

AUTUMN'S FALL

Written by

Amy Wiedmaier

First Draft

Oddlyamy@gmail.com  
818-319-2004

FADE IN:

INT. GREASY SPOON DINER - DAY

MICHELLE TORIN (23), pretty but exhausted, wearing a pink 1950's style waitress uniform, moves quickly between tables carrying a full TRAY of dirty dishes.

The CLINKING of glasses and cutlery and the CHATTER of patrons fills the busy diner.

Michelle passes the front counter, where a BUSINESSMAN (30's), clean-cut and in a suit and tie, reaches out and grabs her by the hips. She nearly drops her tray, barely managing to hold on to it.

BUSINESSMAN

Hey beautiful, can I get a refill  
on my coffee?

MICHELLE

Uh, yeah, sure, give me just a  
second...

Michelle worms her way out of his grasp and sets her tray down behind the counter, then grabs a pot of coffee and refills his cup.

The television on the wall shows a news anchor who cannot be heard above the din in the restaurant. A scrolling marquee at the bottom of the screen reads "SEVENTH CHILD MISSING IN THREE DAYS".

LOU (40's), an overweight and greasy-looking man in a cook's outfit, leans through the gap between the front counter and the kitchen.

LOU

We got three tables waiting to have  
their orders taken, 'Chelle. Move  
your ass.

MICHELLE

But I'm off in five minutes, Lou!  
I need to pick up my little girl.

LOU

Take the orders, serve their  
drinks, and then you can go.

MICHELLE

I really can't be late again, Lou.  
Please?

Lou points aggressively at her with his SPATULA.

LOU

Don't think that just because  
you're pretty and a mother I won't  
can your ass. There's plenty of  
other girls wanting jobs in this  
economy.

Michelle sighs and takes her notepad out of her apron,  
hurrying over to a table filled with people.

MICHELLE

Okay, sorry Lou...

EXT. GREASY SPOON DINER - NIGHT

Michelle hurries out the door, still in her uniform with her  
PURSE in hand. She frantically runs through the small  
parking lot, to a run down little HONDA, dented and splotched  
with rust.

MICHELLE

Shit shit shit...

I/E. MICHELLE'S HONDA

Michelle tosses her purse on the passenger seat, which is  
littered with SMALL TOYS.

The beat up Honda pulls out onto the city street, entering  
rush hour traffic and screeching to a halt.

Michelle's GROAN can be heard over the noise of the other  
cars.

EXT. JANET'S HOME - NIGHT

Michelle jogs up the walkway toward the home of JANET EDELSON  
(46). It's a small townhouse, well-kept and brightly lit.  
The sound of CHILDREN PLAYING can be heard from inside.

Janet, a plump woman with a stern expression and floral dress  
stomps down the steps to intercept Michelle.

JANET

No. No no no. You're not doing  
this again!

Michelle stops halfway up the walkway.

MICHELLE

I am so very sorry, Janet! My boss wouldn't let me leave and traffic--

JANET

I'm sick of your excuses, Michelle. You're two hours late!

MICHELLE

I know, I'm horrible... is she upset?

JANET

That darling girl is far more forgiving than I am.

Janet crosses her arms angrily, stepping closer to Michelle and speaking coldly.

JANET (CONT'D)

Listen to me very carefully, Michelle. You're a screw up. You've always been a screw up, and will always be a screw up.

MICHELLE

But I--

JANET

Don't speak. The only thing you did right in your life is putting Molly into foster care.

MICHELLE

And you've been so wonderful to let me see her--

JANET

Damn right I have. I don't have to, you know. But I feel for your situation, which is why I'm going to give you another chance.

Janet wags her finger in Michelle's face.

JANET (CONT'D)

You screw up one more time, break that little angel's heart once more, and you're through. No more visitations.

MICHELLE

I... Okay, Janet. I'm sorry.

The two women turn toward the house and continue up the walkway.

JANET  
You been going to your meetings?

MICHELLE  
Twice a month, promise.

INT. JANET'S HOME - NIGHT

The interior of Janet's small townhouse is filled with toys, bright colors, floral everything, and is immaculately clean. The perfect home to raise children in.

Janet and Michelle stand in the entryway as MOLLY TORIN (5), an adorable and excited little girl who is obviously Michelle's daughter, barrels down the hallway toward them.

MOLLY  
Mommy!

Molly leaps into Michelle's arms, and the two share a firm hug.

MICHELLE  
Oh, I missed you so much. Did you miss me?

Molly nods emphatically, kissing her mother on her cheek.

MOLLY  
I drew lots of pictures for you!

MICHELLE  
You did? That's wonderful, baby!

Janet picks up a STUFFED GIRL'S BACKPACK and hands it to Michelle, fussing over them both protectively.

JANET  
Molly's turning into a regular little Michelangelo. Here's her overnight bag. Make sure she reads to you, not the other way around, and despite what she says her bedtime is nine o'clock.

MICHELLE  
Okay Janet, thank you.

Michelle carries Molly back to the front door and opens it, juggling daughter and bag carefully.

JANET

Have her back here no later than five tomorrow, and you call me immediately if anything comes up. Immediately, understand?

MICHELLE

Everything will be fine, Janet. I won't let anything happen to her, I promise.

EXT. MICHELLE'S APARTMENT COMPLEX - NIGHT

Michelle's Honda pulls to a stop outside a low income apartment complex in the heart of the city. A POLICE SIREN can be heard in the distance.

The complex is run down, looking shoddy on the poorly lit street despite the large city park behind the structure.

A PEAL OF THUNDER echoes overhead, and rain begins to fall as Michelle and Molly get out of the car. The two of them giggle and laugh as they rush into the building.

INT. MICHELLE'S APARTMENT - NIGHT

Michelle opens the door to her apartment to let Molly inside, following quickly after.

Michelle's apartment is tiny, a studio that consists of little more than a kitchen, a bathroom, and a bed next to a television.

The walls are covered in drawings however, crayon and marker sketches clearly made by a child. In one corner, stuffed animals and other toys are piled high.

Molly skips happily into the tiny apartment, tossing her backpack to the side and flopping onto the bed, giggling.

MICHELLE

Mac and cheese for dinner, love?

MOLLY

Yes, please!

MICHELLE

Hot dogs mixed in?

MOLLY

Yeah!

Michelle crosses to the kitchenette and begins preparing macaroni and cheese.

She takes hot dogs out of the fridge and lays two of them out on a cutting board.

Michelle then takes a kitchen knife and cuts the hotdogs with rapid precision, like a skilled chef would.

Molly roots around in her backpack for a few moments, pulling out a stack of papers and running over to Michelle.

MOLLY (CONT'D)

Mommy mommy, wanna see my drawings?

MICHELLE

Of course I do, sweetheart!

Molly shows Michelle a series of drawings, sketched with crayon and colored pencils.

The first is of a tall man wearing armor on the roof of an elementary school.

The second is of a regal looking woman in a black dress.

The third is of a trio of hunched over women with claws and feathers.

MICHELLE (CONT'D)

Wow, these are really good! Who are they?

MOLLY

They're the fairies!

MICHELLE

Fairies, huh? They don't look like any fairies I've ever seen.

MOLLY

You see them too?!

Michelle giggles and kneels down in front of Molly.

MICHELLE

You actually saw them, honey?

MOLLY

Yeah! They were at my school.

MICHELLE

Oh really? You weren't scared?

MOLLY

No, Mommy, I'm brave like Hermione!

Michelle laughs again, ruffling Molly's hair.

MICHELLE

Of course you are. Why don't you go see if there are any cartoons on T.V., and we'll put these drawings up on the wall after dinner.

Molly runs over to the bed, flopping onto it again and turning on the television. The news is the first channel.

NEWS ANNOUNCER

--unusual weather system is bringing thick fog and higher than normal incidents of lightning--

Molly turns the knob on the old television, clicking it over to an animated kids show.

A CRACK OF THUNDER BOOMS outside, and Molly jumps in fear. \*

MOLLY \*

Mommy? \*

Michelle crosses over to her, sitting down on the bed and putting her arms around her. \*

MICHELLE \*

It's okay, sweetheart. It's just a little storm. \*

INT. CITY AIRPORT TERMINAL 13 - NIGHT

OSHIRO KAZUKO (25), a beautiful and athletic Japanese woman dressed in a professional looking skirt and blouse underneath a trench-coat, emerges from her flight with a small CARRY ON BAG in hand.

She moves with purpose, several AMULETS hanging around her neck jingling as she walks.

INT. CITY AIRPORT BAGGAGE CLAIM - NIGHT

Kazuko taps her foot impatiently as the bags go round and round on the baggage conveyor.

She sighs heavily and crosses to an ATTENDANT (30) and speaks to him in accented English.



KAZUKO

Where is my case? It's been a half hour.

ATTENDANT

All the bags have been unloaded from the plane, ma'am. Are you sure you labeled it properly?

KAZUKO

Of course I did. It's a black case, metal, five feet long.

ATTENDANT

I didn't see anything like that, ma'am.

Kazuko grabs the front of the attendant's shirt, nearly lifting him off his feet.

KAZUKO

The contents of that case are incredibly valuable. You will find it. Now.

INT. CITY AIRPORT FRONT DESK - NIGHT

Kazuko leans against the counter in the nearly deserted airport, impatient and angry.

A different ATTENDANT (20's), wearing a suit jacket, stands behind the counter and hangs up the phone she was on. \*

A MAN wearing an orange reflective vest jogs up to the reception desk, holding a LONG BLACK CASE. \*

He offers it to the attendant, but Kazuko snatches it out of his hand before she can take it. \*

The attendant smiles nervously. \*

ATTENDANT #2 \*

There we are, ma'am. Thanks for-- \*

Kazuko turns on her heel, walking quickly out of the airport with the case over her shoulder. \*

ATTENDANT #2 (CONT'D) \*

--flying with us... \*

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Michelle sits on a LAWN CHAIR behind the apartment complex, wearing a light jacket, jeans, and tee shirt.

She holds a newspaper, looking through job listings and circling a few with a pen.

One of the listings she circles is for a Sous-Chef.

Molly, dressed in a raincoat and galoshes, hops in mud puddles in the lawn abutting the city park, slowly wandering toward the treeline.

MICHELLE

Don't go too far, sweetie.

MOLLY

I won't, Mommy!

Giggling, Molly hops and plays further toward the park, until she comes across a large circle of mushrooms.

MOLLY (CONT'D)

Look Mommy, a fairy ring!

MICHELLE

That's nice, sweetheart.

Michelle continues looking through the paper. The front page headline reads "FREAK STORM HERALDS RASH OF MISSING CHILDREN".

Molly steps into the circle of mushrooms, hopping and singing and dancing.

A large butterfly flits over to Molly, and she holds out her hand in fascination.

The butterfly lands on her finger, and the little girl gasps and smiles.

Another butterfly emerges from the forest, followed by several more. They all land on Molly.

MOLLY

Mommy, look!

Giggling, Molly watches them for a beat, then shakes them off and begins to dance again.

More butterflies appear, flying around Molly faster and faster.

MOLLY (CONT'D)

Mommy?

Molly stops dancing as still more butterflies appear, swarming around and partially obscuring the girl.

She begins swatting at them, letting out a shrill scream.

MOLLY (CONT'D)

MOMMY! MOMMY!

Michelle looks up and gasps, throwing her paper aside and running toward Molly.

MICHELLE

MOLLY!

The swarm of butterflies suddenly converge on Molly, covering her completely in their colorful wings.

Michelle reaches the ring of mushrooms, and as she reaches for Molly the butterflies all take to the air and disappear.

Molly is gone without a trace.

MICHELLE (CONT'D)

Molly? MOLLY?!

Michelle looks around frantically, terrified.

She runs toward the treeline, shouting for her daughter, then stops and looks back at the fairy ring.

MICHELLE (CONT'D)

Molly, where are you?!

EXT. CITY STADIUM - DAY

CHEERING FANS fill a large baseball stadium for an early afternoon game, with two professional teams on the field.

The pitcher throws a strike, the batter swinging for the fences and missing.

With the umpire calling him out, the fourth inning ends.

The teams change sides, and the fans continue to cheer.

EXT. CITY STADIUM UPPER DECK - DAY

A TALL WOMAN (30's), impossibly yet eerily beautiful with pointed ears and red eyes.

She is cloaked in an elegant black dress, adorned with raven feathers. A crown of autumn leaves and twigs rests on her head, and the shadows around her are unnaturally deep despite her exposure to the sun.

The regal woman sits in the upper deck, the seats around her entirely empty of fans.

The woman, the Autumn Queen, holds a bucket of popcorn and delicately selects a kernel, placing it in her mouth as she watches the crowd rather than the game.

A MASSIVE MAN (40's), dressed in leathers and armor with a mace hanging from his belt, approaches the Queen with reverence and respect. This man is the Huntsman, leader of the Wylde Hunt.

AUTUMN QUEEN

Do you know why I find this game  
fascinating?

\*  
\*  
\*

The Huntsman looks out at the field for a beat.

\*

HUNTSMAN

No, my queen.

\*  
\*

AUTUMN QUEEN

Order and chaos, General. Order  
and chaos. All these little men  
stand in their places, so orderly  
and patient. Then one tiny piece  
of chaos is injected into the mix,  
a tiny white ball hit with a stick,  
and they all go insane. Like...  
dropping a spider on an ant hill.  
It's exciting.

\*  
\*  
\*  
\*  
\*  
\*  
\*  
\*  
\*

The Huntsman watches the baseball game for another beat.

\*

AUTUMN QUEEN (CONT'D)

Is everything in place?

HUNTSMAN

Yes, my queen.

The Autumn Queen selects another kernel and places it in her mouth.

AUTUMN QUEEN

Excellent. You may begin.

The Huntsman grunts, turning away.

AUTUMN QUEEN (CONT'D)  
Remember, the children are mine.  
Feel free to... enjoy yourself,  
with the other captives.

\*

The Huntsman lets out an evil chuckle as he stalks off.

EXT. CITY STADIUM LOWER DECK - DAY

The home team's MASCOT, a man in a fat bird suit, dances on top of the dugout, encouraging the fans to sing.

FANS  
Take me out to the ball game! Take  
me out to the crowd!

EXT. CITY STADIUM UPPER DECK - DAY

As the fans sing, the Autumn Queen suddenly slides to the edge of her seat, her eyes full of strange intensity.

