

THE MIST

"Pilot"

By

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Based on the novella by Stephen King and the movie by Frank Darabont

Spike draft

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FADE IN:

1 EXT. MOUNTAINS - EVENING

1

Eyes flickering. ASGAARD NIELSSEN, a young, built man (26), in army gear, looking like someone who's been on the run, wakes up in a panic. He sits up, looks around: He is somewhere in the mountains. He has no idea where he is.

A dog next to him wakes up, starts licking his face. He looks at the dog as if he can't recognize it. The dog keeps licking him, clearly it knows him. Asgaard hits his own head as if to remember something. The dog keeps licking him. He tries to make it stop, then sees its dog tag: RUFUS.

He searches frantically for his own dog tag, but there's nothing. He searches his pockets, finds a wallet with a bit of cash and credit card with the name KIAN HUNT. He stares at the name. It means nothing to him. He looks at the dog.

ASGAARD

Are you mine?

The dog just looks at him. Then Asgaard hugs it, scared.

ASGAARD (CONT'D)

Please be mine.

He gets tears in his eyes, then he tries to shake it off. He gets up. No idea which way to go. No sign of life in any direction. In the distance, somewhere up in the mountains, he sees a mist. Something about it makes him uneasy. He starts walking the other direction, Rufus follows him.

2 EXT. MOUNTAINS - MONTAGE

2

Asgaard's walking, Rufus is following him. It's getting dark.

3 EXT. MOUNTAINS / CREEK - LATER

3

Asgaard reaches a creek. He sits down, a break. Drinks some water. Asgaard looks at the dog.

ASGAARD

I am Kian and you are Rufus.

Rufus just licks him. Asgaard smiles a brief smile, looks ahead, fear and despair in his eyes. A beat. Then we see what Asgaard can't: behind him, slowly, a mist comes rolling. It's thick, unnaturally so, like a cloud. A rabbit comes running out of it, it wakes Asgaard up. Rufus starts barking.

\*

ASGAARD (CONT'D)

It's just a rabbit.

But Rufus keeps barking. Asgaard turns, sees the mist. A mist shouldn't scare him, but this one does. Instinctively he reaches out for the dog, but instead Rufus runs into the mist -

ASGAARD (CONT'D)  
Rufus, wait -

The dog is gone. Asgaard looks at the mist. A beat.

ASGAARD (CONT'D)  
Rufus?

From within the mist, BARKING. Then there's a WHIMPER and the barking stops. \*

ASGAARD (CONT'D)  
Rufus?

No answer. Asgaard starts sweating but tries his best to remain calm. Slowly he walks towards the mist. Around Asgaard it is all white now.

ASGAARD (CONT'D)  
... Rufus?

It's more of a prayer than a call for the dog. He walks a few feet deeper into the mist. Slowly. It's completely quiet now. Not even the sound of birds. Then a brief glimpse of what he sees: his dog laying on the ground.

ASGAARD (CONT'D)  
Rufus?

Asgaard squats by the dog. It doesn't move. He tries to turn it around, as he does he feels something on his hands. He looks at them: blood.

ASGAARD (CONT'D)  
Fuck -

He looks around, sweating now, scared. Then he hears a sound from somewhere in the whiteness. On his right side. He looks but can't see anything. Then he hears it from the left as well. In front of him now, closer, moving around, growing in intensity -

He looks up, horror on his face as he sees something. As he runs, something pulls the remains of the dead dog into the mist.

TITLE SEQUENCE

SUPER: EARLIER THAT DAY

4 EXT. SCHOOL - AFTERNOON 4

The parking lot is empty, it's after school hours. A sign says BRIDGTON HIGH.

5 INT. SCHOOL / PRINCIPAL'S OFFICE - CONTINUOUS 5

STEFFANIE DRAYTON (41), a warm but anxious woman, is sitting across from principal QUINCY HILL (55'ish).

QUINCY

You shouldn't have done it. You have a group of parents petitioning to have you fired now.

STEFF

I know who. They've been trying to get me fired since I started.

QUINCY

And sometimes it's as if you want them to succeed.

Steff looks at him, then out the window. A beat.

STEFF

Maine state law requires sexual education.

QUINCY

But local boards decides which topics.

STEFF

And the topics they don't want covered, do we imagine that they just disappear if we ignore them?

QUINCY

I may personally agree with you, but when you teach topics that are not approved by the board, you are telling them about stuff that we have decided they are too young to know about and -

STEFF

These kids know how to google -

QUINCY

- And some people believe that such information will encourage them to have sex -

STEFF

Trust me, I hope they don't. But I know they will. There's a difference.

QUINCY

I know.

A beat. He looks at her, he likes her.

QUINCY (CONT'D)

Nevertheless, the board has decided to place you on administrative leave.

She looks at him. A beat.

QUINCY (CONT'D)

There will be an official announcement tomorrow.

6 EXT. DRAYTON HOME / GARDEN - EVENING

6

Steff and her husband, DAVID DRAYTON (43), liberal modern man, are sitting on a bench in the garden, overlooking a beautiful lake. It's idyllic. He takes her hand.

DAVID

Did you tell Billy?

Steff nods.

STEFF

She's so distant with me. I believe her exact response was "whatever".

(a beat)

I'm sorry.

DAVID

Don't be.

STEFF

Even if I resign, the other schools will know why. I won't get a new job.

DAVID

I can take some more clients.

STEFF

You already work too much.

DAVID

Or I can go back into advertising.

STEFF

And how long will it be before you start hating me for that?

\*  
\*  
\*  
\*

A beat. David makes a decision, not an easy one.

DAVID  
We could move.

STEFF  
You love it here.

DAVID  
And you hate it. You always have.

She looks at him.

DAVID (CONT'D)  
Maybe it's time to try something  
new.

STEFF  
You would do that for me?

DAVID  
I would do anything for you.

She leans in on him. A beat.

DAVID (CONT'D)  
It IS pretty here.

Steff looks around. A bug is crawling up the bench. She  
plunks it off.

STEFF  
Not if you look closely.

A beat. He holds her tight.

BILLY (O.S.)  
Are you coming?

David smiles. The moment is gone. She squeezes his hand.

7 EXT. DRAYTON HOME / FRONT - CONTINUOUS

7

David and Steff exits, BILLY DRAYTON (16), beautiful but  
insecure teenage girl, is waiting in the front yard. Steff  
waves to their neighbors, BENEDICT and JOAN CARMODY (52),  
working in their beautiful garden.

BENEDICT  
Off to the game?

DAVID  
Yes - could you give our garden the  
same treatment while we are gone?

\*  
\*  
\*  
\*  
\*

JOAN

If you take your bikes instead of the car. You know, I saw at the library that it's the short trips that pollute the most.

DAVID

... Hope you didn't drive there!

BILLY

Dad, we have to go!

DAVID

Oh, sorry, Joan. Messy garden it is.

David smiles, waves at them as they leave.

8 INT. CAR - EVENING

8

We see Bridgton as the car drives through it: A college, a couple of churches, a few nice neighborhoods, a mall. Steff is driving, David next to her, Billy on the back seat.

DAVID

So, Billy... Any particular reason for your new found interest in high school football?

Billy rolls her eyes.

DAVID (CONT'D)

Is it fascination with team psychology? Or are you studying our Nation's celebration of the athlete as the modern gladiator?

BILLY

Yes Dad.

DAVID

Which one?

BILLY

The gladiator one.

DAVID

Ah, right, cause, I don't know, I thought it had something to do with the piercing blue eyes of Jay Norton, superstar quarterback?

BILLY

Dad...

DAVID  
To which I would say -

BILLY  
I'm not interested.

DAVID  
To which I would say: There's more  
to life than good looks.

A beat. Billy looks out the window.

BILLY  
I know.

David smiles. Steff looks from David to Billy, she doesn't  
like this situation.

STEFF  
(to Billy)  
Is Ollie meeting us there?

Billy nods.

BILLY  
If they let him.

9 INT. OLLIE'S HOUSE / DINING ROOM - MEANWHILE

9

OLLIE GARF (16), an awkward emo teenager, is finishing his  
dinner. He is in dark clothes, eyeliner, doesn't match the  
well kept, conservative dining room. There's silence at the  
table, even if his parents, DENNIS GARF (45) and SANDY GARF  
(38) are sitting there as well. The atmosphere is tense.  
Ollie looks at the clock. He finds the courage to say  
something -

OLLIE  
I'm done now. Can I leave? I'm  
meeting Billy at the game.

Dennis stops chewing for a second, then continues. No answer.  
Sandy just looks at her plate. A beat.

OLLIE (CONT'D)  
Can I leave?

Sandy looks at Dennis. Then Dennis gets up, takes his plate,  
leaves the room. Sandy and Ollie sit for a beat.

SANDY  
You know your father can't hear you  
when you're wearing make up.

