now... except he's got one important thing to do first. So he charges out of the room.

EXT. PAYTON HOUSE/BACKYARD - DAY

Lucas on the fence, in the middle of his chat with Julie.

LUCAS

Dane liked it better in Brooklyn.
He wishes we hadn't moved. But I...

Suddenly the back door almost flies off its hinges as Dane explodes from the house... races toward Lucas on the fence.

LUCAS (cont'd)

I gotta go.

Lucas leaps off the fence... sprints around the side of the house, with Dane in hot pursuit.

LUCAS (cont'd)

MOM!

DANE

She's not here to save you this
time!

Lucas races to the SIDE BASEMENT DOOR... barges inside... tries to close it before Dane gets there, but he's too late... BAM... Dane slams the door open. Lucas dodges around the shelves... throws an old fishing rod at Dane as he runs.

DANE (cont'd)

WHAT'S YOUR PROBLEM, DICKHEAD?

LUCAS

You shoulda played with me!

Dane climbs over an old table to get to Lucas. Lucas backs across the basement... into a metal shelf, TIPPING IT OVER.

Both boys freeze, as they watch the shelf tumble, spewing boxes and paint cans all over the place. A lamp SHATTERS. They stare at the wreckage, the fight suddenly stripped out of them.

DANE

Mom is gonna be pissed at you.

LUCAS

It was your fault.

They start grabbing boxes and cans... cleaning the mess.
Dane lifts one end of the metal shelf.

DANE
Get that other side.

Lucas grips the other edge... they tilt the shelf back upright. And when they do, they both see...

...the WOODEN TRAPDOOR IN THE CEMENT BASEMENT FLOOR. A two-foot square of scarred wood, with TWO PADLOCKS ON EACH SIDE, securing it shut.

LUCAS
What is that?

Dane shakes his head, no idea. He reaches down... gives it a tug... locked.

LUCAS (cont'd)
That's a lotta locks.

DANE
Probably gas pipes or something.

LUCAS
Or a treasure maybe.

Dane rolls his eyes, then pulls on the door again, just in case. No good. So he stands up... starts searching the area.

DANE
Look for the keys.

Lucas digs over the shelves. Dane spots a pair of PRUNING SHEARS... strains to cut through one of the locks. Not even close. He tosses them away... jerks on the trap door again.

LUCAS
They're not down here.

Lucas steps back toward Dane, accidentally kicking one of the FALLEN PAINT CANS as he moves... and we all hear the JINGLE OF METAL from inside the can as it rolls.

Dane and Lucas look at each other, then scramble after the can. Dane grabs it first... jerks out a RING OF KEYS. They exchange a grin, and Dane goes to work on the locks... searching and matching each key to its own lock... snapping them open one by one, until they're all clear.

The boys stare down at the trap door.

LUCAS (cont'd)
If there's treasure, I get half.

They grip the handle together... Lucas' little hand right beside Dane's larger... pull the wooden door back on its hinges...

...revealing nothing but a SOLID BLACK HOLE.

And this isn't just a shallow niche in the floor... this is deep... solid black... like staring into a hole in the universe.

LUCAS (cont'd)
It's just a hole.

Dane peers into the blackness, trying to get a better view. He reaches his hand in just a few inches, but the darkness swallows it like a black mouth. He jerks it back out.

DANE
It's cold.

Dane glances around the basement... spots a flashlight... grabs it, and switches it on. He crawls back to the hole... shines the light down.

But again, the darkness overpowers the beam... chokes the life from it only a few feet down.

LUCAS
How deep do you think it is?

Dane lifts a fallen nail from the floor beside them... drops it in. The nail sinks into the black... gone... not a sound.

The boys exchange a glance. Lucas crawls over the open trap door, dragging a PAINT CAN back across...

...WITHOUT NOTICING ALL THE SCRATCHES CLAWED ALONG THE INSIDE OF THE WOODEN DOOR.

Lucas holds the can above the hole until Dane gives him a nod... he drops it... the can falls... disappears. They wait for the clank that never comes.

DANE
Maybe it's a real deep tunnel.

LUCAS
To where?

Dane shakes his head... no idea. Dane aims the flashlight again... they each lean their heads directly over the hole.

CUT TO:

POV FROM INSIDE THE HOLE...

...on the brothers' faces peering in from opposite sides... heads joined at the top.

DANE

There's gotta be a bottom.

LUCAS

Hello!

CUT TO:

THE BOYS - RISING BACK AWAY FROM THE HOLE...

...as a grin spreads across Lucas' face.

DANE

What?

CUT TO:

A TALKING SOUTHPARK CARTMAN DOLL...

...the flashlight duct-taped around it, with a LONG STRING tied around his neck like a hangman's noose.

Dane and Lucas kneel beside the hole. Lucas holds the string, easing Cartman and the flashlight into the darkness.

CARTMAN (V.O.)

Screw you guys, I'm going home!

The string slides over Lucas' fingers... Cartman and the light descend further... a few feet down.

CARTMAN (V.O.) (cont'd)

I would never let a woman kick my ass. If she tries anything, I'd be like...

And then the black just swallows Cartman, his voice, the light... everything just vanishes.

Lucas quickly pulls the string, and the doll and flashlight appear from the darkness.

CARTMAN (V.O.) (cont'd)
...back in the kitchen and make me
some pie!

Dane and Lucas exchange a smile. Lucas drops Cartman again.

CARTMAN (V.O.) (cont'd)
Yes, the fireman is very magical.
If you...

Then Cartman's gone again.

LUCAS
How does it do that?

Dane just shakes his head. Then suddenly, Lucas' HAND
JERKS... the string tugs... HARD... like a fish just hit a
baited hook.

DANE
What'd you do?

LUCAS
Nothin'. I think it got caught on
something.

Lucas winds the string back up... just a frayed end. Cartman
and the light are gone.

JULIE (O.S.)
So you two didn't kill each other?

Lucas and Dane shoot up, startled by the voice... see Julie
in the basement door, a long t-shirt that reads, "*I'm Not A
Fairy-Tale Princess. Get Over It*", hangs over her bikini.
Dane stands up... steps between Julie and the hole.

DANE
Not yet.

LUCAS
She's Julie.

Dane nods hello.

JULIE
And you're Dane. The one that
hates it here.

Dane shoots Lucas a glare.

LUCAS
Do you wanna look at our hole?

JULIE
I'm sorry?

Dane shoots Lucas a look... idiot.

DANE
Nothin'. There's just a hole in
the floor.

JULIE
And that's what people do for fun
in Brooklyn?

Julie walks around Dane toward Lucas.

JULIE (cont'd)
Play around with their holes?

But then Julie sees the hole, and this is obviously not a
normal hole.

JULIE (cont'd)
What is that?

LUCAS
(proudly)
Our hole.

Dane closes the basement door.

DANE
We're not sure what it is.

Julie squints into the bottom. Lucas pulls another
flashlight from a box... hands it to Julie. She shines the
flashlight into the black.

LUCAS
We can't see the bottom.

Julie sticks one of her bare feet down into the darkness, but
Dane grabs her.

DANE
I wouldn't do that.

JULIE
It's just a crawlspace or
something.

But then Lucas rolls another paint can into the hole... Julie
watches it vanish without a sound.

JULIE (cont'd)
That's really weird.

DANE
Yeah.

Dane glances around the basement... spots the OLD FISHING ROD. He lifts it... stretches out the lure-ended line... knots it around the metal handle of another paint can, then holds the can over the hole.

Lucas and Julie watch intently, as Dane releases the reel clasp... the can drops... the line WHIZZES OUT... the reel spins like a motor, faster and faster... the fishing line unwinding at a dizzying pace... growing thinner and thinner on the spool...

...and Dane, Lucas and Julie are all just watching the reel spin... the line pull, as the weighted can drags it out... until finally, the last of the fishing line unravels from the spool... disappears into the hole.

JULIE
O-kay.

Lucas has a smile spread across his face.

LUCAS
This is so cool.

JULIE
Maybe it's one of those sinkholes... like in California or wherever when the streets open up and the cars drop into them.

DANE
(thinks of something)
Hang on.

Dane takes off for the stairs. Lucas and Julie look back to the hole... exchange a glance, then race after him.

LUCAS
Wait up, Dane!

INT. PAYTON HOUSE/BASEMENT - LATER

ANGLE ON THE VIEWFINDER OF A VIDEO CAMERA...

...with Julie's face filling the frame.

JULIE (V.O.)
Is it working?

And then we see Dane holding the camera. There's a rope tied around it. He SWITCHES ON THE CAMERA LIGHT, then gently lowers the camera down into the depths.

And just like with everything else, the blackness swallows the camera.

Dane lets the rope slip across his fingers... easing the camera deeper... deeper... until finally, he stops... holds it secure.

JULIE (cont'd)
What do you think you're gonna see?

DANE
Whatever's down there.

Dane slowly twists the rope, turning the camera in a circle.

JULIE
There's nothing down there. It's a hole.

DANE
Maybe it's like an underground tomb... the Catacombs or something.

JULIE
The Catacombs of Bensonville. I doubt it.

LUCAS
I say it's a treasure.

Dane twists and pulls the rope, working to get every angle with the camera.

JULIE
That's good. Let's go watch it.
See what the inside of a hole looks like.

Dane nods... pulls the rope up, until the camera reappears out of the hole. He slams the trap door closed, and they charge up the stairs.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Dane, Lucas and Julie are all squatted on the floor in front of the television, staring at the black screen. Dane's got the video camera in his lap... the cables running to the tv.

JULIE

I told you. There's nothing down there. It's just a hole.

DANE

A hole with no bottom in the basement of a house. How does that make sense? And why are there a buncha locks on it?

LUCAS

To keep kids like us from fallin' in?

Julie nods to Dane. But then a WHISP OF MOVEMENT on the screen.

DANE

Did you see that?

Dane rewinds the video... replays it... a BLURRED SHAPE FLASHES PAST.

DANE (cont'd)

Right there.

Dane rewinds... plays... pauses on the dim mass.

DANE (cont'd)

That's something.

JULIE

And anything. Light coming through a crack in the wall.

The front door opens behind them... Susan's home. The kids all jump to their feet, spinning to her...

...and DON'T SEE THE DIM IMAGE OF A HUMAN FACE APPEAR ON THE SCREEN, ITS MOUTH STRETCHED OPEN INHUMANLY WIDE.

SUSAN

Hey, guys.

DANE

Hi, Mom. We were just watching tv.

Behind the kids, the ONSCREEN FACE SEEMS TO TURN TOWARD THE VOICES... STARE OUT AT THEM.

SUSAN
(off the image)
Yeah. What is that?

The face drifts out of view, before Dane spins back to turn it off... only blackness again.

DANE
Some stupid show. We were getting ready to turn it off. And this is Julie... from next door.

JULIE
Hi.

SUSAN
Hey, Julie.
(holds up a bag)
I brought plenty of Chinese if you're hungry.

JULIE
Thank you, but I better go. My mom's probably looking for me.
(to Dane)
I'll see you later.

DANE
Yeah... cool.

Julie starts for the door.

JULIE
(to Susan)
It was nice meeting you.

SUSAN
You too, Julie.

Julie leaves. Susan starts for the kitchen.

SUSAN (cont'd)
So what did you guys do all day?

LUCAS
We found this sweet...

Dane throws his hand over Lucas' mouth... shakes his head.

DANE
Just hung out. How was the new job?

SUSAN

Good.

Susan throws a shocked look back at Dane.

SUSAN (cont'd)

Did you really just ask a question about my life? Wow... a couple days in the South, and look how polite you are.

Dane fakes a laugh... they continue into the kitchen.

INT. PAYTON HOUSE/BASEMENT - DAY

TIGHT ON THE TRAP DOOR... the locks resting beside it. Then the door BEGINS TO INCH SLOWLY OPEN.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

Dane in bed, eyes closed... looking asleep, but...

LUCAS (O.S.)

We could get a ladder and climb down.

...there's Lucas sprawled under a blanket on the floor, wide awake... excited.

DANE

There's no ladder that long.

LUCAS

Like one of those fire truck ladders. Or we tie a rope around somebody... drop 'em down there.

DANE

We're not droppin' anybody in the hole, dude. Now go to sleep.

(beat)

And remember, don't tell Mom. It'll just freak her out, and she won't let us figure out what it is.

LUCAS

What if the guy that lived here before was a bank robber, and he hid like a hundred million dollars down there. We could get it... buy whatever we wanted.

DANE
(exhausted)
Dude... shut up.

LUCAS
Mom wouldn't have to work anymore.
We could move back to our old
house.

Dane's eyes suddenly open... that does sound good.

DANE
We'll check it out again tomorrow.
Now go to sleep or go back to your
own room.

Lucas closes his eyes... smiles at all the possibilities
bouncing around in his head.

INT. JULIE'S HOUSE/JULIE'S ROOM - NIGHT

Julie's propped up in her bed, listening to her iPod as she
reads. And we can hear the music too... until Julie's lamp
FLICKERS OFF... her music goes silent.