\*

She watches for a long beat, a slow grin spreading across her face.

\*

\*

AUTUMN QUEEN  
(whispering)  
I love this song.

\*

\*

\*

EXT. CITY STADIUM LOWER DECK - DAY

The fans continue to sing loudly.

FANS  
Buy me some peanuts and cracker-  
jacks! I don't care if I never get  
back!

EXT. CITY STADIUM UPPER DECK - DAY

The Autumn Queen stands up, cackling evilly.

AUTUMN QUEEN  
DONE!

Black butterflies rush out from her hands and swarm through the stadium.

\*

\*

Everyone they touch instantly vanishes.

\*

SCREAMS and CRIES of terror echo through the stands.

\*

In a few moments, every man, woman, and child that was singing is gone.

The few fans that were left look around in shock and horror, as do the two baseball teams.

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Michelle sits on the ground next to the 'fairy ring', sobbing.

Janet approaches from the side of the building, looking furious.

JANET  
GET YOUR ASS UP!

Michelle flinches, looking up at the other woman and pushing herself weakly to her feet.

JANET (CONT'D)  
Now you tell me again what happened to that poor little girl. Did you look for her?

MICHELLE  
Of course I did. I looked behind every bush and tree in this park, I banged on all my neighbor's doors...

Michelle begins to cry again, and Janet steps up to her and gives her a light smack on the cheek.

JANET  
Pull yourself together! What exactly happened?

MICHELLE  
She was right here, Janet! She was right here, and then all these butterflies swarmed all over her. When they flew off, she was gone!

JANET  
Excuse me? You didn't see anyone else? She didn't run off into the park?

Michelle shakes her head. Janet grabs her by the chin and looks in her eyes.

MICHELLE

I haven't been drinking!

\*

JANET

You haven't taken anything?

MICHELLE

No! I'm sober, I swear!

Janet releases Michelle's face, still furious. She digs her cellphone out of her purse.

JANET

Did you call the police?

MICHELLE

Yes, I called them before I called you, but the line was busy!

JANET

The line is never busy, it's 911.

Janet dials 911 and puts the phone to her ear.

JANET (CONT'D)

You're done, Michelle. No more weekend sleepovers. When we find her, ONLY short, supervised visits.

MICHELLE

I don't care, I just want her back. I want her safe...

Janet holds up a finger for silence, and frowns deeply when the call connects with only a BUSY SIGNAL.

JANET

What the hell? Come on, we're going to the station.

I/E. JANET'S CAR - DAY

Janet sits in the driver's seat of a mid-sized sedan, nothing fancy but in good condition. Michelle sits next to her in the passenger seat.

Outside, the streets are clogged with traffic. BLARING SIRENS drown out the traffic noise as a half-dozen police cars speed past.

MICHELLE

What's happening?

The two women look out the windshield up at the sky, as a pair of military helicopters fly past overhead.

JANET

Whatever it is, it isn't good...

INT. CITY POLICE STATION - DAY

Janet and Michelle push their way into the city police station, which is completely packed with people.

Everyone is trying to talk at once, and the two officers at the reception desk look completely overwhelmed.

Janet and Michelle exchange worried looks, waiting at the back of the line.

Janet takes her cellphone out of her purse again and hits a speed dial number, shouting over the NOISE of the crowd.

JANET

Jules! Julie baby, grab the kids and put them in the van. Take them to Uncle Stan's cabin.

(beat)

Yes, right now! Something major's going down, and I want you all safe!

(beat)

Don't argue, Julie! I'll meet you there as soon as I can! I love you guys!

Janet hangs up the phone.

OFFICER RASHID (28), a tall, physically fit but clearly exhausted officer of arabic descent, stands up on a chair and gestures for silence.

OFFICER RASHID

People! People, if I could have your attention, please!

The crowd gradually quiets down, everyone watching with scared, angry expressions.

OFFICER RASHID (CONT'D)

I understand that most of you are here due to very important issues, but there is a situation downtown--



MAN #1

No one cares about downtown! I  
need to find my son!

The crowd immediately starts YELLING again.

OFFICER RASHID

People, please! The downtown area  
is in a state of emergency! I need  
you all to return to your homes and  
stay indoors!

\*

WOMAN #1

What about our children?!

OFFICER RASHID

Take the missing persons reports  
here and go home! You can fill  
them out and return them when it's  
safe for you to be on the streets  
again.

The crowd starts YELLING again, angry and losing patience.

OFFICER RASHID (CONT'D)

I said go home, people!

As Officer Rashid steps down off the chair, Janet grabs  
Michelle's arm and pulls her back toward the exit.

JANET

Come on, this is gonna get real  
ugly, real quick!

EXT. CENTRAL CITY PARK - DAY

A large and beautiful park at the heart of the city,  
surrounded by a low stone wall. The entrance into the park  
is framed by a pair of massive and ancient trees.

Multi-colored lightning flickers between the two trees, and  
swarms of butterflies flit here and there, popping in and out  
of reality.

A ring of POLICE BARRICADES and a dozen police cars form a  
half-circle around the park entrance, keeping anyone and  
everyone away from the strange occurrence.

Dozens of UNIFORMED OFFICERS watch the lightning  
apprehensively, some with their hands on their guns.

Suddenly and without warning, the branches of the two ancient  
trees twist and weave together.

Roots burst out of the ground around the two trees and weave together as well, forming a huge ring of interwoven wood at the entrance to the park.

The lightning arcing between the two trees coalesces in the ring, creating a massive portal.

The police officers watch in stunned silence for a full beat.

Just as suddenly, three ranks of WARRIORS march through the gate, stopping about ten yards from the police officers.

The warriors are tall, with armor of bronze and cloaks of black emblazoned with autumn leaves. They carry spears and shields of bronze.

The front rank of warriors drop to one knee and raise their shields, each locking together with the warriors' on either side of them.

The second rank hold their shields forward as well, locking them together to form an impenetrable wall of bronze in a classic phalanx formation.

The police officers stare at the warriors for another full beat, in silence.

In a nearby alley, far enough to be somewhat out of danger, Kazuko leans against a wall covered in posters and watches.

KAZUKO  
(whispering)  
Damn it!

She slips her BLACK CASE off her shoulder and removes the top. She pulls a beautiful KATANA in a WHITE SHEATH out of the case slowly, reverentially. \*  
\*  
\*

A grizzled VETERAN OFFICER (50's), with white hair and a stern expression, stands behind the door of his police cruiser and scratches his head. He lifts a bullhorn up to his face and speaks into it.

CHIEF VICK  
Metropolitan Police Department!  
Lay down your weapons and identify yourselves!

The portal behind the warriors shimmers slightly, and the Huntsman steps through the portal, flanked on either side by a pair of massive HOUNDS, made up as much of wood and clockwork as flesh and bone.

A massive bronze SHIELD hangs from the Huntsman's left hand, his wicked MACE held in his right.

CHIEF VICK (CONT'D)

This is Chief Vick of the  
Metropolitan Police Department! I  
demand that you lay down your arms  
immediately and identify yourself!

Kazuko sighs and shakes her head from her hiding place,  
watching as she quickly ties the sword to her waist.

\*  
\*

KAZUKO

(whispering)

Don't be stupid, get out of there!

The police officers exchange nervous glances, and the Chief  
glances around, unsure of himself.

The phalanx parts, allowing the Huntsman to pass through them  
before reforming ranks behind him.

When he speaks, the Huntsman's voice is powerful, echoing  
through the streets. He needs no megaphone to be heard for  
several blocks.

HUNTSMAN

Humans! We serve the Queen of  
Autumn! Lady of the Dying Leaves!  
Ruler of the Unseen!

(beat)

She has claimed this world as her  
own. Surrender, and you will be  
spared!

The police Chief raises his bullhorn again.

CHIEF VICK

Now you listen here--

An arrow slams into the bullhorn with a SICKENING CRUNCH,  
emerging from the back of the chief's head, bloody and  
covered in bits of flesh.

HUNTSMAN

Or... you may choose death.

\*  
\*

A beat passes in silence, as one of the warriors in the third  
rank behind the Huntsman draws and nocks another arrow in his  
longbow.

The panicking police officers OPEN FIRE!

Hundreds of bullets ricochet off of the shields of the phalanx and the quickly raised shield of the Huntsman.

The officers pause, seeing that their guns are having no effect on the warriors or the Huntsman.

The Huntsman slowly lowers his shield, grinning cruelly. \*

HUNTSMAN (CONT'D) \*

I was hoping you'd say that. \*

The shields of the phalanx turn slightly, and more arrows are unleashed in a storm of death upon the officers.

Kazuko turns away, unable to watch as the police are so easily slaughtered.

She slowly opens her eyes again, and directly in front of her is a poster showing a Celtic symbol. It's an advertisement that reads, "METROPOLITAN MUSEUM HOSTS CELTIC FESTIVAL! COME SEE THE CULTURE THAT INSPIRES THE LEGENDS! HISTORICAL ARTIFACTS FROM AS EARLY AS 300 B.C.!"

Kazuko's eyes widen, and she tears the poster off the wall, fleeing back down the alley in haste with it in her hand.

Dozens more warriors, along with giant TROLLS, twisted HAGS, beautiful but deadly DARK ELVES, and other monsters come pouring out of the portal and rush past the Huntsman.

HUNTSMAN (CONT'D)

BREAK RANKS! CRUSH ALL RESISTANCE!  
DRIVE THEM BEFORE YOU AND FEAST ON  
THEIR FLESH!

The Huntsman approaches a squad car.

A badly wounded young officer weakly struggles to point his gun at the towering man.

The Huntsman swings his mace down in a savage and powerful blow, then turns and shouts to the swarms of creatures.

HUNTSMAN (CONT'D)

AND BRING THE CHILDREN TO THE  
QUEEN!

I/E. JANET'S CAR - DAY

Janet and Michelle climb back into Janet's car, and Janet starts the engine.

MICHELLE

What do we do now?

JANET

We're going to head back to your place and keep looking. She couldn't have gone far, somebody must've seen something.

Michelle nods, and the car pulls back out onto the street.

MICHELLE

We aren't taking High street?

JANET

This is a short cut.

The two women drive for several blocks before running into a major traffic jam.

Muffled HONKING and SHOUTING comes from a number of vehicles in front of them, and Janet lays on her HORN.

JANET (CONT'D)

The hell is going on now?

Suddenly, several people run past Janet's car on both sides and along the sidewalks in fear.

There's a CRASHING sound from ahead of them, and a car flies through the air, SMASHING into the car next to them.

Janet throws the car into reverse and stomps the gas, tires SQUEALING on the wet pavement.

MICHELLE

What the fuck is that?!

Crushing it's way through the packed cars toward their fleeing vehicle is a huge TROLL.

The beast lumbers forward, swinging a club of twisted oak and smashing other vehicles out of the way.

Janet and Michelle scream as Janet yanks hard on the wheel, causing the car to spin around several times before straightening out facing the other way.

The tires SCREECH again, as Janet floors the vehicle away from the troll.

JANET

We'll go the long way!

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Janet's car pulls to a skidding stop outside Michelle's complex, behind Michelle's beat up old car.

Janet and Michelle both jump out, casting furtive looks up and down the street.

JANET

Inside! Quickly girl!

The pair hurry inside the building, slamming the door behind them.

INT. MICHELLE'S APARTMENT COMPLEX - DAY

Janet peeks out the windows of the front lobby of the apartment complex, as shabby on the inside as it looks like on the outside.

MICHELLE

What do we do now?

JANET

We go door to door, until we find someone who's seen Molly.

MICHELLE

We have to find her before one of those... those things does!

JANET

That's the idea.

Michelle leads the way up the stairs, but stops when she sees DOLORES MACDUFFY (60's), an excitable retiree in a floral print dress, coming down them with several other neighbors. Her husband, ANGUS MACDUFFY (60's), in a plaid sweater-vest and golf hat, is right behind her, blinking through large glasses.

They all have suitcases and bags.

MICHELLE

Mrs. MacDuffy? Have you seen my daughter, Molly?

\*  
\*

MRS. MACDUFFY

No I haven't, dear. Is she missing?

MICHELLE

I-- I haven't been able to find her since this morning...

MRS. MACDUFFY

Oh you poor thing... Well, the lot of us are heading to the emergency shelter at the high school. Maybe someone saw her and brought her there?

\*  
\*

JANET

Why the high school?

MRS. MACDUFFY

The basement was reinforced as a bomb shelter during the war, and some of the neighbors went there earlier. Won't you come with us, dear?

\*  
\*  
\*

MISTER MACDUFFY

The news says there are monsters roaming the streets!

MRS. MACDUFFY

But it's probably the Russians!

Michelle looks down at Janet with uncertainty.

JANET

It's worth a shot. If she's not here, she might've gone with a neighbor...

INT. AUTUMN QUEEN'S CASTLE THRONE ROOM - NIGHT

A massive stone chamber, looking as regal as any royal palace on Earth. A thick black carpet trimmed in gold leads from the huge oak doors on the far side of the room to a large dais, the top of which is surmounted by a throne carved from polished obsidian and inlaid with opals and other precious stones.

Tapestries hang from the walls, revealing scenes of epic battles or the autumn leaf on black sigil of the Queen.

The Autumn Queen herself reclines on her throne, staring intently at a cloth map.

The city is laid out on the map, tiny figures of ink moving across the lines.

The heavy doors in the distance open, and two elven warriors enter, half-dragging Molly between them.

The Queen slowly rolls up her map as they approach, watching curiously.

The two warriors stop at the foot of the dais and kneel, pushing Molly down onto her knees as well.

WARRIOR #1

My queen, we found this wandering  
the wilderness outside the walls.

The Queen descends the dais, gesturing for the warriors to back away.

AUTUMN QUEEN

Oh, you poor thing. Left out in  
the cold and the dark...

\*

Molly stares up at her, timidly.

MOLLY

I know you.

AUTUMN QUEEN

You do, do you?

MOLLY

I saw you outside my school. I  
drew a picture of you.

The Autumn Queen leans down, intrigued.

AUTUMN QUEEN

You did? Of little old me? How  
sweet, dear child. Tell me your  
name?

MOLLY

M-Molly.

AUTUMN QUEEN

Molly, what a precious little girl  
you are. You saw through my  
glamour, so you must be very  
special, indeed...