Then Sandy gets up, leaves Ollie alone at the table.

10 EXT. FOOTBALL FIELD - EVENING

10

Feels like the whole town is there. Atmosphere is wild, cheerleaders, music. David, Billy, Steff and Ollie are seated in the middle of the roaring crowd.

OLLIE

You are just culturally biased to like it, but if you look at it, football is so clearly fueled by white male aggression.

BILLY

Half the players are black.

OLLIE

Maybe because they are oppressed and this is their only way out of a bankrupt education system.

Billy smiles.

BILLY

Maybe they like football.

DAVID

Maybe they are oppressed AND they like football?

David smiles at Ollie, he is good at making him relax.

OLLIE

Either way, I'm gonna enjoy my male privilege and stare at their bodies.

Billy smiles. Steff looks at David, leans in, kisses him.

STEFF

(whispers)  
You're the best.

David smiles. On the field the teams are setting up, getting ready for kick off. We see JAY NORTON (17), beautiful, arrogant, star quarterback. Billy smiles when she sees him. Steff is more anxious. She looks around, sees a couple of WOMEN, including MRS. ALTMAN (38). They look at her, Steff quickly looks away. David notices.

DAVID

Is she one of the moms?

Steff nods. She takes David's arm, puts it around her. Feels better now. On the field, the REFEREE gets ready. The excitement rises and it's kick off and -

11 INT. BARN - MEANWHILE

11

- Someone kicks AMANDA DUMFRIES (35) in the stomach. She's lying on the floor, hands duct-taped behind her back, tape over her mouth as well. She gasps for air, tries to crawl away, but has lost her sense of direction. She is somewhere in between rows and rows of cows, nothing but legs, she turns - fuck, a pair of human legs, and she is kicked again. A man, FREDDIE ANSANTO (40) pulls her up by the hair.

FREDDIE

Tell me where it is.

He rips the tape of her mouth. Amanda does her best to keep her cool, determined not to show fear -

AMANDA

I don't know what you are talking about.

Freddie lets go of her, her face falls down in the mud. He squats over her. A beat. She looks at the dirty floor in front of her, mud, shit all over it. A spider making its way across the floor. A centipede. Flies. If you look closely enough the floor is alive. Freddie whispers in her ear -

FREDDIE

Rob told me I could do whatever I want to you, as long as I get you to talk.

AMANDA

Maybe that's why Rob is dead now.

FREDDIE

Bullshit.

AMANDA

You are literally standing in bullshit, I doubt you know how to recognize it.

The man looks at his feet, she's is right. A beat, then he kicks her again.

AMANDA (CONT'D)

Why don't you call him?

Amanda rolls over, slowly, looks the man in the eyes. The man hesitates, then reaches for his phone, keeps his eyes on her, but can't see that on her back, her hands are coming free. The man calls someone, keeping his eyes on Amanda.

FREDDIE

Yeah, it's me, where's Rob?

A beat.

FREDDIE (CONT'D)

Hello -

The moment he answers, Amanda makes her move. Lying on her back, she kicks Freddie in the balls, gets up as he falls down, attacks him. She is surprisingly strong, hits him with her fist, in the face.

They stumble in between the cows. He knocks her over, she falls, he pushes her face down in the mud. She SCREAMS, her hands look for something, find something - a manure fork. She manages to hit him with it, enough to break free. He falls over. She looks at him, the manure fork in her hand. There's fear in her eyes of what she is about to do. She hesitates for a second, he reaches for a gun -

Then she stabs him. He SCREAMS, then the scream dies out. He falls over. Amanda stands in the barn, covered in mud and shit, tries to compose herself. She reaches into his pocket, takes his gun. She looks at him. A beetle is examining his ear. Only the sound of random MOOING from the cows.

\*  
\*

12 EXT / INT. THRIFT STORE - LATER

12

Amanda's standing outside the thrift store. She catches her reflection in the window: Her clothes are still in terrible shape, more than enough to draw attention. She looks in, waits until the SALES GIRL has gone from the counter, then sneaks in unnoticed.

She looks around, quickly finds some clothes that look like her size, takes them to the changing room.

13 INT. THRIFT STORE / CHANGING ROOM - CONTINUOUS

13

Amanda's in her new clothes. They fit. She looks out through the curtains. The sales girl is back at the counter. Amanda reaches into her old jeans, finds a lighter, gets up on a chair, lights it under the fire sensor.

The fire alarm goes off. The sales girl looks around, confused, exits the shop together with the rest of the customers. Amanda waits in the fitting room, when the store is clear, she walks out through the back, grabs a wig on the way.

14 EXT. FOOTBALL FIELD / PARKING LOT - LATER

14

The game is over and judging from the mood, the home team won. People are celebrating. OFFICER PUNDIK (51) and BRENT NORTON (42), town sheriff, are observing the crowd as they leave.

\*  
\*  
\*

PUNDIK  
I think your boy is gonna get lucky  
tonight.

BRENT  
It's not luck, he worked for it.

Pundik smiles. David, Steff, Billy and Ollie passes them.

DAVID  
Good game he played.

BRENT  
I raised him to be a winner.

DAVID  
Job well done, then.

Brent smiles, proud, then he sees Steff in the background, nods at her. She pretends not to see him. Then someone CHEERS, Jay is making his way out on the parking lot, still in his gear, heading towards his dad. Billy gets self-conscious. Jay sees her, smiles at her. Then he looks at his dad, turns submissive -

JAY  
Hey, dad, the team will celebrate  
tonight at Kristofferson's place..?

BRENT  
Go, you deserve it.

JAY  
Thanks.

Jay nods, then Jay turns to Billy:

JAY (CONT'D)  
Do you wanna come?

Billy lights up. It's the words she's been waiting to hear.

STEFF  
Billy's not old enough to go to a  
party.

Steff looks at David for back up. He doesn't say anything, but it's clear from his look that he disagrees.

15 INT. CAR - LATER

15

Billy is staring aggressively out the window. Steff is driving, she tries to catch Billy's eyes in the mirror.

STEFF

I'm sorry baby, you are just, you're too young.

BILLY

It's not an underground party in New York! There will be diet coke and pringles, that's it.

STEFF

Billy, I know what goes on at those parties, I talk about these things at school -

BILLY

Yeah, and get fired!

STEFF

Sweetie -

Billy looks away, puts on her ipod. Steff's about to protest, David stops her.

DAVID

Let her.

16 INT. DRAYTON HOME / LIVING ROOM - LATER

16

Billy heads to the room, slams the door.

DAVID

Maybe we could have discussed it first.

\*

STEFF

Every time we discuss something, you give her just enough vague hope to make it even more painful when I say no.

DAVID

Maybe you shouldn't say no then.

STEFF

I would love it if you would do it, but you don't. You say "maybe", and leave the dirty work to me.

DAVID

Ok. Yes.

STEFF

Yes what.

DAVID  
Yes, she can go. She is almost 16.

STEFF  
That still makes her 15.

David sighs.

DAVID  
She needs to go out and experience  
life.

She sends him a look. There's a sudden vulnerability between them.

DAVID (CONT'D)  
It's time to let go.

He almost has her convinced. He takes her hand.

DAVID (CONT'D)  
She'll be fine.

Steff sits for a beat, tears in her eyes. She removes her hand.

STEFF  
If we're gonna move anyway, it's  
torture to let her fall in love with  
someone.

It's an excuse but it works for now.

17 INT. DRAYTON HOME / BILLY'S ROOM - LATER

17

David knocks on the door. Billy is in bed, crying. He sits down on the bed next to her.

DAVID  
She just wants what's best for you.

Billy looks at him -

BILLY  
Do you also think this is what's  
best for me?

It's the question David's been fearing. He hesitates to answer, and that's answer enough.

DAVID  
She loves you.

BILLY  
She has no idea what love is.

DAVID

Hey!

David looks at Billy, she is devastated. His heart breaks.

DAVID (CONT'D)

I remember when I fell in love with her. Every second I couldn't be around her killed me. Her love is different. It's carefully attended to, it's so nuanced, so rich, it's been simmering for years instead of quick microwave heat up. She doesn't understand our kind of love, but it doesn't mean she loves any less.

He hesitates, then he gets up, disappears for a second. Billy looks after him. He comes back, closes the door.

DAVID (CONT'D)

Mom is sleeping. If you can get Ollie to join you, then you can go for a couple of hours. No drinking and back at midnight. OK?

Billy smiles.

18 EXT. KRISTOFFERSON'S HOUSE - LATER

18

Billy and Ollie look up at a house. Loud music coming from the inside. Ollie looks skeptical, Billy notices.

BILLY

I promise, I will follow you wherever you wanna go, when you fall in love with a guy, ok?

OLLIE

Or a girl. I don't fall for gender, I fall for -

\*  
\*  
\*

BILLY

Personality. Sure. Come on.