Julie glances around... flicks the lamp switch... taps the
iPod... nothing.

And then somewhere, a LITTLE GIRL GIGGLES. Julie's eyes scan
the room... then from BELOW HER...

LITTLE GIRL (O.S.)
You can't find me.

Julie stops breathing... sits there frozen... just her eyes
rolling down to the edge of the bed... toward the floor. She
holds back as long as she can, then leans over.

CUT TO:

JULIE'S POV...

...gliding over the edge of the bed... to the floor... empty.

JULIE SLOWLY LEANS FURTHER... her head almost touching the
ground as she stretches to see under the bed... closer...
closer... the shadowy boxes and dirty clothes coming into
view...

...when JULIE'S IPOD SUDDENLY BLASTS BACK ON. Julie jerks
with a start... rolls off the bed... hits the floor with a
THUD... the LAMP FLICKERS BACK ON...

...and Julie sees there's no one under her bed.

She rolls her eyes, almost embarrassed, then climbs back up.

EXT. PAYTON HOUSE - DAY

Susan, dressed for work, walks toward her car. Dane and Lucas stand at the front door, waving goodbye, and itching to get her out of here so they can slam the door shut, and get down to the hole.

SUSAN

If there's a problem, the hospital number's by the phone.

DANE

But you don't want any problems. Got it.

SUSAN

And there's plenty of food in the fridge. Make sure you eat some fruit. No more Cool Whip and chocolate sauce.

LUCAS

You told us that already.

DANE

Five times.

Susan starts to climb in... the boys start to shut the door... until Susan steps back out again.

SUSAN

And be nice to each other.

DANE AND LUCAS

Promise!

Susan waves again... finally backs out of the drive... pulls away. The boys stand waving until she disappears, then WHAM... the door SLAMS SHUT.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Lucas and Dane rush around the room, grabbing rope... an extra flashlight.

And then Dane freezes... because Julie is standing at the back door in her bikini, waving in at him. She cracks the door, and leans in.

JULIE

Some people are hangin' out at my
place, if you wanna come over?

(off Dane's rope and
flashlight)

Unless you've got hole business.

Dane's frozen... except for his eyes, bouncing from Julie and her bikini to Lucas, already at the basement door, VIOLENTLY SHAKING HIS HEAD.

DANE

(to Lucas)

Dude.

EXT. PAYTON HOUSE/BACKYARD - DAY

Dane trots out the back door toward Julie's, wearing shorts, with a towel tossed over his shoulder. Lucas stands at the door, ready to explode.

DANE

That hole's not going anywhere.

LUCAS

Neither is she.

DANE

Can't take the chance. And don't
go down there till I get back.

Lucas watches Dane jump the fence into Julie's yard... joins a group of other TEENS. And Lucas is left alone... again. He walks back into the house... slams the door shut.

INT. PAYTON HOUSE/BASEMENT - DAY

From the bottom of the steps, we watch as the basement door drifts open... and there's Lucas filling the doorway. He stares down the steps, deciding whether to descend or not... finally does, pulling the door closed behind him.

INT. PAYTON HOUSE/BASEMENT - LATER

Lucas fits the keys into the locks... pops them open... lays them off to the side. He grabs the handle of the trap door... hesitates a beat before he lifts it, pulling the square of wood back... revealing that coal black hole.

CUT TO:

EXT. JULIE'S HOUSE/POOL - DAY

Kids splashing and playing. Dane and Julie trying to dunk each other under water.

CUT TO:

INT. PAYTON HOUSE/BASEMENT - DAY

Lucas props a hand against the edge, and leans directly out over the hole... gazes down into the emptiness, then lets a thick gob of spit fall from his lips.

It hits the black and immediately vanishes.

CUT TO:

POV FROM DOWN INSIDE THE HOLE...

...looking back up at Lucas.

CUT TO:

EXT. JULIE'S HOUSE/POOL - DAY

The party's still rocking. Dane and Julie lie side by side on blankets, soaking up the rays.

CUT TO:

INT. PAYTON HOUSE/BASEMENT - DAY

Lucas slides down to his stomach... nervously reaches his hand into the darkness of the hole. He senses something and pulls it back out, then builds up his nerve again... stretching deeper... deeper...

CUT TO:

POV FROM DEEP DOWN INSIDE THE HOLE...

...as Lucas' hand reaches down toward us. Our POV starts gliding up... floating toward Lucas and his hand.

CUT TO:

LUCAS...

...reaching down as far as he can into the hole... just as the UPSTAIRS DOOR SWINGS OPEN.

DANE (O.S.)
Hey, Mucas!

Lucas jerks his arm up in a panic... grabs the trap door, and eases it back shut.

DANE (O.S.) (cont'd)
You down there?

Lucas darts toward the outside basement door... eases it open, and slips out... just as Dane moves a few steps down the stairs... peers into the empty basement... sees the closed trap door... walks back up the stairs.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Dane rises from the basement, just as Lucas strolls in the front door.

DANE
Where've you been?

LUCAS
Outside... playin' basketball.

DANE
Well c'mon, we're gonna go grab some ice cream.

Lucas sees Julie waiting at the back door.

LUCAS
What about the hole?

DANE
We'll check it out when we get back. Hurry up.

Lucas GRUNTS... follows Dane outside.

EXT. ICE CREAM SHOP - DAY

Dane and Julie sitting at a table, laughing together as they work on a couple double dip cones.

A few tables away, Lucas sits alone, letting his ice cream melt in the sun, as he draws a picture on a napkin...

of Dane and Julie, with goofy, oversized lips puckered against each other, and a giant-headed monster standing over them, mouth gaping, ready to swallow them both.

As Dane laughs, he glances past Julie... spots something in the distance... a FIGURE... too far away to recognize, but he seems to be just watching them.

Dane's smile fades. Julie notices it.

JULIE

What is it?

Dane snaps out of his stare... looks at Julie and shakes his head... then squints back toward the figure... GONE.

DANE

Nothing.

EXT. PAYTON HOUSE/BACKYARD - EVENING

Lucas charges through the fence from Julie's house, with Dane walking behind him.

LUCAS

Hurry! We can mess with it some more before Mom gets home.

Dane just keeps striding behind him.

INT. PAYTON HOUSE/LIVING ROOM - EVENING

Lucas races inside... sees Susan reading on the couch.

SUSAN

Hey, smooch.

Lucas' shoulders fall. Susan walks to him.

SUSAN (cont'd)

Don't act so excited to see me.

Dane enters, as Susan plants a kiss on Lucas' cheek... with Lucas glaring up at Dane. Dane shrugs.

SUSAN (cont'd)

What happened to you two?

LUCAS

Dane made me go get ice cream so he could flirt with his new girlfriend.

DANE
We just hung out with Julie for a
little while.

LUCAS
All day.

Lucas walks for the stairs... gives the basement door a kick
as he goes past.

SUSAN
I grabbed a pizza if you're hungry?

LUCAS
I'm not.

Lucas just disappears up the stairs.

SUSAN
What's the matter with him?

DANE
I don't know. Tired I guess.

INT. PAYTON HOUSE/LUCAS' ROOM - EVENING

Lucas falls onto his bed... grabs a HANDHELD VIDEO GAME...
starts tapping the buttons.

EXT. PAYTON HOUSE - NIGHT

Dark and quiet.

INT. PAYTON HOUSE/LUCAS' ROOM - NIGHT

Lucas still dressed, asleep on the bed, video game still in
his hand.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

Dane sleeping... until...

MAN'S VOICE (V.O.)
(whisper)
Boy...

Dane's eyes flash open... dart around.

DANE
Lucas.

Dane glances around the room... his eyes drift to the closet... the door standing open, revealing all that darkness inside. Dane stares at it a beat, then stands... walks over and closes the door.

CUT TO:

POV FROM THE HALL...

...on Dane inside the room, pushing the closet door closed... as THE FIGURE OF A MAN PASSES DOWN THE HALL... and Dane never saw him.

Dane walks away from the closet door... toward the hall... steps out, and we're just waiting for whoever that was to grab Dane... but nothing happens.

And Dane moves halfway down the down the hall... into the bathroom... to the sink... turns on the water, and sticks his head under to gulp it back. He twists the faucet back off... the house is eerily silent.

Dane walks back out into the hall... down the hallway to his room... and again we're just waiting for that man to leap from the shadows... but no. And Dane moves back into the room.

INT. PAYTON HOUSE/DANE' ROOM - CONTINUOUS

Dane climbs back into his bed... gets comfortable... then SEES SOMETHING...

...THE CLOSET DOOR IS OPEN AGAIN.

Dane stares at it, confused... even a little nervous. He stares at that deep, dark rectangle of black emptiness staring back at him... hiding everything it holds.

DANE

Lucas. I know you're in there.

Dane rises out from under the blanket... eases toward the closet... nearer... closer... almost there, as he reaches out for the door... gets his hands on it to slam it back closed, then...

...SEES THE TWO FILTHY BARE FEET HALF-HIDDEN UNDER CLOTHES.

Dane's eyes shoot up... to the SHADOWY FACE PEERING OUT FROM BEHIND SOME HANGING SHIRTS.

DANE (cont'd)

Shit!

He slams the door... scrambles back, grabbing a BASEBALL BAT from the floor, and flipping on the light. He stares at the closet, heart racing.

Suddenly Lucas steps in from the hall.

LUCAS

What're you doin'?

Dane jumps with a start... almost goes all Barry Bonds on Lucas.

DANE

There's somebody in my closet.

Now Lucas is scared. But Dane feels braver with Lucas there... leans to the door... to the handle.

LUCAS

Maybe you shouldn't do that.

But Dane is doing that. He grabs the handle... pulls the closet door open...

...and with the light on, we can all see there's nothing but a DEREK JETER CARDBOARD STANDEE peering from behind the clothes. Lucas snorts with laughter... loves finally seeing Dane scared.

LUCAS (cont'd)

(snorts with laughter)

Nice call. If you're too scared, I'll ask him for an autograph for you.

Lucas LAUGHS his way out of the room... leaving Dane alone... confused. He reaches over... flips off the bedroom light... looks back at the cardboard face... maybe it was just dark.

Dane closes the door... slides a chair over under the handle to keep it closed, then backs his way into bed.

He lies there... staring at that closet door.

INT. PAYTON HOUSE/LUCAS' ROOM - DAY

Lucas is dressed in a collared shirt, tucked into jeans, as Susan hovers over him, quickly brushing his hair. Lucas is not happy.

LUCAS

Why do I have to do it today?

SUSAN

Because today's registration at your school, and because I changed my shift at the hospital to do it. Now hold still, we're late.

Susan secures Lucas' chin to get a better grip. Dane steps into the room, in shorts and t-shirt, flipping his phone closed.

LUCAS

Why doesn't Dane have to go?

DANE

Because I'm in a school where they don't make you take naps and drink out of sippy cups.

LUCAS

Neither do we, dickhead.

SUSAN

Hey!

(to Dane)

I know he didn't learn that one from Spongebob.

(back to Lucas)

And Dane's not going because his registration is next week.

(to Dane)

What are you doing this morning, besides trying to cause trouble?

DANE

Julie's gonna show me around this ghost town. We're gonna try to see everything there is in less than ten minutes.

SUSAN

Just be back here by four. I have to work tonight.

Susan walks past Dane, kissing him on the head as she passes. Lucas follows her, and Dane grabs his arm... waits for Susan to move out of range, then...

DANE

(whispers)

Don't say anything to Mom about last night.

Lucas pulls away from Dane.

LUCAS
Who's the baby now?

Dane makes a move for Lucas, but he hurries after Susan.

INT. PAYTON HOUSE/ENTRY - DAY

Susan opens the door to leave, and there's Julie, just about to ring the bell.

SUSAN
Oh, hey, Julie.

JULIE
Hi, Mrs. Payton.

SUSAN
We're on our way out, but Dane's
upstairs.
(yelling back)
Dane, Julie's here.
(to Julie)
You guys have fun.

Dane comes walking down the stairs behind them, slipping on his shoes.

EXT. PAYTON HOUSE - DAY

Susan shoves Lucas into the car, waves back to Dane and Julie at the front door.

SUSAN
Four o'clock. Don't be late.

Dane waves... got it. They watch Susan pull away... and Lucas hang out the window.

LUCAS
Watch out for Derek Jeter!

Lucas ducks back in, laughing.

JULIE
What's that mean?

DANE
Nothing. He's an idiot. You ready?

JULIE
Bensonville, here we come.

They walk toward the street.

EXT. BENSONVILLE/MAIN-STREET - DAY

Mayberry with a facelift. Dane and Julie walk down the sidewalk.

JULIE
So did you guys get all moved in?

DANE
Unfortunately.

JULIE
What, you'd rather be back in New Jersey or wherever?