EXT. AUTUMN QUEEN'S CASTLE COURTYARD - NIGHT

A huge circular stone courtyard, surrounded by thick stone walls topped with battlements. Archers patrol the parapets, and the autumn leaf symbol is carved into the stone itself.



A towering tree grows in the center of the courtyard, withered and ancient, it's leaves endlessly falling onto the stone below, where they fade and vanish.

The Huntsman leads a line of twenty or so children into the courtyard, their hands all bound to a single rope, the end of which he holds in one fist. Many of the children are crying, and all look terrified.

The Autumn Queen, followed closely by Molly, emerges from the castle and walks toward the line of children. Molly is now wearing a sparkling black dress, in much the same style as the Queen's.

AUTUMN QUEEN

Welcome to my humble abode, my darlings!

The Queen frowns and moves to the end of the line, gently untying the hands of the first child.

AUTUMN QUEEN (CONT'D)

Oh no, this won't do at all. Has this brute been cruel to you?

The Huntsman grunts and drops the rope.

When the first CHILD (9), a young girl with ash on her cheek, is untied, the Queen makes a sweeping gesture, and the rest of the rope turns into black butterflies, which flit away.

The newly freed children huddle together, backing away from the Huntsman.

AUTUMN QUEEN (CONT'D)

Don't be frightened, darlings. This is your new home! Here you will have warm beds, all the delicious treats you like.

(beat)

You will learn magic and swordplay, just like all your famous heroes.

CHILD

Like Neville?

The Queen hesitates, looking back over her shoulder at Molly.

Molly nods.

AUTUMN QUEEN

Yes! Just like Neville! All you need to do is promise to be good, and do as you're told, and I will teach you to be powerful witches and wizards. Can you do that for me, children?

CHILD

But what about our families?

The Autumn Queen approaches the child, kneeling to gently wipe the ash off her cheek.

AUTUMN QUEEN

We are your family now.

EXT. CITY STREETS NEAR HIGH SCHOOL - DAY

Rain falls fitfully on the city streets, the overcast sky giving a gloomy atmosphere and deepening the shadows.

People run here and there in panic, trying to get to safety and avoid being seen.

The buildings all have broken windows, the cars on the streets are smashed or are engulfed in flames. T

he once-peaceful city now looks like a demilitarized zone.

Michelle and Janet, followed by the handful of refugees from her apartment complex, move quickly down the sidewalk.

They all hold makeshift weapons, frying pan, rolling pin, a hockey stick, things that would be found in an apartment and grabbed with haste.

MRS. MACDUFFY

Only a few more blocks to the school.

Above them, unseen by the small group, a HARPY, a beautiful but deadly bird-woman, sits on top of the roof of a building, and digs her talons eagerly into her perch.

She watches the group of refugees, flitting silently from rooftop to rooftop.

EXT. CITY HIGH SCHOOL - DAY

A series of large brick buildings, the high school sits in the middle of a wide area. The rain falls more heavily now.

The group of refugees reach the street corner in front of the school, huddling against the side of the building fearfully.

Janet looks across at the entrance of the school, then up and down the street.

Half a block away is a torn open NEWS VAN on it's side. The windshield is splattered heavily with blood and worse.

\*  
\*

The group will have to cross the wide multi-lane street and then the full expanse of the school's front parking lot and up the steps to the front entrance, exposed the entire time.

JANET

It looks clear.

The group starts across the open space, moving cautiously and staying alert.

A SHRILL SCREAM from above them causes them to look up, where five harpies are circling.

MICHELLE

Run!

The harpies plunge downward toward the group, talons extended.

The group breaks into a sprint for the doors, seemingly so far away.

One of the harpies slams into Mister MacDuffy, digging her talons into his shoulders and lifting him into the air.

A second harpy follows, hooking her talons into his legs. The two fly in opposite directions, and Mister MacDuffy SCREAMS as he's slowly torn in half, showering the group with blood.

MRS. MACDUFFY

No!

Mrs. MacDuffy collapses, and Michelle turns around, pulling her to her feet.

Michelle half-drags her toward the doors, struggling to keep the hysterical old woman moving.

When they reach the parking lot, the harpies attack again, swooping in from above.

JANET

Look out!

Janet steps in between a descending harpy and Michelle, swinging at it with a large kitchen knife, driving the harpy back.

Michelle half-drags Mrs. MacDuffy to the steps, and looks back to see Janet lagging further and further behind the rest of the group as the harpies press the attack further.

MICHELLE  
Inside, inside!

Michelle holds the door open, hustling the rest of them through the doors.

When they're all through, Michelle hurries down the steps to help.

Janet turns and runs for the doors, but halfway up the steps, a harpy slams into her back, knocking her down and clawing at her viciously.

Michelle and Janet SCREAM, and Michelle runs to her aid.

Snatching up Janet's carving knife, Michelle slashes at the harpy's face, forcing it back and off of Janet. Michelle steps over her wounded friend and jams the heavy blade into the monster's eye.

The harpy SHRIEKS in pain and rage, stumbling backwards before flying off.

Michelle helps Janet up, and half-carries her up the rest of the steps and into the school.

INT. CITY HIGH SCHOOL ENTRYWAY - DAY

Michelle and Janet stumble into the main lobby of the school, dark and otherwise empty.

Janet collapses against a wall, slumping down with a groan.

Michelle drops the kitchen knife with a clatter, then helps her into a sitting position, putting her arms around her comfortingly.

MICHELLE  
It's going to be okay. You're  
okay.

JANET  
Shut up and listen.

A pool of blood begins to grow underneath Janet, revealing the seriousness of her injuries. She speaks with a shallow rasp, clearly on the verge of death.

MICHELLE

Don't talk, we'll get you help.

JANET

No. I'm not going to make it. But Molly can. Our little girl can.

Michelle nods, tears in her eyes.

JANET (CONT'D)

Find her, Michelle. Find her and keep her safe. Promise.

MICHELLE

I promise. I promise.

JANET

Find her. Find--

Janet stiffens for a moment, then gradually goes limp, her eyes staring.

Michelle bursts into tears, clutching her fallen friend.

INT. CITY HIGH SCHOOL SHELTER - DAY

Michelle clumps down the staircase into the basement of the old high school, now a shelter for the neighborhood.

She leans against the wall for a moment, shell-shocked. Janet's bloody KNIFE is held loosely in her hand.

Several SURVIVORS carry Janet's body, covered in a blanket, down the stairs and lay her next to two others similarly covered.

The other survivors, about thirty, sit or stand around an old television. It rests on a student desk near the far wall.

EXT. WAR ZONE - DAY

A NEWS REPORTER (40), tall, unshaven, his suit looking like he slept in it the night before, stands with a microphone on camera.

He appears to be in the middle of a city block, with soldiers and military vehicles moving behind him.

A tank rolls past, behind the reporter, drowning out his words for a moment.

NEWS REPORTER

...can see, the military seems to be advancing toward the most recent target of this-- what can only be called a bizarre invasion.

The reporter puts a hand to his ear as another tank RUMBLES past.

NEWS REPORTER (CONT'D)

I'm getting told by our affiliates that these creatures--

The sound of a faint EXPLOSION in the distance cuts him off briefly.

NEWS REPORTER (CONT'D)

Come on, keep the camera on me.

The reporter begins jogging in that direction, the cameraman following and keeping him in frame.

NEWS REPORTER (CONT'D)

These creatures are appearing in every major city in the western hemisphere! New York, London, Paris--

Another EXPLOSION, this one much closer, interrupts him again.

NEWS REPORTER (CONT'D)

All attempts to negotiate have failed. Military leaders urge everyone to stay indoors! Do not attempt to engage--

GUNFIRE erupts close by, and the reporter ducks for cover, hiding behind a MILITARY VEHICLE.

Soldiers rush past the reporter, M16s raised to their shoulders.

The cameraman raises the camera above the vehicle, to show a wall of WARRIORS with shields being fired upon.

One or two of the warriors fall, while the others hack into the soldiers with swords and spears and arrows.

Behind the warriors stand a trio of cloaked and hooded FIGURES, abnormally tall.

The tank closest to the warriors FIRES with a deafening BOOM, filling the area with smoke.

Silence falls on the war zone for a beat.

As the smoke clears, the trio of hooded figures are unharmed, along with their warriors.

The lead figure has their hand raised, the tank's SHELL hovering just in front of their palm.

With a flick of the wrist, the figure sends the shell back to the tank, which EXPLODES in a fireball of shrapnel.

The reporter turns back to the cameraman.

NEWS REPORTER (CONT'D)  
Tell me you got that!

CAMERA OPERATOR  
We should get out of here!

NEWS REPORTER  
Not a chance! We're getting close--

The news reporter is violently slammed to the ground as a SPEAR stabs him from behind and above.

The cameraman pans up to show an ELVEN WARRIOR crouched on the back of the military vehicle.

The warrior smirks and hops down to the ground, ripping the spear out of the dead reporter.

The camera suddenly jerks to one side and falls, hitting the ground and facing the dead reporter's face.

INT. CITY HIGH SCHOOL SHELTER - DAY

One of the SURVIVORS (45), a man in a disheveled button down shirt and slacks, clicks the television off.

SURVIVOR #1  
Jesus...

Another SURVIVOR (35), a woman in jeans and a blouse, turns to him.

SURVIVOR #2  
Is that it, then? We're all going to die?

Silence falls over the room. No one seems brave enough to speak.

Michelle, still leaning against the wall, looks down at the knife in her hand.

She stares at it for a beat.

Her grip on the handle slowly tightens as she struggles to find her resolve.

OFFICER RASHID

Miss?

Michelle looks up into the face of Officer Rashid. The cop is still in uniform, but the side of his shirt is torn open, his chest heavily bandaged.

OFFICER RASHID (CONT'D)

Are you alright? Were you hurt?

Rashid looks pointedly at the blood covering Michelle's hands and clothing.

MICHELLE

(whispers)

She isn't here.

OFFICER RASHID

What?

Michelle pushes herself off the wall, looking around with determination.

MICHELLE

Molly isn't here. I have to go find her.

OFFICER RASHID

Miss, you need to stay here, you're hurt--

MICHELLE

No, no it's not my blood. I'm sorry, I have to go find my daughter!

Michelle turns away, but Rashid grabs her arm.

She looks down at his hand on her wrist, and slowly raises the knife.

Rashid lets go immediately, backing off.



OFFICER RASHID

Woah, hey. Just hold on. If you're looking for a child, they're more likely to go somewhere familiar than look for safety.

Michelle nods, and hurries back up the stairs.

INT. CITY HIGH SCHOOL ENTRYWAY - NIGHT

Michelle walks toward the entrance of the school through the lobby, but an open door marked JANITOR catches her eye.

She crosses over to it and carefully pushes it the rest of the way open, holding her knife at the ready.

The janitor's closet is empty of any people, but contains lots of cleaning supplies.

She looks at the various items in the room for a beat.

Michelle takes hold of a MOP with a long wooden handle, and unscrews the handle from the head.

She grabs a roll of DUCT TAPE off one of the shelves as well.

EXT. CITY HIGH SCHOOL - NIGHT

Michelle emerges from the front doors of the high school cautiously.

She's duct taped the knife to the end of the mop handle to make a crude but formidable SPEAR.

She looks down at the trail of blood leading up the stairs and bites her lip, then looks up at the sky.

Michelle starts down the steps slowly at first, then sprints toward the parking lot.

She ducks behind one of the cars, spear held tightly in both hands as she looks around to see if she's been spotted.

The streets are silent and deserted.

Michelle stares at the gap between the dubious safety of the buildings and the even more dubious safety of her hiding spot.

MICHELLE

(mutters)

One... two... three!

She jumps up, sprinting as fast as she can toward the far buildings.

EXT. CITY STREETS NEAR HIGH SCHOOL - NIGHT

Michelle ducks into the entrance of an alley, panting from her sprint, and pokes her head out to look up and down the street.

Behind her, one of the horse-sized HOUNDS eats the remains of a human body in a military uniform, it's broad back to her. \*

Further into the alley sits a downed helicopter, the engine still on fire. \*  
\*

Michelle freezes when she hears the sickening CRUNCHING.

She slowly turns around, her eyes wide in panic, and stares at the creature for one terrified beat, covering her mouth with her free hand so that no noise escapes.

As quietly as she can, she slowly steps back out of the alley and into the street, ducking around the corner.

The massive beast looks up from it's meal and turns it's head, staring at the empty spot no longer occupied with Michelle.

After a beat, the creature turns back to it's meal.

INT. MICHELLE'S APARTMENT - NIGHT

Michelle slips into the dark apartment, rapidly locking and chaining the door behind her.

She then hurries immediately to the blinds and shades to close them.

Michelle then clicks on a small LAMP, and crosses to the sink to wash Janet's dried blood off her hands.

She washes for a beat, as tears well up in her eyes.

With a strangled sob, she slumps to the floor, shaking and crying as her adrenaline begins to wear off and she realizes that Molly isn't here either.

MICHELLE  
(whispers)  
Where are you...?

EXT. AUTUMN QUEEN'S CASTLE COURTYARD - NIGHT

The Autumn Queen, regal and beautiful in her flowing black dress, stands in front of a dozen CHILDREN.

The children, all between the ages of ten and twelve, wear padded clothing, and have WOODEN TRAINING SWORDS tucked into belts at their sides.

They bear slightly elven features, and stand in a line, staring stiffly straight ahead with military-like discipline.

At the right side of the Queen stands the Huntsman, brutal and dangerous in his armor.

At the left side of the Queen stands Molly, now about eleven years old herself, watching the other children with an aloof expression, looking almost as regal as the Queen in a black version of the padded clothing.

AUTUMN QUEEN  
(to the Huntsman)  
These are the best students you  
have? \*

HUNTSMAN  
Yes, your majesty.

AUTUMN QUEEN  
Hmm.

The Autumn Queen winks at Molly, then turns and steps forward, drawing a RAPIER out of thin air. A thorny vine wraps around the beautiful silver blade. \*

AUTUMN QUEEN (CONT'D)  
My beloved soldiers, warriors of  
Autumn, defenders of the dying  
leaf... You thirteen have the  
supreme honor of becoming my  
personal guard.  
(beat)  
Providing you can prove yourselves,  
of course.

The Queen points her sword at one of the children, seemingly at random.

AUTUMN QUEEN (CONT'D)  
You there, step forward.

The BOY (11), dark skinned with an expressionless face, steps out of the ranks and faces the Queen.