\*  
\*

Billy smiles at him, rolls her eyes.

19 INT. KRISTOFFERSON'S HOUSE - CONTINUOUS

19

A RALLY GIRL throws up in the sink. Billy and Ollie enter, a little uncomfortable - and a little impressed. The house is full of people, most of them a year or two older, most of them drunk: Jocks, Rally girls, all the cool kids. A GIRL hands them some punch from a bowl.

BILLY  
I don't drink.

GIRL  
That's like totally offensive to the  
local culture.

Ollie takes the drink, downs it, smiles -

OLLIE  
You can't be offensive.

They head further into the party. Some are dancing, some are making out, some are just sitting drunk in the couch.

OLLIE (CONT'D)  
What now?

BILLY  
I don't know. We dance?

They start dancing. People look at them. They are a weird couple.

OLLIE  
This is so awkward.

BILLY  
Totally. But it will be worse if we  
stop now. We gotta own it.

They dance a little longer. Ollie starts turning up the volume, owning the dance floor. He likes the attention. Billy laughs. It's working. Then -

TYLER (O.S.)  
What's the faggot doing here?

Behind them is TYLER DORNE (18), big, butch football player. Ollie turns, keeps the cool facade, refuses to be intimidated.

OLLIE  
I'm here to hook up with pretty  
football guys.

A couple of girls laugh, gives Ollie some self esteem.

TYLER  
Fuck you.

OLLIE  
Oh, I thought you were a bottom.

Too far. Tyler grabs him, throws him in the arms of two other guys. Ollie tries to wrestle himself free, to no avail.

BILLY  
Let him go!

TYLER  
Shut up.

Tyler gets ready to punch Ollie, Billy steps in -

BILLY  
Let him go!

TYLER  
You heard him, he asked for it -

Tyler pushes her away, gets ready to punch Ollie.

JAY (O.S.)  
What's going on?

Tyler turns. Jay is standing in the door.

TYLER  
We're just having fun.

JAY  
Doesn't look like he's having fun?

Jay pretends not to notice Billy as he walks in, instead he helps Ollie up.

JAY (CONT'D)  
Sorry for my friends. Apparently  
they forgot what century we live in.

Ollie tries to remain cool.

OLLIE  
Yeah, it's OK.

The crowd breaks, then Jay "notices" Billy. Smiles at her.

JAY  
I'm glad you came. Sorry about this.

And Billy is sold.

JAY (CONT'D)  
Let me get you guys a drink.

BILLY  
I don't drink..

JAY  
If nothing else, then just to shake  
off this whole experience. OK?

A beat. Billy nods. As Jay pours a drink, he winks at Ollie.

20 EXT. BRIDGTON / MAIN STREET - EVENING 20

An old car is speeding down Main Street. Not much traffic, but still reckless driving. Runs a red light. It's Asgaard.

21 INT. POLICE STATION / MAIN ROOM / HALLWAY / CELL ROOM - 21  
CONTINUOUS

Asgaard comes running in. He looks crazy. Brent and Pundik are there, look up.

BRENT

Can we help you?

ASGAARD

Something killed my dog, it killed  
my fucking dog -

Brent and Pundik exchange a look -

ASGAARD (CONT'D)

- And I saw something, ohmygod, it's  
on its way, we gotta warn -

BRENT

Calm down. Calm down -

ASGAARD

Don't tell me to calm down, I am  
telling you, there was something in  
the mist, do you not understand that?  
THERE IS SOMETHING IN IT!

\*  
\*  
\*  
\*

BRENT

Ok, ok! Now, tell us, have you done  
any drugs lately?

ASGAARD

I am not doing drugs, what the fuck -  
I am telling you, something -

BRENT

Something killed your dog, yes.

PUNDIK

Listen, you can't go around and spread  
fear like that, it disrupts public  
order, ok? Maybe you stay here until  
you sober up again -

\*  
\*

As Pundik talks, Asgaard's gaze drifts around the room,  
looking for something.

ASGAARD

We gotta get guns.

Asgaard tries to run behind the counter.

BRENT

Whoah!

Brent and Pundik immediately stop him, throw him to the floor. Asgaard tries to wrestle himself free -

PUNDIK

Stay down!

Within seconds they have him cuffed. They drag Asgaard down the hall -

ASGAARD

Let me go! I'm telling you, it's coming! It's -

- Into a room with a couple of cells, throw him in one of them, lock it, leave the room, continue up the hall -

PUNDIK

What a nutcase.

22 EXT. FARMHOUSE - EVENING

22

A farmhouse, modernized, at the foot of the mountains. Nothing but nature around the house, far from the city. Quincy is sitting on the porch. His wife, THERESE (55), is next to him, holding his hand. It's a nice, quiet evening.

THERESE

It's the board's decision. Don't beat yourself up about it.

He nods.

THERESE (CONT'D)

Let me get you a beer.

He smiles at her as she leaves. Sits for a while, looks at the view. Not far from the house, a mist is crawling down the mountains. A flock of birds that seem to fly away from it. Then he hears a strange sound. A CRY of pain but not from a human being. It gives him the shivers. He looks around, can't see where it comes from. Another CRY. He gets up. Slowly he walks down from the porch. It's getting dark, he can't see much. As he turns the corner of the house he sees where the sound is coming from -

A moose is standing next to the house, almost as if paralyzed. It makes the sound again. Quincy moves closer to it -

QUINCY

Hey, shush -

He tries to chase it away, but it wont move. Something's wrong. It looks, well, dying. It moos again, in pain. Quincy claps his hands to try and chase it away, but it doesn't move. The light behind the window is turned on. Then he sees it: From the other side, blood is dripping down on the ground. Slowly he walks to the other side of it -

QUINCY (CONT'D)

Holy ..

Quincy looks at it in disgust. A piece of the moose's side is missing, almost as if ripped out. Carefully he walks up to it. The whole side is an open wound. He looks around, trying to figure out where the moose came from, trying to see if it's alone... He doesn't see the moose giving in, losing balance, he just sees its big body falling, tripping him over, landing on his legs. He screams in shock -

QUINCY (CONT'D)

Fuck!... Therese!

A couple of deep breaths. The moose covers the lower part of his body, not dead, but clearly dying. He shivers in pain, but he is OK. He even manages to smile at the moose.

QUINCY (CONT'D)

Jesus, you nearly killed me you big fat fuck.

He laughs, part in relief, part in shock. Tries to relax. A beat. Then the mist comes rolling in through the garden. He sees it coming closer, a little uneasy.

QUINCY (CONT'D)

Therese?

The mist reaches him. Inch by inch it crawls over his face. He looks around, it's white all around him.

QUINCY (CONT'D)

Therese?!

A sound from inside the mist. Something in there. Getting closer. He tries to move, can't, stuck under the moose. He gets panicky. He looks around, can't see anything in the whiteness. But he can hear, something approaching -

Then he SCREAMS, his feet wrestling under the moose until his scream dies out and his feet fall down, lifeless.

23 EXT. BRIDGTON - EVENING 23

Amanda drives through Bridgton. She reaches an old house on the outskirts of town, parks. It's run down, hasn't been attended to for a long time.

24 INT. DUMFRIES HOUSE - CONTINUOUS 24 \*

Amanda opens the door, enters - and stops. Something is wrong. Things are packed in boxes. She looks around. PHILLIP CALEB (50'ish), hillbilly type, is standing in the other room. They both look genuinely puzzled. \*

PHILLIP \*

What are you doing here? \*

AMANDA \*

Where's Mrs. Dumfries? \*

Phillip looks at Amanda. \*

PHILLIP \*

The old woman? She died two weeks ago. \*

A beat. Amanda tries to hide the feelings that are surfacing. \*

AMANDA \*

I... didn't know. Uhm, some of my things were in the shed, if I could only... \*

PHILLIP \*

Her things are in a storage unit downtown, they couldn't find her daughter. \*

Phillip looks at Amanda, takes a step closer to her. \*

PHILLIP (CONT'D) \*

Who did you say you were? \*

AMANDA \*

Just an old friend. \*

He nods. Looks at her. \*

PHILLIP \*

There was nothing of value in the shed, just some old garden furniture. \*

If you want those, you should contact the estate lawyer. \*

Amanda nods. She leaves, Phillip watches her go, locks the door. \*

25 INT. CAR / EXT. MOTEL - LATER 25

Amanda has parked in front of a run down motel. She sits for a beat, out of it. She picks herself up. She adjusts her wig in the mirror. It will have to do. She heads in.

\*  
\*

26 INT. MOTEL - CONTINUOUS 26

Amanda's standing by the counter. A RECEPTIONIST is preparing her room.

RECEPTIONIST

Do you have any ID?

AMANDA

My wallet was stolen. But I can pay for two nights in cash, up front.

