

"NIGHT MUST FALL"

Jennifer Weber

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FADE IN: EXT. RURAL ROAD - NIGHT - ILLINOIS (PRESENT DAY)

Light snow falls in the heavily forested area. Fog shrouds the road. A car's headlights break through the darkness.

INT. CAR - NIGHT

JACK, late sixties, drives along the winding road. His WIFE, late sixties, dozes in her seat. The fog and snow make it difficult to see. Rounding a wide bend, Jack hits the brakes and the car skids to a stop on the side of the road. They stare in awe at the sight before them.

WIFE

My God, Jack.

A terrible head-on collision involving a car and a semi truck, is two hundred feet ahead of them.

JACK

Jesus H. Christ. Wait in the car.
Lemme see if anyone's alive.
(opens car door)
Call the highway patrol.

WIFE

I am.
(dials cell phone)
You think we're still in range out here? Oh, it's all right. It's going through. Careful, the road's very icy.

EXT. ROAD

Walking over to the wreckage, Jack sees the truck driver's body has gone through the windshield and landed on the roof of the car that hit his truck head-on.

In the empty wrecked car, the driver's side air bag has deployed. A large amount of blood is on the tan leather passenger seat. A woman's purse is on the floor.

Jack looks around for bodies.

JACK
 Hello... hello... Is anyone around?
 Is someone hurt? Can you hear me? Is
 anyone out-

He takes a second look and sees another car parked further down the other side of the road. He walks over to it, noticing the driver's side door is open. The car, a new BMW, is in park, still running with the keys in the ignition.

CLOSE ON: The seat belt is ripped in half. A cell phone is on the ground.

The driver, who apparently stopped to help, is nowhere in sight. Jack looks around, perplexed. He walks a short distance into the woods.

JACK
 (continuing)
 Is anyone out here? Does someone need
 help?
 (stays still hearing
 nothing)
 Hello...

He walks back to the BMW and stops short seeing something on the ground near the right back tire.

JACK
 (continuing)
 What the...

He kneels down, looking closely at the small object.

CLOSE ON: A HUMAN HEART is on the ground against the tire. Jack rears back.

JACK
 (continuing)
 Oh, God.

He stands, looking around again, then hurries back to the wrecked car and stares strangely at the tan leather passenger seat. Nearly all of the blood is gone now, looking as if it were quickly licked off the seat.

INT. JACK'S CAR

Jack's wife watches intently as he stares into the wrecked car.

EXT. CAR WRECK

Jack steps back and warily scans the area. He gasps, very startled by the sound of a car starting nearby. His wife starts to get out. Jack shakes his head.

JACK

No, no. Get back in the car.

Through the fog, Jack sees the glow of another car's tail lights near the back of the semi-truck.

He walks toward the rear of the truck, where an old station wagon is slowly driving away. The tailgate is down and it carries two large objects, so heavy they cause the bottom of the car to scrape the road.

The car continues slowly down the dark road.

Jack stops at the rear of the truck. The thick steel doors have been kicked out from the inside. One of them has been torn off in the process. From inside the cargo hold, tons of black soil has spilled onto the road.

Jack leans into the bed of the truck and stares into pitch darkness.

Hearing a noise, he jerks back and looks around. Behind him, in the distance, the glow of brake lights are seen. Jack looks up.

Something jumps from the roof of the truck and attacks him.

INT. BEDROOM - NIGHT

GRACE WINSLOW, mid-twenties, elegant, blonde, with an ethereal beauty, opens her eyes hearing a loud banging noise coming from outside her bedroom. The digital bedside clock reads 5:05 A.M.

Grace gets out of bed wearing a long silk nightgown and puts on a jacket. Her home is an older restored mansion. The second floor bedroom is very large and lushly decorated.

EXT. GRACE'S BEDROOM BALCONY

The wind continues to blow. Grace walks onto the second floor balcony that overlooks both her massive back yard and the equally large yard of an uninhabited, rundown antebellum style mansion next door. Grace sees a shutter on an upstairs bedroom window banging against the exterior wall of the deserted house.

Turning to go inside, she takes a second glance at the rundown house.

CLOSE ON: The second floor bedroom window is open slightly.

INT. GRACE'S LIVING ROOM\KITCHEN AREA - NIGHT

Grace comes downstairs in her nightgown. The huge house is decorated in a very nostalgic, eclectic style, with lots of antiques. An old restored jukebox that plays CD's is against a wall near the kitchen.

EXT. STREET - NIGHT

Older mansions of various ages and architectures line each side of the street.

Two houses down from Grace's, a Tudor style home has a new Mercedes in the driveway. The front door opens and KRISTEN, brunette, early thirties, noticeably pregnant, wears a bulky jacket as she walks outside with her son, SHILOH, blonde, six-years-old, who stares straight ahead without a trace of emotion on his face.

Kristen pulls Shiloh's knit cap over his ears. Shiloh, who is an Autistic child, doesn't respond. They cross the street and walk toward Grace's home.

Behind them, the same station wagon from the accident scene, is parked on the side of the antebellum mansion. It backs out onto the street with the headlights off. The heavy objects are gone and the tailgate is up. The car drives off.

INT. GRACE'S KITCHEN - NIGHT

Grace takes a box of tea bags out of a cabinet and the doorbell rings. She strides over, looks through the peephole and answers. A queasy looking, Kristen, stands before Grace holding Shiloh's hand.

KRISTEN

I know it's late, but I saw your
light on.

Shiloh has his head turned, looking up the street in the
direction of the station wagon.

GRACE

God, it's freezing. Come inside.

INT. GRACE'S KITCHEN

Grace pours a glass of milk. Kristin is seated at the table
sipping tea and eating Saltines out of the box. Shiloh sits
nearby with his hands on his lap staring straight ahead as he
rhythmically rocks his body back and fourth.

KRISTEN

I never realized throwing up could
become a hobby.

Grace hands Shiloh the glass of milk. He takes it without
looking at her and stops moving.

SHILOH

Thank you.

KRISTEN

I'm doing it all the time, except the
morning, which is ironic, because
it's called morning sickness.

(pats belly)

After this one, I'm getting a
chastity belt and breaking the key
off in the lock.

Grace sits next to Kristen, who hears a loud racket coming
from the antebellum house next door.

KRISTEN

(continuing)

What the hell's that?

GRACE

Next door. A shutter's banging
against the house... You know,
there's a window open. Just a crack.
But I swear it was closed yesterday.

Shiloh takes a sip of milk and averts his eyes, staring intently at Grace.

KRISTEN

Really? Guess they finally got around to haunting it after all this time, huh?

(abruptly closes mouth)

I shouldn't joke like that. It's not funny at all.

Grace is deep in thought.

GRACE

It's strange how quickly three years passed. Sean and I moved here just a week after they died.

KRISTEN

Well, it'll never sell unless they find some kinky person who likes infamous homes. Murder-suicide pact might be the clincher.

(Stands)

I'm getting too comfortable.

Kristin hugs the box of crackers to her chest.

KRISTEN

(continuing)

Thanks. You're a life saver.

(touches Shiloh)

Ready, kiddo?

Shiloh stands, stone faced and pours the milk down the drain. He turns on the faucet and thoroughly rinses the glass before setting it just so on the counter. Kristen exchanges a look with Grace, then takes Shiloh's hand. Grace walks with them to the front door and opens it, seeing it's still dark out.

The women notice a new white van slowly drive by with "Saunders Home Medical Care" printed on the sides.

KRISTEN

(continuing)

Myra?

GRACE

(Nodding)

Think they're dropping off her day-shift nurse.

KRISTEN

(Checks watch)

God. My day shift's about to start.
See ya'.

GRACE

Stay warm.

Kristen waves and she and Shiloh walk to the sidewalk. Grace closes the door and gets her tea. She programs some classical music in the jukebox and walks over to an antique chest.

Staring at it thoughtfully, she kneels down.

EXT. RURAL ROAD - NIGHT - SHORT TIME LATER

The station wagon passes a road sign.

CLOSE ON: "Entering Lombard".

The driver pulls to the side of the nearly pitch dark road, travels a short distance and turns the wheels causing the station wagon to lurch into a shallow ditch. Dressed completely in black, the driver hurries away from the station wagon and goes into the dark forest.

INT. GRACE'S HOME - SUNRISE

The antique chest is open. Grace sits next to it on the floor staring at the page of a scrapbook.

INSERT: A newspaper clipping has the obituary notice regarding Grace's late husband, "Sean Winslow".

She solemnly reads it a moment, then closes the scrap book.

INT. ANTEBELLUM MANSION - LIVING ROOM - SUNRISE

The silhouette of a male figure stands in the darkness at a window, staring at Grace's home. He turns hearing someone come inside.

DISSOLVE TO:

EXT. GRACE'S NEIGHBORHOOD - DAY - SPRING - SUPER: (SIX WEEKS LATER)

The well manicured lawns are green. A gardener mows a lawn. Piano playing is heard from Kristen's house. Her front door opens and a very pregnant, Kristen, walks outside wearing a sweater with a portable walkie-talkie clipped to the collar of her blouse.

She pulls a child's red wagon behind her filled with a stack of clothing. Crossing the street, Kristen looks up at the open second floor bedroom window of Grace's home and calls out.

KRISTEN
I didn't miss him, did I?

Grace pokes her head out.

GRACE
He's on his way. Just texted me. I'll meet you at the door.

INT. GRACE'S BEDROOM - DAY

Several item-filled boxes of Grace's are on the floor. Grace and Kristen sit on her bed as Kristen sorts through the clothes she had in the wagon. Kristen pulls out a white dress.

KRISTEN
Oh, shit. I shouldn't donate this. I wore it the first time Phil and I "did it". He looked like a Walmart manager at the time, but he got me so hot I needed flame retardant panties.

Kristen's walkie-talkie crackles on. Her flustered maid speaks loudly in a thick Spanish accent.

MAID (V.O.)
Miss Kristen, Miss Kristen!

Kristen pushes the call button and responds unconcerned.

KRISTEN
Yes, Maria.

MAID (V.O.)
He ignore me. I make lunch. He won't eat.

KRISTEN

He ignores everyone. You know that.
Let him play the piano till eleven.
I'll be right back.

MAID (O.S.)

Okay.
(Shouting)
OVER AND OUT!

Kristen and Grace crack up. A loud truck pulls up in Grace's driveway and she goes to the window.

GRACE

They're here.

Kristen looks out seeing a truck from the Salvation Army park in the driveway. The male DRIVER, large, sweaty, with an enormous gut, gets out of the truck. Kristen grimaces.

KRISTEN

Least I had fun getting my pot belly.

INT. GRACE'S BEDROOM - DAY - SHORT TIME LATER

The piano playing can still be heard from Kristen's home across the street. Grace and the driver leave the bedroom each carrying a box and walk down the stairs.

DRIVER

That's pretty good. I took piano lessons when I was a kid, but I was all thumbs.

GRACE

Oh, well, it's being played by a kid.
He's only six.

DRIVER

You're kidding? That's what I call talent.

GRACE

Yeah, no. Uh... he's autistic. Can speak three languages, memorize books. Even learned to play the piano on his own.

DRIVER

No shit? I heard about 'em on TV.
They call 'em Idiot Servants or
somethin', right?

They stop at the open front door. Grace gives him a disarming smile as she makes her point.

GRACE

Actually, it's "savants". Luckily the
"idiot" terminology went out of
fashion.

INT. GRACE'S HOME - DAY

Grace walks upstairs and stops short. She sighs wearily, noticing a box in the corner she forgot to donate.

GRACE

Shoot.

INT. SALVATION ARMY THRIFT STORE - DAY - LATER

Grace is at the counter. A SALESLADY picks up the box Grace donated and hands it to a stock boy. She smiles at Grace.

SALESLADY

It's much appreciated. Thanks again.

GRACE

Anytime. Bye, now.

Grace walks toward the exit and stops, noticing a box on the floor containing dozens of old books.

CLOSE ON: The covers are very ornate, with beautiful engraved designs in the leather. Grace opens one and looks at the page strangely, as it's covered with raised dots and symbols instead of words. She looks through several more. Each page is identical.

A SECOND SALESLADY walks past, then stops.

SECOND SALESLADY

Interesting, aren't they? They're all
in Braille.

GRACE

You're right. I was wondering what it was. Who donated them?

SECOND SALESLADY

Believe it or not a construction worker. His crew found them in the basement of a recently demolished building. There were at least a dozen more, but they were so water damaged we threw them out.

GRACE

Can you tell me how much they are?

Grace picks up the heavy box and places it on a table. The saleslady puts on her glasses and looks through them.

SECOND SALESLADY

I'm afraid we don't sell anything till it's been inventoried and priced. There's so many of them. Be awhile until we even get around to it. Try back in a week or so.

GRACE

Please, I have to have them.

Grace is surprised at herself.

SECOND SALESLADY

I'm sorry. I told you they haven't been priced.

Grace hurriedly pulls out a hundred dollar bill and hands it to the sales lady.

GRACE

But that's a minor detail, isn't it? Could you please overlook the rules just this once? I don't expect any change.

INT. CADILLAC - DAY - LATER

The box of old books is on the passenger seat. Grace turns onto her street, observing Kristen and her husband, PHIL, tall, late thirties, kissing goodbye next to a waiting UBER.

Phil gets in the UBER and it passes Grace's car as she turns into her driveway. She beeps her horn and waves at Phil. Grace gets out, leaving the car door open.

GRACE

Hi. Where's he going?

KRISTEN

New York again. For the weekend. His mistress is gonna be so sick of him.

GRACE

Why don't you come over.

INT. GRACES LIVING ROOM - DAY

Kristen and Grace sit on the floor looking through several of the Braille books.

GRACE

I called right from the thrift store and set up an appointment. I'm meeting him tomorrow.

Kristen carefully flips through one of the dusty books.

KRISTEN

That was quick. They are beautiful, Grace. I mean, I'm even a little curious as to what they say. Wonder if they're valuable?

GRACE

I don't know, but...

Grace finds a ticket stub between one of the pages.

GRACE

(continuing)

Mmm. They're sentimental. And if I must say so myself, he has good taste.

KRISTEN

What is it?

GRACE

An opera ticket.

Kristin takes it and examines the front.

INSERT: The stub reads: "Metropolitan Hall Presents "The Damnation of Faust" By Hector Berlioz. Evening performance Only."