The Queen offers the rapier to Molly. \*

She takes the Queen's weapon and steps forward to face the boy, lowering herself into a fighting stance. \*

AUTUMN QUEEN (CONT'D)  
Come then, dear.

The boy swallows nervously and draws his wooden sword, glancing at the Queen before slowly entering a fighting stance of his own. \*

Molly immediately lashes out with several swift attacks, which the boy barely manages to parry. \*

She then smacks his sword firmly with her own, causing him to stumble backwards and fall.

AUTUMN QUEEN (CONT'D)  
Up. Make me proud, sweetling. \*

The boy scrambles to his feet, wooden sword at the ready, watching the Queen's far deadlier blade nervously.

The Queen lashes out again, twisting the sword out of his grasp with a brilliant display of swordsmanship, and flinging the weapon into the air with the tip of her own blade.

Molly catches the wooden sword without batting an eye.

The Autumn Queen sighs softly, her silver sword vanishing from her hand.

AUTUMN QUEEN (CONT'D)  
Oh dear, it looks like he's not quite ready to spar with you. \*

She pats the boy lightly on the shoulder.

AUTUMN QUEEN (CONT'D)  
Don't worry my dear, you won't be killed for your failure. Today.

The Autumn Queen turns away, walking between the Huntsman and Molly, back toward the castle proper.

She runs a hand along Molly's cheek as she passes.

AUTUMN QUEEN (CONT'D)  
Take over for me, would you, sweetling?

MOLLY  
Yes, Mother.

INT. MICHELLE'S APARTMENT - NIGHT

Michelle sniffles and wipes at her eyes, slowly pushing herself to her feet.

Using the small reading lamp to see by, she looks around the apartment and spots Molly's pink BACKPACK.

Michelle crosses the room and picks it up, bringing it back to the kitchen. She unzips the top and begins taking CANNED GOODS out of the cabinet, shoving them in the bag.

She then pauses for a beat, looking inside the backpack.

Michelle pulls several DRAWINGS out of the backpack, her face registering shock.

The drawings, while clearly done by a child, are just as clearly images of harpies, elven soldiers, and the Autumn Queen.

MICHELLE

(muttering)

Oh my god... she really did see them...

Michelle strides quickly into her living room, standing in the center and looking at the dozens and dozens of drawings pinned to her wall. They are all of various monsters, elves, fairies, and other creatures.

She takes a bunch of the pictures off the wall and stuffs them into the backpack.

She then returns to the kitchen, shoving a few more cans and a FIRST AID KIT into the backpack before taking up her makeshift SPEAR and heading back out the door. \*

INT. WAL MART STYLE MEGASTORE - DAY \*

Kazuko strolls down the aisles of the massive super store, pushing a shopping cart in front of her. \*

The store is chaos, with dozens of PEOPLE grabbing whatever they can. \*

A fight breaks out at the end of one of the aisles, two men attacking one another over the last loaf of bread. \*

Kazuko seems oblivious to it all, wandering past the fight and into another aisle. Her cart remains empty until she passes into the kitchenware section. \*

Kazuko begins looking through the various sets of cutlery, selecting several KNIVES and testing their weight before dropping them into the cart. \*

Two more RUFFIANS appear at the entrance of the aisle. \*

One of them, a scruffy RUFFIAN in a plaid shirt, looks her up and down before nodding to his companion, another scruffy man in a black tee shirt. \*

The two men rush toward Kazuko. \*

Plaid Shirt grabs her in a bear hug from behind. \*

Kazuko sighs and rolls her eyes, then slams her elbow into his ribs. The blow takes him off his feet. \*

Tee Shirt throws a punch, but Kazuko ducks and then lashes out with a vicious kick to his jaw. Tee Shirt drops instantly, unconscious. \*

Kazuko smooths out her shirt, and resumes browsing for weaponry, unphased. \*

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Michelle hurries out of her apartment complex, heading for her car, which is parallel parked between two others in front of the building.

She opens the passenger side door and tosses the backpack and the spear into the passenger seat, then closes the door and hurries around to climb into the driver's seat.

MICHELLE

Okay baby, if you're not here,  
maybe you went to Janet's.

Michelle closes the driver's side door and puts her key into the ignition, then freezes, staring out through the windshield.

The massive HOUND that was in the alley previously is sniffing around the front door of her apartment complex.

MICHELLE (CONT'D)

(muttering)

Oh shit... ohhh fuck...

Tense and terrified, Michelle takes a deep breath and then turns the key in the ignition.

The engine ROARS to life, and Michelle stomps the gas.

The huge beast instantly turns toward her, it's ROAR louder than Michelle's squealing tires.

The car screeches backwards, clipping the car behind her as she backs out onto the street.

The hound immediately gives chase, roaring and barking, it's teeth snapping at her bumper.

Michelle half-turns to look over her shoulder as she drives backwards down the street, trying to keep the poorly maintained car straight.

With a CRUNCH, the hound digs it's claws into the hood of Michelle's car.

Michelle SCREAMS, and the hood is torn off completely, exposing the engine and momentarily distracting the beast.

The car continues to speed backwards, rapidly approaching another badly damaged car that is blocking the road.

The back of the car SLAMS into the other vehicle, causing Michelle to scream again as she spins out, tires squealing in protest.

When her car finally comes to a stop again, it's facing directly down the street at the massive hound.

The beast hunches down, snarling, preparing to attack.

Michelle stares at it for a beat, then looks over her shoulder at the wreckage behind her.

MICHELLE (CONT'D)

Oh god oh god oh god--

The hound takes a step toward her.

MICHELLE (CONT'D)

I can't believe I'm doing this!

Michelle slams her foot down on the gas pedal, and the engine ROARS and the tires SQUEAL as the car suddenly speeds forward.

The hound looks momentarily surprised, then crouches.

Just before the car hits it, the hound leaps.

Michelle continues to drive for a beat, in shock.

Suddenly the roof of the car SMASHES down, the windows all shattering and showering her with glass.

The hound has landed on the roof of her car, and digs it's claws into the metal, tearing and twisting the roof.

Michelle screams, slamming on the breaks.

The beast holds on, ripping most of the roof off.

Michelle grabs her backpack and spear, diving out of the driver's side door.

She hits the ground with a grunt and rolls, coming to a stop face down in the middle of the road.

She groans and rolls over, sitting up to find herself face to face with a massive set of teeth. The hound stands over her, a low GROWL rising in it's throat.

Michelle glances over, seeing that her SPEAR is just out of reach. She inches her hand toward it.

The hound lunges forward to bite, but it's head is suddenly SMACKED aside by a white katana sheath. \*

Michelle looks up to see Kazuko standing over her in a fighting stance, holding her katana, it's blade still housed in it's sheath.. \*  
\*

The hound steps back, shaking it's head to clear it, surprised by the blow.

KAZUKO

Run.

Michelle snatches up her spear, crawling backwards and away from the hound.

The beast makes a cautious lunge at Kazuko, who lashes out with the sword to keep it at bay. The Japanese woman is ruthless, never taking her eyes off the creature, the demeanor of a true warrior. \*

Michelle jumps up, hurrying away with a slight limp from the tumble out of the car.

After a dozen or so steps, Michelle slows, looking back over her shoulder.

Kazuko still faces down the beast, the two circling one another.

The hound slashes at Kazuko with it's claws, but she easily sidesteps and SMACKS it in the side of the head with the sheath. \*



Roaring in fury, the hound charges, forcing Kazuko to leap out of the way.

The hound wheels, pressing the attack, and backs Kazuko up against the wall of a building.

Suddenly Michelle's spear digs into it's side, and it yelps in pain. The hound turns toward her, and Kazuko uses the distraction to unleash a vicious series of blows onto the beast's head.

The hound turns back towards Kazuko, and Michelle stabs it again.

Caught between the two of them, Michelle and Kazuko take turns attacking the hound whenever it faces the other woman.

Finally, the hound howls in frustration and pain, then turns and runs away down the street.

Michelle and Kazuko watch it flee for a beat.

Kazuko then wordlessly turns and begins walking away.

MICHELLE

Hey, wait!

EXT. CITY STREETS - NIGHT

Kazuko walks down the street, weapon in hand, ignoring Michelle staggering after her.

MICHELLE

Wait a sec! I'm looking for my daughter, have you seen her?

KAZUKO

No.

Michelle digs in her pocket for her cellphone, opening it and pulling up a PICTURE OF MOLLY.

She hurries to catch up with the still-walking Kazuko, and shows her the photo.

MICHELLE

She's five, and she disappeared this morning from--

Kazuko doesn't bother looking at the image, keeping her eyes peeled for threats on the open street.

KAZUKO

I have not seen her. I am sorry.

Michelle scowls.

MICHELLE

You didn't even look!

Kazuko stops walking, giving Michelle her attention for the first time.

KAZUKO

I do not have time for this. You must get to a shelter. Goodbye.

She turns away and starts walking again. Michelle grabs her arm, and Kazuko jerks it from her grasp with a dangerous look.

MICHELLE

You know how to fight, you can help me find her! Please, I'm begging you!

Kazuko glares at her.

KAZUKO

I am on a very important mission. I cannot take the time to save every person in this city. You are on your own.

MICHELLE

A mission? What mission?

KAZUKO

I must stop this invasion.

MICHELLE

You're doing a fantastic job so far.

Kazuko narrows her eyes, and turns away, walking quickly down the street.

MICHELLE (CONT'D)

(muttering)

Shit.

Michelle opens the pink backpack and takes out Molly's drawings. She shoves a handful of them into Kazuko's hands.

MICHELLE (CONT'D)

My daughter saw these monsters  
before they arrived. Days, weeks  
before the invasion. That has to  
mean something, right? Please,  
can't you help me?

Kazuko starts to shove the drawings back into Michelle's  
hands, but hesitates.

The drawing on the top of the pile is a crude crayon version  
of Kazuko herself, wearing the same outfit she's in and  
holding a sword. \*  
\*

Kazuko stares at the drawing for a moment, then quickly  
shuffles through the stack.

She looks up, locking eyes with Michelle, her expression  
serious.

KAZUKO

Come with me.

INT. CITY GROCERY STORE - NIGHT

A small grocery store in the heart of the metropolis. The  
store windows are intact but covered in spider-webbing  
cracks, as if the shatter-proof glass had been struck many  
times.

The shelves are half empty, looking like the store has been  
looted once or twice but not enough time has passed to  
completely strip it bare.

A long smear of blood leads out the front door, evidence that  
recently the shop keeper was dragged out while bleeding  
heavily.

The front door opens, the sound of the bell JINGLING making  
Kazuko wince as she leads Michelle inside.

Michelle looks down at the bloody smear uncomfortably,  
carefully stepping over it. Kazuko ignores it entirely, but  
clearly doesn't step in the blood.

Kazuko locks the door, and then jams a BROOM into the  
doorhandle so that it can't be opened from the outside.

She points at the counter.

KAZUKO

Sit.

Michelle obediently hobbles over to the counter and pulls herself up onto it, sitting down and watching Kazuko.

The Japanese woman, holding her WEAPON ready, quickly explores the store, making sure they're alone.

MICHELLE  
Who are you, anyway?

KAZUKO  
(quietly)  
Oshiro Kazuko.

Michelle stares at her for a moment, as if trying to figure out what she means.

MICHELLE  
Oh, that's your name?

Kazuko rolls her eyes, letting out a long-suffering sigh from the back of the store.

KAZUKO  
Call me Kazuko.

Michelle nods, looking a little ashamed.

MICHELLE  
I'm Michelle.

Kazuko walks back toward the front of the store, a first aid kit in her free hand.

KAZUKO  
You are loud.

Michelle looks even more ashamed. The two women speak in hushed tones.

MICHELLE  
Sorry.

Kazuko kneels, setting her weapon down next to her on the floor. She takes hold of Michelle's left foot, and begins rolling up the pant leg.

Michelle winces as an ugly, bloody GASH is revealed.

KAZUKO  
Did it bite you?

MICHELLE  
No, I think it was the crash.

Kazuko nods and opens the first aid kit. She begins cleaning the cut and binding it with gauze.

MICHELLE (CONT'D)

Are you with the military?

KAZUKO

No. I am akuma owari. \*

Michelle frowns in confusion.

MICHELLE

Am I showing my ignorance again if I ask what that means?

KAZUKO

It means, in essence, that I am a slayer of demons. \*

Michelle looks over at the blood smear. \*

MICHELLE \*

Is that what these are? Demons? \*

Kazuko ties the bandage in place and gently tugs Michelle's pant leg back down. \*

KAZUKO

They are Fae. You might call them fairies, or the Fair Folk.

Kazuko shakes her head, picking up her katana as she stands. She crosses over to one of the shelves and picks up two PACKAGES OF CRACKERS. \*

MICHELLE \*

And you hunt them, too? \*

She hands Michelle one package and then hops up onto the counter next to her. \*

KAZUKO

A yokai-- a demon-- I hunted in Japan told me that the Fair Folk were planning something major. I came to America to try to stop it... but I was too late.

Michelle opens the package of crackers, popping one into her mouth.

MICHELLE

What's the difference?

KAZUKO

Yokai are evil spirits. Most of them prey on humans. They can be killed with magic, and weapons that have been blessed by the gods.

Kazuko opens her own package of crackers.

KAZUKO (CONT'D)

The Fae are chaos. They come from another realm, and they use human imagination to give themselves form. They can be defeated with magic, but can only be killed with iron.

Michelle frowns, confused.

MICHELLE

Iron? There's iron everywhere.

KAZUKO

No. There is steel everywhere. Steel has been worked too much by human hands to be effective, contains too much carbon and other chemicals.

\*  
\*  
\*

MICHELLE

I... I don't understand.

EXT. FAELANDS FOREST - NIGHT

Wild, primordial forest extends out from all directions around a single large clearing in the center. Other than a bonfire in the middle of the clearing, the forest is illuminated only by starlight and a round, full moon.

KAZUKO (V.O.)

Long, long ago, before mankind had the written word, the four Monarchs of the Fae gathered to discuss ways of becoming more powerful.

Inside the clearing is a circle of standing stones, reminiscent of Stonehenge, which cast eerie shadows from the light of the bonfire.

Also casting strange shadows are four equally strange figures.

The Autumn Queen, wearing a dress made from sealskin, her head adorned with a crown of dying leaves.

The SUMMER KING, a huge, dark-skinned man in red leather armor, bearing a bronze spear and wearing a crown of flames.