DANE
It was Brooklyn actually.
Philadelphia, Boston and Queens
before that. Maybe Jersey was in
there somewhere.

JULIE
So do you even bother to unpack the
boxes?

DANE
Every time. My Mom's always sure
the next move is the last one.

JULIE
She seems nice.

DANE
She's cool, I guess. She's a nurse
over at the hospital.

JULIE
What about your Dad?

DANE
Not so cool.
(beat)
He's been locked up since Lucas was
a baby... is supposed to get out
soon. I was just a little kid back
then, so I'm not worried about him
anymore. But my mom's not real
anxious for a reunion.

(MORE)

DANE (cont'd)

She won't admit it, but I think that's why we keep doing the moving thing.

JULIE

Bensonville's a great place to hide out. He can't look someplace nobody even knows exists. And it really isn't that bad here. I mean school sucks, but it probably sucked in Brooklyn too, right?

DANE

Pretty much.

Dane notices a COUPLE GIRLS staring at them from across the street.

JULIE

You guys are like celebrities around here. Most people move out of Bensonville, not into it.

DANE

Great.

JULIE

Plus you moved into Freaky Franklin's house.
(off Dane's look)
The guy that lived there before you... Ethan Franklin. He was like crazy or something. They ended up dragging him off to the psycho hospital or something.

DANE

(rolls his eyes)
Home sweet home.

INT. PAYTON HOUSE/ENTRY - DAY

Lucas charges through the front door.

LUCAS

Dane!
(off the silence)
DANE!

Susan walks in behind him.

SUSAN

He's probably still out with Julie.
He'll be home soon.

Lucas hurries up the stairs.

INT. PAYTON HOUSE/HALLWAY - DAY

Lucas runs to Dane's doorway... looks in... empty. His body slumps.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Lucas is on the floor playing xbox. Susan is behind him on the phone.

SUSAN

No, I said to be home by four, not
start home then. Just hurry.

Susan hangs up... bends down to kiss Lucas on the head.

SUSAN (cont'd)

I've got to get to work, but Dane's
on his way. Call me if he isn't
here in fifteen minutes.

Lucas nods without looking away from the screen.

SUSAN (cont'd)

I love you, Sweetie.

LUCAS

(in his video game drone)
Love you too.

Susan hustles for the door.

SUSAN

And don't stay up too late. I'll
come check on you when I get home.

Lucas just nods as he continues playing, doesn't even notice Susan walk out, as his fingers dance over the buttons, until his futuristic soldier dies a bloody alien death onscreen.

Lucas tosses the controller away... turns the game off. He glances around, already bored. He pulls himself up... starts for the stairs.

INT. PAYTON HOUSE/LUCAS' ROOM - DAY

Lucas enters... grabs his pad and pencil, then notices the CLOWN MARIONETTE PROPPED UP ON HIS PILLOW. It's almost human looking... round face poking out from under the long, red and gold, belled hat. It's painted eyes stare at Lucas.

Lucas returns the stare, nervous at first, then realizing how it got there... Dane. He throws an angry glare back out into the hall, and grabs the clown by the arm... jerks it off the bed, drags it out the door. The clown's bells jingle against the floor.

INT. PAYTON HOUSE/DANE'S ROOM - DAY

Lucas shoves the marionette under Dane's sheets... pulls them back to get the full effect of the reveal, then snickers at his little trick. He tosses the covers back over the clown, starts out, then stops... sees the VIDEO CAMERA on the floor.

INT. PAYTON HOUSE/BASEMENT - DAY

Dark... quiet... until the FLICK OF THE LIGHT SWITCH casts a dim glow over the room.

Lucas moves down the steps, carrying the camera. He walks past the rusty freezer chest... the shelves of tools... to the trap door. He pulls the trap door open, folding it back onto the floor...

...and there's that hole, so black it almost glows. Lucas crouches down beside it.

LUCAS
(into hole)
Hello!

He waits for his echo, but the hole swallowed it, just like it does everything else. Lucas grabs the flashlight from the floor... aims the beam into the center of the black... still doesn't help.

AND THEN A JINGLE... but it's not coming from the hole, it's coming from the back corner of the basement.

Lucas' head shoots up... he squints into the shadows... raises the flashlight...

...the circle of light rises up the floor... to THE CLOWN MARIONETTE sitting in the corner of the basement, staring back at Lucas.

Lucas freezes... except for his heart, which is about to beat right out of his chest. He stares back at the clown, wanting to run, but also afraid to look away...

...so Lucas and the clown just hold their gaze on each other... like a bizarre stare contest... eyes locked... neither flinching...

...until THE CLOWN BLINKS.

Lucas flies backward... drops the flashlight... it hits the cement floor and rolls into the hole... disappears.

Then here comes that clown... CRAWLING OUT OF THE SHADOWS ON ALL FOURS, like some invisible puppeteer is controlling its limbs. The basement is filled with the TINKLING BELLS.

Lucas CRIES OUT... scrambles to his feet... throws another glance to the marionette... crawling fast... too fast.

Lucas takes off... charges for the steps... races up... stumbles... SLAM... falls... doesn't want to look back, but we can all hear those BELLS GROWING LOUDER, so Lucas does look... just in time to see the clown starting up the steps after him like some kind of horrible insect.

Lucas SCREAMS... crawls up the rest of the stairs... fights with the door handle enough to make us think he might not get out, as the marionette scurries up behind him.

But then Lucas does get it open... he dives out.

INT. PAYTON HOUSE/LIVING ROOM - CONTINUOUS

Lucas slams the door closed, just as the clown reaches the top step. He takes a step back... eyes the silent door... then watches the DOORKNOB BEGIN TO TURN.

Lucas throws his weight against the door, pressing it shut.

Suddenly a HAND DROPS ONTO LUCAS' SHOULDER. Lucas SCREAMS... spins... right into Dane. Lucas dives against Dane, hugging him... sliding back around behind him.

DANE

What's wrong with you?

LUCAS

It came after me.

DANE

What?

LUCAS

That clown doll... the one you
tried to scare me with. It's
trying to get up here.

Dane's too confused to even ask, so he reaches for the door.

LUCAS (cont'd)

WAIT!

Too late... Dane has it swung open... AND THERE'S NO CLOWN.

Lucas peeks out around Dane's body... squints down the steps.

LUCAS (cont'd)

It was right there. It chased me.

DANE

A doll chased you.

LUCAS

(nods furiously)

The one you put in my bed.

DANE

I don't know what you're talkin'
about, but I didn't put any clowns
in your bed. I might have if I
thought about it, but I didn't.

LUCAS

It was there.

DANE

On the steps.

LUCAS

In my bed, then I put it in your
bed to scare you, then it was
downstairs.

DANE

Okay, you know what, there's all
kinds of weird crap goin' on in
there...

(taps Lucas' head)

...that I don't even wanna know
about, so whatever. The clown's
gone, so we're cool.

LUCAS

It's still down there somewhere!

Lucas' head's about to explode, so Dane just GROANS... starts down the steps.

INT. PAYTON HOUSE/BASEMENT - CONTINUOUS

Lucas hangs onto the back of Dane's shirt, as they descend into the basement. They move across the room, with Lucas holding on... spinning around for any sneak attacks from the rear. Then Dane sees the open trap door.

DANE

You weren't supposed to keep messing with that.

LUCAS

And you were supposed to be home before Mom left.

Dane glances around... squints into the shadows.

DANE

Well there's no clown, so can we go back up?

Lucas points into the dark corner.

LUCAS

It was over there.

Lucas shoves Dane toward the corner... follows right behind, not letting loose of that handful of shirt. They reach the wall... still nothing.

DANE

Maybe it's one of those man-eating, invisible clown dolls.

And then a THUMP... SCRAPE from behind them. They turn... see a LITTLE GIRL, (7), SITTING AT THE BOTTOM OF THE STEPS.

Her back is to them, as she bounces a small ball... THUMP... scoops up several jacks... SCRAPE. Her long blonde hair hangs down over her PINK PARTY DRESS.

DANE (cont'd)

Who the hell's that?

Lucas just shakes his head.

DANE (cont'd)

(to the little girl)

Hey!

No answer... just THUMP... SCRAPE. Dane suddenly looks a little nervous.

DANE (cont'd)
Is she one of your little friends?

LUCAS
No.

Dane watches her drop the ball again... THUMP... SCRAPE... then starts toward her.

DANE
Little girl.

The girl doesn't glance back... doesn't even alter her rhythm... just keeps playing those jacks... THUMP... SCRAPE... THUMP... SCRAPE.

Dane and Lucas move closer to her back... closer... closer... until they're standing right over the little girl, as she stares down, playing.

DANE (cont'd)
Are you lost or something?

And then the little girl picks up the last of the jacks... SCRAPE... then slowly looks up at the boys... and her face is so pale it's almost blue... her eyes are solid black, and it's like she is CRYING TEARS OF BLOOD.

LITTLE GIRL
I don't want to die.

Dane scrambles backward, dragging Lucas with him. They both back against the wall... watch the little girl stand... walk slowly up the steps.

LUCAS
Dane?

Dane's too scared to answer... just watches her disappear through the doorway. Then he moves to the bottom of the steps... stretches to see if she's still there... she isn't. So the brothers start up.

LUCAS (cont'd)
Why don't we just stay down here?

Dane keeps moving up... so Lucas does too.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Dane and Lucas lean in the doorway... glance around... no sign of the little girl.

DANE

Hey!

Nothing. So Dane builds up the nerve to step through. They glance around... see the FRONT DOOR CRACKED OPEN.

LUCAS

Did you close that when you came home?

DANE

I don't remember.

The brothers move as one toward the door.

EXT. PAYTON HOUSE - CONTINUOUS

Dane and Lucas step outside... glance up and down the street. She isn't out here either. But Julie is, reading a magazine on her front porch.

DANE

You didn't see a little girl out here did you?

LUCAS

With blood dripping out of her eyes?

Dane elbows Lucas... shut up.

JULIE

What?

DANE

She had this makeup or something on her face.

JULIE

Do you know her?

Dane shakes his head. Julie tosses the magazine, and skips off the porch.

JULIE (cont'd)

And she was in your house?

LUCAS
Playing jacks down in the basement.

JULIE
Jacks?
(off their nod)
Maybe she knows that other guy...
thought he still lived here.

DANE
Yeah. Maybe.

Julie reaches them.

JULIE
Did you ask her?

LUCAS
(nods)
She said she didn't want to die.

DANE
(to Lucas)
You don't have to answer every
question.

JULIE
That she didn't want to die?

DANE
That's what it sounded like. It
was hard to hear.

And then Julie sees something beyond the boys.

JULIE
Is that her?

Dane and Lucas spin... in time to see the back of the little
girl as she walks down the basement steps.

Dane takes off after her, with Lucas and Julie right behind.

DANE
Hey, little girl!

INT. PAYTON HOUSE/BASEMENT - DAY

The kids stampede down the steps... reach the bottom... just
in time to see...

...the LITTLE GIRL CRAWLING ON HER STOMACH INTO THE HOLE...
HER LEGS DISAPPEARING just before the TRAP DOOR SLAMS SHUT.

Dane, Lucas and Julie can't move... can barely remember to breathe... just stare at that trap door.

Finally, they ease toward it... reach the trap door, exchange a "should we" glance before Dane grabs the handle... pulls it back open...

...and there's that DEEP, DARK, EMPTY HOLE.

LUCAS
Close it, Dane.

Dane just keeps gazing down into the black.

DANE
Hello?

No answer.

LUCAS
Dane... please.

DANE
She's gotta be down there.

JULIE
Dane.

LUCAS
Close it!

Lucas tears the trap door loose from Dane's grip... slams it shut.

DANE
We all saw that, right?

JULIE
If you're talking about the freaky little girl that just crawled into a bottomless pit under your house... yeah.

Dane considers the sound of that... stares down at the trap door, then looks to Lucas.

DANE
What'd you do with the locks?

LUCAS
I left them right there.

DANE
Well they're not here now.

They do a quick search... no luck.

LUCAS
Maybe she took them.

JULIE
Why would she have taken locks?

DANE
So we couldn't keep her down there
anymore.

They exchange another creeped-out glance.

LUCAS
Or maybe it wasn't her that took
them. Maybe it was the man last
night... or the clown.

JULIE
Hang on. What man... what clown?

DANE
Nothin'.
(beat)
What kinda hole is this?

CUT TO:

INT. PAYTON HOUSE/BASEMENT - LATER

And Dane, Lucas and Julie sitting at the bottom of the steps, their backs against the wall, staring at that hole. Lucas is between Dane and Julie, wearing a CATCHER'S MASK and holding Dane's baseball bat. Dane has a paintball helmet on, with the paintball gun across his lap, and Julie holds a KITCHEN KNIFE in one hand and pointed MEAT THERMOMETER in the other.

JULIE
It's the gateway to hell. Like a
secret passage for dead people.

LUCAS
Why would that little girl be...
(thinking of a way to say
hell)
...down there?