GRACE

(continuing)

I saw the same one almost a year ago on my birthday, remember?

KRISTEN

(Glances up)

You said "he". How do you know this belonged to a man?

GRACE

Oh... I don't. I just usually never see a woman alone at the opera, so-

KRISTEN

Hey, look at this. Same night too. August twenty second. Seven P.M.

GRACE

(Takes stub)

You're kidding? It is?

KRISTEN

You see anyone reading a program in Braille that night?

Grace shakes her head and reads the date to herself. She cradles the ticket stub in her hand, then gently picks up one of the old books.

GRACE

You know, it's the strangest thing. From the moment I saw them, I've felt so apprehensive. I have to know what they say.

(leafs through pages)

I know it's crazy, but I think if my house caught on fire, they'd be the first thing I'd save.

EXT. GRACE'S HOME - SUNSET

Grace walks outside balancing a tray of Croissants and fancy jams as she locks the front door.

A car starts and Grace looks over, seeing a car from a "Century 21" real estate office back out of the driveway of the antebellum mansion.

INT. VICTORIAN MANSION - MYRA'S BEDROOM - NIGHT

MYRA VERHILL, early eighties, African American, with long white hair to her waist, sits up in bed. Despite her advanced age, it's evident she was a great beauty, who still possesses a regal stature. Various medical supplies and a wheel chair are near her.

Grace sits behind Myra brushing out her hair. Myra takes a small bite from her croissant.

MYRA

Of course, I feel very differently about it now. But years ago, I actually told my family that I refused to be laid to rest in my father's crypt. Not that I would ever die, mind you. But if and when the time came, I wanted it to be a proper burial. Not in an unholy place, which to me it was.

Grace begins to braid Myra's hair.

GRACE

Why is that?

MYRA

My father. He... was an atheist. I resented it. Wanted him to believe what I believe. And I've had the unenviable task of watching everyone I love be buried in my father's shrine. I'm a rugged old gal, but there's one vacancy left. And I do believe it's for me.

Grace is quiet, unsettled by Myra's talking about her own death. Myra reaches back and takes Grace's hand. She turns and faces her.

MYRA

(continuing)

I'm sorry. I've done it again. I know you don't like me to bring it up.

(more)

MYRA (CONT'D)

I've out-lived all of my children,
and meeting you so late in life has
been a blessing.

EXT. STREET - NIGHT - LATER

The loud howling of a dog punctures the quiet night as Grace walks along the sidewalk toward her home. She crosses the street and sees a light come on in the antebellum mansion.

Grace stops, a bit surprised by this. She watches a figure pass by the window. From behind her, a shadow looms over Grace. She gasps and spins around seeing nothing. The dog howls again.

KRISTEN (O.S.)

You have a muzzle in your purse by
any chance?

Grace turns. Kristin is walking toward her on the sidewalk.

GRACE

(Distracted)
What? Oh, the dog.

Grace glances back over her shoulder and shivers.

KRISTEN

Yeah. It's coming from the house
right across from me. Sounds like
they're killing it.

Kristin notices the light inside the Antebellum mansion. The dog howls again.

KRISTEN

(continuing)
Son-of-a-gun. Somebody's gonna slap
a coat of paint on Tara.

EXT. SIDEWALK - NIGHT SHORT TIME LATER

Grace, Kristen and a few other neighbors look into the side yard of their neighbor's home, which is next door to the Antebellum mansion. A FLUSTERED MAN, late forties, tries to coax his large howling dog from the corner of the yard.

The dog, a Golden Retriever, is extremely upset, howling and yelping at the antebellum mansion as if it were terrified of something. The man looks helplessly at his neighbors.

FLUSTERED MAN

I'm sorry. He's been acting strange all day. I don't know what's.. C'mon, boy, c'mon.

The dog tucks tail and runs up to its master, cowering and yelping. Kristen glances at Grace.

KRISTEN

Smart dog. Guess it knows a lynch mob when it sees one, huh?

INT. GRACE'S HOME - NIGHT - LATER

Grace places the old books on a shelf. The French patio doors are open. A breeze blows through the room and the French doors suddenly slam. A startled, Grace, re-opens them and sees a very large black dog run across her backyard and over the fence.

EXT. BUILDING - DAY

Grace's Cadillac is parking out front. A large sign above the door reads:

"Center for the Blind".

INT. OFFICE - BLIND CENTER - DAY

MRS. ARDEN, well dressed, late forties, the manager of the center, has her hand on the shoulder of BRYCE, dark-haired, late teens, who sits across from Grace. Bryce is obviously blind. His eyes are clouded over and one pupil is very pale.

Grace takes out one of the old books from her purse.

GRACE

I only brought the one. Here you go.
 (hands it to Bryce)
 There's twenty four of them all together. The covers are beautiful.
 I wish you could see them.

Bryce feels the cover with his fingertips and traces them along the design.

BRYCE
I can... In my own way.

GRACE
It's some sort of-

BRYCE
Embossed leather.

GRACE
(Smiles)
Yes. And they're very old.

Opening the book, Bryce moves his fingertips across the page.

BRYCE
Ma'm, it's a diary.

GRACE
A diary? They all must be, then.
What's the date?

BRYCE
August third. Eighteen-thirty-seven.

GRACE
Eighteen-thirty-seven? Did they have
Braille back then?

MRS. ARDEN
No, they didn't. It wasn't invented
until the early nineteen-hundreds.
Well, I know it wasn't brought to
America until then.

BRYCE
It was invented in France, by Louis
Braille. In the mid-eighteen hundreds.

GRACE
Oh.
(has surprised after
thought)
Oh, my goodness. Is it possible Louis
Braille wrote them? What does the
entry say?

Bryce traces his finger across the page.

BRYCE

No, but there is a name. "Dominic".
Who ever it is, they're writing about
Dominic... Says here... He's
recovering from something called
"consumption".

INT. CADILLAC - DUSK - LATER

Grace waits at a four way stop that's adjacent to an old cemetery near her home. She drives on and passes the cemetery, where a man on a bull dozer digs out a grave for an upcoming funeral.

Nearing her neighborhood, Grace quickly pulls over as paramedics pass her car and turn the corner. Looking uneasy, Grace speeds up and turns down her street. The paramedics are at Myra's home.

Grace parks and rushes up to Myra's open front door. Myra's NURSE hurries up to Grace.

NURSE

Grace... Grace. She's gone.

Grace sobs and the nurse hugs her.

NURSE

(continuing)

She's at peace now. It was very sudden.

EXT. GRACE'S HOME - NIGHT - LATER

A new Porsche with very dark tinted windows is parked in the driveway of the antebellum mansion next door.

Grace pulls up in her driveway. Large shrubs partially block her view of the Porsche. She gets out and walks up to her front door wiping tears from her eyes. A folded note is taped to Grace's door. She opens it.

INSERT: "Grace, Kristen went into labor. We're at Hudson Memorial. Phil."

She grabs the note off the door, then rushes over and gets back in her car. The Porsche starts and the headlights flash into the shrubs. Grace listens to it back out, then speed off down the street.

EXT. CEMETERY - DAY

Several dozen people stand around Myra's flower covered coffin, which rests outside her father's large family crypt.

CLOSE ON: The name "Verhill" is carved in stone above the heavy wrought-iron crypt door, which is inlaid with thick beveled glass panels and stained glass trim.

Grace, Phil, and Kristen are amongst the mourners. Kristen is the only person seated. She holds her new baby in her arms and Shiloh stands rigidly next to Phil, who holds his hand.

In the distance, two GROUNDS KEEPERS, walk through the cemetery.

An elderly PRIEST gives Myra's eulogy.

PRIEST

Lord, welcome Myra into your presence...

Shiloh let's go of his fathers hand and walks up to the crypt. He stares through the beveled glass doors into the dark crypt, then looks back at the small crowd.

SHILOH

They're sleeping now, but I can hear them breathing.

Everyone stares at Shiloh, who looks back into the crypt. Phil hurries over to Shiloh and gently pulls him away.

PHIL

(Whispers)
What are you doing?

Phil picks up Shiloh and walks back over to Kristen and Grace, who takes Shiloh's hand as she exchanges glances with a rather embarrassed Kristin.

EXT. CEMETERY - DAY - LATER

Grace holds the baby as she and Phil walk to his car with Kristen and Shiloh. The other funeral goers talk amongst themselves or get into limousines. Phil opens the car door for Grace and Kristen.

Shiloh stops and stares at Myra's crypt.

EXT. CEMETERY - DAY - SHORT TIME LATER

The two grounds keepers stop at a freshly dug grave that's covered with a large section of tarp. Chairs and funeral wreaths are nearby in preparation for an upcoming funeral.

FIRST GROUNDS KEEPER
How much time we got?

SECOND GROUNDS KEEPER
Should be on their way. Hope the wind
doesn't pick up.
(kneels next to grave)
Here, help me get this off.

The two men grab an end, pull off the tarp and gasp.

SECOND GROUNDS KEEPER
(continuing)
What the hell...

The freshly dug grave is filled almost to the top with dozens of skeletal remains, still dressed in the clothes they were buried in years ago.

FIRST GROUNDS KEEPER
Holy shit.

He looks around the cemetery at the dozens of crypts, then back at the remains and wipes his sweaty brow.

FIRST GROUNDS KEEPER
(continuing)
Ah, for Christ's sake. This should be
fun. Some nut must've broke in last
night and cleaned out one of the
crypts.

SECOND GROUNDS KEEPER
Maybe it was college kids. An
initiation prank or something.

The first grounds keeper kneels down and examines skeletal remains of a man buried in a suit.

FIRST GROUNDS KEEPER
Yeah, well, what ever it is, get
ready for some overtime. They never
bury 'em with their driver's license.
Get on the horn and call the cops.

He sees a funeral procession coming up the street toward them.

FIRST GROUNDS KEEPER
(continuing)
Shit. Perfect timing.

In the distance, Myra's coffin is wheeled into her family crypt.

INT. GRACE'S HOME - NIGHT - LATER

Grace checks the time on her cell phone. Hearing a car pull up she looks out the window seeing Bryce get out of an old dented car. Bryce's father is behind the wheel, his face partially obscured by darkness. He stares at Grace's impressive home.

INT. GRACE'S LIVING ROOM - NIGHT

Bryce's white cane rests in the corner. Grace and Bryce sit on the floor where the diaries are spread out. Bryce moves his fingers across the page as he reads aloud to Grace from the last page of one of the diaries.

BRYCE
... A marvelous contraption has been invented. A horseless carriage, that I'm told runs on a type of refined petrol. Dominic is chomping at the bit to drive one. I will always prefer a simple carriage and horse, as I love this era immensely.

Bryce closes the diary and picks up another.

GRACE
I almost feel like I'm invading someone's privacy.

Bryce feels a page in the new book he's opened.

BRYCE
Don't think they'd care. They're dead. This one says October 20th, 1790. Maybe they were written by different people cause' Braille definitely wasn't around in the 1700s.

GRACE

Lemme think... Let's say they were twenty in 1790. They'd be sixty in 1830... sixty... seventy... eighty seven. Could be the same person. I think it's rare people lived that long back then. I don't know.

(picks up new book)

Let's try this one. I'll open it to the middle and you check the date.

Bryce reads the top page.

BRYCE

I... I don't think this is possible.

GRACE

What?

BRYCE

This one's from 1925. October again. The ninth.

GRACE

Hmmm. Let's do this. I have some labels. You read the dates to me and I'll put each one of them in chronological order.

INT. GRACE'S HOME - NIGHT - LATER

Grace has one of the diaries in her hand. A small label is on the cover.

INSERT: Grace writes in pen on the label "March 4th, 1927 - August 22, 1931.

She sets the book next to the others which are labeled and set in order side by side on the floor. Grace sighs and rubs her neck.

GRACE

Glad that's all. Well, not really. I wish they were all here. There's such big gaps in the dates.

Grace picks up the first diary and reads the label.

GRACE

(continuing)

Incredible. 1619. You know, I was just thinking, it's possible a whole generation of families have kept these. I wonder how they ended up in a basement.

BRYCE

Would you like me to read a new passage?

GRACE

Please.

INT. GRACE'S LIVING ROOM - NIGHT - LATER

Soft music plays on the stereo. Grace is curled up on the couch, very intrigued as she listens to Bryce read the last page of one of the diaries. Bryce takes a sip of water.

BRYCE

At times my loneliness is such, you could touch the page and openly weep. But night must fall. And again, I long for my beloved nutrient. Overcome by the sumptuous velvet warmth, urging me on like lust.

(closes diary)

What do you think he means?

GRACE

Good Whiskey? I have no idea. Why don't you read from the next one that follows.

Bryce picks up the new book and opens it.

CLOSE ON: On the inside back cover, a lock of blonde hair is glimpsed a moment as Brent flips through the pages to the first entry of the diary. He runs his fingers across the Braille page and looks up.

BRYCE

Oh, uh... This one starts up seven years later. January of 1790.

Grace kneels on the floor and looks through the books.

INSERT: She singles out the book with the dates: April 3, 1619 - September 20th, 1621.

GRACE

How bout' we read a little from one of the oldest books.

Bryce nods and Grace hands him the book. He opens it and traces his finger across a page in the middle of the diary.

BRYCE

From the beginning or does it matter?

Bryce makes a face.

GRACE

What?

BRYCE

It's... something kind of weird. Wait, I have to find the top of the paragraph... "I fed with an insatiable, primal hunger, clutching the infant so tightly the stowaway had to pry my fingers from its tender flesh. The stowaway wasted no time. Revealing a dagger, he told me- this is what you must do."

GRACE

Wait a sec. Lemme find a bookmark.

Grace gets up and takes a bookmark out of a drawer.

GRACE

(continuing)

Let's hold off on this one for the time being. Is it possible you could come back tomorrow night? Is that okay?

BRYCE

Sure.

GRACE

What about tonight? I'm sorta hooked. I'd like to hear some more.

BRYCE

(nods)

I can stay till ten.

GRACE

Good. Thanks.

(puts book mark in
oldest diary)

You pick one this time. Maybe we'll
find out if they regain their sanity
or end up in a rest home.

INT. GRACE'S HOME - NIGHT - LATER

Bryce continues reading aloud from another diary. Grace is
curled up on the couch, fascinated.

BRYCE

... Becoming a vampire enhanced
Dominic's beauty, further enabling
him to beguile lonely mortals, having
chaste love affairs with men and
women who would leave their fortunes
to him. More often than not we became
permanent guests in their homes,
concocting clever ruses to avoid the
sunlight.