The SPRING QUEEN, a beautiful tanned skin woman with flowers in her hair and a mischievous smile, a crown of continuously growing ivy atop her brow.

The WINTER KING, a bent and twisted old man with a long white beard and a grey robe. A crown of jagged ice circles above his head.

KAZUKO (V.O.)

It was an auspicious meeting, as they loathe one another, and constantly vie for rulership over their kind.

\*

A fifth figure steps out of the darkness of the forest, IRON in human form.

KAZUKO (V.O.)

The living embodiment of Iron came to them, offering a deal. He would provide them with weapons that would remain eternally sharp, armor that could never be penetrated. In exchange, they would have to vow that mankind would never dig iron from the earth and forge it into weapons of their own.

EXT. FAELANDS PLAINS - DAY

Four vast armies, made of elves, monsters, and strange war machines, twisted versions of trebuchets and catapults, face each other on a vast, endless plain.

KAZUKO (V.O.)

The monarchs agreed, and bound themselves in an oath to Iron. But their uneasy peace did not last.

The armies attack at the sound of a warhorn, charging forward to crash together at the center of the plains. Arrows, fireballs, and other spells fill the air, and the four Fae Monarchs hurl magical death at one another.

KAZUKO (V.O.)

Each sought to destroy the others, to take for themselves their world. In their greed and lust for conflict, they forgot their oath.

EXT. ANATOLIA, TURKEY, CIRCA 1200 B.C. - NIGHT

A small hut, surrounded by empty fields. The wind blows hard, as a TURKISH MAN (30's), bearded and wearing leather and furs, emerges from the hut.

He bundles up against the wind and hurries over to a cylindrical stack of stones that have the red glow of flames emerging from between the cracks.

The man looks into the fire for a moment, and pumps a billows at the base of the stones. Combined with the wind, the pumping causes the glow to become bright orange, then nearly white.

The man pauses, staring into the flames for a beat.

With a laugh of pure joy, he takes up a set of BRONZE TONGS, and pulls a crude, cherry-red bar of IRON out of the fire.

He immediately begins pounding on it with a stone hammer.

EXT. FAELANDS PLAINS - DAY

KAZUKO (V.O.)

The spirit of Iron, enraged by their betrayal, turned his gifts against them.

The battle rages on for several beats.

Suddenly, the elves in the front line all have their swords and shields shatter in a cacophonous explosion, with shrapnel flying everywhere.

Hundreds more have their armor turn red-hot, cooking them alive instantly.

The Summer King, now girded in iron plate armor, throws down his massive sword and begins stripping off his armor, even as it, too, becomes red-hot. He roars in anger as he watches his army dying in front of him.

The Spring Queen looks devastated at her dying troops and begins to weep.

The Winter King seems almost amused at the situation, his normally cold expression marred by the tiniest of smiles.

The Autumn Queen scowls and wheels her black stallion, riding hard away from the field of battle.



KAZUKO (V.O.)

Since then, no Fae creature can stand the touch of Iron, nor can any Fae magic produce or manipulate it.

INT. CITY GROCERY STORE - NIGHT

The two women lie next to one another at the back of the store, on makeshift beds of cardboard, using packages of paper towel rolls as pillows.

MICHELLE

So why are they here now?

\*  
\*

KAZUKO

One of the monarchs has come to Earth to recruit for their army, I think.

\*  
\*  
\*  
\*

MICHELLE

But why Earth? Why now?

\*  
\*

KAZUKO

Humanity has forgotten the old stories. Forgotten how to protect themselves from evil. We have forgotten to be afraid of the dark.

\*  
\*  
\*  
\*  
\*

Michelle stares at her for a beat, then glances around at the shadows of the store.

\*  
\*

KAZUKO (CONT'D)

Now get some sleep. Tomorrow we must get to the museum.

Kazuko rolls over onto her side, facing away from Michelle.

\*

MICHELLE

What's at the museum?

KAZUKO

The Celtic exhibit should have iron weapons we can use.

MICHELLE

And if it doesn't?

KAZUKO

Then we shall find another way.

EXT. AUTUMN QUEEN'S CASTLE - NIGHT

The Autumn Queen stands on the parapets of her castle, overlooking a huge army of warriors, monsters, and mages arrayed beneath her on the fields around her castle.

At her side is Molly, now sixteen years old and in sleek black form-fitting armor, a beautiful silver sword belted at her waist.

Molly has changed in other ways, as well. Her ears are slightly pointed, her features slightly more angular, as if she were taking on the features of the elves around her.

As the Autumn Queen speaks, her voice is carried out to every corner of her lands, echoing so that every member of her army can hear her clearly.

AUTUMN QUEEN  
My beloved children.

A cluster of elven warriors pause in the act of sharpening their bronze swords, looking up at the castle.

(( **FILL IN HER SPEECH LATER!** ))

EXT. CITY STREETS - NIGHT

The Huntsman rides a massive black horse down the street, five of the huge hounds ranging out behind him, snuffling at the streets and digging through cars.

The hound that Kazuko and Michelle had been fighting, covered in wounds, limps it's way out of an alley in front of the Huntsman, letting out a whine.

The Huntsman slides off his horse and approaches the hound, checking over it's injuries.

HUNTSMAN  
Who did this to you, boy?

The hound growls, looking over it's shoulder.

The Huntsman pulls his wicked mace from his belt.

HUNTSMAN (CONT'D)  
Show me.

INT. CITY GROCERY STORE - NIGHT

Kazuko and Michelle sleep next to one another on their makeshift beds, their respective weapons close at hand.

A faint SNUFFLING SOUND comes from the glass doors at the front of the shop, and dark shadows can be seen through the cracks in the glass.

Kazuko's eyes pop open, her hand instantly on her weapon. She slowly sits up, eyes glued to the doors.

The sound comes again, but further away, and the shadows move past the doors.

Kazuko slowly relaxes, lying back down.

A full beat later, running FOOTSTEPS can be heard coming from the direction of the doors.

The glass doors EXPLODE with a resounding CRASH as two of the massive hounds burst through them, careening into the shelves of the small grocery store.

Kazuko jumps to her feet, hauling a surprised Michelle up after her.

KAZUKO

Run! Out the back!

Kazuko bolts for the door behind them. Michelle pauses to grab her backpack, then follows at a panicked sprint.

INT. CITY GROCERY STORE BACK ROOM - NIGHT

The two women rush through a cluttered break room, heading for a rear door marked with an EXIT sign.

One of the hounds leaps through the door behind them, CRASHING into tables and chairs and supplies, getting tangled in them.

Kazuko grabs Michelle and shoves her through the door, then slams it behind her as the second hound smacks into it.

EXT. CITY GROCERY STORE ALLEYWAY - NIGHT

Michelle backs away from the door they've just exited, bowed outward by the force in which the hound struck it.

An ear-shattering BLAST from a warhorn causes Kazuko and Michelle to spin around.

The Huntsman is at the mouth of the alley with two more hounds.

Kazuko's eyes widen when she sees the huge man. \*

KAZUKO  
(whispering)  
The Wylde Hunt. \*

The Huntsman hesitates upon spotting Kazuko and her katana, his expression curious. \*

HUNTSMAN  
Akuma Owari? \*

Kazuko turns the other way and flees, pushing Michelle ahead of her. \*

The other end of the alley is blocked by a wall made of tin sheeting, nearly eight feet high.

When the two women approach the wall, Kazuko leaps and kicks off the wall of the building to her right, vaulting easily over the tin wall.

MICHELLE  
You have got to be kidding me!

Michelle reaches the wall and stops, frantically looking for a way to climb up.

Kazuko reappears at the top of the wall and holds out her hand to Michelle.

KAZUKO  
Do not tarry!

MICHELLE  
Easy for you to say!

Michelle jumps up and catches her arm. Kazuko pulls her the rest of the way over the wall and onto the top of a dumpster on the other side.

The two hop down and make for the mouth of the alley.

Kazuko looks around cautiously, while Michelle tries to catch her breath. \*

KAZUKO  
Which way to the museum from here?

Michelle pants, pointing down the street.

Kazuko grabs her arm, dragging her that direction.

The hounds SMASH through the tin dividing wall, then sniff around for their quarry.

EXT. CITY STREETS NEAR CITY MUSEUM - NIGHT

The two women sprint down the street, Michelle closely behind Kazuko.

At the end of the street, the large greco-roman styled Museum of History looms up out of the shadows, it's windows dark.

There are still several blocks to go, and the hounds are close on their heels.

The Huntsman rounds the corner, mace held loosely in one hand as he jogs after them.

MICHELLE  
(pointing)  
There!

Kazuko suddenly skids to a halt, turning around.

KAZUKO  
Keep going!

The demon hunter pulls several knives from various places in her clothing, and hurls them with deadly accuracy at the hounds.

One of the hounds falls with a yelp of pain.

The Huntsman deflects one of the knives with his mace, smirking evilly.

Kazuko places her hand on the hilt of her katana, crouching slightly. \*

The Huntsman ceases his advance. \*

The second hound keeps charging, and leaps at Kazuko. \*

The samurai sidesteps, the blade whistling out of it's sheath and cleaving the hound in two in a single stroke. \*

The Huntsman's smirk slides off his face, replaced with an angry scowl. \*

Kazuko crouches, waiting for the Huntsman to move. \*

Michelle sprints ahead, though slower than before, and looks over her shoulder.

Kazuko and the Huntsman face off for a beat. \*

Kazuko quickly catches up, shouting.

KAZUKO (CONT'D)  
Don't slow down!

INT. CITY MUSEUM ENTRYWAY - NIGHT

Michelle and Kazuko burst through the doors of the museum and quickly push them shut behind them.

Kazuko holds the door, and points to a fallen metal STANTION. Michelle picks it up and wedges it into both of the door handles, effectively barricading the door.

The entryway of the museum appears to be a place where several humans tried to make a stand. The reception desk and ticket booths are torn apart, the floor is littered with debris, and dark blood stains mar the marble pillars along the walls.

Kazuko then grabs her hand and tugs her off into the deeper shadows of the museum's interior.

INT. CITY MUSEUM ANCIENT EGYPTIAN EXHIBIT - NIGHT

The two women rush through the Ancient Egyptian Exhibit of the museum, Kazuko still pulling Michelle along.

Most of the displays are broken or cracked in some fashion, as if the museum had suffered a major earthquake or other disaster.

Michelle pants heavily, clearly exhausted as she skids to a stop.

KAZUKO  
(whispering)  
We must keep moving.

MICHELLE  
How do you have so much energy?

Michelle half-bends over, leaning heavily on her makeshift spear as she tries to catch her breath.

KAZUKO

I have a strong desire not to end  
up like them.

Kazuko speaks quietly, and gestures to a shadowed alcove.

Michelle turns to look and gasps, covering her mouth with her hands and struggling not to cry.

In the alcove, two bodies only a few hours dead, lie side by side in front of a broken display. A young man and a young woman, perhaps in their late twenties. Their arms are wrapped around one another, as if they chose to die together.

Their bodies are riddled with arrows.

Next to them is a baby stroller, turned onto it's side.

Michelle, tears in her eyes, slowly approaches the stroller.

Kazuko places a hand on her shoulder, shaking her head.

Michelle continues forward anyway, and moves the stroller. It's empty.

Michelle slumps to the floor, tears flowing freely now.

Kazuko takes Michelle's arm gently, pulling her to her feet..

KAZUKO (CONT'D)

Come, we can do nothing for them  
now.

MICHELLE

Where's the baby?

KAZUKO

Taken.

\*

MICHELLE

Why? Why would they take a baby?

Kazuko shrugs, pulling her away from the scene.

KAZUKO

The Fae sometimes take children.  
It is a common enough occurrence.

Michelle jerks her arm out of Kazuko's hands angrily.

MICHELLE

You're really fucking cold, do you  
know that?

Kazuko spins around, stepping close to Michelle and whispering harshly.

KAZUKO

I have to be. If I cared too much,  
I would be crippled with guilt.  
Being cold keeps me alive long  
enough to avenge those I couldn't  
save.

MICHELLE

But if you don't care, then why do  
you fight?

KAZUKO

No one else will.

\*

Kazuko then spins on her heel again, and strides quickly out of the room.

After a beat of staring after her, Michelle follows.

INT. CITY MUSEUM ENTRYWAY - NIGHT

Several heavy THUDS make the double doors at the entrance to the museum CREAK loudly.

The STANTION barring the door bends, then breaks as one of the door handles rips off.

The doors fly open, revealing the Huntsman and three hounds. He steps inside the museum, and the hounds immediately tear off through the darkened halls.

INT. CITY MUSEUM MAIN HALL - NIGHT

Kazuko and Michelle move quickly through the museum, past the upright skeletons of dinosaurs and prehistoric creatures.

A SOUND from behind them causes Kazuko to shove Michelle into an alcove and then duck behind a display.

One of the massive hounds stalks past Michelle, who hides in the shadows and clutches her spear. She covers her mouth to make her breathing as quiet as possible as the huge dog lumbers past.

Kazuko gestures to get Michelle's attention, and then points toward a large banner that reads "CELTIC EXHIBIT".

\*

\*



Suddenly, the Huntsman's mace smashes into the stone pillar just above Michelle's head, catching her makeshift spear and shattering the haft.

The knife blade goes spinning off, burying itself point-first into the floor near Kazuko.

Michelle dives forward, barely avoiding another blow from the Huntsman, who comes around the corner after her.

Kazuko jumps out from behind the display, driving the Huntsman back with several quick slashes with her katana, deflected by the Huntsman's mace.

\*  
\*

HUNTSMAN

You are Akuma Owari. Slayer of demons.

\*  
\*  
\*

The two duel, trading attacks but neither able to land a strike on the other.

KAZUKO

Your point?

\*  
\*

The Huntsman clearly has power, but his rapid strikes show his speed and cunning as well.

\*

HUNTSMAN

We are not demons, your fight is to the east, little girl.

\*  
\*  
\*

Kazuko is hard pressed to keep him from crushing her under his powerful blows.

Michelle steps forward, thrusting the jagged tip of her mop handle at the Huntsman's face.

The big man easily dodges the clumsy attack, and Michelle barely manages to get her broken handle in between herself and the mace as he swipes at her with it.

The massive hit sends her flying off into the darkness of another hallway, sliding across the marble floors.

Kazuko uses the distraction to leave a deep cut in the Huntsman's shoulder.