DANE
Did you check out those eyes?
Black... dripping blood. And she
did look completely dead.

JULIE
It's a gateway to hell.

LUCAS
Dolls don't go to...

Lucas mouths the word to Dane without actually saying it.

DANE
Maybe the guy that owned the doll
was like some puppet master serial
killer... he goes, the clown goes
too. Package deal.

LUCAS
Could be a wormhole.

JULIE
A what?

LUCAS
Like a door between different
universes.

DANE
It's not a wormhole. And you need
to stop reading so much. You're
turnin' into a little geek.

The O.S. DOORBELL RINGS upstairs. They all give a little
jump. Then...

DANE (cont'd)
Pizza guy.

Dane shoves some bills into Lucas' palm. Lucas throws them
back.

LUCAS
I'm not going up there.

Dane looks to Julie... she shakes her head. Dane rolls his
eyes... throws a glance up the stairs, then takes off, gun
ready to fire. Lucas and Julie keep their eyes locked on
that hole... until Lucas glances to the meat thermometer.

LUCAS (cont'd)
I wonder what temperature that
little girl is. She looked cold.

EXT. PAYTON HOUSE - NIGHT

The PIZZA GUY stands at the front door. The door swings open, and there's Dane, in full paintball gear. The Pizza Guy just looks him. Dane makes a quick exchange... cash for pizza.

DANE
Thanks, dude.

And just like that, the door swings shut in the Pizza Guy's face. He stands there a beat before walking back to his car.

INT. PAYTON HOUSE/BASEMENT - NIGHT

Dane hurries back down the steps with the pizza.

DANE
Anything?

Lucas and Julie shake their heads... grab a slice each.

LUCAS
When's Mom get home?

DANE
Not till midnight.

LUCAS
We should've called her.

DANE
It would just freak her out. And if she finds out about this, she'd have us packed up tonight.

LUCAS
Okay with me. And that's what you want too.

Dane doesn't answer... his eyes dart a quick glance to Julie... he's not so sure anymore.

DANE
Let's figure out what we've got before we tell her anything.

JULIE
I know what you've got. You've got a gateway to hell under your house.
(takes another bite)
And that's really cool.

EXT. NEIGHBORHOOD - NIGHT

The houses are all dark. The street is quiet. A breeze whispers through the trees.

EXT. JULIE'S HOUSE/POOL - NIGHT

The wind blows an inflatable ball off the pool... it does the lonely bounce over the yard... wedges against the fence leading to the Payton house.

INT. PAYTON HOUSE/BASEMENT - NIGHT

ANGLE ON THE THREE KIDS... still armed to the teeth, but now SOUND ASLEEP at the bottom of the steps. Dane's slumped over with Lucas leaning against him, and Julie's head on Lucas' shoulder.

A FIGURE'S SHADOW FLOATS OVER THEM... just hovers there, until Lucas' eyes blink open... he looks up... SCREAMS...

...and the others fly up, wide awake, weapons ready. And in a survival reflex, Dane SQUEEZES THE TRIGGER... POP...

...before any of them realize it's SUSAN standing over them... staring down, totally baffled. The ORANGE PAINTBALL STAIN drips down from the ceiling beside her head.

SUSAN

I wouldn't understand anyway,
right?

Dane and Lucas shake their heads. Susan throws a glance up at the orange dot, then starts up the steps... never notices the open hole across the room.

SUSAN (cont'd)

Come up when you're finished.

They wait for her to walk out the door, then...

LUCAS

Whatta we do now?

DANE

(off the hole)
Lock it up for the night.

JULIE

You lost the locks, remember?

Dane walks to the hole... pulls the trap door closed, then glances around the basement until his eyes settle on the RUSTY OLD CHEST FREEZER.

CUT TO:

INT. PAYTON HOUSE/BASEMENT - LATER

And the kids pushing the massive box on top of the trap door. And this thing must weigh a ton because they're using every ounce of strength they have to inch it across the floor until it's resting squarely on top of the trap door.

Julie hands Dane the knife and meat thermometer.

JULIE

Don't explore anymore without me.

Julie starts out the door... throws a glance back to Dane.

JULIE (cont'd)

This was fun.

Then she's gone, and Dane's left with Lucas staring at him, lips puckered, making KISSING NOISES. Dane just shoves Lucas away.

The boys walk up the steps, Lucas making sure he's in front. They reach the top of the stairs... CLICK... the basement goes dark, except for the moonlight through the window, making the old metal freezer almost glow.

EXT. NEIGHBORHOOD - MORNING

Bright and sunny. Joggers and dog-walkers make their way along the street and sidewalk.

Susan walks out of the house... climbs into her car, backing out of the drive.

She pulls away, WAVING TO JULIE ON HER PORCH, as she leaves.

Julie watches for Susan to disappear around the corner, then leaps off her porch... sprints across the yard.

INT. PAYTON HOUSE/LIVING ROOM - MORNING

Julie charges through the door... and there are Dane and Lucas standing at the closed basement door, waiting for her.

JULIE

I didn't think she was ever leaving
for work.

They throw open the door... charge down.

INT. PAYTON HOUSE/BASEMENT - MORNING

Dane, Lucas and Julie stampede down the steps... reach the
bottom and freeze...

...because the CHEST FREEZER IS STANDING ON ITS END AGAINST
THE WALL, like it was just tossed there... AND THE TRAP DOOR
SITS UNCOVERED.

They all just stare at it, until...

LUCAS

Maybe Mom did it.

DANE

Like she could just roll that thing
around.

JULIE

Maybe it was Satan tired of you
blocking his gateway to hell.

LUCAS

(nods)
I bet Satan's strong.

DANE

(shakes his head)
So he moves an old freezer, but
can't figure out how to get a few
locks off? I'd expect more skills
outta a guy with Lucifer's rep.

JULIE

Well somebody moved it.

Dane walks over to the freezer... gives it a shove... the
metal box just rocks a few inches, but enough that...

...a CRUSHED BEER CAN tumbles off to the floor beside Dane's
feet. Dane stares at the can a second, then reaches down...
picks up the can... sniffs the top.

JULIE (cont'd)

You guys have a party down here
last night?

Dane shakes his head.

LUCAS

I bet Satan drinks a lot too.

DANE

You said the dude that used to live here... that they took him to some psycho place.

(off Julie's nod)

Is he locked up?

JULIE

I don't know.

DANE

Where do they keep him?

JULIE

The old hospital west of town.

DANE

Let's go see if we can ask him some questions.

LUCAS

(points to the trap door)

What about that?

They all stare at the trap door a beat, then...

CUT TO:

INT. PAYTON HOUSE/BASEMENT - LATER

ANGLE OF THE TRAP DOOR... as Dane HAMMERS NAILS ALL AROUND THE EDGES, sealing it shut. He gives the handle a tug... doesn't move.

DANE

Let's see how Satan does with nails.

EXT. BENSONVILLE MENTAL HOSPITAL - DAY

Old is right... and in need of a paint job. A high barbed-wire fence surrounds the grounds.

INT. BENSONVILLE MENTAL HOSPITAL/HALLWAY - DAY

Dane, Lucas and Julie walk down the hall to the NURSE'S DESK.
An OLD NURSE greets them with a big smile.

NURSE
Hey kids, what can I do for you?

DANE
We'd like to talk to...

And then Dane realizes he doesn't know who it is they want to talk to... he throws a panicked glance to Julie.

JULIE
Ethan Franklin.

The nurse's smile fades.

NURSE
Ethan?

JULIE
If it's okay. He was my neighbor... we were friends.

NURSE
I didn't know that he... I mean, I believe you might be the first visitors Ethan's had here.

DANE
Is he allowed to see people?

NURSE
Of course. Ethan's a voluntary. He can see who he pleases... come and go as he likes.
(beat)
He just likes to stay here.

LUCAS
Why?

NURSE
I think he just feels safer.
(to Julie)
And what was your name, dear?

JULIE
Julie Campbell.

The nurse points to the VISITORS AREA... tables, chairs, a television. A few people mingle in the room.

NURSE

I'll bring Ethan over to you.

The nurse walks down the hall. Dane, Lucas and Julie walk to a table... squeeze into the chairs on one side.

JULIE

What do we say when he gets here?

DANE

We ask him about the hole.

JULIE

Just like that?

LUCAS

Let's ask him if it's a worm hole to another universe.

DANE

You know what, just don't talk. We don't want the freak to think he's trapped inside some kindergarten Star Wars convention.

They see the nurse step out of a room, leading ETHAN FRANKLIN, (50's), t-shirt and sweat pants hanging on his bone-thin frame... long, gray-streaked hair falling over his gaunt face. His fingers twitch in non-stop motion against the sides of his legs.

DANE (cont'd)

This guy's not gonna try to eat our livers or anything is he?

Lucas' eyes widen... eat what?

JULIE

How should I know? All I ever did was stare at him from across the fence.

DANE

Hope he doesn't remember that part.

Ethan hasn't looked up... head tilted to one side, eyes locked on his own BARE FEET. And now Dane is staring at them too, as the nurse guides Ethan to the table.

NURSE

Here's your friend Julie, Ethan. Do you remember her?

Ethan doesn't answer... just keeps staring at those feet.

NURSE (cont'd)
(to Julie)
He hasn't talked much since he's
been here.

The Nurse eases Ethan into the chair across from them.

NURSE (cont'd)
But good luck. And just let me
know if you need anything.

JULIE
Thank you.

The nurse walks away. The kids all just stare at Ethan...
his knee trembling wildly. Dane gives Julie an elbow.

JULIE (cont'd)
Hi, Mr. Franklin. I'm Julie
Campbell... I used to live beside
you.

Ethan doesn't react... just keeps twitching and trembling.

DANE
(whispers to Julie)
Did he always look like this?

Julie shakes her head.

JULIE
We're sorry to bother you, but we
wanted to ask you about your old
house.

DANE
My brother and I live in it now.
(beat)
We found that trapdoor... in the
basement.

Suddenly Ethan's body goes completely still. The kids
exchange glances... they just made a connection.

JULIE
We're trying to find out where it
leads.

Ethan doesn't answer.

JULIE (cont'd)
Mr. Franklin?

DANE
We just want to...

ETHAN
The darkness.

Now the kids are as still as Ethan. Then...

DANE
What does that mean? Is it hell?
Is that where the hole leads?

Suddenly Ethan's head flies up... hand shoots out, grabbing Dane by the arm. Ethan's eyes burn into Dane's.

ETHAN
You didn't take the locks off?

And now it's Dane's turn to be unable to speak.

ETHAN (cont'd)
(deathly serious)
Tell me you didn't take the locks
off.

The kids don't tell Ethan that... so he knows the truth. Suddenly he swings his hand down... knocking some invisible object off his leg.

ETHAN (cont'd)
Why would you do that?

DANE
We didn't know.

Ethan stands... starts backing away from them... back to the safety of his own room. His eyes dart around, searching for something the rest of us can't see.

DANE (cont'd)
What is it?

ETHAN
The darkness knows you.

DANE
Knows us? I don't understand. Did
you make it... did you make the
hole?

Ethan just stares at them... shakes his head.

ETHAN

It's been there since the world's
first scream.

And then Ethan turns... the kids just watch him twitch his
way back down the hall. His door slams shut.

LUCAS

He doesn't like that hole.

JULIE

And it doesn't sound like he made
it either.

DANE

So we need to find out who did.

INT. PAYTON HOUSE/DANE'S ROOM - DAY

Julie's on the phone. Lucas is on Dane's bed, playing that
handheld game, and Dane's sitting at the desk, staring at
Derek Jeter.

JULIE

(into phone)

No way, really? Are you sure?

Then Dane notices something... TWO GREASE-COVERED WORK BOOTS
sitting outside the closet. He stares at them a beat, then
walks over... picks one up... looks it over, then...

DANE

(to Lucas)

Did you put these here.

Lucas glances up from the game... shakes his head. Dane
looks back to the boot... the FOOTPRINT STAIN on the floor.
He carries the boots out... lays them in the hall.

JULIE

Okay, thanks, Dad.

Julie flips her phone closed.

JULIE (cont'd)

He said there was a woman that
lived there before Ethan Franklin.

DANE

Let's go talk to her.

JULIE

Can't.

Julie leans over, cupping both of Lucas' ears.

JULIE (cont'd)
 (whispers)
 She went crazy... killed herself in
 your kitchen.

Julie releases Lucas' ears, just as...

DANE
 Killed herself?

Now Lucas heard... MOANS.

JULIE
 (off Lucas, to Dane)
 Nice.

DANE
 When was this?

JULIE
 Like before I was born. And then a
 couple different families moved in,
 but my Dad said they only stayed
 for a couple weeks... he never
 really met them. I think he said
 they both ran off in the middle of
 the night... left all their stuff
 in here. Never came back for it.

DANE
 So none of them made that hole.

LUCAS
 The world's first scream.
 (off their looks)
 He said it had been down there
 since then. When was that?