EXT. GRACE'S HOME - DAY

Grace pulls up in her Cadillac.

INT. GRACE'S HOME - DAY

The telephone rings. The answering machine picks up the call.

BRYCE (V.O.)

Hi, Mrs. Winslow. You there? It's
Bryce. Listen, I read through the
diaries you let me take home last
night and found out why they're in
Braille...

The front door opens. Grace steps inside and hears Bryce's
voice.

BRYCE (V.O.)

(continuing)

... I don't know when this is gonna
run out, so I'll just talk to you
tonight, then. Goodbye.

Grace hurries over to the phone. Bryce hangs up.

EXT, GRACE'S HOME - NIGHT - LATER

The wind blows very hard.

INT. GRACE'S HOME - LIVING ROOM - NIGHT

Bryce reads aloud from a diary as Grace listens in a chair.

BRYCE

I often see William from the balcony
of our flat...

FLASHBACK - EXT. NIGHT - COBBLE STONE STREET - SUPER:
CHICAGO - (EARLY 1900S)

On the dark tree-lined street, two figures sit on a bench,
their faces concealed by darkness.

WILLIAM, late teens, red hair, holds a book.

His companion, the author of the diaries, AUSTIN, late-
twenties, tall, very handsome, long dark hair, is turned
toward him.

BRYCE (V.O.)

... And tonight, for the first time,
we spoke. I know he is blind, but
yet, I often see him reading a book
of poetry...

Bryce's soft, rather high-pitched voice dissolves into the
deep, rich, baritone voice of Austin.

AUSTIN (V.O.)

... After explaining its meaning,
William took my fingertips and gently
moved them across the raised page,
reading aloud, "Because I could not
stop for death, he kindly stopped for
me. The carriage held but just
ourselves and immortality". I found
these words to be quite beautiful and
felt a deep longing for my mortal
past- the taste of food...

(more)

AUSTIN (CONT'D; V.O.)
 and making love, which was something
 I had only done once. But then
 another thought took over... My
 diaries. Thousands of hand-written
 pages, carried about for centuries in
 a simple wooden chest, always fearing
 prying eyes.

INT. GRACE'S HOME - NIGHT

Bryce stops reading and looks up.

BRYCE
 I wonder what William did when he
 found out? I mean, realized that this
 person thought they were a vampire or
 something.

GRACE
 I wonder, too.

Bryce moves his fingers across the page.

BRYCE
 ... I left my new friend
 contemplating how it could be done.
 Surely it would be a daunting task.
 What could I give him in return? And
 once read, how could I explain the
 contents?

FLASHBACK - INT. AUSTIN'S APARTMENT - 1900'S - NIGHT

The room is faintly lit by candle light. Austin's younger
 brother, DOMINIC, early twenties, slender, walks up to the
 large window. Light from the street lamp reveals his deathly
 white skin and a startling androgenous appearance, making it
 difficult to tell if he's male or female.

His fragile, almost delicate features belie a tenacious will.

Austin walks up beside Dominic and the two men look down at
 the cobblestone street watching William, who joyously looks
 around at his surroundings.

A Model-T passes William. He watches it continue down the
 street as if it were something wondrous.

Behind the vampires, on a table, are dozens of the newly translated diaries.

AUSTIN (V.O.)

...William's uncle owns a company that prints children's novellas, some of which are done in Braille. I have paid him handsomely and after many months the translation of my diaries is complete. Although, I am thankful, it is William's kindness and gratitude that are boundless. You see... He is now one of us. Immortal. In the process he has regained his sight.

Dominic opens the window and yells at William:

DOMINIC

Come back upstairs. The sun will be rising soon.

(Under his breath)

Idiot.

AUSTIN

He is truly born-again. Imagine after all these years to live in darkness, then finally see the world.

Dominic is unimpressed and speaks disdainfully.

DOMINIC

It's a purely natural occurrence. The body self-repairs any flaws, so it will be at its peak to hunt prey with the utmost efficiency.

William enters the dark room and smiles at Austin. Resenting William's presence, Dominic leaves the room.

AUSTIN (V.O.)

In truth, we are more like cats in human shells, with the ability to see clearly in the dark and hear the most minute sound from great distances.

DISSOLVE TO:

INT. GRACE'S HOME - NIGHT - LATER

Bryce continues.

BRYCE

... I thought in time he would adapt.
But William has once again begged me
to remove what he now calls "this
terrible curse", preferring blindness
to killing.

Bryce closes the diary.

GRACE

That's it? Is there another passage
that picks up where you left off?

BRYCE

No. You're holding the last book. The
final entry ends in 1931.

The telephone rings. Grace answers.

GRACE

Hello.

(Beat)

Hi. How was the play?

(Beat)

Oh, good. Listen, you think Maria
would mind watching the baby awhile
longer?

(Lowers voice)

He's here.

INT. GRACE'S READING ROOM - NIGHT - LATER

Grace and Kristen are curled up on the couch. Shiloh sits in
a chair gently rocking himself back and fourth. The wind
continues to howl outside. A branch scrapes against the
window. Snacks are on a tray.

Bryce turns a page, clears his throat and continues reading
aloud.

BRYCE

May 22, 1620. We have made safe passage to Holland, settling in Leyden, where dozens of separatist families, most of whom call themselves Pilgrims, await the ocean crossing...

FLASHBACK - EXT. 16TH CENTURY HOME - HOLLAND - DAY

INT. 16TH CENTURY HOME - DAY

Austin, now still a mortal, sits at a table writing in his diary near an open window which affords a view of the ocean.

AUSTIN (V.O.)

Dominic is at bible study and I am enjoying my solitude, pondering what this place they call, "The New World", will be like. Wanderlust is affecting me so, and I dare not think how our lives would have been had the Empress not come to our aid.

DISSOLVE TO:

EXT. MAYFLOWER SHIP - 1620 - DAY

Austin, Dominic and dozens of other passengers carrying baggage, board the Mayflower.

AUSTIN (V.O.)

August 8th, 1620. We have had another discouraging set back and have returned to land. The Speedwell has been deemed unseaworthy. Overmasted, they say, and leaking. We must take passage on her sister ship, the Mayflower.

EXT. MAYFLOWER SAILING ON OCEAN - DAY

INT. MAYFLOWER - LOWER BERTH - DAY

Faint slivers of sunlight shine through cracks in the wooden ceiling.

AUSTIN (V.O.)

The conditions on board are harsher than anyone imagined. Several passengers are sick from an unknown ailment, lying in their quarters too weak to move. But something else causes me worry. A stowaway has made himself known, appearing on deck one night a week into our voyage. He is a gaunt, feral looking young man who claims sunlight damages his eyes... And he has taken a liking to Dominic, following him about, even giving him his food rations.

EXT. MAYFLOWER ON OCEAN - DAY

Various crew members and passengers, including a panic stricken, Austin, are on deck calling out Dominic's name.

AUSTIN (V.O.)

The unimaginable has happened. Dominic and the stowaway are missing. The ship has been searched completely with no sign of them. The captain says they have fallen over board and perished. How will I go on? I too feel like dying.

EXT. PLYMOUTH COLONY - DAY

Crude log homes are set up. Pilgrims mill about. Some are preparing deer meat to cook. Others are doing various duties and keeping fire pits going.

AUSTIN (V.O.)

The ocean crossing was arduous, and now half the colony is dead. Queer marks have been found on the necks of several Colonists. And a fortnight ago a woman ran screaming back to camp, claiming two men on burial hill were digging up newly buried corpses and cutting out their hearts. None of us know what to think.

(more)

AUSTIN (CONT'D; V.O.)

And though it is not wise, to calm my grief over Dominic, I venture away from camp every evening and lay on the shore staring at the stars... This is where I saw the stowaway and Dominic...

INT. GRACE'S HOME - NIGHT

Grace and Kristen listen intently as Bryce continues to read. Kristen whispers to Grace.

KRISTEN

I feel like a kid at summer camp listening to ghost stories around the camp fire.

BRYCE

... I could scarcely believe my eyes, and wept with joy. He claims they hid onboard the Mayflower and upon arriving at the new world, swam ashore and traveled for three months.

FLASHBACK - EXT. SHORE LINE NEAR PLYMOUTH COLONY - NIGHT

The STOWAWAY, Dominic, and Austin stand on shore.

AUSTIN (V.O.)

At last, whilst on their journey, Dominic explained his need to return to Plymouth colony. That he could no longer keep the secret from me. He spoke the words "I am one of the undead." I sat on shore filled with despair and stunned disbelief as he explained. It was then I knew what the strange marks from Plymouth Colony were.

EXT. WOODS NEAR PLYMOUTH COLONY - NIGHT - LATER

Austin stands amongst a cluster of trees watching Dominic and the stowaway approach a lone Indian hunting in the woods. The two vampires attack him, each taking turns draining his blood. When they've had enough they abruptly throw the Indians body to the ground.

The stowaway pulls out a dagger and leans over the body. It's so dark Austin can't tell what the stowaway is doing. A moment later the stowaway holds up the bloody dagger and Dominic licks blood from the blade.

The two vampires hurry away into the woods. Austin follows.

EXT. WOODS - NIGHT - LATER

Austin stops near thick foliage and watches Dominic and the stowaway stop at the edge of an Indian camp, where inside one of the huts a woman gives birth. Dominic and the stowaway listen with fanatical interest, then a very old woman comes out holding the newborn for all to see.

The stowaway suddenly turns and looks directly at Austin, as if knowing all along where he was hiding.

EXT. WOODS - NIGHT - LATER

AUSTIN (V.O.)

I hastened back to Plymouth Colony where several members of the Massasoit tribe had brought the young man's body. They too had heard of the queer deaths befalling the pilgrims. I held back and remained in the woods until I fell asleep and awoke at dusk, unaware this was a foreshadowing of events to come. Yet, when once again I saw Dominic standing before me, I cried piteously, shamelessly enthralled at the sight of my brother. But now it felt strangely like master and slave. Although I was older and his caretaker, I was now the child and he was an omnipotent God. I fell to my knees and looked into Dominic's eyes, and knew I would become his kind.

EXT. WOODS NEAR SHORE - LATER

Dominic and the stowaway hurriedly guide Austin through the woods. They stop in a small clearing and Austin falls to the ground, exhausted. The stowaway is on him at once, biting into Austin's neck.

Austin closes his eyes and swoons as the stowaway drains his blood. Austin opens his eyes and the stowaway is gone. He sits up and feels his neck seeing blood.

AUSTIN

Dear, God...

Dominic stands nearby. A BABY is heard crying.

The stowaway walks out of the woods holding the newborn, Indian, infant. A horrified, Austin, stares transfixed at the crying infant, then at Dominic.

AUSTIN

(continuing)

No... no. What have you done?

The stowaway hands the infant to Dominic, who walks toward Austin.

AUSTIN (V.O.)

Dominic took the child and thrust it near my lips, offering me its neck. I was horrified and felt betrayed. I was never told about this turn of events that only the Devil would require to join his legion...

INT. GRACE'S HOME - NIGHT

Bryce turns the page.

BRYCE

... I fed with an insatiable, primal hunger, clutching the infant so tightly the stowaway had to pry my fingers from its tender flesh...

Grace whispers to Kristen.

GRACE

This is where we left off.

KRISTEN

Shhh.

BRYCE

... The stowaway wasted no time. Revealing a dagger, he told me- this is what you must do.

Shiloh abruptly stops rocking and gets up and walks over to the window. He looks into the dark backyard, then glances back at Grace, staring at her a moment.

Kristen motions for Shiloh to sit. He goes back to his chair.

FLASHBACK - EXT. CLEARING IN WOODS - NIGHT

Austin is in obvious pain. His eye teeth are now bloody fangs. Dominic holds Austin in his arms. The stowaway takes the infant from Austin.

DOMINIC

It has served its purpose and given you eternal life. It cannot feed on its own. Yet even now it aches for blood as strongly as we do. This shall be my last act of mercy.

Dominic takes out a dagger and leans over the infant. Austin looks away, then Dominic opens his hand revealing the infant's tiny heart. Austin gasps and looks away.

DOMINIC

(continuing)

The heart must be removed, Austin. It is the only way to insure death. But we must create others to keep our race strong.

AUSTIN (V.O.)

Later, when alone, I implored Dominic to never allow another to join us in our dark pact. We shall remain utterly alone and spare the lives of the remaining colonists. But the stowaway has no intention of keeping our wish. He has made it clear. He intends to wipe out Plymouth colony.

INT. CAVE IN WOODS - NIGHT - LATER

The stowaway lies in a deep sleep.

EXT. CAVE - NIGHT

Dominic and Austin are several yards from the cave speaking in low voices.

DOMINIC

Why should the colonists be spared?
Their deaths will not arouse
suspicion. We should take advantage.
Soon enough we will be forced to move
on, to live amongst mortals.

Austin looks at the cave.

AUSTIN

His lust to kill will be the end of
us. How long do you think we'll last
while he brazenly kills every mortal
in sight? Can we not survive on our
own? Give me the dagger.

INT. CAVE - NIGHT

Austin kneels over the stowaway holding the dagger over his
heart. Austin hesitates, then plunges the dagger into the
stowaway's heart. The stowaway shrieks and convulses.

EXT. WOODS - NIGHT - LATER

Austin and Dominic tie the stowaway's body to a tree.

EXT. WOODS - DAY

The stowaway's body is now only charred skeletal remains.

EXT. WOODS OUTSIDE PLYMOUTH COLONY - NIGHT - LATER

Austin and Dominic are on horses galloping through the woods.

AUSTIN (V.O.)

We left Plymouth Colony for good.
Stealing two horses from the
Massasoit Indians, we rode
continuously for several nights.
Whilst on our journey, we fed on
several Iroquois. I heard tell of
past encounters with this fierce
tribe, but this imminent danger had
no effect on Dominic and I was soon
shown why.

(more)

AUSTIN (CONT'D; V.O.)

Having found a suitable spot, we emerged at dusk from our hiding place in the woods and found ourselves surrounded by Iroquois...

A dozen or so Iroquois circle Dominic and Austin. Several are on horses. Two on foot each hold a crude axe. Dominic stares intently at the axe wielding Indians and boldly steps toward them.