\*

KAZUKO

I fight evil, wherever it is found.

\*  
\*

Suddenly, one of the hounds slams into her from behind.

\*

She rolls over underneath it, shoving her sword underneath it's jaw to keep it from chewing on her face.

\*

The hound uses it's weight to bring it's huge teeth closer and closer to her.

Kazuko twists and jams her blade between it's teeth, but the hound clamps down and wrenches the weapon from her hands. \*

She crawls away, then suddenly rolls to one side to avoid a crushing blow from the Huntsman's mace, which shatters the marble floor tiles next to her.

INT. CITY MUSEUM CELTIC EXHIBIT - NIGHT

Michelle groans, clutching her ribs with one hand. She discards the shattered remains of her mop handle, then looks around.

Next to her lies the broken sign of the display case she crashed into. It reads "CALADBOLG."

Michelle slowly looks up at the display case she slammed into, and sees an iron longsword lying amongst the broken glass.

INT. CITY MUSEUM MAIN HALL - NIGHT

Kazuko crawls away from the Huntsman, bruised and battered.

He grabs her foot and drags her back, clearly toying with her before he finishes her off.

The Huntsman kicks her in the ribs, chuckling evilly. Kazuko grunts in pain, coughing up a bit of blood.

HUNTSMAN

Not bad, for a human.

Kazuko looks up at him with a glare, then kicks him in the knee before lunging for Michelle's kitchen knife.

Her hand wraps around it just before his foot comes crashing down, snapping the blade in half.

The Huntsman kicks Kazuko over onto her back, and reaches down to pick her up by the neck, holding her up to his eye level.

HUNTSMAN (CONT'D)

Goodbye, demon slayer. You were almost a threat. \*

He raises his mace to land a killing blow on her... but the iron sword slices upward, severing his hand.

The Huntsman drops Kazuko, roaring in pain and rage, clutching at his bloody stump. The wound sizzles even as it leaks black blood, as if seared by flames.

Michelle steps in between him and Kazuko, forcing him back with the tip of her sword.

MICHELLE

You okay?

Kazuko nods, rubbing her throat as she pushes herself to her feet.

One of the hounds starts to lunge, but Michelle slashes at it with the sword. It yelps and jumps back, intimidated.

HUNTSMAN

I'll kill you for this, human. And your dying will take a hundred lifetimes.

Michelle stabs at him with the sword, backing him up against a display case.

MICHELLE

Where are you taking children, asshole?

\*

The Huntsman stares at her for a beat, incredulous.

MICHELLE (CONT'D)

WHERE IS MOLLY?!

The Huntsman's grimace twists into a smirk.

HUNTSMAN

Ahh, she is your spawn? Far beyond your reach, human.

Michelle thrusts the tip of the blade into his already-wounded shoulder, causing him to roar in pain again.

MICHELLE

WHERE?!

HUNTSMAN

In the heart of Autumn, where you dare not tread, mortal.

\*

Michelle glances at Kazuko, confused. The Huntsman uses the opportunity to slap her sword aside, bolting with surprising speed.

His hounds quickly follow, one of them with Kazuko's weapon still clutched in it's mouth.

The two women turn to one another, their eyes meeting.

KAZUKO  
The Faelands...

The two women stare at one another for a beat, breathing heavily from their battle. The museum around them lies in ruins. \*

INT. CITY MUSEUM CELTIC EXHIBIT - NIGHT

Kazuko and Michelle enter the remains of the Celtic Exhibit, looking through the smashed display cases layered in deep shadow. \*

Kazuko picks up a 1500 year old sword, little more than a stick of rust, and drops it with a clatter onto several others than are in no better condition. \*

MICHELLE  
These are so old.

KAZUKO  
Yours must be a traditionally forged replica.

MICHELLE  
What kind of person would waste their time on that? \*

Kazuko gives her a withering look.

KAZUKO  
My father was a blacksmith. He made my sword.

MICHELLE  
Oh. Sorry. \*

Kazuko makes a small gesture of dismissal and continues wandering through the exhibit.

She comes to another set of display cases, where other replicas lay under piles of debris and broken glass. She pulls a SHIELD and a polished, modern SWORD out of the wreckage.

Handing the shield to Michelle, she hefts the new sword, longer and larger than Michelle's, and gives it a few practice swings.

MICHELLE (CONT'D)

Would you rather have this one?

KAZUKO

This will do fine.

INT. AUTUMN QUEEN'S CASTLE THRONE ROOM - NIGHT

Candles burn in the extravagant throne room, lighting up the dead leaf tapestries. The Autumn Queen sits on her throne, looking regal as always.

Molly, now looking close to sixteen years old and wearing leaf-styled armor and a sword at her waist, stands to the right of the throne. Her expression is aloof and regal as the queen's.

The massive double-doors at the entrance of the room bang open, and the Huntsman hobbles in. His bloody stump has been crudely bandaged.

The Autumn Queen stands up in surprise.

HUNTSMAN

My queen...

AUTUMN QUEEN

Who has done this?

The Huntsman holds out Kazuko's sword, offering it to her.

The Queen takes the weapon, looking it over briefly.

AUTUMN QUEEN (CONT'D)

A demon hunter?

HUNTSMAN

There were two of them, your majesty.

AUTUMN QUEEN

You poor thing...

The Autumn Queen reaches up to pet his hair briefly.

AUTUMN QUEEN (CONT'D)

(to Molly)

Still... to be defeated so easily.

She pushes her hand more firmly against The Huntsman's face.

Where her fingers touch him, his skin begins to crackle and burn.

He screams in pain and drops to his knees in front of her. \*

Molly winces and turns away, so that she doesn't have to watch the torture. \*

She lets her hand drop, and he stumbles back to his feet. \*

AUTUMN QUEEN (CONT'D) \*

Do not fail me again. \*

HUNTSMAN \*

Yes-- yes, my queen... \*

AUTUMN QUEEN \*

Good. Begin the next phase of the invasion. \*

EXT. CITY MUSEUM ENTRYWAY - NIGHT

Kazuko leads the way out of the museum, quickly ducking behind one of the pillars and looking for danger on the streets.

Michelle follows, her shield now strapped to one arm and her new sword in her other hand.

MICHELLE

How do we get to the Faelands?

KAZUKO

We don't.

MICHELLE

Excuse me?

Kazuko gestures to move forward, and hurries across the empty street to a nearby alley, with Michelle following.

KAZUKO

I will enter the Faelands and cut the head off the snake. You will stay here.

MICHELLE

Like hell! I'm coming with you!

KAZUKO

You will only slow me down.

Kazuko steps back out of the alley, hurrying down the street. Michelle jogs after, angry.

EXT. CITY STREETS - NIGHT

Kazuko rounds a corner, sword held ready, eyes alert. The street is in ruins, cars smashed and windows busted out of the buildings, but is otherwise empty.

Michelle appears behind her, grabbing her arm and turning her so they're face to face.

MICHELLE

I am going after my daughter!

KAZUKO

The Faelands are too dangerous.

MICHELLE

And here is any better?

KAZUKO

Significantly.

Michelle scowls, shaking her head.

MICHELLE

It can't be any worse. I'm going.

KAZUKO

If the Wylde Hunt wasn't lying, your daughter is in the castle of the Queen of Autumn. She is as a god in her own lands, and by far the most dangerous of the Seasonal Monarchs. I am the product of a hundred generations of Akuma Owari. My skills have been sharpened to a razor's edge. I can get to her and finish her, before it is too late.

\*  
\*  
\*  
\*  
\*  
\*  
\*

MICHELLE

You need me, then!

KAZUKO

If we go together, we risk being spotted. If that happens, nothing will save us.

Michelle holds up her sword, waving it about angrily.

MICHELLE

Then what the hell are these for?

KAZUKO

The iron gives me the slightest of chances to deal a lethal blow before she kills me.

MICHELLE

If you don't take me with you, then I'll go anyway.

Kazuko scowls and slashes with her sword, which CLANGS hard against Michelle's hastily raised shield.

Michelle staggers back, startled.

KAZUKO

This is a SUICIDE MISSION, you STUPID GIRL! You think I want to do this? You think I want to die alone? I am trying to save you!

MICHELLE

I... I didn't think--

KAZUKO

No, you did not. Now take me to the place where the girl was taken, I can cross over there.

EXT. AUTUMN QUEEN'S CASTLE - NIGHT

\*

The Huntsman stands next to a forge, where ELVEN BLACKSMITHS hammer on glowing metal amidst waves of heat emanating from the stone.

One of the blacksmiths brings him a large bronze grasping CLAW, still hot from the forge.

The Huntsman holds out his bandaged stump, and the smith shoves the claw onto it.

Grimacing in pain as the metal sears onto his flesh, he raises the claw and moves the grasping blades.

He nods to the smith in approval, and then uses his good hand to raise a huge BATTLE-HORN to his lips.

He blows an ECHOING BLAST, a call to war.

The sound travels quickly through the fields of the Autumnlands, past thousands and thousands of elves and monsters.



The army of the Autumn Queen is vast and terrifying, and answers the Huntsman's call with CHEERS and ROARS and BATTLE CRIES. \*

EXT. AUTUMN QUEEN'S CASTLE PARAPETS - NIGHT

The Autumn Queen and Molly stand watch on the parapets of the Queen's castle, looking out over the vast army as it begins marching forward.

AUTUMN QUEEN  
Aren't they impressive, sweetling?

MOLLY  
Yes, Mother. What will you do with them all?

AUTUMN QUEEN  
I'm going to start with the Summerlands. Soon the others will fall as well, and all will be Autumn, forever.

She turns and pets Molly's hair lovingly, giving her "daughter" an almost manic smile.

AUTUMN QUEEN (CONT'D)  
I will control all the magic of the Fae world and the human world, and become a God. Won't that be nice?

Molly looks out over the armies, uncertainty in her expression.

MOLLY  
Yes, Mother.

The Queen gently touches Molly's chin, turning the girl back to face her.

AUTUMN QUEEN  
What's wrong, poppet?

MOLLY  
When can I see the human world, mother? I want to know what it's like.

AUTUMN QUEEN  
When I've crushed any remaining resistance and merged our worlds together, dearest.

The Queen wraps her arms around Molly, hugging her warmly.

AUTUMN QUEEN (CONT'D)

I couldn't bear to see any harm come to you, sweetling. That's why you must wait until it's ready. And then perhaps I'll give you France for your birthday. Would you like that?

MOLLY

What's France?

AUTUMN QUEEN

Smelly cheese and grapes, mostly.

Molly giggles and returns the Queen's hug.

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Michelle and Kazuko crouch at the entrance of the dilapidated old building, hiding even though the streets around them are devoid of life.

The morning sunlight casts long shadows as the two speak in hushed tones, staying watchful.

MICHELLE

She was taken in the park behind this complex.

Kazuko nods and moves to go around the building.

Michelle catches her arm to stop her.

MICHELLE (CONT'D)

We should rest--

Kazuko narrows her eyes.

MICHELLE (CONT'D)

You should rest, before you go.

KAZUKO

I'm fine.

MICHELLE

You've gotten two hours of sleep in the last twenty four, and have eaten only a package of snack crackers. You can't save the world if you pass out.

Kazuko frowns, considering her words.

MICHELLE (CONT'D)  
Come on, we'll barricade ourselves  
in my apartment.

INT. MICHELLE'S APARTMENT - DAY

The messy room is dimmed by heavy curtains over the windows, and a chair has been jammed under the doorknob of the entrance. The only source of illumination is the small reading LAMP.

Kazuko stands near the wall, examining the plethora of DRAWINGS made by Molly.

She takes one off the wall, a crude drawing of a black-haired woman holding a sword, wearing the same outfit she wore when she got off the plane.

Michelle steps up to her side, handing her a bowl of soup.

Kazuko pins the drawing back to the wall and the two women sit side by side on Michelle's mattress.

Michelle watches Kazuko take several bites.

MICHELLE  
Do you like it?

Kazuko nods appreciatively.

MICHELLE (CONT'D)  
It was one of my mother's recipes.  
She actually wrote a cookbook once,  
but never got it published or  
anything.

KAZUKO  
My mother--

The SOUND OF BARKING echoes in the distance.

Kazuko CLICKS off the reading lamp, and hurries to the window. She parts the curtain with one finger, looking out through the tiny gap.

Below them on the street, a group of five ELVEN WARRIORS and a HOUND on a leash approach the apartment complex.

The hound leads them to the front door, and they force the door open with a faint CRASH.

Kazuko pulls back from the window, drawing her sword.

KAZUKO (CONT'D)  
They are tracking us. Are you  
ready?

Michelle picks up her sword and shield, nodding.

INT. MICHELLE'S APARTMENT COMPLEX HALLS - DAY

The five Elven warriors move slowly up the stairs, bronze SWORDS in hand. The warrior in the lead holds the hound's leash.

When they reach the landing, the warriors begin spreading out through the hallway, entering each of the doors as they pass.

INT. APARTMENT ONE - DAY

An Elven warrior enters a ransacked apartment, sword held ready, and slowly moves into the kitchen.

The apartment is a mess, furniture overturned and clothing strewn on the floor, as if the owners made a hasty retreat before looters came through.

The warrior pushes open a door with the tip of his sword, revealing a similarly ransacked bedroom.

Michelle sits on the edge of the bed. She smiles and waves at the warrior, who snarls and steps forward.

Michelle points behind him, and he turns around just in time to see Kazuko swinging her sword.

The warrior's head goes flying into the bedroom and bounces off of Michelle's hastily raised shield with a DULL THUD.

Michelle shoots Kazuko a horrified look.

Kazuko flashes the smallest hint of a smirk at the other woman, then turns toward the door.

INT. MICHELLE'S APARTMENT COMPLEX HALLS - DAY

The two women slip through the hallway quickly and quietly, doing their best not to make any noise.

The SOUND OF CRASHING comes from several of the open apartment doors, revealing that the elven warriors are ransacking them.

Kazuko ducks into the second apartment door, with Michelle close behind.

INT. APARTMENT TWO - DAY

Stepping into the living room area of the ransacked apartment, the elven warrior in this room looks up.

He manages to get out a bellowing roar and draw his weapon before Kazuko is upon him.

Her iron sword cuts through his hastily-raised bronze sword with ease, cleaving him nearly in half with the powerful blow.

An arrow fired from across the hall shatters against Michelle's shield, and she kicks the door closed as two more bury themselves in the wood.