Dane and Julie exchange a glance.

JULIE
 A long time ago.

INT. PAYTON HOUSE/KITCHEN - NIGHT

Dane, Lucas and Susan sit around the table, eating dinner.
 The only sound is the boys' chewing.

SUSAN
 You guys are quiet tonight.

Dane shrugs. Lucas sees it works for Dane, so he shrugs too.

SUSAN (cont'd)

Well I guess that means I have to talk.

(beat)

How would you two feel about having the house to yourselves for a couple days?

LUCAS

Bad.

Dane shoots Lucas a hard glance.

SUSAN

Well I got a call today... there's a meeting I'm supposed to go to... out of town.

LUCAS

What kinda meeting?

SUSAN

The mother kind.

LUCAS

Why can't we come?

SUSAN

Because it's one of those grown-up things, and it'll be boring, and you'll have more fun here. And I need somebody to keep an eye on the house.

LUCAS

I don't wanna keep an eye on it. There's a ho...

ANGLE ON DANE'S FOOT UNDER THE TABLE...

...KICKING LUCAS' LEG.

LUCAS (cont'd)

OUCH!

SUSAN

What's wrong?

DANE

Nothing. We'll be fine if you need to go.

SUSAN

You'll take care of each other for me?

DANE

Yeah.

Lucas doesn't answer... just scowls at Dane.

SUSAN

And you'll miss me, right?

Lucas nods... alot.

SUSAN (cont'd)

Okay then. That's that.

They continue eating.

EXT. PAYTON HOUSE - NIGHT

Dark. Everyone's asleep... or should be.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

Dane awake in bed. Lucas on the floor beside him.

LUCAS

I don't want her to leave us here.

DANE

There's nothing to be scared of.

LUCAS

You're not scared?

Dane notices something on the floor... the SQUARE WINDOW OF LIGHT where the moon shines through the window. But the image on the floor has LINES STRETCHED OVER THE SQUARE... like bars.

Dane looks from the floor to the window... no lines. He stands... moves to the window.

LUCAS (cont'd)

What are you doin'?

Dane doesn't answer... just waves his hand past the window, and watching his shadow on the floor... of the hand passing over the bars.

Dane squints out the window... can't find what's causing the lines. Finally, he just pulls the curtains closed... the square of light disappears. He climbs back in bed.

LUCAS (cont'd)
So you're not scared?

DANE
No. We nailed it shut. No way anything's coming out of there.

INT. PAYTON HOUSE/BASEMENT - NIGHT

ANGLE ON THE TRAP DOOR...

...and the NAILS TWISTING UP OUT OF THE WOOD... falling to the floor.

EXT. NEIGHBORHOOD - NIGHT

A DOG stands at the WATER DRAIN in the curb of the street... clawing at the grate... GROWLING at something deep inside.

EXT. BENSONVILLE MENTAL HOSPITAL - NIGHT

Lights flicker from a few windows.

INT. BENSONVILLE MENTAL HOSPITAL/ETHAN'S ROOM - NIGHT

Dark. Ethan sits on the edge of his bed, staring at the sliver of light seeping in under the door.

And then a thin shape appears from beneath the door... a SNAKE slithering across the floor.

And then ANOTHER SNAKE... from the air vent on the wall...

...a THICK GREEN SNAKE curls in from the bathroom...

...another crawls out of the sink faucet.

Ethan watches them slide toward him.

ETHAN
I knew you'd come.

Then Ethan looks above him... to the CEILING TILES BOWING UNDER SOME HEAVY WEIGHT...

...he closes his eyes...

...just as the tiles break away, and a MASS OF SNAKES POURS DOWN OVER HIM LIKE RAIN.

EXT. PAYTON HOUSE - DAY

Dane and Susan stand outside her SUV. Lucas sits in the passenger seat, defiant. Susan kisses Dane's cheek.

SUSAN
Be nice to your brother.

DANE
If I have to.

Susan fakes a laugh... opens the car door.

INT. SUV - CONTINUOUS

Susan climbs inside.

SUSAN
So what do you think you're doing?

LUCAS
Going with you.

SUSAN
I wish you could. But not this time.

Susan pulls Lucas into her arms... squeezes him... kisses him.

SUSAN (cont'd)
There's nothing to worry about, okay?

Lucas' eyes roll up to Dane... shaking his head outside. Susan leans Lucas back... looks into his face.

SUSAN (cont'd)
Okay?

Lucas finally nods.

SUSAN (cont'd)
I love you.

LUCAS
I love you too.

SUSAN

When I get back we'll do something special. Promise.

Lucas climbs out... walks around beside Dane. Susan backs out of the drive... HONKS her horn, and waves out her window as she pulls away.

SUSAN (cont'd)

I'll be home soon. I love you guys.

EXT. PAYTON HOUSE - CONTINUOUS

Dane and Lucas return the wave... watch Susan disappear down the street. They turn... stare at the house a beat before walking inside.

INT. PAYTON HOUSE/LIVING ROOM - DAY

Lucas sits on the floor, playing Xbox. Dane's on the couch, his eyes locked on the basement door. Lucas sees him.

LUCAS

If you go down there, I'm calling Mom. I'll tell her everything.

Dane pulls his eyes from the door... sees Julie walking toward the back door... entering.

JULIE

Hey, Lucas.

LUCAS

Hey.

Julie walks to Dane... leans close.

JULIE

(whispers)
We need to talk.

INT. PAYTON HOUSE/DANE'S ROOM - DAY

Dane paces the room, as Julie sits at the desk, typing away on his computer.

DANE

How do you know?

JULIE

My Dad was talking to somebody from the hospital. They said the doctors think it was a heart attack.

DANE

Then it didn't have anything to do with the hole. I mean it's nailed shut... so it was just a coincidence.

Julie shrugs... isn't so sure. Neither is Dane.

CUT TO:

INT. PAYTON HOUSE/LIVING ROOM - DAY

ANGLE ON THE TELEVISION...

...and the video game monsters attacking...

...until Dane's hand reaches into the frame... turns the television off.

LUCAS

I was almost through the level!

DANE

You can finish it when we get back.

LUCAS

Get back from where?

Dane heads out the front door without answering.

LUCAS (cont'd)

Back from where, Dane?

Lucas watches Dane and Julie disappear outside, then throws a glance to the basement door... and jumps up... races after them.

EXT. BENSONVILLE/MAIN-STREET - DAY

Julie's car cruises through town.

INT. JULIE'S CAR - DAY

Lucas is in the back seat, gazing out the window. He turns... looks past Julie and Dane... through the windshield...

...to the Bensonville Mental Hospital just ahead.

LUCAS

No way!

DANE

It's just for a couple minutes.

LUCAS

What if that Ethan guy sees us again?

DANE

Trust me, that's not gonna be a problem.

INT. BENSONVILLE MENTAL HOSPITAL/HALLWAY - DAY

Dane, Lucas and Julie reach the nurse's desk... and the same Old Nurse sits behind it.

DANE

We're sorry to bother you, but we came by to see Ethan Franklin the other day.

NURSE

I remember.

DANE

We heard about what happened. Can you tell us anything else. Did he ever talk about anything with you?

NURSE

It's not really my place to discuss Ethan. And I'm fairly busy right now, so if you'll excuse me.

The Old Nurse turns to walk away, then...

LUCAS

We live in his old house. And we're scared.

Dane nudges Lucas... be quiet. The Nurse stops... looks back at Lucas.

INT. BENSONVILLE MENTAL HOSPITAL/ETHAN'S ROOM - DAY

The kids watch the Old Nurse rest a box on the desk.

NURSE

Ethan didn't have any family, so
I'm sure he wouldn't mind. This is
everything he had.

Dane and Julie start digging through the box.

NURSE (cont'd)

I wasn't here when they found him,
but they said he was just sitting
there... on the edge of his bed...
stiff as a board.

Julie pulls out a PAIR OF OVERSIZED RUBBER GLOVES.

NURSE (cont'd)

Those were Ethan's snake gloves.

JULIE

I'm sorry?

NURSE

He was deathly afraid of snakes.
The rare days we could get him
outside, he'd put those on with
some rubber boots up to his knees.

DANE

Did he ever say anything about the
darkness?

NURSE

Sometimes... if he'd get upset.
For the first few months he was
here, I kept the light on for him
at night... I thought he was just
afraid of the dark. But then he
started turning it off himself.

(beat)

I don't think he really wanted to
see what was around him.

Dane pulls out a SMALL NOTEPAD... flips through the pages...
some completely colored black... others filled with just
CRUDE DESIGNS. But every page is used.

NURSE (O.S.) (cont'd)

What's that you've got there?

Dane spins... sees that the Nurse is talking to Lucas, who's crouched beside the bed. Dane shoves the pad into his pocket.

Lucas lifts something up from under the bed... let's it dangle in the air...

...a SNAKE SKIN.

NURSE (cont'd)
Isn't that strange.

EXT. BENSONVILLE MENTAL HOSPITAL - DAY

Dane, Lucas and Julie hurry down the steps toward Julie's car.

DANE
Why would somebody scared to death
of snakes keep a snake skin under
his bed?

Julie shakes her head... no idea. Then Dane stops walking... Lucas and Julie look back at him.

JULIE
What?

DANE
Scared to death.
(beat)
She said they found him just
sitting there.

LUCAS
Stiff as a board. I get all stiff
when I'm scared.

Lucas stiffens up to prove it.

JULIE
So do I, Lucas.

EXT. PAYTON HOUSE/BACK YARD - DAY

Lucas sits on a tree swing, just staring... thinking. Dane and Julie sit on the back porch.

JULIE
So what now?

Dane shrugs... pulls out Ethan's notepad... flips through the pages... just a jumble of crude shapes.

JULIE (cont'd)
You stole that?

DANE
I thought there might be something
written in here.

JULIE
And?

Dane shakes his head... flips through the pages for Julie to see... some totally blacked out, and others with just crude shapes drawn on the page.

JULIE (cont'd)
So we know how he spent his time in
that room.

Julie glances back to Lucas... he looks very scared.

JULIE (cont'd)
Hey, Lucas, how 'bout we have a
little pool party at my house?
Order a pizza... swim... splash
your brother.

LUCAS
Okay.

JULIE
(to Dane)
You up for it?

DANE
Sure.

JULIE
I'll meet you guys over there.

Julie starts across the yard to her house.

DANE
(to Lucas)
Go get your stuff.

Lucas starts toward the back door... hesitates, just staring at the house.

DANE (cont'd)
It's cool. It's nailed shut.

Lucas finally walks in.

INT. PAYTON HOUSE/LIVING ROOM - CONTINUOUS

Lucas steps inside... stops at the door, his eyes locked on the basement door. He takes a couple steps across the room, then sprints past the door... races up the stairs.

INT. PAYTON HOUSE/LUCAS' ROOM - DAY

Lucas charges inside... slams the door behind him, locking it. He backs away from the door.

CUT TO:

POV FROM UNDER LUCAS' BED...

...watching Lucas' feet slowly back across the room.

BACK TO SCENE

And Lucas... satisfied that nothing's coming through that door. He turns... starts digging through a dresser drawer.

EXT. PAYTON HOUSE/BACK YARD - DAY

Dane still flipping through the notepad.

INT. PAYTON HOUSE/LUCAS' ROOM - DAY

Lucas pulls a pair of shorts from the drawer. And then an O.S. JINGLE freezes him... ANOTHER JINGLE... Lucas is afraid to turn around.

CUT TO:

POV FROM UNDER LUCAS' BED...

...on Lucas just standing there.

BACK TO SCENE

As Lucas summons the courage to turn...

...looks back across his room... no one's there. Then his eyes sink to the bed... and what could be underneath. Lucas just stares at that dark gap...

...as the JINGLE RETURNS... louder... just beside Lucas. He spins... sees the WIND CHIME HANGING IN HIS OPEN WINDOW...

...JINGLING WITH THE SUBTLE BREEZE.

Lucas relaxes... carries the shorts toward the door.

CUT TO:

POV FROM UNDER LUCAS' BED...

...as we watch Lucas walk out of the room.

EXT. JULIE'S HOUSE/POOL - EVENING

Dane sits beside the pool, still studying that notepad. Julie's in swimming, as Lucas bounces on the diving board.

LUCAS

Hey, Dane, watch how big the splash is!

Lucas leaps into the pool. Dane never sees the splash. Lucas rises back up to the surface.

LUCAS (cont'd)

Did you see that?

DANE

(without looking up)
Sweet splash.

Julie climbs out of the pool... flicks a little water on Dane as she passes.

JULIE

You're lots of fun.

Julie walks out to the end of the diving board.

JULIE (cont'd)

Watch this one, Lucas.

Julie bounces off... hits the water, sending a big splash over Dane.

DANE
(protecting the notepad)
Hey!

JULIE
Stop looking at that thing.

LUCAS
Yeah, come on!