They stand their ground and Dominic suddenly doubles over as if ill and metamorphoses into a savage black dog, but his legs remain human.

AUSTIN (V.O.)

(continuing)

... The Iroquois fled, no doubt, describing us later as white demons. I watched in awe as Dominic regained his human form.

EXT. WOODED AREA NEAR RIVERBANK - NIGHT - LATER

The reins of Austin and Dominic's horses are tied to a thick tree branch. Austin and Dominic sit in front of a campfire.

DOMINIC

He told me of others like ourselves, and described his own appetite as quite voracious. In Leyden, the stowaway was hunted down. He was able to change into a dog and seek shelter until nightfall. He entered the Mayflower this way.

AUSTIN

Do I possess this power, to change into another form?

DOMINIC

Yes. An infant's blood is the most powerful. In the vampire's hierarchy, the ones who first feed on an infant are considered kings.

AUSTIN

You know how I feel. If I can help it, there will never be enough of our kind to constitute a hierarchy.

INT. GRACE'S HOME - NIGHT

Bryce turns a page.

BRYCE

... Unlike my brother, it has taken me several months to attain enough mind power for a complete transformation. And now I am quite adept. Using it only to come and go unnoticed, as I find it very unsettling to be out of my human form.

Bryce finishes off his glass of water and closes the diary.

BRYCE

(continuing)

That was the last page.

GRACE

When does the next one start back up?

Bryce picks up another diary and checks.

BRYCE

Not for around a hundred and seventy years... 1783.

Clearly disappointed, Grace glances at her watch, forcing a smile.

GRACE

It is getting late, anyway.

KRISTEN

You're right. I forgot all about Maria. As we speak, she's adding up her over-time on my calculator.

GRACE

Thank you so much, Bryce. I appreciate your staying over.

INT. GRACE'S BEDROOM - NIGHT - LATER

The room is dark. Grace is asleep. The French patio doors are open. Outside the wind blows. Grace stirs from her sleep, shivering from the cold and turns on the bedside lamp. She softly gasps. Hundreds of rose petals are strewn across her silk comforter.

She gets out of bed and goes onto the patio, very perplexed and a bit nervous.

Looking into the backyard of the antebellum house, she notices huge clusters of rose bushes growing along the fence. Grace goes back inside, then hears classical music coming from the first floor of the antebellum house.

She goes back onto the balcony and looks down at an open window in her new neighbor's home, where an old Victrola plays a record that's old and scratchy. Grace hears muffled talking. She strains to hear what's being said.

She listens a moment, then goes back inside.

INT. ANTEBELLUM MANSION - NIGHT

In the dimly lit room, a man walks over to the Victrola and turns the crank on the side to keep the record playing. He looks back at the other man who is slightly younger.

They are the vampires from the diaries. Austin and Dominic.

A new stereo is on a table. It appears half the room is modern and Austin's half still clings to the past. Dominic walks up to Austin.

DOMINIC

If it were possible to build you a time machine, I would. You belong in a gentler time. I've grown accustomed to this era. We have much to be grateful for.

AUSTIN

It still remains a bitter victory. Nothing has changed, we are just in a larger tomb, that has seen better days.

The subject of the house upsets Dominic. He walks away from the window.

DOMINIC

For years, your deepest desire was to live in this tomb, as you call it. I cannot understand why.

Austin looks up at Grace's balcony, then turns to Dominic.

AUSTIN

Come now. Use the night for the pleasures it has to offer.

EXT. CITY STREET - NIGHT - LATER

Dominic drives up a busy street where prostitutes ply their trade. Spotting a tall slender, somewhat unattractive PROSTITUTE, in a black miniskirt, Dominic turns around and pulls up beside her. She leans into the open passenger side window, tapping her long pink fingernails against the car.

PROSTITUTE

God, please don't insult me and offer twenty bucks. Not driving this crate.

DOMINIC

Would you like to get a room?

PROSTITUTE

Don't need one. I'll just suck you off in your Porsche...

Dominic spies a beautiful dark haired prostitute crossing the street and his interest is instantly piqued. He grips the gear shift as if he's going to drive off and the beautiful prostitute suddenly gets in a customer's car.

PROSTITUTE

(continuing)

... It is yours, right? Not Daddy's?

DOMINIC

(Distracted)

What?

PROSTITUTE

The car. It's yours, right?

DOMINIC

All mine

PROSTITUTE

Good. Let's do it up right. I'd love a bottle of Chivas Regal. I'll even lick it off your balls.

EXT. ALLEY - NIGHT

Austin's fangs are imbedded in the neck of a male victim, whom he feeds on. The man goes limp and Austin tears off the man's suit coat and shirt, exposing his chest.

Austin takes out a dagger and cuts out the man's heart.

EXT. WOODED AREA - NIGHT - LATER

Dominic carries the nearly dead prostitute through the woods. He lies her on the ground and stares at her deep in thought. Two bloody puncture wounds are in her neck.

He examines her face with disdain as if she's not up to par.

Taking out a dagger, Dominic tears off the prostitute's blouse, exposing her breasts. He watches her closely a moment, as if in a quandary. He hesitates, then presses the dagger gently into her flesh. He stops and pulls it back, staring intently at the dead woman, who suddenly opens her eyes and hisses as her body convulses. Dominic has to act fast as she's turning.

DOMINIC

Damn!

He quickly plunges the dagger into her heart and the prostitute claws at Dominic's face, then goes limp. He leans over to cut out her heart.

EXT. AUSTIN'S HOME - SUNRISE - LATER

Dominic's Porsche comes roaring up the quiet street.

INT. GRACE'S KITCHEN - DAWN

Grace, a bit haggard from lack of sleep, makes coffee. She looks up hearing the Porsche.

EXT. AUSTIN'S HOME

Sun begins to fill the sky. Dominic speeds into the driveway and parks. He runs into the house leaving the car door open and the keys still in the ignition.

INT. GRACE'S HOME

Grace walks up to the living room window and sees the running Porsche in the driveway with the door open.

EXT. GRACE'S HOME

A patch of sunlight shines across the yard. Grace leaves her house and walks over to Dominic's Porsche. She shuts off the headlights, takes out the keys and sees an unopened bottle of Chivas Regal.

CLOSE ON: Grace notices two broken pink fingernails are on the passenger side floor.

Grace knocks several times on the front door of Austin's home. There is no answer.

INT. GRACE'S HOME - DAY

Grace writes a note on her kitchen counter stating:

INSERT: "Hi, this is your neighbor in the grey house. I have your keys." She folds the note and walks out of her house.

INT. KRISTEN'S KITCHEN - NIGHT - LATER

Grace sits at the table as Kristen makes a salad. Shiloh watches a small flat screen TV on the counter.

KRISTEN

I wonder what he does for a living?
He drives a Porsche and dates women
who wear Lee Press On Nails.

GRACE

I think they were real. They almost
looked like they were broken off.

KRISTEN

(lowers voice)

They did it in a Porsche? How
tres'chic. I'd like to see what his
back looks like. Oh, God. I wonder if
they sell drugs or something.

GRACE

I don't know about that. But I bet they're young.

Shiloh gets up and looks out the window. Kristen wipes down the counter.

KRISTEN

Please. Not around here. It's some old fart with a rug and Viagra in the glove box.

Shiloh looks back at Grace.

SHILOH

Someone's knocking on your door.

GRACE

There is?

(stands)

Must be him. He needs his keys so he can pick up another chick.

KRISTEN

You're cramping his style.

Kristen and Grace rush over to the window and see the back of a tall man with broad shoulders, knocking on Graces door. He wears an old-fashioned ruffled shirt and black pants. The wind whips his long black hair.

KRISTEN

(continuing)

He's really old. He's still wearing his blouse from the Revolutionary War. All he needs is some vixen lolling at his feet and he could be on the cover of a romance novel.

GRACE

I'll be right back.

KRISTEN

Take your time.

EXT. KRISTEN'S HOME - NIGHT

Kristen stands in her doorway watching Grace cross the street and walk across her front yard toward the man. Kristen smiles and closes the door.

EXT. GRACE'S HOME - NIGHT

Grace stops several feet behind the man.

GRACE

Excuse me.

Austin turns around. Grace stands frozen in place, so suddenly taken aback her feet won't move. There is an unusual, instant electric attraction for Austin. But it's even more than that. Grace is mesmerized by the sight of him. Austin stares intently at Grace. His apparent nonchalance hides the same emotions Grace feels.

She finds the words to speak.

GRACE

(continuing)

Hello. You found my note.

AUSTIN

Yes. I've come to retrieve the keys.

GRACE

All right. I'll... I'll get them for you. They're inside.

Grace passes close to Austin. He stares at her as she unlocks her door with trembling hands and steps inside.

GRACE

(continuing)

Please, come in.

INT. GRACE'S FOYER - NIGHT

Austin enters the house.

AUSTIN

Thank you. You're very gracious.

Grace turns away from Austin and picks up the Porsche keys. She closes her eyes a moment, weak-kneed from the attraction she feels. She turns to Austin trying to appear unfazed, and hands him the keys.

GRACE

Here you go.

He takes the keys. Their fingers touch.

AUSTIN

Thank you.

GRACE

You have a nice car. It's not a real good idea to leave the keys in it.

AUSTIN

I don't drive. It belongs to my younger brother. I'm afraid he... Drank too much and had to make a sudden departure. I believe I've forgotten to introduce myself. My name is Austin.

GRACE

I'm Grace Winslow.

AUSTIN

May I call you Grace?

GRACE

Of course, yes. You know, for the last few weeks I thought I heard someone next door. When did you move-

AUSTIN

We previously stored some items in the house. We mostly come and go at night.

(Looks around the living room)

Grace, you have exquisite taste. Your home is very warm and quite pleasant.

GRACE

Thanks. I'm glad you like it.

(Beat)

So, what's "Tara" like inside?

AUSTIN

Tara? I don't...

GRACE

You know, Tara. "Gone With The Wind". The movie.

AUSTIN

Oh, yes. Moving pictures. I've seen them in the past. Does it have sound?

GRACE

Yes, it does... Never mind. Guess you're not a movie buff, are you?

AUSTIN

May I ask you something at the risk of being rather forward?

(Grace nods in agreement)

For the past two nights I've been taking in the sights and noticed a traveling carnival set up on the outskirts of town. It would be my privilege if you'd let me accompany you.

Grace looks into his eyes and nods.

EXT. CARNIVAL - NIGHT - LATER

Grace and Austin walk past amusement games.

AUSTIN

For many years it's just been the two of us.

GRACE

Where's your parents?

AUSTIN

My father is dead. And our mother passed on a great many years ago. She was a dressmaker before we lived in Holland.

Grace stops.

GRACE

You... lived in Holland?

AUSTIN

Yes, we did. For a short time. Before we sailed-

(quickly corrects himself)

Flew over to America several years ago. We spent much of our childhood in Europe. Lived in France, then England for a time.

They resume walking.

GRACE

Sounds so exciting. I've never even been out of the states. It's nice that you're so close with your brother.

AUSTIN

That we are. Very close, indeed. I do worry about him, though. Lately, he seems so restless. Full of discontent. I've never seen him this way. He's a young man with a very old soul.

Austin abruptly stops and stares at a booth in front of him. A large sign above it reads:

"Old Time Photos"

Several wardrobe racks have replicas of clothes from different eras in time. A family dressed like Pilgrims stand in front of a painted mural of the Mayflower sailing on the ocean.

A woman PHOTOGRAPHER points the camera at them and calls out:

PHOTOGRAPHER

Okay. Smile and say Mayflower!

The family calls out: "Mayflower!"

Grace watches Austin, who stares at the dressed up family. A pained expression is on his face.

GRACE

Are you all right? You look like you're in another world.

AUSTIN

Yes... For a moment I was.

He looks away from the family and stares at Grace.

AUSTIN

(continuing)

I... I wish I had known you as a child. Watched you blossom into the beautiful woman who stands before me.

(more)

AUSTIN (CONT'D)

I wish I had photograph albums filled with the faces of friends and loved ones. That I had memories.

Austin touches Grace's face. She instinctively kisses the palm of his hand as if it were perfectly natural to do. Austin takes her hand and they walk through the crowd.

INT. GRACE'S CADILLAC - NIGHT - LATER

Grace and Austin ride in silence along the dark rural two lane road. Grace pulls the car over to the shoulder. The electric windows zip down.

From the woods, the very faint sound of singing is heard.

GRACE

Listen. There it is. You can barely hear it.

AUSTIN

Yes, it's quite beautiful. It's a gospel chorus.

GRACE

What? How do you know? Have you seen the church? It's hidden away almost a half mile from here.

AUSTIN

No, I haven't. Why don't you show me.

EXT. WOODS - NIGHT - LATER

The Cadillac is parked on a hill.

INT. CADILLAC

Grace and Austin look down at an old church below. Dozens of cars are parked around it. The double front doors are open to let in air and the black church goers inside listen to the preacher as they fan themselves.

GRACE

I was told it was built in the late eighteen hundreds by a family of ex-slaves. When my parents argued I'd sneak away at night and walk all the way here and listen to them sing. It was my refuge.

AUSTIN

I have a favorite place, too. If you'll let me, I'll take you there one evening.

The church goers inside begin singing a hymn. Grace holds onto the steering wheel as she listens. Austin reaches over, and using the back of his hand caresses Grace's long hair. She reaches up and their hands clasp together.

EXT. GRACE'S NEIGHBORHOOD - NIGHT - LATER

Grace parks in front of Austin's mansion.

AUSTIN

You'll have to forgive me, but I cannot invite you inside. I wish we could continue talking, but my brother is very shy around strangers. I hope you understand.

GRACE

It's all right. I don't feel like going home either. How would you like to meet my best friend?

INT. AUSTIN'S HOME - SECOND FLOOR BEDROOM

The room is pitch dark. Dominic stands at the window looking down at Grace and Austin, who cross the street and stop at Kristin's front door.

INT. KRISTEN'S LIVING ROOM - NIGHT

Kristen and Grace are seated on the couch. Austin is across from them in a chair.

KRISTEN

It's very nice to meet you, Austin.
In case you haven't noticed, everyone
around here is fairly mature. It's
nice to have some new blood in the
neighborhood.

Austin is slightly taken aback by the innocent comment.

KRISTEN

(continuing)

After I moved here, Grace and I spied
on each other for over a month. I
finally had to ask her to come over
and play.