The receptionist looks at her. A beat. Amanda gives the receptionist a 50 dollar bill.

AMANDA (CONT'D)

And a deposit.

27 INT. DRAYTON HOME / BEDROOM / HALLWAY - THE NEXT DAY 27

David wakes up. He has a bad feeling. He checks the clock, it's 6 am. Steff is still sleeping. Ever so carefully he gets up, skips out of the bedroom. He goes to Billy's room, gently knocks on the door. No answer. He opens the door.

The bed is empty. Sweat breaks on his forehead. He goes to check the bathroom. Empty as well. He turns - only to get a shock: Steff is there, startles him. She instantly sees something is wrong.

STEFF

What is it?

David can't get himself to answer. A beat, then Steff heads to Billy's room, opens the door.

STEFF (CONT'D)

Where is she?

DAVID

I don't know! Maybe, maybe she -

Steff doesn't waste any time listening, heads back into the bedroom, calls Billy's cell. A beat. No answer, but from outside they can hear a PHONE RINGING. Steff runs to the window. Billy is sitting on the old swing in the garden. As if she's in a trance.



STEFF  
Who allowed you to do that?

DAVID  
I allowed it!

Then Billy breaks down, sobbing.

STEFF  
Sweetie, it's OK. You're home now,  
that's what matters. \*

But there's no consoling Billy. Steff starts getting worried.  
David too. He has a bad feeling. Billy can't stop crying.

STEFF (CONT'D)  
Honey, what's wrong?

There's a long beat as Billy forces herself to stop crying.  
Then she looks at the floor.

BILLY  
When I woke up, my.. I could feel  
what had happened.

A beat.

BILLY (CONT'D)  
There was blood on the sheets.

Steff runs to the kitchen, throws up in the sink. David turns  
pale. He just sits there until Steff returns.

DAVID  
Are you sure?

Steff sends him a look that could kill. Billy nods.

BILLY  
I'm sorry, I'm so sorry, I shouldn't  
have gone, I shouldn't -

Steff interrupts with surprising determination.

STEFF  
It can *never* be your fault. Do you  
understand?

A beat. Billy nods slowly. David gets up.

DAVID  
I'll take her to the police.

Billy freezes, remain seated. David looks at her: What?

BILLY

Ollie saw what happened. He says it was Jay.

30 INT. POLICE STATION / CELL ROOM / OFFICE - DAY

30

Brent is walking down the hallway into the cell room, he unlocks the cell, walks in. Asgaard is in there.

BRENT

Looks like you have calmed down a bit, maybe you can tell me who you are, I can file a report and you can go home to monsterland. What's your name?

ASGAARD

I ... Kian Hunt.

\*

BRENT

And where do you live?

A beat. Asgaard doesnt answer.

BRENT (CONT'D)

It is an offence to refuse to state your name and address -

ASGAARD

I don't.. I am homeless.

BRENT

(sighs)

Social security number -

ASGAARD

.. I can't remember, please, just listen to me, I saw a monster -

Brent grabs Asgaard, throws him to the floor -

ASGAARD (CONT'D)

You can't do that!

BRENT

Oh, you can remember the law?

Brent searches his pockets. Finds the wallet with the name, but nothing more. There's a tag with "ARROWHEAD" embroidered on the uniform.

BRENT (CONT'D)

Guess we are calling Arrowhead. And you are staying a while longer.

ASGAARD

Please..

Brent leaves, locks the cell after him, walks up the hallway -

BRENT

Pundik? We need prints on the weirdo  
in the cell -

PUNDIK (O.S.)

OK!

Then he reaches the office space. David and Billy are standing there.

BRENT

David? What can I do for you?

A beat.

DAVID

Maybe it's best we speak with someone else.

David puts his hand on Billy's shoulder.

31 EXT. GYM - LATER

31 \*

Jay, Tyler and a two other GUYS exit the gym. Outside Pundik and another OFFICER arrive. They are almost apologetic, as if they are embarrassed. They aim for Jay. \*

PUNDIK \*

Uhm, Jay, we need you to come with us. \*

JAY \*

Why, what's going on? \*

PUNDIK \*

Just please come with us. \*

JAY \*

Is it something with my dad? \*

A beat. Pundik looks around, then almost whispers - \*

PUNDIK \*

You need to come down to the station and answer some questions. \*

JAY \*

About what? \*

PUNDIK

.. Uhm, you are being investigated  
for sexual assault, so.. Uhm. Yeah.

A beat. Tyler, the team, they all look shocked. The officer looks around at the rest of the players, tries to smile.

OFFICER

Good game yesterday, guys.

Then they leave with Jay.

32 INT. JOAN CARMODY'S HOUSE / KITCHEN - DAY 32 \*

The Carmody house is brown, dark, old fashioned. Not a lot of modern equipment. Joan pours water from a kettle, makes herself som herbal tea. She looks out the window: Cars passing by. A moped. A plane in the sky. Benedict walks into the kitchen.

JOAN

They're gonna kill us, you know.  
With their co2 and their global  
warming.

BENEDICT

Yes. But you can't change that, so  
stop worrying.

Ben smiles at her.

BENEDICT (CONT'D)

I'll take care of lunch.

She smiles, kisses him.

JOAN

Then I will be in the garden. While  
I can.

She smiles, puts the cat down.

33 EXT. JOAN CARMODY'S HOUSE - DAY 33

Joan is working in the back garden, it faces the lake. She is on her knees, digging out weeds when she sees a caterpillar crawling on one of the plants. She smiles at the sight of it. She takes the caterpillar, places it on the back of her hand, examines it, smiling. It's weird, green, wonderful. Then she hears a sound, something in the water, she turns around.

A toad jumps up, out of the lake, into her garden, right next to her. She looks at it. Then it's as if the lake comes alive.

Toads, frogs, salamanders come up from the water, as if running away from something.

Something is wrong. Everywhere she looks, animals seem to be on the run. Birds are flying away from the mountains in huge flocks. While she is looking away, the tongue shoots out of the toad, she retreats her hand in shock, the caterpillar is gone.

She gets up, looks around, scared. She notices her neighbor, HUNTER TRAVIS (25), on the other side of the fence.

JOAN

Did you see that?

Hunter shrugs, so not interested.

HUNTER

Probably a small earthquake or whatever.

JOAN

I never heard of that.

HUNTER

Weird shit happens. Look it up online.

JOAN

We don't have the internet, can I borrow yours? \*

He looks at her, can't be bothered.

HUNTER

.. Sorry, mine is the porn only subscription. Try the library.

He heads in, leaving a somewhat bewildered Joan behind.

34 INT. HOSPITAL / WAITING ROOM - LATER

34

Steff and David are sitting in the waiting room at the hospital. David tries to look at Steff, she avoids his gaze. He knows now is not the right time to talk. Doctor Aaniya Singh (50'ish) enters.

DR. SINGH

We are done with the examination.  
The police had a few more questions  
for her and then you can go home.

David nods.

DR. SINGH (CONT'D)

She should see a therapist as soon as possible.

DR. SINGH (CONT'D)

From you, she needs stability, safety and help feeling that she is in control of her life again. Let her choose, but be there for her as she does. \*

David looks at Steff. She nods without looking at him. Down the hallway Billy exits the examination room. Steff runs to her. David is alone with the doctor. When Steff is gone, he looks at her. She knows what he wants.

DR. SINGH (CONT'D)

David, I can't say anything, it's a police investigation, I will write a report and -

DAVID

I need to know.

Aaniya looks around. They are alone. A beat.

DR. SINGH

There are signs of intercourse but no violence.

DAVID

She was passed out.

Dr. Singh nods.

DAVID (CONT'D)

What about a DNA test, can't that, shouldn't you -

DR. SINGH

We took one and that will show who but not that it was rape. There's a witness, right?

David nods. Aaniya looks at him.

DR. SINGH (CONT'D)

I'm sure you'll be fine.

It doesn't sound 100% convincing.

35 INT. DRAYTON HOME / BILLY'S ROOM - LATER

35 \*

Billy's on her bed, she's been crying. Ollie is next to her, comforting her. They are physical, like two girlfriends. \*

\*  
\*

BILLY  
I don't know what to do.

OLLIE  
You went to the police, you don't  
have to do anything more.

BILLY  
No, I, I don't know what to do. I  
can't watch TV. I can't read. I wanted  
to just listen to some music when I  
got home, and I had to pick a song  
and it was, like, the song I pick is  
always gonna be the first song I  
heard after...

Ollie has no idea what to say.

OLLIE  
We can choose a really bad song  
together, like a stupid Katie Perry  
thing or something, then you wont  
ruin a good song?

BILLY  
I like Katie Perry, you hate her.

She smiles at him, a brief smile.

BILLY (CONT'D)  
But thanks.

A beat. A sadness over Ollie.