Dane shakes the water off the notepad... looks at Julie in the pool... just her face floating above the surface... looking like a mermaid as she spits some water in his direction.

And that's all he needs. Dane tosses the notepad away... runs to the board... leaps off, sending a splash over the pool.

CUT TO:

POV FROM UNDERWATER...

...as Dane sinks to the bottom... pushes off... rises back to the surface.

BACK TO SCENE

As Dane bobs up out of the water.

DANE
Beat that, losers.

Julie leaps on Dane... they wrestle in the water, as Lucas climbs out laughing... hurries to the board... bounces as high as he can, then...

...SPLASH... the water covers Dane and Julie. Julie SCREAMS.

CUT TO:

POV FROM UNDERWATER...

...as this time, Lucas sinks... his foot hits the bottom, just beside the drain... he pushes off... starts up.

ANGLE ON LUCAS' LEGS...

...as a SMALL RED HAND SUDDENLY GRABS LUCAS' ANKLE.

Lucas' rise jerks to a halt. He looks down...

...and there's the MARIONETTE CLOWN half out of the open pool drain... smiling up at Lucas as he grips his leg... gives him a tug.

Lucas CRIES OUT in the water... the pool floods into his mouth. He starts flailing his arms to get to the surface.

CUT TO:

DANE AND JULIE...

...wrestling and playing at the other end of the pool... no idea what's happening below them.

CUT TO:

LUCAS...

...as he kicks at the clown... claws for the surface.

But the Clown holds its grip... starts sinking back into the drain, pulling Lucas toward the bottom of the pool.

CUT TO:

DANE AND JULIE...

...still playing... Dane shoving Julie underwater, then diving away... scrambling out of the pool.

CUT TO:

LUCAS...

...stretching for the surface, but sinking deeper... the Clown disappearing backward into the pool drain... pulling Lucas' foot in with him.

CUT TO:

DANE...

...beside the pool, as Julie splashes him. Then he glances around.

DANE
Where'd Lucas go?

Julie glances around... no idea.

JULIE
Did he get out?

DANE
Lucas!

No answer... and then Dane sees the AIR BUBBLES RISING TO THE SURFACE.

DANE (cont'd)
SHIT!

Dane dives into the pool.

CUT TO:

POV FROM UNDERWATER...

...as a panicked Lucas strains to pull his leg out of the drain.

Dane swims in beside him... grabs Lucas... starts pulling him up... BUT HIS FOOT WON'T COME OUT OF THE DRAIN.

Dane dives deeper... starts tugging at Lucas' foot...

...just as Julie appears... wraps her arms around Lucas' waist to pull him up to the surface.

Dane struggles against the drain's pull... finally Lucas' foot POPS FREE...

...all three shoot up to the surface.

CUT TO:

THE KIDS EXPLODING FROM THE SURFACE...

...Lucas COUGHING and GASPING FOR AIR. Dane and Julie carry him to the side.

JULIE
It's okay... it's okay.

DANE
We've got you.

They help him up over the edge, and Lucas scrambles out.

LUCAS
THE CLOWN'S IN THERE!

DANE
What?

LUCAS
It's in the pool! It grabbed my
leg!

Dane and Julie exchange a glance.

DANE
Dude, it was the drain. Your foot
just got stuck.

LUCAS
NO! I SAW IT!

Dane sinks back under.

CUT TO:

POV FROM UNDERWATER...

...as Dane scans the bottom of the pool... the open drain.

CUT TO:

DANE...

...rises back up.

DANE
There's just the drain. The lid
came off.

LUCAS
No... it grabbed me... it pulled me
down... wouldn't let me go.

Lucas starts crying... is ready to explode.

DANE
(to Julie)
I'm gonna take him back over.

Dane climbs out... starts leading Lucas back.

JULIE
I'm sorry, Lucas.

Lucas just keeps walking.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

Dane sits at his desk, watching Lucas sleep on the floor. His CELL PHONE BUZZES beside him. He grabs it.

JULIE (V.O.)
How is he?

DANE
Been asleep since we got over here.

JULIE (V.O.)
Anything I can do?

DANE
We're good. I'm just gonna let him sleep... hang out here with him.

JULIE (V.O.)
Well call me if you need anything.

DANE
Okay. Talk to you later.

Dane hangs up... slides over... eases the blanket across Lucas...

...then spots something... on Lucas' leg... around his ankle... BRUISES... IN THE SHAPE OF SMALL FINGERS.

Dane stares at the bruises... runs his finger along them, then freezes... hurries out of the room.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dane runs down the stairs... to the couch... grabs Ethan's notepad... starts quickly thumbing through the pages... stops on one of the odd designs... and if you turn it to the right angle, it LOOKS JUST LIKE LUCAS' BRUISE...

...JUST LIKE FINGERS.

Dane flips through more pages, turning the notepad in all directions... begins seeing other images in the shapes... AN EYE... HAND... what could be a nose.

Dane starts tearing the pages out of the pad... laying them on the floor... like he's laying out a giant puzzle. He starts moving the pages around... trying to connect the pieces.

DISSOLVE TO:

INT. PAYTON HOUSE/LIVING ROOM - LATER

Dane on his hands and knees at the center of all the pages... spread out all around him.

Some of the pages fit together... we can make out what looks like a half-circle of black... a SHOE BESIDE THE CIRCLE... TWO HANDS CLENCHED TOGETHER.

And then an O.S. WHISTLING... a light MELODY... Dane looks up to the sound... it's coming from the kitchen.

Dane listens to it a moment, then stands... eases toward the kitchen doorway... the WHISTLING GROWS LOUDER.

Dane inches the door open...

INT. PAYTON HOUSE/KITCHEN - CONTINUOUS

Dane steps into the dark kitchen... flips on the light... the WHISTLING IS GONE...

...and the kitchen is empty...

...except for a GREASE-STAINED MECHANIC'S SHIRT thrown over one of the chairs.

And Dane's confused... frightened... like he's just seen a ghost, but it's only a dirty shirt.

Dane spins... charges out of the kitchen.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dane sprints across the room... up the stairs.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

Dane runs into the room... flips on the light... and there's Lucas still asleep on the floor. Dane throws a glance around the room, then turns the light back off.

He steps inside... closes the door, and climbs up into his bed... but not to sleep... it's like a guard keeping watch.

EXT. PAYTON HOUSE - NIGHT

Quiet and dark.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dim moonlight glows over Ethan's scattered pages.

INT. PAYTON HOUSE/BASEMENT - NIGHT

The trap door still swung open, exposing the hole.

INT. PAYTON HOUSE/UPSTAIRS HALL - NIGHT

LOW ANGLE ON THE FLOOR...

...as TWO DIRTY BARE FEET step into frame... move down the hall.

INT. PAYTON HOUSE/DANE'S ROOM - NIGHT

ANGLE ON LUCAS...

...sleeping on the floor... as a SHADOW MOVES OVER HIM. And Lucas must have sensed the presence because his eyes fly open... he starts to cry out, then sees it's Dane standing above him, his finger to his lips.

DANE
(whispers)
Someone's in the house.

INT. PAYTON HOUSE/UPSTAIRS HALL - NIGHT

Dane and Lucas step into Dane's doorway.

DANE
(whispers)
Stay here.

Dane has the baseball bat again... moving into Lucas' room.

INT. PAYTON HOUSE/LUCAS' ROOM - CONTINUOUS

Dane flips on the light... glances around... empty.

CUT TO:

INT. PAYTON HOUSE/UPSTAIRS HALL - NIGHT

And Lucas staring anxiously toward his room. But then a BURST OF LIGHT FROM DOWNSTAIRS... someone just turned on the lights.

LUCAS
(whispers)
Dane. Dane.

But Dane doesn't hear him. So Lucas eases to the stairs... peers over the rail to see who's down there. But his view's blocked, so he has to creep down a few steps...

...and spots a YOUNG COP standing in the center of the living room, LOOKING RIGHT BACK UP AT LUCAS.

YOUNG COP
Hey, son. What's your name?

Lucas is afraid to answer... afraid to move. He throws another glance down the hall for Dane... not there, so he looks back to the cop.

LUCAS
Lucas.

YOUNG COP
Are you the one that called, Lucas?

LUCAS
(shakes his head)
My brother, I think. He said
someone was in the house.

YOUNG COP
Did your brother say who it was?

Lucas shakes his head. The cop throws another glance around the room, then pulls a Polaroid from his pocket... starts up the stairs to Lucas.

YOUNG COP (cont'd)
I've been looking for this person
right here.

The young cop reaches Lucas... hands Lucas the photo. Lucas looks at it, and fear washes over his face.

ANGLE ON THE POLAROID...

...of TWO LITTLE GIRLS... one of them the LITTLE GIRL IN THE PINK DRESS.

YOUNG COP (cont'd)
That one on the right.

The cop turns to go back down the stairs, and that's when Lucas sees the BLOODY, GAPING WOUND IN THE COP'S BACK... HE SHOULD BE DEAD... might be dead.

YOUNG COP (cont'd)
Do you think that's who your brother saw?

Lucas doesn't answer... can't answer... just watches the cop walk back down the stairs... around the corner. Dane appears behind Lucas.

DANE
I told you to stay in the room.

LUCAS
(whispers)
He's down there.

DANE
What?

LUCAS
He gave me this.

Lucas holds the Polaroid out to Dane with a trembling hand. Dane stares at the picture, then moves down the stairs... leans around... sees the YOUNG COP WALK INTO THE BASEMENT.

Dane follows after him... and Lucas is too afraid to stay up there by himself, so he rushes behind Dane...

...and never sees the DARK FIGURE OF A MAN STANDING DOWN THE HALL BEHIND HIM.

INT. PAYTON HOUSE/BASEMENT - NIGHT

Dane and Lucas move slowly down the steps... bend down to peer through the railing... to watch the young cop crawl into the hole, disappear head first, just like the little girl.

The trap door slams shut behind him.

LUCAS
You said the nails would keep it closed. You said they couldn't come up anymore.

Dane stares at all the loose nails scattered around the hole. Then he looks back to the photograph... the two little girls.

ANGLE ON THE PHOTOGRAPH...

...and the other little girl... strangely familiar.

DANE

Oh, shit.

He grabs Lucas' arm.

DANE (cont'd)

C'mon.

They race up the steps.

CUT TO:

INT. JULIE'S HOUSE/JULIE'S ROOM - NIGHT

Julie's asleep in bed... stirs... rolls over...

...and there's the LITTLE GIRL standing beside her... those red tears slipping down her cheeks.

Julie jumps back with a start... looks like she's seen a ghost. She presses herself back against the wall.

LITTLE GIRL

I missed you, Julie.

(beat)

Let's play. Just like we used to.

Julie tries to scream... can't make her mouth work.

JULIE

(softly)

Da... daddy.

LITTLE GIRL

Don't let him hear you. He'll make us go to bed.

The Little Girl squats down on the floor... starts playing with the jacks.

LITTLE GIRL (cont'd)

Why didn't you help me?

Then an O.S. TAPPING. Julie's eyes dart to her window... and Dane knocking against it... motioning her over.

Julie looks back to the Little Girl... crawls down off the end of her bed... backs her way to the window, as the Little Girl bounces the ball... scoops the jacks.

Julie reaches the window... shakily flips the lock... throws it open, as the Little Girl sees her escaping.

LITTLE GIRL (cont'd)
Don't go, Julie.

The Little Girl rises... starts walking after Julie. And Julie's crying, as she scrambles out the window, with Dane pulling her.

EXT. JULIE'S HOUSE - CONTINUOUS

Julie hits the ground beside Dane and Lucas... they race away, as the Little Girl stands at the window, watching them...

...a red tear hitting the windowsill with a SPLAT.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dane, Lucas and Julie charge through the back door... lock it behind them. Julie falls against Dane, sobbing.

DANE
Who is she?

JULIE
She can't be real... she can't be real.

DANE
Julie. Who is she?

Julie tries to calm down... to focus.

JULIE
Annie Binning. We used to play together every day when we were little. But then...

Julie can't finish.

DANE
Then?

JULIE
She disappeared. Someone took her... a man.
(beat)
We were outside... and this man... he pulled up in a truck.
(MORE)

JULIE (cont'd)

He was dressed like a policeman,
but I knew he wasn't one... I'd
seen him other days taking pictures
of us. But this time he got out
and started talking to Annie. Then
he took Annie's hand...

(crying)

...he took her hand and led her
back to his truck. And I knew
something bad was happening, and I
wanted to yell, but I was so
scared. I wanted to help her but I
couldn't.

Dane holds her tighter.

DANE

It's okay.

(beat)

They found him, didn't they? They
found the man, and they shot him,
right?

Julie nods, then...

JULIE

How'd you know?

DANE

(glances at Lucas)

Just guessed. But I think I know
why she's here... why she came
back.

(off Julie's look)

Because you were so scared.

Dane points to Ethan's hole image on the floor.