Shiloh walks into the room and stares at Austin. Austin
stands and shakes his hand.

AUSTIN

Well, hello, young sir.

SHILOH

Bonjour.

Austin is surprised.

AUSTIN

Bonjour. Parlez-vous Francaise'?

SHILOH

Oui. Depuis combiende temps habitez-
vous en France?

Austin smiles, amused at Shiloh's intelligence.

AUSTIN

Ilya des annee's. Si longtemps, que
je he peus me rappeler.

Grace and Kristin look at each other.

GRACE

I'm impressed.

KRISTEN

I need a translator.

Grace and Kristen laugh. Austin steps back and looks
anxiously at the front door.

AUSTIN
And I'm afraid I must leave now. May
I call on you tomorrow night?

GRACE
Yes, of course. What time?

AUSTIN
Goodnight.

Austin is out the door. Kristen and Grace look at one another.

KRISTEN
Maybe he had to pee. I'm sure he'll
get back to you. Grace, he's
incredible.

Shiloh looks up at Grace.

SHILOH
You love him.

KRISTEN
Shiloh...

Grace is quiet a moment.

GRACE
No, no... I ... I do love him. I can
honestly say that. It's like this
whole time I've been waiting for him.

KRISTEN
What? Grace, you just met him
tonight. I know it's been awhile, but-

GRACE
It doesn't matter. I do. Even with
Sean, my feelings had to develop over
time... But not with him.
(Closes eyes)
"Austin". Just saying his name... Now
I know why I never dated. Why I never
felt lonely.

At a loss for words, Kristen looks uneasily at Grace.

INT. AUSTIN'S HOME - NIGHT - LATER

Dominic winces in pain. He looks down in disgust and anger at Austin, who feeds hungrily on his wrist.

DOMINIC

Do you intend to do this this each
time you court the widow?

Austin abruptly stops feeding and stares strangely at Dominic, who seethes with anger.

DOMINIC

(continuing)

How stupid do you think I am? Why
her, Austin? Why this whole charade?
You only bought this house to-

AUSTIN

Yes, to be near her. She's the last
tenuous grip I have on my past life.
The way I was before I-

DOMINIC

You're not mortal!

AUSTIN

Compared to this existence, how are
we better off not ever having to face
our own mortality?

Dominic is implacable, but relishes his words.

DOMINIC

Because killing is pleasurable. We
are hunters, Austin, and mortals are
our prey.

AUSTIN

I won't stay away from her.

DOMINIC

Then tell her because of the spell
she has on you, I'll feed with a
vengeance tonight, whispering her
name to my victims as they take their
last breath.

Dominic leaves the room, slamming the door behind him.

INT. GRACE'S BEDROOM - NIGHT - LATER

Grace sleeps on her side. She moves onto her back and appears to sleep uneasily. Directly above her, Dominic levitates in the air staring down at her.

EXT. ROAD NEAR CEMETERY - NIGHT - LATER

Headlights appear and a police cruiser comes into view.

INT. POLICE CAR

The OFFICER yawns, then sits up erect and puts on his high beams. He sees a young pajama-clad child walk out of the dark field and cross the road.

It is Kristen's son, Shiloh.

He enters another field across from the Cemetery and walks toward it.

OFFICER
What the hell...

The officer pulls over.

EXT. ROAD - NIGHT

The officer gets out and calls across the field:

OFFICER
Hey... hey... stop!

Shiloh continues walking.

OFFICER
(continuing)
Shit.

The officer loses sight of Shiloh as he walks into the Cemetery. The officer hurries across the field and enters the Cemetery, pulling out his flashlight.

OFFICER
(continuing)
Hello... hello... Where are you?
Little boy... Little boy.

He stops abruptly and sees Shiloh at the crypt where Myra and her family are buried. Shiloh's back is to the officer as he stares into the crypt. The officer flashes the light at Shiloh.

OFFICER
(continuing)
Hey, you. What are you doing?

Shiloh turns to him.

SHILOH
Demons live here now.

OFFICER
What? C'mere. What are you doing out here? Where do you live?

He picks up Shiloh and glances around, suddenly a bit nervous himself, and wanting to be out of the Cemetery.

INT. KRISTEN'S KITCHEN - NIGHT

Kristen hugs Shiloh, who stares straight ahead, not responding to her touch. The officer stands nearby.

KRISTEN
Sweetie, what were you doing?
(looks up at officer)
Thank you.

OFFICER
Sure. What was he doing? Does he ever sleep walk?

KRISTEN
No... He's... Autistic.
(touches Shiloh's hair)
Lives in his own little world, don't you baby?

EXT. WOODED AREA - NIGHT - LATER

A car is parked in the woods. The driver's side door is open and the radio is on. Nearby, a young couple make love on a blanket laid out on the ground. Their clothes are in a pile next to the blanket.

Dominic appears out of the woods several yards away and intently watches the couple make love.

Behind Dominic, another man appears out of the darkness.

He is a newly turned Vampire. He remains behind Dominic and watches the couple. The young man on the blanket begins to moan with pleasure as he reaches climax. Dominic grins.

DOMINIC

Now!

Dominic and the new vampire are on the couple in an instant, savagely attacking them. Dominic feeds on the girl. The new vampire on the young man. As Dominic feeds he looks over and sees the new vampire nearly convulsing as he feeds.

Dominic throws down the girl and yells at the new vampire.

DOMINIC

(continuing)

You're ripping his throat to shreds.
Stop!

The new vampire greedily feeds on. Dominic hits his arm.

DOMINIC

(continuing)

Stop, you've ruined the vein! You idiot. You don't eat your kill. You drink from them. Take his wrist and feed. You're just sucking on flesh. You have to stay in the vein.

The new vampire bites the young man's wrist. Dominic watches in disgust. The new vampire convulses again.

DOMINIC

(continuing)

It's too late. You're going to be sick. It won't last long. I warned you.

The new vampire moans and begins vomiting blood, then has wretched dry heaves. Blood shoots out his nose. Dominic grins. The new vampire lies on the blanket, panting.

DOMINIC
 (continuing)
 Don't worry, you'll live. You have no
 choice, now. Stand up and watch what
 happens.

Dominic helps the new vampire to his feet and they stand over
 the half dead bodies of the couple, who lay still a moment,
 then begin to convulse. Their eyes roll up into their heads
 and they hiss. Their eye teeth grow into long fangs.

Dominic takes out his dagger.

DOMINIC
 (continuing)
 Shall we play God or let them die? I
 prefer companionship myself. There's
 safety in numbers.
 (puts up dagger)
 The only thing that separates them
 from us, is the gift...

A baby is heard crying from the woods.

DOMINIC
 (continuing)
 ... Who, thus far, has been sleeping
 peacefully. Music to my ears. The
 cure for death. Give it to them now.

The new vampire walks into the woods. Dominic looks down at
 the young couple, who writhe on the ground, growling and
 hissing.

DOMINIC
 (continuing)
 Patience is a virtue.

INT. GRACE'S HOME - DAY

Grace paces about her living room, yearning for Austin. She
 goes to the window and looks out a moment, then walks toward
 her front door.

EXT. GRACE'S HOME

Grace walks outside and stares at Austin's home. The sky is
 filling with dark clouds. The wind has picked up.

GRACE
Austin...

Grace goes back into her house.

INT. GRACE'S LIVING ROOM - DAY

Grace takes a diary off the shelf, opens it and turns several pages, very frustrated she can't read it. She starts to close it, then notices something on the back page and flips back to it.

CLOSE ON: The lock of blonde hair is held in place by a wax seal.

Grace gently touches it and a strand of her own long blond hair brushes against the inside cover. She takes hold of the strand and places it against the lock of hair seeing they're identical. Mystified, she leans against the book shelf and holds the diary against her chest.

INT. KRISTEN'S KITCHEN - DAY - LATER

Kristen leans against the counter listening to Grace, who sits at the table.

GRACE
I haven't seen him for three days.
It's like he disappeared.

KRISTEN
Grace, you haven't been out of your house for three days. Maybe he just needs time to think. I don't know. But I'm worried about you. This isn't like you at all.

MARIA, Kristen's maid, walks past the kitchen holding Kristen's baby.

INT. KRISTEN'S HOME - DUSK - LATER

Kristen watches Grace cross the street and stops at Austin's front door.

EXT. AUSTIN'S HOME

The wind blows very hard now. Thunder rumbles in the distance. Grace meekly knocks several times to no avail.

INT. GRACE'S HOME - NIGHT

Grace sits on her couch holding a pillow. The door bell rings. Grace hurries over and answers. Bryce is at the door. She hides her disappointment.

GRACE

Bryce. What are you doing here?

BRYCE

It's eight o'clock, Mrs. Winslow. You told me to come over tonight, remember?

GRACE

You're right. I'm sorry. Come inside.

EXT. GRACE'S HOME - NIGHT

It's pouring rain and very windy.

INT. GRACE'S HOME - NIGHT

Grace walks into the living room holding two glasses of soda. Bryce is on the floor reading one of the diary's. Grace hands him his drink.

GRACE

Here you go.

BRYCE

Thanks.

GRACE

Which one are you reading?

BRYCE

The one about William.

GRACE

William?

BRYCE

Yeah, you know. When he got his eyesight back.

GRACE

Oh, right. My mind is somewhere else tonight.

(sits on arm of couch)

Bryce, is there anything that can be done for you to possibly regain your sight? An operation or something?

Bryce just nods and is quiet a moment.

BRYCE

Nothing.

INT. GRACE'S HOME - NIGHT - LATER

Bryce reads aloud from one of the diaries. Grace is curled up on the couch hanging on to every word.

BRYCE

Dominic soon found out to what depths our father would go to satiate his greed, which was brought on by Dominic's extraordinary singing voice. Women are forbidden to sing in church, so many parents have sold their young sons to the Catholic church to be castrated and preserve their voices...

FLASHBACK INT. LIVING QUARTERS - NIGHT - 16TH CENTURY

A water filled metal tub sits in the dank room. Steam rises from the water. A priest carries a semiconsciousness 9-year old Dominic into the room, where a second man, a "doctor", takes crude medical instruments out of a leather bag. One of them is a make-shift scalpel he lays out on a small table next to the tub.

The priest hands Dominic to the doctor.

AUSTIN (V.O.)

... When the time came, Dominic was drugged with opium and placed in a warm bath, where the deed was done.

(more)

AUSTIN (CONT'D; V.O.)

Pope Clements favoured the castrati's and twelve year old Dominic joined the ranks of the papal choir before rising to fame singing in operas composed especially for him. My father would constantly ridicule Dominic's unusual appearance, at times beating him unmercifully. That same year... Members of the papal... did unnatural things to Dominic. He whispered this to me, but the church was too powerful. By these accusations we could be declared heretics and killed... After years of abuse, Dominic's anger was like a deep reservoir. He poisoned my father and waited another year before one day poisoning the food of the papal members. Killing six innocent members in order to kill the two guilty men. No one was the wiser and Dominic continued singing until he was laid low with consumption. To hasten his recuperation, we settled in France, purchasing a country villa from his substantial earnings.

EXT. VILLA - NIGHT - 16TH CENTURY

The beautiful villa is built on the shore of a mist-shrouded lake. Albino peacocks stroll the grounds and a deer drinks from the lake water, which is like glass.

In the distance, the glow from a lantern is seen through the mist on the lake.

AUSTIN (V.O.)

... We were not able to enjoy our new wealth for long. In accordance with the French Royal Society of medicine, Louis XIII has forbade castration during his reign. And upon hearing of Dominic's residency at Ivy Place, wants to imprison Dominic to set an example.

(more)

AUSTIN (CONT'D; V.O.)

What with Dominic's failing health and the many miles we would have to traverse to reach a safe place, it is our good fortune that Empress Josephine seeks another private audience tonight with Dominic.

EXT. LAKE - NIGHT

Three wooden boats glide along the water. Two boats trail behind, with three royal guards inside each one. The first boat carries the Empress, who wears an elaborate velvet dress with a powdered wig and heavily rouged cheeks. The guard at the helm holds up a lantern. The candle lit villa is seen through the mist.

As the boats near the shore, Austin walks out of the Villa followed by three barking Albino Russian wolf hounds.

INT. VILLA - MUSIC ROOM - NIGHT - LATER

A large Albino Peregrine Falcon surveys the room from its perch while one of the royal guards plays a grand piano. The other guards stand at attention around the room.

The empress sits on a plush ornate couch as she listens to a sickly looking, Dominic, sing an aria from an opera in his lush, unusual castrati voice. The Empress is moved to tears.

A young maid serves tea to all of the the guards except the one playing piano. The Empress and Austin exchange knowing glances.

AUSTIN (V.O.)

... Opium was the favored method used to maim young boys. Tonight it will allow Dominic and I to escape. It could be said the guards were most fortunate Dominic hadn't prepared the tea. Our journey is a vast distance. But once there, accommodations have been made, and we will leave this continent for a new one only recently discovered. And barely civilized from what I gather.

INT. MUSIC ROOM - NIGHT - LATER

All of the guards, with the exception of the piano player, lay semiconscious on the floor. The young maid stands in the doorway staring at them, so upset her whole body shakes. The empress hurries over and places the maids hand around a metal goblet. The maid vigorously shakes her head in protest.

EMPRESS JOSEPHINE

You must drink it, lest they think you're involved. Drink it down, my child. You will only sleep for several hours.

With trembling hands the maid puts the goblet to her lips and takes a sip. The Empress turns, seeing the guard in the open doorway.

EXT. IVY PLACE - NIGHT

Austin and the Empress watch the guard help a weakened Dominic into the carriage. Austin bows and kisses her hand.

AUSTIN

Thank you, Mademoiselle.

EMPRESS JOSEPHINE

Au revoir. Make haste and may God be with you.

Austin hurries into the carriage. The driver whips the horses and they gallop off. Empress Josephine blows a kiss.

INT. GRACE'S HOME - NIGHT

Bryce closes the diary. He feels the cover of a second one, opens it and traces his finger across the page.

BRYCE

May 22, 1620... Oh, I've read this one, Mrs. Winslow. They make it to Holland and sail to America.

GRACE

(Nods and Smiles)
Aboard the Mayflower. Read it again.
I don't mind.

INT. GRACE'S KITCHEN - NIGHT - LATER

Grace rinses out the glasses she and Bryce drank from. Bryce walks into the kitchen.

BRYCE
Mrs. Winslow.