OLLIE  
You can't let them win, you know.

Billy doesn't answer.

OLLIE (CONT'D)  
You know how this is gonna be,  
everybody loves Jay. They will tell  
you it's your own fault, they'll say  
you're a liar.

BILLY  
Who are "they"?

Ollie hesitates.

OLLIE  
The whole city.

A silent beat. She knows.

OLLIE (CONT'D)

You know I'll do anything for you,  
right?

BILLY

I know.

She hugs him, he lets her.

36 INT. DRAYTON HOME / LIVING ROOM - CONTINUOUS 36 \*

Silence in the living room. David and Steff are there. She has shut down, stares into space, he's preparing to say something. It becomes unbearable.

DAVID

I shouldn't have gone behind your back.

STEFF

Oh, David. This is not about going behind my back. It's about taking responsibility for your daughter.

DAVID

I'm sorry for that too.

STEFF

I can forgive the betrayal.

David looks at her, begging. She shakes her head. Can't forgive the other thing. Tears in David's eyes.

STEFF (CONT'D)

Do you have any idea what it's like having been bad cop for 16 years? 16 years of me saying no. 16 years of a daughter who loves you and who hates -

She stops herself, too much pain at the end of that sentence. He tries to take her hand. For a moment she lets him, a chance of reconciliation -

Then a LOUD BANG, the window breaks, a rock flies through. Steff SCREAMS, David gets up, all the anger boiling up inside him. He runs out -

37 EXT. DRAYTON HOME - CONTINUOUS 37 \*

- On the street, just in time to see a group of teenagers, the football players, run away. Steff runs to the door, from the window on the first floor Billy appears.

DAVID  
Get back in!

                          STEFF  
But -

                          DAVID  
Get back in!!

Steff withdraws. David looks at Billy.

                          DAVID (CONT'D)  
You too!

Billy doesn't move, she remains frozen in the window frame.  
Then we see what she sees:

David standing on the road, but on the road, beneath him,  
huge letters in white paint spelling WHORE. David sees on  
her face that something is wrong. Then he looks down, sees  
it.

38 INT. MOTEL - LATER

Amanda is in her motel room, looking cautiously out the  
window. It's dark. Street is more or less empty now. She  
looks at the alarm clock, it's 11 pm. She takes the gun,  
puts it in the pocket of the jacket, leaves.

39 EXT. STREET - LATER

The street is dark. Amanda is driving without lights on,  
parks a few houses down from the house she visited earlier.  
She looks at it. Windows are dark.

40 EXT. DUMFRIES HOUSE - CONTINUOUS

Amanda sneaks into the garden. She finds her way to a shed,  
moves a rock and takes the key underneath it, tries to use  
it on the padlock on the door. It doesn't work. Fuck.

A beat. She looks around. It's a quiet night. The door is  
wooden, old, rotten. She can break it in. She looks up at  
the windows again, all dark.

She kicks in the door. The sound is way too loud. She stands  
still, listens. Nothing. Then she walks into the shed.

41 INT. SHED - CONTINUOUS

Some old garden furniture, a lawn mower, garden tools. Amanda  
looks around, finds a shovel, goes to the corner of the shed,  
starts digging. After a while she hits something.

PHILLIP (O.S.)  
Didn't I tell you to get out of here?

Amanda turns. Phillip is standing behind her, baseball bat in hand. A beat. Amanda looks at him.

AMANDA  
Just let me -

PHILLIP  
This is my property, you have no business here.

Amanda doesn't move. Anger boiling in her. Slowly, she tries to move her hand towards her pocket. He raises the bat.

AMANDA  
I'm not here to hurt you.

PHILLIP  
Damn right.

He pushes her up in a corner, searches her, takes her gun. Then the sound of SIRENS. Amanda looks up.

PHILLIP (CONT'D)  
What, you don't like cops? You should have thought about that before you tried to steal... whatever it is.

He looks at the hole she has been digging. A glimpse of a sportsbag down there underneath the dirt. He looks at her then reaches for it.

AMANDA  
However long it takes, I will be back someday, and that day will be the day you start looking at your life with regret.

PHILLIP  
Yeah, I'm totally scared of women.

He starts pulling up the bag, enough that he can open the zipper a bit. It's full of money.

PHILLIP (CONT'D)  
Holy fuck.

The sirens come closer, almost there. Amanda looks around in panic, makes her decision, quickly pushes down some of the garden tools on Phillip, runs -

42 EXT. DUMFRIES HOUSE - CONTINUOUS 42 \*

Amanda runs through the garden, jumps the fence. Phillip runs out after her, but she is gone. He stops for a beat. Thinks. This is his shot. He listens, sirens are not there yet. Quickly, he shuts the door to the shed, picks up a stone, breaks the glass in the garden door, goes inside. \*

43 INT. DUMFRIES HOUSE - CONTINUOUS 43 \*

He goes to the front door, opens, just as the police arrives. Two cops enter - \*

PHILLIP

Someone tried to break in through garden door, ran away over the fence. \*

One of the cops runs into the garden, the other enters. Phillip looks out at the shed, seems safe. \*

44 EXT. GARDENS / STREET - CONTINUOUS 44 \*

Amanda runs through a garden, jumps another fence, a new garden. \*

A DOG BARKS next to her, fuck. Lights are turned on in a house. She continues running, out of the garden, crosses a street, through another garden, makes her way through trees, when a branch pushes her wig off. She tries to save it, but it falls to the ground, lands in a puddle of water. \*

AMANDA

Fuck! \*

She keeps running. SIRENS in the back ground. Lights being turned on around her. She pushes through the trees, climbs a fence, jumps - \*

45 EXT. CEMETERY - CONTINUOUS 45 \*

- looks around, then she notices where she is. It's the cemetery. Amanda hesitates. A moment of vulnerability on her face. A beat. \*

She starts walking across the cemetery, looking over her shoulder. The danger seems to be gone, she slows down a little. She brushes off the dirt. \*

Then, a bit further up, she sees what looks like a relatively new grave. She hesitates as she gets closer to it. \*

When she reaches it, she stops, afraid to look. A quick glimpse of the tombstone, it says "ANNA DUMFRIES 1955 - 2015". A beat. \*

AMANDA

I'm not sorry.

Then she leaves.

46 INT. MOTEL - LATER

46

Amanda enters the motel, tries to walk quickly through the reception area. A quick nod to the receptionist. The receptionist smiles, a somewhat strained smile, watches Amanda disappear down the hall, then looks at her little TV. There's a picture of Amanda, wanted by the police.

47 INT. MOTEL / ROOM - CONTINUOUS

47

Amanda walks into her room, shuts the door, closes the curtains. She's unraveling. Paces around the room, she gets tears in her eyes.

AMANDA

Stop it!

She slaps herself. It just makes it worse. She opens the minibar, drinks directly from a bottle of vodka. It doesn't help. She can't hold it back any longer, she starts crying, sits down on the floor, just gives in to it. Sobbing. Then someone knocks on the door.

AMANDA (CONT'D)

I'm OK!

Amanda dries her eyes, pulls it together. There's another knock.

AMANDA (CONT'D)

I'm OK, fuck off -

The door is kicked in, two policemen with raised guns aiming at her.

48 INT. POLICE STATION / CELL ROOM - LATER

48

The two officers throw Amanda in a cell next to Asgaard, then leave. She sits down on a bed. Fuck.

Asgaard is sitting in the cell next to her. He looks at her.

ASGAARD

I saw a monster. I swear.

She looks at him. Sighs. Looks away.

49 INT. POLICE STATION / OFFICE - EVENING 49

Brent is sitting at his desk, staring into nothingness. A DOOR SLAMMING wakes him up, a LAWYER walks past him, nods. Brent gets up, waits until Jay walks into the room.

50 INT. CAR - LATER 50 \*

Brent and Jay are in the car, Brent is driving. Silence. Brent is boiling with anger. \*

BRENT \*

If they haven't pressed charges, \*

it's because the case is weak. \*

Jay doesn't answer. \*

BRENT (CONT'D) \*

And Ron is good lawyer, he knows \*

what he is doing. \*

Brent can't look at his son. \*

BRENT (CONT'D) \*

Just do what he says, follow his \*

lead. Be honest with him. You can \*

tell him anything, you know he can't \*

repeat it, right? \*

Jay doesn't answer. \*

BRENT (CONT'D) \*

You're not going to jail, I guarantee \*

that. You hear me? \*

Brent parks the car in front of their house. A beat. Jay still doesn't answer. Brent looks at him, that strong Alpha gaze. For the first time, Jay looks at him without lowering his eyes. \*

JAY \*

Why do you talk to me as if I did \*

it? \*

A beat. Brent realises that he did. \*

BRENT \*

I'm just saying, you're not going to \*

jail. \*

Right. Jay holds Brent's gaze, then looks away. \*

51 EXT. OUTSIDE BRIDGTON - MORNING

51

Sun is rising. Shot of Bridgton from afar. Fields surrounding the city.