DANE (cont'd)

I think inside the hole is whatever
we're afraid of. That's what Ethan
meant by The Darkness... dark
thoughts... fears. Remember, he
said it knows you. I think he
meant it knows what we're scared
of.

JULIE

How?

DANE

I don't know. But it makes our
fears real... brings them to life.
For Ethan it was snakes.

(MORE)

DANE (cont'd)
For Lucas it's clowns. For you...
it's what happened to your friend.

LUCAS
What about you?

DANE
(smiles)
I'm not scared of anything. But I
still want to find some locks to
put on that trap door.

INT. JULIE'S GARAGE - NIGHT

The kids dig through shelves and tool chests.

JULIE
Got 'em.

Julie holds up a FEW PADLOCKS WITH THE KEYS STILL IN THEM.

DANE
And we need one more thing.

INT. PAYTON HOUSE/BASEMENT - NIGHT

Dane and Lucas stand against the wall. Julie kneels beside
the hole, looking scared out of her mind.

JULIE
I don't want to do this.

DANE
It's the only way.

And then we see what Julie's so scared about... the Little
Girl's feet appear on the basement steps... make their way
slowly down.

Julie's trembling, as she watches the Little Girl reach the
bottom... start walking toward her.

JULIE
Oh, God.

The Little Girl moves closer... closer... and Julie wants to
run, but she doesn't... she just stares back at her fear.

LITTLE GIRL
Do you want to play with me?

JULIE

Some other time, okay, Annie?

The Little Girl nods... reaches out her hand, and strokes Julie's hair. Julie closes her eyes... quivers at the touch.

LITTLE GIRL

You got bigger, Julie.

And then Julie opens her eyes... tears well up in them.

JULIE

I know. I'm sorry.

Then Julie takes the Little Girl's hand... holds it. Doesn't seem scared anymore.

Then the Little Girl turns, and crawls headfirst back into the hole... disappears.

And as soon as she does, Dane and Lucas leap over... slam the trap door closed.

LUCAS

The locks!

Dane looks back to the locks still over on the floor. He darts back for them...

...just as the TRAP DOOR BURSTS BACK OPEN, AND THE CLOWN MARIONETTE STRETCHES OUT... GRABS LUCAS' ARM.

LUCAS (cont'd)

DANE!

The doll jerks Lucas toward the hole, but Julie grabs Lucas... holds him back, as the Marionette claws and tugs at Lucas... its little bells JINGLING AWAY.

Dane punches the doll away... it vanishes in the black, then WHAM... slams the trap door back down. The kids frantically snap the locks shut. There's that O.S. CLAWING from under the door, but it finally stops... everything calms... just the kids' heavy breathing, as they stare at that closed trap door. Then...

LUCAS (cont'd)

(to Dane)

Told you it was real.

Dane nods... he believes.

JULIE

I know everything's cool now and all, but... do you guys want to stay at my house tonight?

Lucas nods wildly to Dane.

DANE

Yeah, okay.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dane sits on the couch, staring blankly. Julie's beside him.

JULIE

Are you okay?

Dane snaps out of his zone... nods his head.

JULIE (cont'd)

It's over, right? Nothing to worry about?

Dane nods... right.

DANE

Lucas, let's go!

LUCAS (O.S.)

I'm getting my stuff!

Julie notices the notepad pages scattered on the floor.

JULIE

Are those Ethan's pages?

DANE

Yeah. I don't know what it's supposed to be.

Julie walks over... takes a page... finds a place for it, then moves another... the dark edges seem to fit.

CUT TO:

INT. PAYTON HOUSE/LUCAS' ROOM - NIGHT

Lucas sitting on the floor, putting his shoes on. And then a TAPPING AT HIS WINDOW.

Lucas looks over to the window... nothing there.

He goes back to his shoes... MORE TAPPING... his head snaps up... still, the window's empty.

CUT TO:

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

Dane and Julie working together on the puzzle.

JULIE

Right there.

Dane slides a page in... Julie places another beside it... the image is growing.

CUT TO:

INT. PAYTON HOUSE/LUCAS' ROOM - NIGHT

Lucas stares at the window another beat, then starts crawling over, keeping his head below the window... out of sight. He reaches it, then slowly raises up to see outside.

Nothing but his own reflection.

And then Lucas notices something beyond his face...

...the REFLECTION OF A MONSTROUS MAN STANDING IN THE DOORWAY BEHIND HIM.

Lucas spins... but there's no man there. Lucas turns back to the window... sees just his reflection again... NO MAN.

So Lucas turns to walk out, and steps RIGHT INTO THE MAN... huge... long greasy hair... hard face... deep, dark eyes. More monster than man.

FATHER

(whispers)

Hello, boy.

Lucas starts to scream, but the man throws a thick hand over his mouth, muffling Lucas' cries.

INT. PAYTON HOUSE/LIVING ROOM - NIGHT

A SMALL SQUARE OF CARPET with black on all sides... until Julie's hand gently lays another page in the square... filling it in with black...

...and we pull back... but don't reach the edges of the image, because it's much bigger than we last saw... covering most of the floor... with Dane and Julie standing over it...

...staring down at those sketched designs now pieced together. It's not completely finished, but it's clear what the image is... A PICTURE OF THE HOLE... WITH A MAN HOLDING A BOY'S HAND... LEADING HIM DOWN INTO THE BLACKNESS.

DANE

Oh, God.

Dane takes off... charges up the stairs.

DANE (cont'd)

Lucas!

INT. PAYTON HOUSE/LUCAS' ROOM - NIGHT

Dane rushes into the room... no Lucas.

DANE

Lucas!

Then he sees the GREASY FOOTPRINTS on the floor... leading back out of the room.

Dane steps out... sees that the footprints leave a trail all the way down the hall. Julie appears up the stairs.

JULIE

What's the matter? Where's Lucas?

Dane takes off down the past Julie.

DANE

My father's got him.

INT. PAYTON HOUSE/BASEMENT - NIGHT

Dane comes barreling down the steps.

DANE

Lucas!

And there's that trap door OPEN WIDE... the new locks resting on the floor beside it.

Julie races down after Dane.

JULIE

What's going on?

DANE

I brought him here. My father.
And now he took Lucas down there.

JULIE

What? No... there is no down
there. There's no bottom,
remember?

But Dane isn't listening to her... he's grabbing a rope...
tying it around a pipe on the wall, then wrapping it around
his own waist.

JULIE (cont'd)

Dane, what are you doing?

DANE

I have to get Lucas.

JULIE

Wait. You can't go in that thing.
You don't even know he's down
there.

DANE

Yes I do.

Then Dane steps into that shimmering darkness... WHOOSH... he
vanishes into the black... the rope uncoils... stretches out,
then SNAPS TAUT, bending the pipe.

JULIE

Dane!

But Dane's long gone.

CUT TO:

BLACK...

...end of the universe kind of dark. And it's completely
silent except for Dane's nervous breaths.

We hear some movement, then a LIGHT FLASHES ON...

...and we see Dane's standing inside a closet, his hand still
on a light switch. The rope is still tied around his
waist... stretches up to a BLACK HOLE HIGH ABOVE HIM.

The closet's filled with a little boy's clothes and toys.

Dane glances around, unties the rope, then his eyes settle on
the closet doorknob... he turns it... pushes the door open...

...inching it wide to reveal a LONG, DARK, NARROW CORRIDOR, stretching out in front of him... no real light except for a DIM SQUARE at the far end of the hall.

INT. CORRIDOR - NIGHT

Dane moves through the doorway... just a few steps. And in what little light there is, we can begin to make out the details of the corridor...

...stone floor... rock walls... and lines of PRISON CELLS ON EACH SIDE for the length of the passage. Dane looks to the cells beside him... beyond the rusty bars... empty... just a cot in a square room of stone.

Dane begins walking down the corridor... toward the light at the far end. And the passage seems to stretch forever... like the end is a football field away.

Dane throws nervous glances into each cell as he passes... picking up speed toward the far end... nearing it, and slowing...

...because he can make out where the light is coming from... ANOTHER PRISON CELL... this one glowing with a small lamp... and there's a Man sitting slumped over on the cot... his long, greasy hair hangs down almost to the floor.

And we all know who the Man is... so does Dane... that's why he stops outside the cell door... just stares at him... watches as the Man slowly raises his head... rolls those black eyes up toward Dane... and smiles.

Dane takes an instinctive step back... but then sees the SHACKLES around the Man's hands and feet. That gives him the courage to...

DANE
(soft, frightened)
Where's Lucas?

Suddenly the CLANK of a cell door unlocking behind Dane. Dane spins... sees one of the cell doors swinging open.

Dane looks at the smiling Man, then begins backing down the hall... nearing the open cell while keeping his eyes on the Man.

Finally Dane reaches the open door... looks inside...

...but it isn't a prison cell anymore... it's Lucas' room at their house...

...and LUCAS IS CLIMBING OUT THE WINDOW.

DANE (cont'd)

Lucas!

Lucas doesn't slow. Dane charges into the room after him... reaches the window and looks out... to their yard below...

...and Lucas racing across the yard.

DANE (cont'd)

LUCAS! WAIT!

Dane crawls out after him.

EXT. WINDOW - NIGHT

Dane scrambles out... starts to jump, then sees that there's NO GROUND BENEATH HIM... just endless darkness.

Dane clings to the edge of the window.

DANE

LUCAS!

But Lucas is gone... or was never there.

Dane climbs back inside.

INT. PRISON CELL - NIGHT

Dane falls back through the window... sees that Lucas' room is now just an empty prison cell... same rock floor... stone walls.

INT. CORRIDOR - NIGHT

Dane steps out of the cell... looks back down to where the Man was sitting...

...but now the COT IS EMPTY... the shackles rest free on the floor... the Man is gone.

The cell door CLANKS... CREAKS as it drifts open. And then the next cell door swings open... then the one across the hall from that... then the next... and the next...

...each door violently crashing open... moving down the row toward Dane... and each one faster than the one before... he's coming for Dane.

Dane spins... takes off down the corridor... the cell doors flying open behind him... gaining on him... and it's a race to that WHITE CLOSET DOOR at the end of the passage.

And it's like the doors are being blown off their rusty hinges, as they tear wide... crash into the walls... almost even with Dane as he...

...reaches the closet door... charges through.

INT. ROOM - NIGHT

Dane slams the door shut... presses himself against it... ready for the attack from the other side... but it never comes. He spots an OLD KEY hanging on the wall beside the door... he grabs it... LOCKS THE DOOR.

Dane steps away from the door... turns... sees he's in a large, vacant room... four walls and a floor... and another door on the opposite wall.

He hurries to the door... locked. He's still got the key... slides it into the handle... turns...

...AND THE UNLOCKING CLICK COMES FROM BEHIND DANE.

Dane looks back... the other door's still closed. He turns his door handle... a SQUEAK from the other door.

Dane glances back again... stares at the door as he turns the knob...

...and watches the other handle rotate by itself.

Dane inches his door open...

...the other door widens as well.

Then BAM... something hits Dane's door from the other side. He shoves it back closed... presses his back against it...

...and watches as the opposite door shakes back and forth exactly as his.

And Dane's losing his battle... his door's widening... so is the other...

...and finally Dane just takes off... lets his door swing open...

...and when the opposite door opens wide, he sprints through.

INT. QUEENS BROWNSTONE/KITCHEN - NIGHT

Dane suddenly slams to the floor with a GASP. He looks above him... there is no ceiling... just darkness... with a DARKER, BLACK HOLE shimmering in the middle of it.

Dane stands... eases across the room. RAIN and TRAFFIC NOISE beat against the windows... it feels just like we're in Queens.

A PAIR OF GREASY BOOTS rests beside the back door... a MECHANIC'S SHIRT lays over the chair.

FAMILY PHOTOGRAPHS hang on the refrigerator door. We hold on one of A YOUNG BOY AND BABY BROTHER, (Dane and Lucas).

This is Dane's old house... where all of Dane's fears began.

Suddenly the end of the rope falls through the black hole... drops down beside Dane... just hangs there...

...with a NOTE tied around the end... "RUN AWAY BOY"

Dane looks to the doorway... knows what waits for him on the other side. He looks back up to the hole... his escape. But then he tears the note off... crumples it, and tosses it away... walks toward the doorway.

INT. QUEENS BROWNSTONE/LIVING ROOM - NIGHT

Dane steps through the doorway... into the empty room... just a tray of half-eaten food and beer cans sitting in front of the television, as a YANKEES GAME plays onscreen.

Dane creeps through the room, his eyes searching for Lucas.

INT. QUEENS BROWNSTONE/BEDROOM - NIGHT

A room for two boys. A twin bed on one side and crib on the other... each with matching baseball blankets... one National League, the other American. Sports posters line the walls... another photograph of the YOUNG DANE in his baseball uniform, with BABY LUCAS sitting in his lap.

Dane moves straight for the closet... opens the door, and the closet is filled with clothes, toys and junk of a little boy... this is just like the closet where Dane arrived when he jumped into the hole.