GRACE
Yes?

BRYCE
I just got off the phone with my Dad. He wanted me to ask if you'd give me a ride home tonight. He... doesn't wanna drive in the rain. It'll only be this one time.

GRACE
I don't mind at all, but how would you like to spend the night instead? I'm sort of waiting for someone to call and I don't want to leave the house. You can stay in the guest room and I'll drive you back in the morning.

EXT. GRACE'S BACKYARD - NIGHT - LATER

Austin stands under a tree looking up at Grace's bedroom balcony as rain pours down on him. Dominic appears behind Austin.

Dominic
Austin... Austin... Come away. We are the Devil's children. She belongs to God. Come away.

Austin and Dominic run off through the thick foliage. They transform into large black dogs. The "dogs" growl at one another and run off in different directions.

EXT. CITY STREET - NIGHT - LATER

Austin looks through the window of an antique store.

EXT. REAR OF ANTIQUE STORE - NIGHT

The back door is kicked in.

INT. ANTIQUE STORE - NIGHT

Austin is in the dark store standing in front of the cash register. He lays four one hundred dollar bills beside it and looks around the store, seeing antique furniture, restored jukeboxes and a rack of vintage clothing.

INT. ELEGANT HOTEL - NIGHT - LATER

Dominic enters the lounge noticing a stunningly beautiful, young, blonde, PROSTITUTE, who sits at the end of the bar talking with an old man.

She sees Dominic and smiles seductively at him. He smiles back.

INT. GRACE'S HOME - GUEST ROOM - NIGHT

Bryce sits up in bed reading one of the Braille diaries. The TV can be heard from downstairs.

INT. GRACE'S HOME

Grace is on the couch, staring into space, her legs curled under her. The doorbell rings. Grace turns down the TV volume and quickly gets up and answers. Austin stands before her holding an 1800's style dress.

Grace is almost overwhelmed to see him. She glances at the dress.

GRACE

Austin. Where have you been?

He takes her hand, kisses it, and holds it against his face.

AUSTIN

I'm very sorry so much time has passed. My brother has been very ill.

GRACE

Is he all right?

AUSTIN
Yes, he's fine now.

GRACE
Good, I'm glad. Come inside.

Austin enters. Grace closes the door and touches the hem of the old dress.

GRACE
(continuing)
Austin, what is this?

AUSTIN
A gift, for you.

Austin walks over to the Jukebox and reads the lists of songs on it.

AUSTIN
(continuing)
This box plays music, correct?
(Grace nods)
On occasion I like to frequent antique shops. I've seen many different types of these machines.
(glances back at list)
But I've never heard these names...
Lady GaGa... Fleetwood Mac... Bonnie Raitt... Madonna, in Evita?

GRACE
You've never heard of Madonna?

AUSTIN
No... Oh, but I am familiar with this. "Phantom of the Opera". I wasn't aware it was set to music.

GRACE
For awhile now. I have a lot of Broadway sound tracks.

Austin just looks at her quizzically. Grace smiles and looks at the dress.

GRACE
(continuing)
What's going on? Did you buy that in an antique store?

AUSTIN

I did. I've always been quite fond of the late eighteen-hundreds. It was really the beginning of the Victorian era. Very genteel and refined. I can imagine you strolling down the lane with your parasol. Gentlemen tipping their hats to you.

GRACE

Would you like me to try it on?

Austin nods. Grace looks up the stairs, where a light shines out from under the guest room door.

GRACE

(continuing)

I have a friend staying the night. A young boy. He... Never mind.

Grace smiles and goes over to the jukebox, programming in the sound track to Phantom of the Opera.

GRACE

(continuing)

I think you'll like this.

INT. GRACE'S BEDROOM - NIGHT

Grace stands in front of the full length mirror looking at herself in the Victorian style dress. She pins up her hair.

INT. GRACE'S LIVING ROOM - NIGHT

Austin sits on the couch, mesmerized by the music. He looks up and watches Grace come down the stairs in the dress. She stops near him and turns around to show it off.

Austin stands and gazes at her.

GRACE

What do you think? You know, it has an actual whale bone corset. I don't know if I fastened it correctly...

(takes labored breath)

I can't breath, so I guess I did. I don't know how women could stand it back then, Austin.

AUSTIN

You look... so utterly beautiful...
This music... Being with you. I fear
I shall never be quite the same after
this night. I've never been able to
take happiness for granted. I know
you don't understand.

GRACE

I'd like to.

AUSTIN

Remember I told you about my favorite
place? Let's go there, now. Right
this minute.

GRACE

All right. Let me go change.

AUSTIN

No, no. As we are. As if we exist in
another time.

EXT. FIELD - NIGHT - LATER

Grace and Austin run across the field toward a huge weeping
willow tree. Grace stops a moment, out of breath.

GRACE

You're right. It is beautiful. I
didn't even know it was out here.
How'd you ever find it?

AUSTIN

I can't remember. But I have never
forgotten it.

Austin isn't winded at all. She lightly touches his forehead.
He takes her hand.

GRACE

You aren't even perspiring. I'm
afraid I have to walk the rest of the
way.

Austin picks her up and carries her through the field.

EXT. HILL - NIGHT - SHORT TIME LATER

Grace and Austin lie under the tree looking at the star filled sky. Grace sits up and closes her eyes as a breeze blows through the tree. She looks down at Austin and strokes his hair. He closes his eyes and smiles pleausrably. Grace looks closely at Austin's teeth.

GRACE

Lucky you. You don't have any fillings. Your teeth are perfect.

Austin looks away.

AUSTIN

Like bleached bones.

GRACE

Well, you must have good genes. You'll probably live to be a hundred.

Austin sits up and faces Grace.

AUSTIN

Why haven't you remarried, Grace?

GRACE

I honestly don't know. Three years really isn't that much time. I imagine some people mourn longer.

(Beat)

My husband was murdered.

Austin is taken aback.

GRACE

(continuing)

We were on our way home and stopped at a rest area. I was asleep in the car. Sean, my husband, got out and someone with enormous strength attacked him. They slashed his throat with some sort of strange knife. He went after me, but all I remember is waking up when the police arrived. Nothing was ever the same after... until now... Do you know what I mean?

AUSTIN

I do.

Austin takes her hand and embraces her. He kisses her neck, then Grace rests her head against his chest. Austin closes his eyes and holds Grace.

For Austin, the tender moment begins to turn into a desperate fight not to attack Grace. He puts his face into her neck, then grabs her arms and pulls her away from him.

GRACE

What's wrong? Austin...

AUSTIN

I can't bear to be away from you for even a moment, but I must go. I'm sorry.

Austin hurries away and runs across the field. Grace stands.

GRACE

Austin!

Austin runs into the nearby woods.

EXT. STREET - NIGHT

A car stops at a red light. A man is behind the wheel. Austin runs out of the woods and up to the car. He rips the door completely off the car and grabs the man inside. Austin takes him into the woods, pulls him to the ground and fangs bared, feeds on him.

EXT. FIELD NEAR GRACE'S NEIGHBORHOOD - NIGHT - SHORT TIME LATER

Grace walks through the overgrown field holding up the hem of the dress. She reaches the street and heads toward her house.

EXT. GRACE'S STREET

Grace, a half block from her home, carries her shoes as she walks along the sidewalk in the dress. Dominic's Porsche comes up the street. The car passes Grace.

The beautiful blonde prostitute Dominic picked up is beside him. She catches sight of Grace's vintage attire and looks back at her strangely

The Porsche slows down beside Kristen's home.

Grace moves out of sight and watches as Dominic gets out of the Porsche and stares intently at Kristen's home for several seconds. He gets back in the car, drives over to his mansion and parks in the driveway. Dominic and the prostitute go inside the house.

Grace continues walking, suddenly uneasy about what she's just seen. She gets to her house and stops, hearing faint crying from Kristin's baby across the street. Grace listens a moment, then goes into her house.

INT. AUSTIN'S DEN - NIGHT - LATER

The prostitute sits on the velvet couch counting several hundred dollars. She looks up hearing Austin and Dominic argue in hushed voices upstairs.

INT. EMPTY BEDROOM

Austin moves away from the door.

AUSTIN

What are you doing? I want her to leave, Dominic. You cannot do this.

DOMINIC

I can and I will. I paid her a small fortune and intend to give her more. I too need a mortal friend. A concubine, if you will. I forgot how exhilarating the company of a mortal can be. Perhaps we can double date. Two vampires in a bowling alley with their pet mortals.

Austin walks out of the room. Dominic angrily rushes out to catch up with Austin.

INT. GRACE'S KITCHEN - NIGHT

Bryce gets a glass of water. He takes a drink and hears loud voices from outside. Using his cane, Bryce makes his way to Grace's front door and listens.

EXT. AUSTIN'S HOME - NIGHT

The sun has barely begun to rise. Dominic stands in front of the mansion looking up at the sky with his eyes closed. Austin and the prostitute stand in the doorway.

AUSTIN
Dominic, Dominic. Please, come inside!

INT. GRACE'S HOME

Bryce is surprised to hear the name "Dominic". He quietly opens the front door a crack.

EXT. AUSTIN'S HOME

The sky is slowly filling with sunlight. Austin is distraught. The prostitute watches.

AUSTIN
Dominic, she can stay. She can stay.
Come back inside, please. The sun is
coming up. I beg of you!

DOMINIC
So be it. I'm tired of this
existence. Of living by your rules.
(winces as he feels the
sun)
I'll die like your beloved William.

AUSTIN
My God, Dominic!

Austin dashes outside, grabs Dominic's arm and pulls him into the house. The prostitute looks at them quizzically. The front door slams shut.

INT. GRACE'S HOME

Bryce closes Grace's front door, stunned by what he's just heard. He spins around, aware of someone's presence. Grace stands in front of him in her bathrobe.

GRACE
I heard voices. What was all that
about?

BRYCE

Oh, uh... Your neighbors. They were arguing. One of them doesn't like the other one's girl friend. Something like that.

GRACE

Which one? Who do you mean?

BRYCE

I... I didn't hear the whole name. I think it starts with a D.

GRACE

(relieved)

It must be his younger brother.

BRYCE

What is his name? Do you know it?

GRACE

No. Actually, I don't. I've never asked. Would you like some breakfast before I take you home?

Bryce nods, distracted and deep in thought.

BRYCE

I'm not hungry.

EXT. RURAL ROAD - DAY - LATER

It's raining very hard. Grace's Cadillac comes around a curve in the road and turns right into a rundown neighborhood.

INT. GRACE'S CADILLAC - DAY

Bryce sits in silence, staring straight ahead as Grace speaks.

GRACE

I wasn't sure how you'd feel about it. I'll make it worth your while. But I'd like you to come over every evening.

(Turns corner)

I don't know how long it'll take to read all of them, but you can make your own schedule. What do you think?

BRYCE

It sounds like a good idea. I enjoy reading them, too.

(Beat)

More than you realize.

Grace turns onto Bryce's street and looks around solemnly at the ragged row of homes and the grinding poverty surrounding them. She checks an address and stops the car in front of a small old house with junk and car parts in the front yard. She forces herself to sound upbeat.

GRACE

Here we are. I'll see you tomorrow tonight.

Bryce gets out and Grace drives away. Using his cane, Bryce makes his way up the brick path. The screen door creaks open and Bryce stops, not realizing a full over-flowing can of garbage has been purposefully placed in his way directly in front of him.

BRYCE'S FATHER (O.S.)

Have fun?

Bryce's whole body tenses up. His FATHER, late forties, a tall, skinny venal man, covered in tattoo's and pickled in bitterness, stands drunk on the porch holding a beer.

Bryce takes a step forward and his cane hits the garbage can.

BRYCE'S FATHER

That rich bitch pay you today? We need groceries.

Bryce steps around the garbage can. His father is off the porch in an instant and loudly snaps his finger in Bryce's face, startling him.

BRYCE'S FATHER

(continuing)

You roll up in a new Caddy and spend spend the night in a mansion a rapper would piss himself for and you manage to show up here empty handed?

Bryce hurries toward the porch, almost stumbling on the steps.

BRYCE'S FATHER
(continuing)

She's gotta pay up front next time or learn Braille herself. Get your ass back here and put the garbage out front.

Bryce just goes inside and pulls the front door closed. His father bounds up the porch steps and into the house, where he violently slams the door shut.

BRYCE'S FATHER (O.S.)
You fucken deaf, too? You heard me!

INT. GRACE'S READING ROOM - NIGHT

Grace sets up the diaries she wants read. She glances at her watch and eyes her cell phone.

INT. GRACE'S LIVING ROOM - NIGHT - LATER

Grace is on the phone with Bryce's father.

BRYCE'S FATHER (V.O.)
He bailed an hour after you dropped him off yesterday. I ain't seen him since.

Grace is alarmed.

GRACE
You mean, he hasn't called or anything? Maybe you should-

BRYCE'S FATHER (V.O.)
Lady, if he shows up at your house you tell that little prick I got a fucken message for him. He better not-

Grace ends the call in disgust.

GRACE
Jesus.

She looks out the window, then walks away and starts to go upstairs. The door bell rings. Grace answers the door, relieved to see Bryce standing before her wearing sunglasses.

GRACE
(continuing)
Bryce. Come in.

Bryce enters. Grace closes the door looking curiously at his sunglasses.

GRACE
(continuing)
I was getting worried. How did you get here?

BRYCE
The bus. Sorry I'm late.

GRACE
It's all right. Where were you? I was just talking to your dad. He-

BRYCE
How come no one ever told me what my eyes looked like?

GRACE
What?

BRYCE
That they were creepy. I'm sure people didn't like looking at me. It disturbed them.

GRACE
No, no. Bryce, did your father tell you that? Believe me, there's nothing wrong with the way you look. You don't need sunglasses.

BRYCE
(abrupt)
I do. Can we please get started?

GRACE
All right. I picked out two new diaries for us...

Bryce walks toward the living room. A small table is in his way. He walks around it.

GRACE
(continuing)
... to read from.

Grace follows Bryce and sees him pick up a diary from the coffee table. She watches him intently a moment, before walking right up to him. Bryce doesn't move. She reaches up, her fingers nearing the sunglasses. Bryce rears back. Grace pulls off his sunglasses and softly gasps.

Bryce's vivid blue eyes are normal.

GRACE
(continuing)
My God... Bryce... What... How did...