Kazuko leaps over to the kitchen area and yanks out one of the drawers, upturning it onto the counter.

As the apartment door bursts open, Kazuko throws three knives with practiced skill into the elven warrior leading the charge.

The hound comes through next, lunging past Kazuko and slamming into Michelle, knocking her down.

Biting and clawing at the shield, it's nearly wrenched from Michelle's grasp. The sheer weight of the huge animal keeping her pinned to the floor.

It's snapping jaws barely an inch from her face, she lets out an enraged SCREAM and slowly pushes it up with her shield.

Michelle sets the tip of her sword against the hound's ribs and the hilt against the floor, then relaxes her arm, letting the dog impale itself.

Two more elven warriors charge into the room, weapons drawn.

They charge Kazuko, using their smaller, lighter swords to push her back. The small kitchen keeps her from using her larger sword effectively.

Michelle shoves the dead hound off of her, panting with the exertion.

She stands up and sees Kazuko hard-pressed, but can't help as the final elven warrior enters the apartment.

Michelle crouches, keeping her shield between her and the warrior.

He steps toward Michelle, his bronze sword held at the ready.

He makes several rapid thrusts, testing Michelle's defenses, and grins cruelly when he realizes that Michelle isn't skilled with her weapons.

The warrior begins making harder and harder slashes against her shield, forcing her back against the wall.

Kazuko, pinned down in much the same position, suddenly grabs a dishtowel from the sink and spins it around her hand.

She then takes hold of the blade of her sword and lashes out with it, using more like a fighting staff than a sword.

She sweeps the legs out from under one of her opponents, then batters aside the sword of the other before stabbing him in the chest.

Michelle makes a few feeble attacks with her sword, but the elven warrior deflects them.

He twists his blade, tearing hers out of her hand and sending it skittering across the hardwood floor.

Michelle uses the momentum to spin quickly, slamming her shield into the warrior with all the force she can muster.

He stumbles backwards, snarling. He then takes a step toward Michelle, but Kazuko appears behind him. She slams the hilt of her sword into the back of his head, and he falls, unconscious.

MICHELLE

Hey, that one was mine!

Kazuko rolls her eyes, breathing heavily.

INT. MICHELLE'S APARTMENT - DAY

The ELVEN WARRIOR sits in a chair, his wrists and ankles tied to it. His armor has been removed, his bare, muscular chest covered in sweat. His long black hair covers most of his face, his head hanging.

Michelle splashes a glass of water in his face, and he wakes up with a start.

He struggles with his bonds, then looks up at Michelle and Kazuko, who stand over him with stern expressions.

ELVEN WARRIOR  
Not killing me was a mistake.

KAZUKO  
One easily rectified.

The warrior glares at her.

ELVEN WARRIOR  
I will tell you nothing. I am  
loyal to my queen.

Michelle shoves a picture of Molly into his face.

MICHELLE  
Do you know this girl?

The warrior looks at the picture, then grins wickedly at Michelle.

KAZUKO  
Speak.

She places the tip of her sword against his thigh, letting the weight of the heavy weapon dig into the skin, which begins to sizzle at the touch of iron.

The warrior grimaces, grunting at the pain.

MICHELLE  
Tell me, do you know her?!

The warrior laughs in her face, despite the pain.

Kazuko pushes her blade in a little deeper, causing the warrior to howl.

KAZUKO  
Calm yourself, it is barely a  
scratch.

ELVEN WARRIOR  
It is like fire!

KAZUKO  
If such a small wound is so  
painful, then we can cut on you for  
days before granting you the  
release of death.

Kazuko slowly twists her sword in the wound.

ELVEN WARRIOR  
Yes! Yes, I know the girl!

KAZUKO

The Wylde Hunt said she was in the Queen's castle. Is this true?

MICHELLE

Can we find her there?

The warrior looks up at the two of them, grinning evilly again.

ELVEN WARRIOR

No... no. When my men were done using her, they ate the flesh from her bones.

Michelle lunges at him, but Kazuko holds her back.

MICHELLE

I'll kill you! I'll rip out your fucking heart!

KAZUKO

That is what he wants. He is clearly lying!

The elven warrior laughs mockingly.

ELVEN WARRIOR

She screamed when the first of us took her... but with the others, she moaned like a whore.

Kazuko freezes in the act of restraining Michelle, then slowly looks back over her shoulder at the warrior.

She lets her arms fall and steps aside.

Michelle stares at him for a moment, then lets out a scream as she lunges at him.

INT. MICHELLE'S APARTMENT - LATER

Michelle stands at the sink, washing black blood off her hands, scrubbing them nearly raw with a washcloth.

Kazuko sits in the living room area, wearing the elven warrior's armor. She tightens the straps on it, trying to make it less bulky and awkward as she watches Michelle.

KAZUKO

It is not true, you know.

Michelle pauses in her scrubbing.



MICHELLE  
You don't know that.

KAZUKO  
I am much more inclined to believe  
the Huntsman than a low ranking  
soldier.

Michelle looks over at her, tears in her eyes.

KAZUKO (CONT'D)  
I will bring her back to you, if I  
am able.

MICHELLE  
I still don't think you should go  
alone.

Kazuko shakes her head.

KAZUKO  
Someone must remain. Someone must  
organize a resistance, if I fail.

She crosses over to Michelle and puts her hands on the other  
woman's shoulders.

KAZUKO (CONT'D)  
Someone must rebuild.

EXT. MICHELLE'S APARTMENT COMPLEX - DAY

Kazuko stands just outside the fairy ring, wearing the bronze  
armor, her iron sword strapped to her hip.

Michelle approaches from behind, and hands her a SACHEL.

MICHELLE  
Just a few essentials. Some food,  
a few knives.

KAZUKO  
Thank you.

Michelle nods and steps back.

Kazuko takes a deep breath, and steps into the ring.

MICHELLE  
Be careful.

Kazuko nods, and vanishes in a swarm of butterflies.

EXT. AUTUMNLANDS - NIGHT

The swarm of butterflies dissolves around Kazuko, leaving her at the edge of a thick forest of red and orange trees, darkened by night.

Above her hangs the full harvest moon, and before her lays the Autumnlands, a realm entirely made up of symbolic iconography of Autumn.

Untended crops rot in vast fields, to be fought over by monstrous crows. The grass lies brown and lifeless at Kazuko's feet.

Far in the distance, a massive black castle rests on the peak of a rocky outcrop, the most prominent feature of the landscape.

An icy wind swirls around Kazuko, stirring dead leaves past her as she sets off toward the castle.

As she rounds a small grove of trees, she nearly walks directly into the backs of a patrol of ORCS, muscular grey skinned people with sharp teeth that practically bristle with rusty weapons.

Kazuko quickly lowers the visor on her helmet, and falls in step behind them.

One of the orcs looks over his shoulder at her, narrowing it's yellow eyes suspiciously.

ORC #1

Hey! Hey Sarge! We got us an elf!

A massive ORC SERGEANT, wearing slightly better-looking arms and armor, including a U.S. Army helmet that's been partially cracked to fit over his head, shoves his way through his men to stand in front of Kazuko.

ORC SERGEANT

What have we here?

KAZUKO

Let me through.

ORC SERGEANT

Aren't you a little short for an elf?

KAZUKO

I am a messenger for the Queen.  
You are delaying me.

ORC SERGEANT

What's the message? I'll take it  
to her myself.

Kazuko hesitates for a moment, then straightens her shoulders  
authoritatively.

KAZUKO

The message is for the Queen. YOU  
are not a royal messenger. YOU are  
dirty, smelly, and rude. YOU would  
be killed just for daring to stand  
in her presence! Now stand aside,  
before I kill you myself!

The orc sergeant stares at her for a long beat, looking  
almost hurt by her words.

ORC SERGEANT

There's no call for rudeness.

The sergeant gestures to his men, and they part ranks.

Kazuko purposefully strides through them, casting nervous  
glances to either side as she passes between the large orcs.

The orcs watch her with mixed levels of aggression and  
suspicion, until she's clear of them.

The sergeant pushes his way to the front of the group, and  
grabs Kazuko by the shoulder.

ORC SERGEANT (CONT'D)

Wait a moment. Do you have news  
from the front?

Kazuko turns around, scowling and placing her hand on the  
hilt of her sword.

KAZUKO

You test my patience, orc.

The sergeant takes a step back as if to appease her, then  
pauses and stares at her weapon.

ORC SERGEANT

Is that... IRON?!

Roaring, the sergeant and his men draw their weapons.

Cursing silently to herself, Kazuko quickly draws her sword,  
cutting down the orc sergeant in a single blow.

The remaining orcs rush forward, trying to overwhelm her.

Kazuko slowly backs up, deflecting their attacks and landing her own when she can, but there are far too many of them.

One of the orcs, wielding a huge axe, swings a blow that Kazuko can't get her sword up in time to deflect.

The blade crashes against a SHIELD, and Kazuko looks over in surprise at Michelle.

MICHELLE

You didn't really expect me to stay behind, did you?

Kazuko kills another orc with a backhanded swing of her sword.

KAZUKO

We can discuss this later!

The two women, working as a team, fair much better against the press of orcs. They hack and slash their way through the ranks, and soon the few that are left stop fighting to back away from the women.

One of them takes a battle horn from his belt and blows a MASSIVE BLAST on it.

Kazuko takes a knife from her bag and throws it into the orc's neck, but it's too late.

EXT. AUTUMN QUEEN'S CASTLE PARAPETS - NIGHT

Molly, wrapped in a black cloak with the autumn leaf emblem emblazoned on it, stands on the parapets looking out at the night.

Faintly in the distance, the HORN BLAST echoes through the fields. Molly quickly turns her head toward it.

After a short beat, she turns and leaps off the high wall into the courtyard, landing easily on her feet. She turns toward several GUARDSMEN.

MOLLY

Send out two patrols. Find out if we're under attack. Do not return empty-handed.

The guardsmen salute and hurry through the gates.

## EXT. AUTUMNLANDS - NIGHT

Michelle and Kazuko hide behind a large stack of rotting hay bales as a PATROL of warriors ride by on horses. They've discarded the elven armor, knowing the possibility of camouflage is lost.

The two women have a whispered conversation, half buried by the hay.

KAZUKO

I told you not to come.

MICHELLE

If it was your daughter, would you have stayed?

Kazuko frowns, looking away.

KAZUKO

No, I would not. Come, they've past us.

She stands up and helps Michelle to her feet, and the two of them hurry down the road.

Sitting on top of a twisted lamp post above them are a pair of crows, that watch them closely.

## EXT. AUTUMN QUEEN'S CASTLE GATES - NIGHT

More RIDERS and a small FLOCK OF HARPIES emerge from the castle gates, quickly spreading out as they ride or fly off into the Autumnlands.

Michelle and Kazuko wait for them to pass, concealed behind a rocky outcropping near the edge of the cliff that surrounds much of the castle.

A half-dozen GUARDSMEN remain in front of the gate, armed with spears and bows. The gates crash together behind them.

MICHELLE

(whispering)

How do we get in?

Kazuko peeks up over the rock, looking out past the cliff face and down at the jagged rocks below.

KAZUKO

Have you done much rock climbing?

Michelle stares at her for a beat, then looks down as well.

MICHELLE  
You must be joking.

EXT. AUTUMN QUEEN'S CASTLE - NIGHT

Slowly, Kazuko and Michelle work their way along the stone walls of the castle, nothing but a long fall onto jagged rocks beneath them.

Kazuko stops, looking upwards, while Michelle clings to the rock with her eyes closed tight.

KAZUKO  
There. A window.

Michelle looks up and sees a small window, a little bit larger than the slits for archers to shoot through. It's near the top of the castle, with a long climb between it and them.

Michelle nods, and the two begin to climb.

When they're about halfway up, they pass several archer slits in the stone.

From one of them, a crow emerges and CAWS loudly at them, before flying off.

EXT. AUTUMN QUEEN'S CASTLE COURTYARD - NIGHT

Molly holds out her arm, and a crow lands on her wrist.

The bird croaks and caws at her for a beat, and then flies off again.

Molly pulls on a HELMET that matches her stylized leaf armor, and strides quickly into the castle proper.

INT. AUTUMN QUEEN'S CASTLE MIDDLE HALLS - NIGHT

Michelle and Kazuko slip in through the window, and Kazuko quietly closes it behind them.

Cobwebs and dust cover everything inside the castle, with creepy autumn leaf, spider, and pumpkin motifs making up most of the decor.

MICHELLE  
It's like Halloweentown in here.

Kazuko looks around, then leads the way down the hall.

KAZUKO

The Fae enjoy human imagination.  
They like our stories, and often  
reenact them for their own  
amusement.

MICHELLE

Why would they do that?

KAZUKO

I assume they do not have the  
internet.

INT. AUTUMN QUEEN'S CASTLE UPPER HALLS - NIGHT

Kazuko and Michelle work their way down a long hallway,  
listening outside some doors and peeking in others.

Michelle stops outside a door marked with a stylized leaf  
design, and opens it slightly.

MICHELLE

In here.

Kazuko turns and follows her into the room.

INT. MOLLY'S CASTLE ROOM - NIGHT

The two women enter a large bedroom, furnished with a large  
four-post bed, a writing desk, several chairs, and a dresser.

The thick carpet on the floor looks like fallen leaves, and  
everything in the room has similar Autumn decor.

Michelle stares at one of the walls, however. Hundreds and  
hundreds of drawings and sketches have been tacked to it.

The drawing start out as crude crayon and colored pencil on  
one end of the wall, and progress to being incredibly  
intricate and skilled sketches on the other.

Michelle approaches the drawings slowly, recognizing Molly's  
work.

She walks from one end of the wall to the other, touching the  
sketches almost reverentially.

MICHELLE

Oh god... this is Molly's room.

Kazuko crosses over to the sketches, and takes one down.  
It's a drawing of Michelle, her sword and shield in hand.

After looking over it briefly, she hands it to Michelle.

KAZUKO

We must go.

Michelle stares at the wall for a long beat.

MICHELLE

There are hundreds of them. It's only been a couple days. How could she have drawn all these in just a couple days?

KAZUKO

Time... moves differently here. It too, is subject to the Queen's whims.

Michelle stares at her in horror.

MICHELLE

So it's possible she could have been here for years?

Kazuko looks away, sighing.