And then Lucas steps out from behind the clothes.

They see each other... wrap their arms around the other. Dane holds Lucas tight... probably like he hasn't hugged him in years.

Dane closes the door behind him, sealing the two boys inside together.

INT. QUEENS BROWNSTONE/CLOSET - CONTINUOUS

Dane and Lucas slide down to the floor together.

LUCAS

How'd you know where I was?

DANE

Because this is where I always used to hide when I was scared.

LUCAS

You did?

(off Dane's nod)

I thought you said you weren't scared of anything.

A beat, then...

DANE

I lied.

LUCAS

You're scared of him?

DANE

(nods)

And it's my fault he brought you here. He's my fear, not yours.

LUCAS

Then you shouldn't have come down.

DANE

I had to. What would I do up there without you?

LUCAS

What you always do. Play with the older kids.

DANE

Listen to me... I know it seems like I'm always gettin' mad at you, or hangin' out with other people, but...

(MORE)

DANE (cont'd)
 that's the thing with brothers...
 (beat, thinking)
 ...they're like old closets.
 'Cause no matter how many new
 friends you make or new places you
 go... there's only one place where
 you really feel good and safe.
 (beat)
 And sometimes you just gotta get
 scared enough to remember that.

Lucas considers all this a moment, then...

LUCAS
 But you still shouldn't have come.

DANE
 Why?

LUCAS
 Because that's what he wanted. He
 said he only took me so he could
 get you down here.

Suddenly a HAND REACHES OUT FROM THE CLOTHES BEHIND LUCAS...

...jerks him backward.

DANE
 LUCAS!

Dane grabs for Lucas... misses... Lucas is gone.

Dane pushes through the clothes after him. And the closet
 seems to go on forever... LUCAS' CRIES leading Dane through
 this endless dark passage...

...until Dane finally SLAMS INTO THE BACK WALL... and there
 is no Lucas.

DANE (cont'd)
 (pounding the wall)
 LUCAS!

Dane spins... races back toward the closet door... reaches
 it... throws it open.

INT. QUEENS BROWNSTONE/BATHROOM - NIGHT

The closet door swings open, and Dane charges out... freezes,
 because this isn't where he should be.

BOY'S VOICE (O.S.)
Don't tell him where we are.

Dane turns to the voice... the SHOWER CURTAIN PULLED ACROSS THE OLD TUB.

DANE
Lucas.

Dane pulls the shower curtain open...

...and there's the YOUNG DANE, crouched in the tub, holding the BABY LUCAS in his arms.

YOUNG DANE
Please.

Dane just stares at his younger self.

DANE
You don't have to be scared of him.
He can't hurt you anymore.

THEN A BANGING ON THE DOOR BEHIND DANE...

...he spins to it.

FATHER'S VOICE (O.S.)
I TOLD YOU TO OPEN THIS DOOR, BOY!

SUSAN (O.S.)
Leave them alone!

DANE
Mom!

Dane throws open the door... rushes into the darkness...

CUT TO:

INT. QUEENS BROWNSTONE/KITCHEN - CONTINUOUS

...and Dane comes tumbling out of the black hole in the kitchen... SLAMS TO THE FLOOR...

...he's right back where he started.

DANE
No!

Dane scrambles toward the living room door.

DANE (cont'd)

Lucas!

INT. QUEENS BROWNSTONE/LIVING ROOM - CONTINUOUS

Dane charges through the door... into the living room... slides to a stop... because there's the Man... DANE'S FATHER... sitting on the couch... his arm DRAPED OVER LUCAS' SHOULDERS.

Tears slip down Lucas' cheeks.

DANE

Let him go.

Dane's Father just holds Lucas tighter.

DANE (cont'd)

You aren't real.

Their Father rises to his bare feet... and not only does he look very real, he's huge... must be close to seven feet tall. He rests a hand on Lucas' head, and it's nearly twice the size of Lucas' skull. And there's a GIANT GOLD RING on one of his MASSIVE FINGERS.

And Lucas is scared... and so is Dane... and so are we.

DANE (cont'd)

You aren't really here. You're still locked up. You can't get to us.

The Father gives Dane a frightening little smile... like he knows something Dane doesn't.

DANE (cont'd)

C'mon, Lucas. He can't hurt us anymore.

Lucas is afraid to move.

DANE (cont'd)

Now, Lucas.

Lucas starts easing out from under the massive hand. And we're expecting it to suddenly clamp down... grab a fistful of hair... but it doesn't... it lets Lucas go.

Lucas takes off to Dane... wraps his arms around his waist.

DANE (cont'd)

It's okay. We're going home now.

Dane takes Lucas' hand... they back their way toward the kitchen door, with their Father just watching them escape.

DANE (cont'd)
And don't try to come after me
again. You're just wasting your
time.

Dane reaches the door... pushes against it... but it doesn't move. He looks back... sees the SIX DEADBOLT LOCKS SECURING IT SHUT.

Their Father grins that evil grin of his... holds up a SET OF KEYS.

FATHER
They can keep things out... or keep
things in.

Dane shoves Lucas toward the hall.

DANE
GO!

Lucas takes off with Dane right behind him. Their Father just LAUGHS at them as they run past.

INT. QUEENS BROWNSTONE/LAUNDRY ROOM - NIGHT

An old washer and dryer with a row of cabinets beside them. Dane and Lucas duck into the room... lock the door.

LUCAS
He's gonna get us.

DANE
No he's not.

Dane throws open one of the cabinets... pulls Lucas down toward it.

DANE (cont'd)
He didn't know about this one.

Dane pushes Lucas inside the cabinet... follows after him, as their FATHER BEATS HIS FISTS AGAINST THE DOOR.

INT. QUEENS BROWNSTONE/CABINET - NIGHT

Tight, dark and claustrophobic... Lucas and Dane squeezing their way down the tiny passage.

LUCAS
I can't make it.

DANE
Yes you can. Keep going.

LUCAS
It's too small.

DANE
Don't stop, Lucas.

CUT TO:

INT. QUEENS BROWNSTONE/LAUNDRY ROOM - NIGHT

And the door flying open... their father fills the doorway... can barely squeeze through. He crouches down... sees the opening through the back of the cabinet.

FATHER
DANE!

And he's way too big, so he spins... charges back out of the room.

INT. QUEENS BROWNSTONE/KITCHEN - NIGHT

One of the kitchen cabinets swings open, and out crawls Lucas, with Dane right behind.

DANE
Get to the rope!

Then the BANGING of their Father working the locks on the other side of the door.

DANE (cont'd)
Hurry, Lucas!

Dane lifts Lucas... gives him a head start up that rope.

DANE (cont'd)
Get to the hole!

Dane throws a frightened glance to the door as it SHAKES... those locks are coming off. Dane pulls the kitchen table over against the door, then runs back to Lucas... starts shoving him up.

DANE (cont'd)
You gotta go faster!

LUCAS

I'm trying!

Dane plants his hand on Lucas' butt, shoving him up the rope... starts up beneath him...

...just as the DOOR STARTS SWINGING IN AGAINST THE TABLE.

Lucas strains with each pull... slowly rising.

Their Father leans his head through the crack of the door... sees them making their escape. He BANGS HIS SHOULDER AGAINST THE DOOR... shoving the table out of the way...

...he's getting in.

DANE

I need you to go faster, Lucas.
Please go faster.

Lucas is trying... sweating each tug on the rope... squirming upward toward that hole.

And Dane's just beneath him, as their Father scrambles over the table... gets to the rope, and starts swinging it... trying to shake the boys down.

But the boys keep climbing, so he starts up after them... taking big long pulls... gaining fast...

...the boys are never going to make it...

...so Dane RELEASES THE ROPE... drops straight down into their Father... sending them both crashing to the kitchen floor.

LUCAS

Dane!

Their Father jumps up... starts up the rope after Lucas.

DANE

Go! I'll be right behind you!

Lucas can't make himself rise into the hole just above his head. Their Father continues up after him... until Dane grabs his leg... holds him back.

DANE (cont'd)

GO, LUCAS!

Lucas climbs higher... his head disappears into the hole... then his body... finally he's gone.

And Dane's Father releases the rope... drops down to the floor with a THUNDEROUS BANG... like a giant has just dropped from the sky.

Dane backs up against the refrigerator. His Father walks toward him, and Dane closes his eyes... turns away from his Father... just the way he used to when he was little.

The Father eases up behind Dane... towers over him. And then...

DANE (cont'd)
(softly)
I'm not scared of you.
(beat)
I'm not scared of you.

The Father cocks his oversized head. Dane pulls something down from the refrigerator... stares at it, then turns to face his Father... forces himself to stare up into those black eyes.

DANE (cont'd)
I'm not scared of you.

And then Dane's Father ROARS... this cry that shakes the room... the cry of Dane's childhood.

FATHER
DANE!

Dane flinches at the scream... wants to run... would have run before... but not this time. Instead, he just looks down to the PHOTOGRAPH from the refrigerator.

DANE
You aren't this big. You only
looked like it because I was
little.

ANGLE ON THE PHOTOGRAPH...

... a YOUNG DANE posing with HIS REAL FATHER... a VERY AVERAGE-LOOKING MAN.

DANE (V.O.) (cont'd)
That's why you always came after
us. Because you were mean... but
you were scared of everyone else.

Dane looks up from the picture...

...and the giant monster of a man is gone... replaced by the FATHER FROM THE PHOTOGRAPH... average... slight...

smaller than Dane even... nothing like the monster Dane's fears had created... except for those same mean eyes...

...but now they're filled with fear... like he's the one in this room that's suddenly scared.

And Dane smiles... and at the same time, tears fill his eyes... because he's suddenly been set free.

DANE (cont'd)
You were the one that was weak and afraid. And now I know that.

Dane turns his back on his Father... walks to the rope.

DANE (cont'd)
I would tell you to stay away from Lucas, but there's no reason.

Dane looks back... the kitchen's empty... his Father's gone... his fear is gone.

DANE (cont'd)
You don't exist.

Then Dane starts climbing up the rope.

INT. WILSON HOUSE/BASEMENT - NIGHT

Lucas and Julie kneel beside the hole... see Dane rising from the black.

LUCAS
Dane!

They help him crawl out. Julie slams the trap door shut, attaches one of the locks, while Lucas works the other... seals the trap door shut.

As soon as Lucas is finished, he hugs Dane... hard.

DANE
Nice climbin', Lucas.

JULIE
You okay?

DANE
Better.

Julie stares at him, waiting for more... doesn't get it, so...

JULIE

I need more than that. What was
down there?

DANE
My father.

LUCAS
Clowns.

Dane looks at Lucas... what?

LUCAS

Didn't you see them? It was like
this giant, scary circus. There
were clowns everywhere.

DANE

What are you talking about?

LUCAS

All the clowns that kept chasing
me.

DANE

Was that before we crawled into the
kitchen?

Now Lucas is looking at Dane like he's crazy.

LUCAS

What kitchen?

DANE

Where the rope was... we were
climbing up... I told you to go on.

Lucas just stares at Dane a confused beat, then...

LUCAS

I didn't see you down there.

Dane looks back to the trap door.

EXT. PAYTON HOUSE - NIGHT

Dane, Lucas and Julie stand in the front yard, staring back
at the house.

LUCAS

Whatta we do now?

JULIE

Come over to my place. We'll
figure it.

Dane nods... just as HEADLIGHTS WASH OVER THEM... they turn to Susan's SUV pulling back into the driveway. She parks... climbs out.

SUSAN

What are you three doing out here so late?

DANE

We were just... having trouble sleeping.

SUSAN

Maybe that's because you're standing in the driveway.

DANE

I thought you were going to be gone for a couple days?

SUSAN

Had to change my plans a little.

LUCAS

Why?

SUSAN

You're going to think I'm crazy. But I had this dream... and it seemed so real... that I lost both of you.

(hugs them both)

And that's my worst fear.

DANE

I don't think you have to worry about that anymore.

SUSAN

What does that mean?

The kids exchange a glance.

DANE

We should probably talk.

DISSOLVE TO:

EXT. BENSONVILLE HOUSE - DAY

A *For Sale* sign stands in the yard. Susan's SUV is parked in the drive.

INT. HOUSE - DAY

Susan walks around the house with a REALTOR.

REALTOR

It's only six years old. The nicest kitchen in town, and plenty of storage space for those growing boys.

They stop at the window... look out into the backyard... to Dane and Lucas playing basketball. Julie sits in the grass, watching them.

REALTOR (cont'd)

Do you think they'd like to come inside and take a look for themselves?

SUSAN

Let's leave them out there.

REALTOR

Well they sure do look like they enjoy each other.

SUSAN

Yes they do.

Susan and the realtor walk out of the frame, as we stay on the window... and Dane and Lucas laughing... playing... being brothers again.

SUSAN (O.S.) (cont'd)

Now you said this place doesn't have a basement, right?

FADE OUT.