Bryce steps back. He drops the diary, then turns and hurries out of the room. Grace hears him leave the house. She lowers herself into a chair, stunned and confused. She sits a moment, then gets a flashlight and rushes over to a window, seeing Austin's home is completely dark and the Porsche is gone.

EXT. SIDE YARD OF GRACE'S AND AUSTIN'S HOME.

Grace makes her way through the dense gnarled bushes separating their homes. She passes several blacked out basement windows, obscured by weeds and enters Austin's overgrown backyard. Grace walks toward two French doors with nearly all of the glass panels broken out.

Stopping near the doors, she takes a tentative step and tries the ornate knob. It's unlocked. Grace flashes the light inside the dark home.

GRACE
(Calls out)
Austin...

The cavernous living room is empty and blanketed with dust and cob webs. The doors creak as Grace opens them and steps inside.

She shines the flashlight around the room. Vandals have kicked holes in the walls and spray painted graffiti on the staircase. She enters the adjoining kitchen, which was quite opulent at one time, but the faucet has been torn out of the sink and is on the floor. There is no refrigerator and the cabinets are empty or have missing doors.

Walking nervously through the house she looks in a bathroom and tries the faucet. There is no water. The toilet bowl is dry. Grace walks down a hallway.

INT. AUSTIN'S DEN

Grace enters, seeing it's the only lived-in room, full of plush velvet furniture, antiques and new stereo equipment. She opens a door built into the wall and looks down a steep stairwell leading to a basement. She stares into the darkness and shines the light into it. She hesitates, then takes a step.

INT. STAIRWELL

Grace steps off the last stair into the pitch dark basement. It's so cold she can see her breath. Casting the beam of light around the basement reveals its immense size. The interior brick walls have algae clinging to them from the constant damp.

Two hallways veer off into total darkness. Grace casts the flashlight beam onto the ceiling, which is alive with thousands of roosting bats. Rearing back, she bumps into something and points the light at two large ornate coffins. Grace hurries back to the stairs.

INT. AUSTIN'S DEN

Grace hurriedly re-enters the den from the basement. She stops to catch her breath, then rushes out of the room.

INT. AUSTIN'S LIVING ROOM

Grace hurries into the living room. She gasps and abruptly stops. Austin stands before her. She casts the beam of light on his face and is stunned.

CLOSE ON: Austin's pupils dilate, then narrow to black slits for a moment, like a cats.

GRACE

(Softly)

Oh, God... No... No. It's not possible...

Austin gently takes her arm. She yanks it away from him, dropping the flashlight and runs out of the house.

INT. CADILLAC - NIGHT

Grace drives aimlessly, crying and distraught. She pulls over and looks across the field to where the large weeping willow tree is located.

EXT. HILL - NIGHT

Grace sits under the tree, her face buried in her hands. A shadow appears over her. She looks up and Austin stands before her. She does nothing, only stares at him a moment, then looks away.

AUSTIN

Grace... Allow me to explain.

Austin drops to his knees and faces her.

AUSTIN

(continuing)

Grace...

She looks at him intently.

GRACE

The Damnation Of Faust...

AUSTIN

What?

GRACE

"The Damnation Of Faust". He sells his soul to the Devil. Were you there that night? Or should I say, did you follow me?

Austin solemnly nods.

GRACE

(continuing)

What is your brother's name? Tell me.

AUSTIN

Dominic.

GRACE

(Whispers)

My God... I feel like I've gone crazy.

Grace moves away from him, her anger mounting.

GRACE

(continuing)

What have you done to me? Maybe on your own, if you weren't... Like you are... Maybe I never would've spoke to you. Never felt anything for you. What have you done to me?

AUSTIN

Nothing, I swear to you. I purchased the house just to be near you... One night I heard the young man reading my words. I thought my diaries were lost forever. They were hidden away for years in a place I thought was safe. It's destiny we be together.

GRACE

(Shakes head)

No.

(Beat)

Why did you choose me?

AUSTIN

I can only say I loved you from the first moment I saw you.

FLASHBACK - EXT. WOODS - NIGHT

Austin watches the activity at the rest area, which is several yards from where he stands in the woods. Several police cars and a vehicle from the Coroners office are parked in the lot. A detective holding a writing pad takes a report from Grace, who cries in anguish. A bandage is wrapped around her head.

Two men wheel the covered body of Grace's husband over to the Coroners vehicle and load it into the back.

Nearby, a police officer wearing latex gloves examines a bloody dagger he found on the ground. He slips it into an evidence bag.

Dominic comes up behind Austin.

CLOSE ON: Austin grips something tightly in his hand.

Dominic
Why do you stay and watch?

Austin ignores Dominic and continues staring at Grace. The Coroners vehicle drives off.

Dominic
(continuing)
I find it strange you didn't kill her. She was knocked unconscious. You had more than enough time.

Dominic looks at Austin with disdain. He steps back and walks away into the woods.

CLOSE ON: Austin opens his hand, revealing the lock of blonde hair he took from Grace.

EXT. HILL - NIGHT

Austin takes Grace's hand. She pulls it away and holds herself. What she's just heard is overwhelming.

AUSTIN
Your husband had intense willpower. He was strong. Stronger than other mortals. He fought off Dominic, when others would have succumbed and given in.

Grace gets up and walks several feet away. Austin goes over to her. She turns away.

AUSTIN
(continuing)
I dread the coming of night. What I must do to fulfill a hunger I can never satisfy. It's a living hell, that you've made bearable.

GRACE
(Beyond caring)
I suppose you're going to make me like you.

AUSTIN
No, no. My, God, no. I would never... I believe Dominic and myself are the last of our kind.

Grace stares at him shaking her head.

AUSTIN
(continuing)
What do you mean?

GRACE
"William".
(Beat)
What happened to him, Austin?

AUSTIN
Dead. Let the sun consume his body.
Why? How do you know there are others?

GRACE
The boy that reads your diaries to me
can see now. His eyes have
miraculously healed. Have you ruined
his life, too?

AUSTIN
I didn't know. I swear to you.
Please, tell me. When did this happen?

Grace opens her mouth to speak, then suddenly panics.

GRACE
Oh, God... Last night I saw your
brother with a woman. He stopped at
Kristen's house. Got out and just
stared at it. I couldn't figure out
what he was...
(grips his arm)
We have to go to her house.

EXT. KRISTEN'S HOUSE - NIGHT - LATER

Grace parks the Cadillac. She and Austin get out and stop,
hearing a loud commotion across the street at Austin's home.
He takes Grace's hand and they hurry across the street to his
home.

EXT. KRISTEN'S HOME - NIGHT

The house is dark and the porch light is broken out. The
front door is ajar.

From inside, a baby is heard crying a moment, then silence.

INT. AUSTIN'S HOME - NIGHT

Austin and Grace enter the house just as something smashes against a wall in the den.

INT. AUSTIN'S DEN

Grace and Austin hurry inside and stop. Dominic stands in the middle of the room. Austin's Victrola is smashed to pieces. The old 78 records have been flung against the wall.

The beautiful prostitute sits on the couch. She is bare breasted and appears to have been in a fight. The rest of her clothes are torn and someone else's blood is smeared on her breasts and face.

Austin stares at Dominic, then steps closer to the prostitute examining her.

AUSTIN

What have you done? Is she complete?

Dominic won't answer. Austin yells.

AUSTIN

(continuing)

Is she!

Dominic smiles. Austin turns on a lamp and the prostitute's pupils dilate, then narrow to black slits a moment. He looks at the prostitute with regret.

AUSTIN

(continuing)

I'm sorry. If there had been a way to stop him I would have.

DOMINIC

She doesn't care what you think. You should have seen the mortal, Austin. He attacked her, but it was useless.

Grace looks fearfully at Austin, not sure what Dominic means. The prostitute cups her breast and wipes blood from it, then licks her hand.

AUSTIN

What mortal? We made a vow to never... You have betrayed me.

DOMINIC

No, I've suppressed my true nature for you. Tonight all my fury came out. I need to be with others like "ourselves".

AUSTIN

How many others?

DOMINIC

The very day you insisted we live in these ruins I felt it only fair to make up for lost time.

(Eyes Grace contemptuously)

Kill her or make her one of us. Lay with the rest of our kind in the unsacred crypt.

He turns to Grace with a sly smile.

DOMINIC

(continuing)

We only fed a little on the precious gift from God.

Grace's eyes fill with tears.

DOMINIC

(continuing)

I left enough for you.

Grace cries out. The prostitute looks up and smiles. Austin takes Grace's hand and seethes at Dominic.

AUSTIN

You bastard!

Dominic watches in bemusement as Austin and Grace rush out of the house.

EXT. KRISTEN'S HOME

Austin and Grace hurry across the street and stop at Kristen's home. Grace pounds on the door.

GRACE

Kristen!

The door creaks open on its own.

INT. KRISTEN'S HOME

Austin and Grace enter. Phil's luggage is in the foyer. They enter the dark kitchen. Grace turns on the light and screams.

Kristen's husband, Phil, is dead. His body hangs upside down, as his feet are tied to an exposed ceiling beam. His throat is slit and a bucket under his head is filled with his blood.

Grace turns away and stares transfixed into the semi-darkness of the spacious living room, where in the corner, Kristen sits in a rocker.

Grace walks toward her with trepidation. Austin follows. The room is broken up as if a terrible struggle had occurred. Grace approaches Kristen, who rocks gently back and fourth.

Her baby is on her lap wrapped in a blanket. She holds a baby bottle in his mouth. Kristen just stares straight ahead, looking shell shocked.

Grace takes a closer look at the baby bottle.

CLOSE ON: It's filled with dark red blood. The baby eagerly sucks on the nipple.

Grace covers her mouth muffling a scream.

GRACE

Austin...

Kristen's voice is devoid of emotion.

KRISTEN

Phillip's dead, Grace. They each drank his blood from the bucket. Afterwards, they told me what I had to do so my child could live. He wouldn't take my milk.

Kristen wipes bloody spittle from the babies chin.

KRISTEN

(continuing)

It helped... He stopped crying.

Austin looks away from Kristen, horrified at what his brother has done. Grace is trembling. Her voice urgent.

GRACE

Kristen... Kristin. Shiloh. Where is Shiloh?

KRISTEN

At the unholy Crypt... That's what they called it. She was such a beautiful woman. She did something to my baby. Shiloh followed them. I told him not to leave.

GRACE

Myra. I... I think they're at her crypt. Her father was an atheist. Why would-

AUSTIN

We have to leave. They will kill him.

GRACE

We can't leave her. Help me get her up.

AUSTIN

No, we must go, now. We'll return later!

Austin pulls her away. Grace looks back at Kristen. They pass Phil's body and hurry out of the house.

INT. CADILLAC NIGHT - LATER

Grace turns a corner and comes upon a traffic jam. A minor car accident is in the road and cars are bumper to bumper up ahead where they need to go.

GRACE

This is the only way to get there. Maybe I can drive on the shoulder.

AUSTIN

Turn around.

GRACE

Austin, it's the other direction.

AUSTIN

Grace, please. Turn around and drive a short distance, then pull over.

Grace turns around and drives further up the road to a deserted area.

GRACE

Where?

AUSTIN

Pull off here. Drive closer to the trees. Here. Stop here.

EXT. CAR

Grace scrambles out and Austin grabs her hand and they run to the edge of the woods and stop.

GRACE

We'll never make it this way. It's too far, Austin.

Austin kneels down and looks up at Grace.

AUSTIN

Lay on my back. Grab the back of my hair!

GRACE

What?

AUSTIN

Do as I say. Grab my hair. They will kill the child!

Grace leans against Austin's back and clutches his hair.

AUSTIN

(continuing)

Hold on as tightly as you can!

Austin begins to shape shift, transforming into a massive, black stallion. Grace gasps and her eyes grow wide. The "stallion" gallops off through the woods, Grace holding onto the thick mane. It runs out of the woods and across a field into the cemetery. They gallop past headstones and crypts.

Grace cries out and pulls on the stallion's mane to stop. It rears back and Grace looks down. Myra's body has been taken from the crypt and thrown on the ground. Her long white hair is spread across the dirt.

GRACE

Myra...

The stallion snorts and begins a full gallop again, suddenly stopping near a cluster of trees. It lowers itself to the ground, folding its legs under its body.

Grace gets off the "horse" and stands back, watching incredulously as Austin transforms back into human form. Grace stares at him unable to move.

AUSTIN

I know that was a shock. I'm sorry,
but we have to find the boy. I have
to save him.

They run through the cemetery and stop at Myra's family crypt. Shiloh is asleep on the ground.

GRACE

Shiloh! Oh, God.

Shiloh opens his eyes and Grace picks him up and cradles him, holding him tightly and crying in relief. She looks up at Austin.

GRACE

(continuing)

He's all right. Thank you.

Grace hears something and looks through the beveled glass door of Myra's family crypt. A grinding sound is heard.

All twenty burial chambers in the crypt slide open from the wall, inhabited now by vampires.

GRACE

(continuing)

Austin...

AUSTIN

Get back. Don't let them see you.

GRACE

Can you kill them?

AUSTIN

No, no. There's too many. We have to
let them feed one last time.

Austin guides Grace and Shiloh away from the crypt. They hide in thick foliage and watch the heavy crypt door groan open. The new vampires, with Dominic and Bryce amongst them, stream out and run off through the cemetery.

AUSTIN
(continuing)
I have to leave.

GRACE
No, you can't leave us here!

AUSTIN
I have to feed. If I stay one minute longer I will not be able to control myself. Stay here. Don't move from this spot.

GRACE
Austin...

Austin runs off and is gone. Grace holds Shiloh tightly.

EXT. FOLIAGE - NIGHT - LATER

Grace lies on the ground with her arm over Shiloh. A sound frightens her and she sits up, alarmed. Austin appears in front of her.

GRACE
Thank God. How long do we have to stay here? Kristen's alone.

AUSTIN
We have to go into the crypt. We don't have much time. It's the only way to get them all at once.

Grace cradles Shiloh and they walk to the crypt. Austin pulls open the heavy door.

INT. CRYPT

Grace and Shiloh enter. Austin remains at the entrance,

GRACE
Aren't you coming?

AUSTIN

Yes, in a minute. I'll be right back.
I'm not leaving.

Austin lets the heavy door close and Grace watches him walk away until he's out of view. Grace holds Shiloh and looks around the dark interior of the crypt. All twenty of the small doors to the burial chambers are open. The slabs are back inside.