MUSIC. Hunter Travis is at the top of a telephone pole, fixing the power lines, singing along to the music on his headphones.

Then below him, at knee height, the mist comes crawling. At first he doesn't notice, he's listening to his music and is busy working, it's not until the mist is visible in front of him, making it's way towards Bridgton, that he looks down. It's all white below him from his knees down. He removes the headphones.

HUNTER

Wow.

He hangs there for a beat, just admiring the view. It's surreal, beautiful.

Then a strange sound from somewhere in the mist. He becomes uneasy. He looks down. Nothing to see. Just white. Then, from the whiteness, a rat runs up the pole. A schock, then disgusted, he pushes it off the pole.

\*  
\*  
\*  
\*

A beat. Then more rats follow, 5, 10, running up the pole, fleeing from something. He panics, tries pushing them away, but more follow. He looks down - what the fuck is going on?

\*  
\*  
\*

Then he SCREAMS, infinite pain, he grabs his foot below the mist, when his hand comes back up, it is bloody. Panic. He tries to crawl up the pole, but his feet are secured to it. He reaches down again, fumbles trying to get his feet free when something grabs his arm -

\*  
\*  
\*  
\*  
\*

He SCREAMS again. Then, inch by inch he is dragged down into the whittness, almost as if drowning in water, before his scream dies out.

\*  
\*  
\*

52 INT. DRAYTON HOME / BEDROOM - MORNING

52

David wakes up. Steff is not in the bed, he gets up immediately, heads into the -

53 INT. DRAYTON HOME / LIVING ROOM - CONTINUOUS

53

He is relieved to see her there.

DAVID

Morning.

STEFF

Morning.

He walks over to her. On the table in front of her is bag with some of her clothes. He hesitates for a beat.

DAVID  
What are you doing?

STEFF  
Billy's not safe here. We are staying at my sister's until we move.

DAVID  
... Ok. I'll pack some things.

Steff turns, looks at him.

STEFF  
You are staying here.

DAVID  
But -

STEFF  
I can't look at you right now, let alone live with you.

DAVID  
I'm not letting you leave without me -

STEFF  
It's not your choice!

A beat. She looks at him. She wants to forgive him, but can't.

DAVID  
What if she needs help?

STEFF  
I'll find a therapist in St. Vincent. And Dr Singh phoned in a prescription for some valium, I'll pick it up.

She takes his hand.

STEFF (CONT'D)  
If you want to be useful, then you can go to the police and report what happened here.

David nods. Steff heads into Billy's room -

54 INT. DRAYTON HOME / BILLY'S ROOM - CONTINUOUS

54

From the closet, Steff quickly picks out random clothes. Billy looks up from the bed.

BILLY  
What's going on?

Steff stops packing, sits down.

STEFF  
You and me are going to visit my  
sister for a few days.

BILLY  
What about dad?

STEFF  
He is staying here.

BILLY  
I don't want to leave without him!  
Why can't he come? Dad?

David is standing in the door. He looks defeated. A beat.

DAVID  
I have to stay behind, honey. I  
gotta go talk to the police. I'll  
come later.

David looks at Steff. She holds his gaze. Billy looks at  
her. Then she nods.

55 EXT. STREETS - MEANWHILE 55

Joan and Benedict are biking through the city. They bike \*  
into a parking lot, a small square with a church and a \*  
library, lock the bikes, keys in her bag. \*

56 INT. LIBRARY - CONTINUOUS 56

Joan and Benedict enter. \*

BENEDICT \*  
I'll be by the comics. \*

JOAN \*  
Of course you will. \*

Joan heads towards the LIBRARIAN. \*

JOAN (CONT'D)  
This is going to sound strange. But  
yesterday, it was as if the lake  
came alive. Can you help me find  
information about .. something like  
that?

The librarian looks at her.

57 INT. LIBRARY - LATER

57

Joan is looking through digitized papers on a computer, her bag next to her, librarian behind her.

LIBRARIAN

This is the archive of every edition of the Bridgton Post, dating back to 1860. If we do a key word search of -

The librarian types in a few things, presses enter.

LIBRARIAN (CONT'D)

Let's see. This is from 1888.

The Librarian scrolls through a few things, nothing of interest. Then stops at something, an old news paper clip. The librarian zooms in -

INSERT: COMPUTER SCREEN / NEWSPAPER HEADLINE

"6 dead when wildlife invades Bridgton"

BACK TO SCENE

JOAN

Huh.

(reads)

".... Six people have been found dead, presumably killed by bears... other animals came down from the mountains in large numbers, including moose and deer and foxes"

LIBRARIAN

No fish though.

The librarian smiles, finds the whole thing kinda silly. Joan smiles back, then turns her attention to the screen.

JOAN

"Some locals fear it's a Black Spring, the legend of Nature turning sour as evidenced by the frozen lake being black like a rotten tooth".

A beat.

LIBRARIAN

Well, the Bridgton Post sure ain't what it used to be.

Joan smiles.

58 EXT. BRIDGTON - CONTINUOUS

58

David drives down main street. In the background, the mist is drawing closer. He hasn't noticed it. He drives into parking lot in front of the police station.

59 INT. POLICE STATION - CONTINUOUS

59

Brent stops working when he sees David. There's a beat where they just look at each other.

BRENT

What do you want?

DAVID

Maybe, uhm, maybe I should speak with Officer Pundik.

BRENT

Pundik is out picking up Ollie for questioning.

DAVID

Why?

BRENT

He is a witness, why do you think?

\*

The door opens, Officer Pundik walks in with Ollie. Brent looks at Ollie as he is being taken to the back of the room.

BRENT (CONT'D)

Now, you can talk to me or you can wait an hour or two until Pundik is done.

Then the phone starts ringing. Brent gives an arrogant "hang on" sign to David -

BRENT (CONT'D)

Bridgton Police, Sheriff Norton speaking... Wait, you need to speak slower...

Brent looks at the phone. Connection's cut off. Another phone rings.

BRENT (CONT'D)

Bridgton Police, this is Bre...  
What do you see? What -

Same thing. Line's dead. From further down the office space -

PUNDIK

What's going on?

BRENT

Someone rambling about a mist. \*

They look at each other. Then, somewhere in the distance, an ALARM going off. A concerned look between Brent and Pundik. Brent takes his gun, heads out. Pundik leaves Ollie behind, then follows Brent. David walks after them.

60 EXT. BRIDGTON / MAIN STREET - CONTINUOUS 60

At the far end of Main Street. It's a quiet day. We move up the street with the mist. \*

61 EXT. PARKING LOT - MEANWHILE 61

Joan and Benedict are exiting the library, walking towards their bikes, reaches them - \*

JOAN

My bag. It's inside. \*

Benedict shakes his head. \*

BENEDICT

Less worrying, more remembering. \*

Benedict smiles at her. She turns. The mist is crawling past the library, towards them. \*

JOAN

Wow. \*

Benedict turns as well, raised eyebrows. \*

BENEDICT

That's... \*

The mist reaches them. They just stand there as the world disappears before their eyes. It's not long before all sense of direction is gone. Benedict takes her hand. \*

BENEDICT (CONT'D)

I'll go with you. \*

They walk a bit, almost in blindness, visibility just a few feet. She stops, listens. Sound of something approaching. \*

JOAN

You hear that? \*

He nods. Something coming closer, closer, heavy breathing, steps, from behind, she turns - \*

A man, insanity in his eyes, is right behind them, pointing a gun at them, sweating, shaking - \*

MAN WITH GUN  
ARE YOU REAL?

Joan screams, covers herself, useless, but instinctive -

JOAN  
What are you..

MAN WITH GUN  
ARE YOU REAL?!

BENEDICT  
We are real, we are real -

Benedict looks at him, trying to be brave. The man points the gun at him, inches from his face. He is trembling. Then he starts shaking, crying, the finger slowly pulling the trigger.

MAN WITH GUN  
But it's all real.

A beat. Then pulls the trigger, Benedict falls to the ground, dead. Joan screams. Blood runs from an open wound in Benedict's face. The man looks in horror at what he has done. A beat.

MAN WITH GUN (CONT'D)  
Forgive me.

Then he points the gun at himself, pulls the trigger. Dead. Joan runs, crying, fumbles her way through the mist, no idea where she is, making her way across the parking lot, over a lawn, when she finds a wall, a door, opens it, runs in -

62 INT. CHURCH - CONTINUOUS

62

Joan looks around. A group of people, 8-10, looks at her, including FATHER ROMANOV and his wife KRISTINE. She is in the church.

63 EXT. POLICE STATION - DAY

63

David, Brent and Pundik are standing in the parking lot outside the police station. The mist is coming closer, moving towards them like a white wall. They just stand there and look at it.