KAZUKO

This is why I did not wish for you to come. Your daughter might not be the little girl you remember.

MICHELLE

I would have come anyway. She's still my daughter.

Kazuko nods.

KAZUKO

I hope you are right.

INT. AUTUMN QUEEN'S CASTLE THRONE ROOM - NIGHT

Molly enters the throne room with the visor of her helmet raised, striding quickly toward the throne.

The Autumn Queen reclines on the massive chair, carefully selecting GRAPES out of a bowl and eating them.

MOLLY

Mother, the castle has been breached!



AUTUMN QUEEN

I know, dear.

The Queen eats another grape, not showing the least bit of concern.

MOLLY

Shouldn't we do something?

AUTUMN QUEEN

I am doing something, sweetling.  
I'm conquering the Summerlands.

MOLLY

But--

AUTUMN QUEEN

Why don't you go take care of it?

Molly looks startled.

MOLLY

Me?

AUTUMN QUEEN

What do you think I've been training you for? There will need to be an Autumn ruler once I become High Queen. Consider this little task you proving yourself.

Molly frowns, but nods.

AUTUMN QUEEN (CONT'D)

You'll do fine, I'm sure. The consequences for failure are quite severe.

The Queen picks through the bowl for another perfect grape, while Molly stares at her in shock for a beat.

INT. AUTUMN QUEEN'S CASTLE BALLROOM - NIGHT

Michelle and Kazuko slip through a set of double doors leading into a huge room with a polished wooden floor.

Massive chandeliers made of obsidian and bone hang from the ceiling, their flickering candle light illuminating the ballroom.

Several closed doors lead off from the ballroom, and another set of double doors remain closed at the far end of the large room.

When the two women make it about halfway across the room, all of the doors fly open simultaneously.

Elven WARRIORS, led by Molly, pour into the room and take up positions along the walls and at each entrance. These warriors bear stylized leaf armor as well, showing that they are the elite of the Queen's guard.

Michelle and Kazuko stand back to back, weapons ready.

MICHELLE

Oh god we're fucked...

KAZUKO

Steady...

Molly steps forward several paces and draws her sword, shifting into a fighting stance.

MOLLY

(to the guard)

Do not interfere, I'll take them myself.

Kazuko steps forward as well, raising her sword in salute.

Molly salutes back, then lunges.

Kazuko deflects her first attack, but is forced to step back as Molly unleashes a series of rapid blows.

Michelle shoves her shield into Molly, who turns and buffets her with an equally vicious flurry of attacks.

Kazuko lunges forward again, forcing Molly back.

Michelle moves to the side, trying to work her way around behind Molly.

Molly glances over her shoulder at Michelle, then forward at Kazuko.

She grips the hilt of her sword in both hands, and the weapon glows with black light for a moment before parting down the middle to become two complete swords.

Kazuko and Michelle attack at the same time from both sides, but Molly moves with the grace of a dancer, deflecting all of their attacks.

The battle rages on for several beats, until Michelle shoves forward, trying to overwhelm Molly with her shield and force her to lower her guard against Kazuko.

Molly thrusts with her sword toward Michelle, and BLACK BUTTERFLIES appear out of the air to swarm all over her.

Michelle staggers back with a shriek, swatting and slashing at them with her sword and shield.

Molly and Kazuko square off against one another again, each waiting for the other to make a move.

Suddenly an ARROW buries itself into Kazuko's side.

MICHELLE/MOLLY

NO!

Molly spins and throws one of her swords, which instantly kills the elven ARCHER who fired the shot.

MOLLY

She was mine!

Kazuko groans and drops to one knee, leaning heavily on her sword.

Michelle ignores the butterflies as best she can and charges forward with a scream of rage, tackling Molly.

The two slam to the ground, and Molly's HELMET comes off.

Michelle and Molly's eyes meet for a beat.

MICHELLE

Molly..?

Molly uses her hesitation to punch her in the jaw with her armored fist.

INT. AUTUMN QUEEN'S CASTLE THRONE ROOM - NIGHT

Molly pushes open the large doors to the throne room and strides toward the throne, Michelle and Kazuko's swords tucked under one of her arms.

Two of the elite guards drag Michelle and Kazuko behind them.

Vines bind their wrists and ankles.

Kazuko's shirt is soaked in blood, and she looks pale, wincing in pain at every movement.

Michelle starts to come to as she's dumped unceremoniously next to Kazuko on the floor at the foot of the platform where the throne rests.

Molly gestures for the guards to leave, and the exit the way they came in, closing the doors to the throne room.

The throne itself sits empty, and Molly approaches it, looking around.

MOLLY  
Mother?

MICHELLE  
Molly?

Molly spins around, glaring.

MOLLY  
Shut up.

Michelle stares up at Molly, tears in her eyes.

MICHELLE  
You... you are Molly, aren't you?

MOLLY  
I said shut up!

MICHELLE  
Don't you remember me, sweetheart?  
I'm your mother.

Molly steps quickly over to Michelle, slapping her hard across the mouth.

Kazuko glances between them.

Molly and Michelle look very similar, and could easily be sisters if it weren't for Molly's more elven features.

MICHELLE (CONT'D)  
Look at my face, sweetheart. You see it every time you look in the mirror.

MOLLY  
A clever ruse, but it won't succeed. Who do you work for? The Spring Queen? Her spy network is extensive.

Molly grabs the arrow sticking out of Kazuko's side, and yanks it out.

Kazuko SCREAMS in pain, and Molly holds the bloody point under Michelle's chin.

MOLLY (CONT'D)

Talk!

MICHELLE

We-- We came for you, Molly! We came to rescue you! I'm your mother, I swear!

MOLLY

You lie! You couldn't be--

AUTUMN QUEEN (O.S.)

That's quite enough, sweetling.

Molly turns around with a smile, dropping the arrow.

MOLLY

Mother!

The Autumn Queen steps out from behind the throne, smiling wickedly.

AUTUMN QUEEN

Well done, my dearest.

She steps toward the three women. Michelle and Kazuko scoot backward from her, while Molly steps forward.

The Autumn Queen gives Molly a brief hug, tucking a lock of hair behind the girl's ear.

AUTUMN QUEEN (CONT'D)

You weren't hurt?

MOLLY

No.

Molly offers the two iron swords to the Queen, who gives them a look of disgust. Molly sets Kazuko's next to the throne, and then slides Michelle's into her belt.

The Queen approaches Kazuko.

AUTUMN QUEEN

This must be the demon hunter. I'm impressed you got this far, but I'm confused as to why you're fighting at all, darling.

KAZUKO

Someone must stop evil.

The Queen laughs.

AUTUMN QUEEN

Evil? Only from your perspective, perhaps. To my people, I am a liberator. Their savior. I am honored as a goddess... you will be remembered as the person who stained my rug.

Kazuko wavers on her feet, weak from blood loss.

The Queen places the tip of one finger on Kazuko's nose, and pushes her over.

Kazuko falls hard, grunting in pain when she hits the floor.

MICHELLE

Leave her alone!

The Autumn Queen turns toward Michelle, stepping up to her with a smirk.

AUTUMN QUEEN

And who might you be?

MICHELLE

Michelle Torin. I've come for my daughter.

The Queen looks over her shoulder at Molly, then back to Michelle.

AUTUMN QUEEN

I don't think she wants to leave.

Molly stares at the Queen in horror.

MOLLY

You mean... it's true?

MICHELLE

Don't you remember? You used to draw me pictures, and I would hang them on my wall. I'd bring you to my apartment every weekend--

AUTUMN QUEEN

Quiet.

Kazuko, lying very still on the floor, carefully picks up the arrow and uses the edge of the head to start sawing at her bonds.

MICHELLE

We'd have macaroni and cheese, and  
watch cartoons together--

The Queen makes a flippant gesture with her hands, and  
Michelle suddenly flies to one side, slamming into the wall.

Slowly and with great effort, Michelle staggers to her feet.

AUTUMN QUEEN

You just don't give up.

The Autumn Queen raises her hand, and Michelle lifts into the  
air.

Molly places her hand on the Queen's wrist.

MOLLY

Mother, please don't.

AUTUMN QUEEN

Excuse me?

MOLLY

I... I want to hear what she has  
to say.

The Queen stares at Molly for a beat, looking petulant, like  
a child that's had a toy taken away.

AUTUMN QUEEN

We cannot let them live, sweetling.  
It sets a bad precedent to let  
assassins survive.

MOLLY

Please?

The Queen sighs heavily, dropping her hand.

Michelle slams into the floor, groaning.

Molly hurries over to her, and helps her to a sitting  
position.

MOLLY (CONT'D)

If... if what you say is true,  
then why didn't you come for me  
sooner?

MICHELLE

I tried, baby. I came as fast as I  
could. I'm so sorry. I'm sorry I  
failed you, sweetheart.

MOLLY

Did you... did you give me away?

MICHELLE

I-- I did. I couldn't take care of you. When you were born, I was so messed up. I was seventeen and terrified, had no way of supporting you. But I loved you so much. I visited you every moment I could. Spent every moment with you I could.

Molly glances over her shoulder at the Queen, her expression troubled.

MICHELLE (CONT'D)

Have they been treating you okay?  
Did she hurt you at all?

MOLLY

No. I'm... I'm treated well here.

Michelle bites her lip, then sighs softly.

MICHELLE

Are you happy, Molly?

MOLLY

What?

MICHELLE

If you're happy here... then it doesn't matter what happens to me. Just don't put yourself at risk, okay?

Michelle smiles up at Molly.

MICHELLE (CONT'D)

My little girl, how big you've gotten.

AUTUMN QUEEN

How very... sentimental.

MOLLY

Is it true? Is she my mother?

The Autumn Queen shrugs as she approaches Molly and Michelle.

AUTUMN QUEEN

Well, maybe from a biological standpoint--



MOLLY

Did you kidnap me? And all those  
other children?

AUTUMN QUEEN

Kidnap is such a strong word--

MOLLY

You lied to me!

AUTUMN QUEEN

Well I--

Suddenly Kazuko leaps at the Queen.

She turns and slaps Kazuko out of the air, sending her flying  
into the opposite wall.

Michelle yanks her iron sword out of Molly's belt and thrusts  
it at the Queen.

The Queen puts out her hand, and the tip of the blade stops,  
hovering just a fraction of an inch from the Queen's chest.

Molly looks quickly between the two, then grabs Michelle's  
hands and shoves with her.

The blade doesn't move, shaking with the force of the two  
women pushing against the power of the Queen.

With the SCREECH of twisting metal, the sword shatters in a  
CACOPHONOUS EXPLOSION.

Molly and Michelle are hurled backwards against the wall, and  
the Queen is propelled backwards to slam against the opposite  
wall.

The Queen, smoke drifting up from her clothing, pushes  
herself unsteadily to her feet.

AUTUMN QUEEN (CONT'D)

What part of I AM A GOD are you  
people not understanding?

The Queen lifts a hand, the roof of the throne room tearing  
off to reveal the roiling black clouds above.

Lightning flickers across the sky, and PEALS OF THUNDER  
crash.

Rain starts to fall heavily on the ruined throneroom.

Molly and Michelle push themselves to their feet.

Molly quickly cuts her bindings, and Michelle hurries over to Kazuko to check on her.

Kazuko is pale, but alive and conscious.

MOLLY  
Mother, please stop!

AUTUMN QUEEN  
YOU! Betrayer!

The Queen points at Molly, who suddenly flies toward her.

The Queen grabs Molly by the throat, lifting her into the air.

AUTUMN QUEEN (CONT'D)  
I loved you! I gave you  
everything! And this is how you  
repay me?

Michelle helps Kazuko to stand, and they look across the throne room, spotting Kazuko's sword lying next to the throne.

MOLLY  
You gave me everything but the  
truth, Mother... the truth and my  
freedom!

Michelle half-carries Kazuko around the other two women, toward the throne.

AUTUMN QUEEN  
The truth?! The truth is that you  
were worthless! You were nothing  
before you came here! I made you a  
warrior. I made you a sorceress, a  
princess!

Molly glances over at Michelle and Kazuko. Michelle picks up the iron sword, then starts to circle back behind the Queen.

MOLLY  
I'm... I'm sorry, mother.

The Queen glares at her, but slowly lowers her back to her feet.

Michelle and Kazuko, now behind the Queen, grasp the sword together and thrust.

Molly shoves with both hands, using her own magic to push the Queen back into Kazuko's blade.

The tip of the sword emerges from the Queen's chest as she's run through.

The other three women back away from the Queen.

She stares down at the sword buried in her in shock.

AUTUMN QUEEN

That's just not fair...

The Queen staggers backward up to the throne itself, slumping down into it.

Molly bursts into tears and hurries up to the throne, kneeling in front of the Queen.

MOLLY

I'm so sorry, mother...

The Queen reaches down and caresses Molly's cheek, then coughs up blood.

AUTUMN QUEEN

Goodbye, sweetling.

MOLLY

Goodbye, Mother. I love you.

The Queen slowly slumps to one side, and her body dissolves into a spray of dead leaves.

The wind from the storm picks up the leaves and scatters them across the throne room.

Michelle, supporting Kazuko, walks over to Molly and places a comforting hand on her shoulder.

KAZUKO

(weakly)

We should go.

Molly looks up, her eyes wet with tears, and nods.

EXT. MICHELLE'S APARTMENT COMPLEX - NIGHT

The three women, bruised, battered, but alive, emerge from the portal behind Michelle's apartment complex.

Molly looks around in surprise.

MICHELLE

Does any of this look familiar?

Molly nods.

MOLLY

A little.

Michelle turns to Kazuko, who's heavily bandaged but walking under her own power.

MICHELLE

So what do we do now?

KAZUKO

We prepare ourselves. There are still three more seasonal monarchs.

MICHELLE

Three MORE?!

Kazuko nods.

KAZUKO

Our first step is to make soup.

MOLLY

...Soup?

KAZUKO

Your mother's recipe.

INT. AUTUMN QUEEN'S CASTLE THRONE ROOM - NIGHT

The Huntsman slowly walks through the remains of the castle, stepping over rubble and looking around.

He spots the Queen's crown of leaves and thorny twigs, and picks it up.

It twists and warps into a dented CROWN OF BEATEN BRONZE at his touch.

The Huntsman carries it over to the throne.

He brushes some of the dead leaves off the chair before sitting, then places the crown on his head.

HUNTSMAN

Long live the king...

FADE OUT.