EXT. CEMETERY - NIGHT

Austin stops at a grave with an elaborate headstone that has a Gothic-looking wrought-iron fence around it imbedded in stone. Austin kicks at the fence breaking the stone apart as he loosens a section of the fence. He kicks twice more and breaks off several razor sharp spikes of wrought-iron.

INT. CRYPT - BREAK OF DAWN

Shiloh and Grace huddle in the corner. Austin enters the crypt and pushes the door closed. Grace gets up and sees the sharp pieces of iron.

GRACE

What are those?

AUSTIN

We may need them. I'm stronger than an ordinary man. I'll hold them off as well I can, but if any of them manages to enter... We may need these.

Grace grimly nods and takes one of the make-shift stakes. Austin looks up at the sky.

AUSTIN

(continuing)

The sun will be up soon. Perhaps you think I should wait outside with them. I couldn't blame you after all you've seen.

Grace shakes her head and takes his hand.

GRACE

Can they break the door in?

AUSTIN
Yes, possibly, but-

Grace looks beyond Austin with alarm.

GRACE
Oh, God. Austin, look. They're coming
back! There's too many of them.

A dozen or so vampires hurry toward the crypt.

AUSTIN
Grace, get away from the door!

Grace rushes back to the corner.

GRACE
Shiloh, stay behind me. Don't move!

Grace pushes Shiloh in back of her and protectively holds his arm with her free hand.

Austin presses his back against the heavy door. The vampires push against it opening it several inches. Some claw at Austin as they desperately try to squeeze through.

Austin's face is contorted as he presses with all his might to keep the door closed, but the vampires collective might pushes it open further allowing a slender teenage girl to squeeze through at the bottom. She jumps to her feet, enraged as she hisses at Grace and takes a step toward her.

AUSTIN
Grace!

Grace pushes Shiloh further back and grips the make shift stake, her entire body shaking.

GRACE
I can't, I can't!

The girl growls and appears to lunge at Grace, but turns in an instant attacking Austin, screeching madly as she claws his face and tries to pull him away from the crypt door.

Several more vampires congregate at the door shrieking in anger.

Austin throws the girl to the floor and she is up in an instant, this time lunging for Grace with fangs bared. Grace screams as the girl grabs her and goes to bite her.

Austin reaches out snatching the girl by her hair and violently throwing her against the wall next to the crypt door, which is pushed open.

Several vampires attempt to rush in just as the sun's rays break through the tree tops. The backs of the vampires burst into flames. The girl jumps up again and lunges at Austin.

Grace grips the stake and motions to stab her just as Austin yanks the girl away and shoves her into a shaft of sunlight streaming through the open door. She screams as the sun ignites her head into a ball of flames. Austin shoves her outside with the other shrieking vampires, which are fully engulfed in flames.

He slams the door shut, watching the vampires screech and claw at the door as they burn. Grace looks beyond the vampires seeing no more of them.

GRACE
(continuing)
Bryce, Bryce. Where...

Dominic suddenly appears at the crypt door and clutches the door handle.

DOMINIC
Austin!

He screeches madly as his skin burns and rots away to a skull. Austin gasps and looks away. The beautiful prostitute runs out from the trees holding Kristen's baby. She drops to her knees and they are killed by the sun.

Grace screams as they're consumed by flames.

Austin runs to the back of the crypt, his face singed. He pounds on the wall devastated by Dominic's death. Grace drops the stake and goes to Austin. He embraces her.

AUSTIN
Oh, dear, God. He's gone. My brother
is gone. My only companion for
centuries. My flesh and blood.

The crypt slowly fills with sunlight.

GRACE
Austin, the sun.

He rears back against the wall.

AUSTIN

Take the child and move back.

Grace picks up Shiloh and walks into the sunlit area of the crypt. Austin reaches into an empty burial chamber and pulls out the heavy concrete slab.

AUSTIN

(continuing)

I have to remain here until
nightfall. I'll come to your house at
dusk.

GRACE

No, no. We're staying. Get inside.
Protect yourself.

Austin has no time to protest. He gets on the slab and lies flat. Grace watches in awe as the slab slides back into the wall on its own. She closes the burial chamber door and she and Shiloh sit in a small patch of shade in the corner of the crypt.

EXT. CRYPT - DAY - LATER

The sun is setting.

INT. CRYPT - DUSK

Grace and Shiloh sleep on the floor of the crypt. The burial door to where Austin sleeps is forced open by the concrete slab as it slides out of the wall.

EXT. CEMETERY - NIGHT

Grace holds Shiloh as she and Austin hurry through the cemetery.

EXT. RURAL ROAD - NIGHT

Austin and Grace walk along the dark road where they left Grace's Cadillac. Shiloh is asleep, carried by Austin. They reach Grace's car and Austin lies Shiloh in the backseat.

Austin and Grace get into the car. Grace starts it, turns on the headlights and gasps. Kristen stands in front of the car. Her pupils narrow to a slit a moment.

GRACE

Kristen....

Kristen opens her mouth exposing her fangs. She moves further back into the dark woods until she can't be seen. Austin opens his door.

AUSTIN

Lock the doors.

Austin gets out and hurries into the woods. Kristen appears in front of him.

KRISTEN

Give me my child. Our numbers are few, Austin. You've killed your own kind for the love of a mortal.

AUSTIN

A mortal?

KRISTEN

That's all she is to me. I'd kill her if you weren't here. Why have you waited?

AUSTIN

I love her.

KRISTEN

You love the dream. Give me my child. He'll be your son, too.

Kristen walks past Austin. He takes out his dagger and plunges it into her back. She hisses and scratches his face. Austin grabs her arms and they fall to the ground. He yanks the dagger out of her back and plunges it into her heart. She growls and convulses before dying.

Austin pulls out the dagger, then tears open her blouse to remove her heart.

INT. GRACE'S CAR

Grace sees a figure approaching out of the woods. She puts on the high beams and sees Austin.

Blood drips from his hands.

EXT. CONVENIENCE STORE - NIGHT

Grace is at a beat-up payphone dialing 911. Austin and Shiloh wait in the car.

EXT. KRISTEN'S HOME - NIGHT - LATER

The police and Coroners department are at the home. Phil's body is being removed from the house.

INT. GRACE'S HOME

Grace and Austin watch the police activity at Kristen's.

GRACE

Kristen had no parents. They died when she was a child. I don't know about her husband.

Grace looks back at Shiloh, who sleeps on the couch.

GRACE

(continuing)

He isn't even aware. I don't know what to do, Austin. I can't just walk over there and tell them this is their son. He'll be put in foster care or an institution. I don't want-

AUSTIN

You've made the right decision. It's the only thing you can do.

(takes her hand)

I have to go.

Grace nods and turns away.

GRACE

You... You have to take someone's life, you mean. I understand. I have to.

Grace won't look at him. He stands there a moment, then leaves the house.

EXT. KRISTEN'S HOME - SUNRISE - LATER

Yellow police tape covers the front door and part of the house. The sun is beginning to rise.

INT. AUSTIN'S DEN - SUNRISE

Grace stands behind Austin as he opens the door that leads into the basement.

AUSTIN

I'll return after sunset. Grace, you must sleep yourself. You've been through more than most people could even comprehend.

GRACE

I'll be waiting for you.

Austin embraces her. She closes her eyes and holds him tightly. He separates from her and Grace watches Austin hurry down the dark stairs. A moment later the lid of one of the coffins groans open.

Grace closes her eyes a moment, then gently pulls the door closed, looking pained.

INT. AUSTIN'S HOME - SUNRISE

Grace is in the empty living room staring out the window. A few moments pass and a ray of sun shines across the lawn. Grace hurries away from the window and goes into the den.

INT. BASEMENT

Grace places her hands on the cover of Austin's coffin. She hesitates a moment before opening it, then looks down at Austin who lies in a deep sleep. Before she can change her mind, she hurries over and pushes a crate under the blacked-out basement windows and climbs up, breaking out several of the small windows.

Indirect sunlight shines on her face.

Tears stream down Grace's cheeks as she walks over to Austin and kisses him on the lips.

GRACE
 (Whispers)
 I'm sorry. I love you.

Grace turns and leaves the basement. The sun's rays inch closer to Austin's open coffin.

INT. AUSTIN'S DEN

Grace sits on the velvet couch, waiting. Sunlight streams into the room. She cries out in anguish knowing what it means. Grace sits rigidly a moment holding herself as she cries inconsolably. She gets up and leaves Austin's home.

INT. BASEMENT - DAY - SHORT TIME LATER

Sunlight fills the entire basement. The cover of Austin's coffin is CLOSED now, as is Dominic's.

DISSOLVE TO:

INT. BASEMENT - SUNSET - LATER

The two coffins remain closed. The coffin Dominic once inhabited slowly groans open. BRYCE sits up and stares intently at Austin's coffin.

A moment later the lid of Austin's coffin begins to open.

INT. BASEMENT - NIGHT - SHORT LATER

Austin, very much alive, faces Bryce near the bottom of the stairwell.

BRYCE
 I'm your brother now.

AUSTIN
 My God. Dominic changed you?

BRYCE
 Yes, yes. I'm finally alive. And I can't live as you choose too. My whole life-... No, no. I mean, my entire existence, until this very moment, I was powerless. And I want a large family.

Austin looks toward Grace's home.

AUSTIN

I have to see her.

BRYCE

She can't be trusted. We have to stay here until she leaves. I should kill her myself for what she tried to do to you.

AUSTIN

It wasn't out of malice. She has a conscious.

BRYCE

As I said, she can't be trusted.
(takes Austin's arm)
Dominic told me we can only trust our own kind. Follow me.

Bryce picks up a dim lantern and guides Austin down an adjoining hallway through the large dark basement. From out of the darkness, panicked muffled voices can be heard. Austin stops.

AUSTIN

What have you done?

BRYCE

We have to feed, Austin. And only we should have the power. We have to remain superior. Never tell others about the power of the newborn's blood. Our bidding will be absolute.

Bryce guides Austin several more feet and they stop, seeing in the glow of the lantern, a YOUNG MAN and LAURA, early twenties, beautiful, African American. Their hands are tied behind their backs as they huddle in the corner, terrified and confused. Laura's purse is on the stone floor. Its contents are strewn about.

INSERT: Her drivers license with the name "Laura Morrison" is face up next to some change.

The young man stares into the darkness. Laura warily eyes the two vampires. Bryce waves his hand in front of the young man's face.

YOUNG MAN

Is someone there? Who are you?

Bryce kneels in front of the obviously blind young man, who grasps for his nearby white cane.

BRYCE

Your savior...

Bryce sets down the lantern and pushes the young man's head to the side at a painful angle, exposing his throat and a large vein bulging from it.

Bryce bares two long glistening white fangs and sinks them into the vein, feeding roughly as his body undulates in an almost orgasmic pleasure.

LAURA

Oh, God, Oh, God! What's he doing?

Stop him!

(Screams)

Help, help!

Laura looks up at Austin and gasps. His stare burns into her and he can no longer contain himself. He lunges for her and she screams again.

INT. GRACE'S GUEST ROOM - NIGHT

Grace tucks Shiloh into bed.

EXT. GRACE'S BALCONY - NIGHT

Grace stands at the railing looking down at the basement windows of Austin's home. Her eyes fill with tears.

EXT. GRACE'S HOME - DAY

A truck from the Salvation Army is parked out front.

INT. GRACE'S HOME - DAY

Grace speaks with two men.

GRACE

The house is being sold by a realtor.
I'm only taking my antiques and some
personal property. Everything else
I'm donating.

EXT. GRACE'S HOME - NIGHT - LATER

Grace sits on the floor of her empty bedroom packing
Austin's diaries in a new chest.

CLOSE ON: A brochure for the state of Maine is next to her.

Grace picks up the last diary, kisses the cover, then puts it
inside the chest.

DISSOLVE TO:

EXT. MASSACHUSETTS - INTERSTATE - DAY

A new Land Rover, pulling a U-Haul, travels along the busy
interstate.

INT. LAND ROVER - DAY

Grace drives. Shiloh sits beside her. The rover is packed
with boxes and suitcases. The chest with Austin's diaries is
behind her seat. Grace sees an upcoming exit and turns to
Shiloh.

GRACE

We're almost there.

Grace exits the freeway.

EXT. PRESENT DAY PLYMOUTH COLONY - DAY - DUSK

Grace and Shiloh wander about the area amongst dozens of
other tourists. Replicas of crude homes from 1600's Plymouth
colony, dot the area. Signs in front of each building explain
their history. Employees dressed in clothing from the 1600's
walk about the area.

Grace stops in front of an historical marker that has an
engraved picture of the Mayflower on it.

GRACE

Remember the women earlier, dressed like a Pilgrim? This is the ship she was talking about. The Mayflower. The people who came over on it founded this colony hundreds of years ago.

Grace turns away and wipes tears from her eyes. Shiloh stands on his tiptoes and reads the information written under the picture of the ship. He finishes and looks up at Grace.

GRACE

(continuing)

Is there anything else you wanna see? I'm kind of hungry myself. How bout' you?

Shiloh nods and Grace takes his hand. They walk a short distance and enter the parking lot, passing a new black Lincoln Navigator with extremely dark tinted windows and a personalized license plate reading "Laura 1".

Grace stops at the Rover and unlocks Shiloh's door and he gets in. She goes to her side, gets in and drives off.

The Navigator starts and follows Grace's vehicle.

INT. NAVIGATOR - NIGHT

Laura, now a vampire, is behind the wheel. Bryce is beside her in the passenger seat. Austin and the formerly blind young man are in the backseat.

Grace's Land Rover is a mile ahead of them.

They pass a broken down car where a man changes a tire. Laura wants to feed and instinctively brakes. Austin quickly leans forward.

AUSTIN

No, don't stop! We'll feed later.

Bryce observes Grace's tail lights, then looks back at Austin and the young man.

BRYCE
We can't lose her now, can we?
(to Austin)
How odd that you pretend to be
mortal. While you watch her grow old
and decay, we'll continue our quest.

Laura meets Bryce's gaze

BRYCE
(continuing)
I've never been to Maine. But I think
we'll all enjoy the local cuisine.

INT. LAND ROVER - NIGHT

Shiloh is turned in his seat, watching the Navigator tailing them. He turns back around undisturbed by this fact and smiles to himself as he folds his hands across his lap. FADE OUT:

THE END