BRENT  
What the fuck, this is the thickest mist I have ever seen.

PUNDIK  
You sure it's not smoke?

BRENT  
There's been no call about a fire.

DAVID  
It doesn't smell like smoke.

Brent looks at him, annoyed.

BRENT  
Go back in and wait.

A beat. They look at each other, David turns to go inside, then notices the flags in front of the police station.

DAVID  
It's moving against the wind.

BRENT  
What?

DAVID  
The mist. It's moving against the wind?

Before Brent answers, the mist reaches them. Visibility just a few feet. It's oddly quiet. David can see the shadows of the two others, his car, but that's it.

BRENT  
Alright, let's get back in, it'll blow over in a minute.

Pundik nods, he looks scared. David and Brent start walking, disappear into the whiteness, Pundik picks up his phone.

PUNDIK  
Wait guys, just wanna take a photo for the missus.

DAVID  
Great, see you inside, Pundik.

Pundik smiles. He starts taking selfies.

CAMERA IN PUNDIK'S PHONE POV:

Pundik smiles, the mist around him. He takes a couple of pics, adjusts his hair, takes a couple more then -

Behind him in the mist, the shadow of something. He hasn't noticed, but we can see it, moving closer -

\*

Out of our sight, something grabs him, we just see his shock, his face exploding in pain, hear a loud scream before the phone is dropped and all that's left is whiteness.

BACK TO SCENE

Brent and David turn around.

                          DAVID (CONT'D)  
What happened?

                          BRENT  
Pundik?

They still hear Pundik screaming from within the mist.

                          BRENT (CONT'D)  
Pundik?

Brent draws his gun. Takes a few steps into the mist, slowly.

                          BRENT (CONT'D)  
... Pundik?

Brent almost reaches Pundik. We don't see what he sees,  
just the horror on his face. Then he turns -

                          BRENT (CONT'D)  
RUN!

                          DAVID  
What's -

                          BRENT  
RUN!!

And so they run, David looking over his shoulder, but can't  
see anything.

                          DAVID  
Where's the station?

                          BRENT  
Fuck!

There's nothing but mist around them.

                          DAVID  
My car!

David points, runs, Brent follows David, shooting randomly  
into the mist behind him. They reach the car, opposite sides.  
David frantically starts searching for his keys. Something  
approaches, they can hear it. David finds the key, drops  
them - he squats down, looks for them under the car, and  
behind Brent's feet sees something approaching, something -  
could be a dog, but it looks *bug-like* -

DAVID (CONT'D)

Behind you!

Brent turns, screams, something's happening but we stay on David as he finds the keys, opens the door, jumps in the car, opens for Brent -

Brent tries to get in, but out of view, something is grabbing his foot, he tries to kick it, he screams again at the sound of a BITE, searches for his gun, David helps him, Brent shoots out at something we don't see, gets in the car, shoots the door, just in time to hear something bang against the door.

64 EXT. BRIDGTON / INT. CAR - MEANWHILE

64

On the other side of town, Steff and Billy are driving down Main Street. Billy in deep sadness, looking out the window. Steff looks at her. So painful. A beat.

STEFF

I'm sorry. I'm sorry I'm taking you out of town without your dad, I know it's not what you want, but it's for the best, the way things are right now. You understand that?

Billy doesn't answer.

STEFF (CONT'D)

Don't you?

Still no answer.

STEFF (CONT'D)

Everything I do, I do to protect you.

That's the tipping point for Billy.

BILLY

Protect me? You're not protecting me, you're controlling me!

STEFF

I'm -

BILLY

I know you don't want me to do what you did, but guess what, I won't! Cause I'm NOTHING like you! You're embarrassing yourself at my school and you -

Billy stops herself A beat. They stop for a red light.

STEFF

... What do you mean, "do what I did".

Billy sends her a look. Not dignifying that with an answer.

STEFF (CONT'D)

What do you mean?

BILLY

It's a small town, mom. I know. Everyone knows.

STEFF

Knows what?

BILLY

That you were a slut.

Steff doesn't mean to, but she slaps Billy. It just happens, she's as surprised herself as Billy is. Silence. Then -

BILLY (CONT'D)

You're such a hypocrite. I hate you.

They sit in silence for a beat, Billy looking away, Steff just in shock. The light turns green. Then she drives.

65 EXT. MALL / INT. CAR - MOMENTS LATER

65

Steff's car parks in front of the mall. They sit in the car for a beat.

STEFF

I'm gonna go pick up the valium. Do you wanna come or do you wanna wait here?

Billy doesn't answer. The anger is gone from Steff, just endless sadness about the way their relationship has turned out. She leaves the car. Billy looks after her, for a beat she is just a little girl missing her mother.

66 INT. MALL / BATHROOM - MOMENTS LATER

66

Steff walks through the mall. She speeds up, not feeling well. She heads into the ladies room, barely manages to close the door behind her, before she breaks down in tears.

67 INT. MALL / PHARMACY - LATER

67

Steff, eyes still red from crying, is in line at the pharmacy. Behind her she sees Mrs. Altman, a few other people, forming a line.

STEFF

Hi, Dr. Singh phoned in a prescription, Steffanie Drayton.

She closes her eyes as she feels the whole shop standing still, waiting, judging. She starts shaking. Pays the CASHIER, turns to leave. Mrs. Altman takes a step away, pulls her young teenage son in, a 14 year old boy with an iphone in his hand, as if Steff was dangerous.

STEFF (CONT'D)

What?

Steff looks at her.

STEFF (CONT'D)

No, really, I want to know. What? Am I a danger to your son? Did I cause emotional damage to his feeble brain by talking about sex?

People look at her. Steff is beyond caring now.

STEFF (CONT'D)

He is 14, at any given moment of any given day he is thinking about sex, and YOU are having me fired for talking to them about it? Well, you won. I quit. We're moving. Good luck pretending he hasn't been watching porn all day on that phone -

The boy quickly hides his phone, terrified -

STEFF (CONT'D)

- you pathetic, gossipy, judgmental, small town bitch.

Steff leaves. Feels good for the first time in days.

68 INTERCUT INT. STEFF'S CAR / INT. DAVID'S CAR - MEANWHILE

68

Billy is sitting in the car, waiting. Her phone rings, she checks it -

BILLY

Hi dad.

David is in his car, frantic, desperate, surrounded by the mist, Brent bleeding and in shock next to him -

DAVID

Billy? Where are you?

BILLY  
Dad? .. Are you OK?

DAVID  
Is the mist there? Is it coming?

BILLY  
What mist, what are you talking -

DAVID  
Listen to me! Where are you?

BILLY  
The parking lot, at the mall, mom's  
inside -

DAVID  
Get inside, close the doors, stay in  
there. I will come find you, ok?

BILLY  
What's wrong? Dad?

DAVID  
There's a mist coming, and something's  
in it, it's dangerous, Billy -

Billy looks out the window -

BILLY  
The sun is shin -

Then she looks up in the mirror. The mist has reached the  
car.

BILLY (CONT'D)  
Dad... What is it? What's in there?

DAVID  
Can you see it?

BILLY  
Yes...

DAVID  
Then run!

69 EXT. PARKING LOT - CONTINUOUS

69

The mist has just reached the car, she sees the mall disappear  
in front of her, as the mist passes her. When she gets out,  
another man comes running out of the mist, trips her over,  
she falls -

BILLY

Help me!

The man continues, and Billy watches him run away. She is in pain, hurt, struggles to get up. When she does, it is white around her. She looks around. It's eiree silent. Her breath is frantic. She has lost all sense of direction.

BILLY (CONT'D)

Help!

No answer. No idea where to go.

70 INT. MALL - MEANWHILE

70

Steff walks through the mall when the power suddenly goes. Weird. She reaches the doors. Outside it's the strangest scene: A mist, thick as a cloud, getting closer and closer.

Steff looks around for Billy, it's just a mist, she shouldn't be concerned, but something is off. It looks unnatural. She heads out -

71 EXT. MALL / PARKING LOT - CONTINUOUS

71

Billy's paralyzed by fear in the whiteness. She tries to walk through the mist, but no idea which direction to go in. She looks around for clues. Nothing.

She makes a choice, heads in front of the car, same direction the man ran in. Hesitating. She looks down. She is standing in something. Blood. She looks up, then she sees the man, dead, on the ground. She starts shaking, crying -

CREATURE POV: From behind her, something is approaching, getting closer, closer.

Then -

STEFF (O.S.)

Billy?!

BILLY

MOM!

It gives her a sense of direction, she runs. Something behind her, getting closer, just as it is about to reach her, she finds her way to the edge of the mist, can suddenly see the entrance to the mall, she runs, reaches her mom.

STEFF

What's going on?

BILLY

We gotta get inside!

Steff has no idea what Billy is talking about.

BILLY (CONT'D)

Now!

They reach the door, run in -

72 INT. MALL - CONTINUOUS

72

Inside the mall things are still normal, the power's gone, but people don't know to be scared. People are gathering up by the entrance, looking at the whiteness as Steff and Billy comes in. Billy's in a panic, clinging to her mom. Steff doing her best to comfort her, even if she doesn't know why.

STEFF

It's ok, we're inside.

A YOUNG MAN (20'ish) heads for the door, Billy sees it. \*

BILLY

No, don't!

YOUNG MAN \*

Why?

BILLY

There's, there's something out there!

YOUNG MAN \*

What things?

People gather around, look at her. Suddenly, she is the center of attention. She doesn't like it.

YOUNG MAN (CONT'D) \*

What things?

Billy looks around at the crowd.

BILLY

I'm not sure, but there was *something*,  
and it killed the other man out there! \*

A beat. The young man laughs, a few other people join him.

YOUNG MAN \*

Sure.

He walks towards the door.

BILLY

But it's true!

He stops, looks at her.

YOUNG MAN  
Aren't you the girl that lied about  
being raped by Jay? \*

Billy just looks at him in shock.

MRS. ALTMAN (O.S.)  
Yeah, that's her.

Billy and Steff turns. Billy looks at Mrs. Altman, horrified.

MRS. ALTMAN (CONT'D)  
And now you want us to believe that  
something tried to kill you? Is  
there nothing you won't do for  
attention?

Mrs. Altman looks at Steff.

MRS. ALTMAN (CONT'D)  
Not that I'm surprised, with that  
mom.

That's the breaking point for Steff. She walks towards her -  
a couple of bystanders step in, keep the two women apart, as  
the man walks towards the door. Billy tries again -

BILLY  
No!

The man looks at her.

YOUNG MAN  
Shut the fuck up. \*

Then he walks out. Closes the door behind him. The room  
falls silent. No one believes Billy, but then again... The  
man walks into the mist. Disappears. People watch in silence.  
The seconds pass. Nothing happens.

That's when a terrifying SCREAM is heard through the glass,  
the man comes running towards the mall entrance, reaches the  
window, his hand covered in blood on the glass -

A beat. He looks at them. Then he drops to his knees, blood  
runs out his mouth. He falls to the ground, leaving only  
the bloody hand print on the window. \*

73 INT. DAVID'S CAR / EXT. POLICE STATION - MEANWHILE 73

David and Brent are in the car, Brent tying a shirt around  
his wounds.

BRENT  
Oh Jesus, oh fuck..

David helps him, tightens the knot. Then he looks at Brent.

DAVID  
What was it? Did you see what was  
in there?

BRENT  
I.. It looked like..

Brent hesitates.

BRENT (CONT'D)  
.. I didn't get a clear look, maybe,  
maybe, I didn't see it.

DAVID  
Brent..

BRENT  
It'll be gone soon, I'm sure. What  
do we do now?

A beat. David looks at Brent, he won't get any more  
information out of him right now.

DAVID  
Steff and Billy are at the mall.  
You can stay at the station if you  
want, or you can go with me. It will  
be safe there, there's food, we can  
wait there until it blows over. \*

Brent nods. David starts the car. Slowly, he drives through  
the mist, not sure where he is. Then he sees the contour of  
the police station, aims for that, as he passes the door, he  
stops, remembers something. Fuck.

DAVID (CONT'D)  
Ollie.  
(beat)  
I'll go get him. Are you coming or  
are you gonna wait here?

BRENT  
... I'll wait here. I'll keep guard.

David nods. Then he opens the car door -

74 INT. POLICE STATION / MAIN ROOM / HALLWAY - CONTINUOUS

74

David runs in to the police station, the mist is making its  
way in. He closes the door behind him to keep it out.

OLLIE  
What's going on? I heard shots?

DAVID

It's OK, we need to go -

David grabs Ollie, gets ready to leave when -

ASGAARD (O.S.)

Help! HELP!

- A distant cry from the other end of the police station.

75 INT. POLICE STATION - CONTINUOUS

75

David walks down the hallway, slowly, Ollie behind him.

ASGAARD (V.O.)

Help!

It's coming from the room at the end of the hallway. David opens the door.

76 INT. POLICE STATION / CELL ROOM - CONTINUOUS

76

Asgaard and Amanda are in each their cells. Amanda sitting on the bed in the other, doing her best to remain calm. David walks in -

ASGAARD

Get us the fuck out here! You've got to get us out -

DAVID

Calm down, calm -

ASGAARD

You don't understand, we'll die if we stay, there's monsters out there -

He points out the tiny window -

ASGAARD (CONT'D)

It took my dog, you can't let us stay -

Amanda gets up, calmly walks to the edge of her cell, reaches through the bars, slams Asgaard's face into bars.

AMANDA

Shut the fuck up.

David looks at her.

AMANDA (CONT'D)

What has happened out there?

David's about to answer, but the answer is too absurd.

DAVID

I.. I don't know  
(beat)  
Jesus.

AMANDA

And what are you gonna do?

DAVID

Find my wife and daughter and then  
wait. \*

AMANDA

No, what are you gonna do with *us*?

DAVID

.... Whatever this is, it'll be over  
soon. I... Brent is waiting for me  
outside, I can't let criminals out.

ASGAARD

Please, please, I'm just here because  
the sheriff thought I was crazy when  
I warned them about the mist! \*

David looks at them, hesitates.

OLLIE (O.S.)

Don't let *her* out.

David turns, Ollie is standing behind him.

OLLIE (CONT'D) \*

I saw her on TV. She did something  
bad. \*

Amanda looks at Ollie as if ready to kill. David looks at  
her. \*

AMANDA \*

Not to anyone good. \*

A beat.

AMANDA (CONT'D)

But unlike me, you're a good guy.  
And you're never gonna be able to  
live with yourself if you leave us  
behind, cause if you do, we die.  
And you know it.

A beat. She looks at David.

AMANDA (CONT'D)

Besides, how are you gonna survive out there, taking care of a scared little *freak* on your own? Get us out and we will help you get to your family. The more, the better.

A beat. David knows she is right.

DAVID

I'll find the keys.

He leaves. Ollie is alone with Asgaard and Amanda. He looks at Amanda.

OLLIE

I am not a freak. And if you don't apologize, I'm gonna tell David you threatened me. Let's see you get out of here then.

She smiles at him.

AMANDA

So you've got balls after all. But I don't take orders from anyone, and in the long run, you're probably better off having a verbally abusive bitch protecting you, cause the monster dicks out there are not the kind you've been having wet dreams about. What do you say?

A beat.

OLLIE

OK. Bitch.

She looks at him, not the smiling kind.

77 INT. CAR / EXT. POLICE STATION - MEANWHILE 77

Brent is in the car, looking around, trying to regain control of himself. He is not succeeding. He closes his eyes, opens them again. It's not a dream. He hears something under the car, at the side of the car, something trying to make its way in. He panics. Then he jumps in behind the driver's seat, with one last look over his shoulder, he drives off.

78 INT. MALL / BATHROOM - MEANWHILE 78

Steff is cleaning Billy's wounds. Carefully, methodically. Antibiotics, band aid. Billy cries silently, but no one says anything. A beat.

BILLY

I'm sorry about... you know. What I said in the car.

STEFF

Don't be. It's what they teach you to call girls who don't follow their rules.

They sit in silence for a beat.

STEFF (CONT'D)

I don't know what you heard, but... I wasn't in a good place when I grew up. You know I don't talk to mom and dad much and, I don't know, I didn't click with the girls here, so .. I hung out with the boys. I got pregnant, I don't know if you heard that? Had an abortion.

\*  
\*

Billy shakes her head.

STEFF (CONT'D)

Some of the girls told the principal and they threw me out of school.

(a beat)

30 years later and they got me thrown out again. Nothing in life can prepare you for the hatred of a small town.

A beat.

STEFF (CONT'D)

Now, I have double standards for stopping you in doing what I did. But I am your mom. And I will do ANYTHING to protect you from that hate. Some day you will understand.

For a moment, they just sit there, hugging each other. Then Steff finds her phone.

STEFF (CONT'D)

Not much battery left. I'm gonna try dad again -

79 INT. CAR / EXT. STREET - MEANWHILE

79

Brent is driving through the mist. David's phone rings. It's on the floor in his car. Brent looks down, confused for a second, sees the phone, looks up. Out of the mist, the shadow of a something, right in front of him. Instinctively, he turns the wheels, drives over the sidewalk and into a tree.

Brent turns on the engine again. It doesn't work. He's stuck. He takes deep breaths. Then he looks out the window, trying to figure out where he is.

Right in front of him: The church, towering over him. He takes a deep breath. Then he opens the door, runs in -

80 INT. CHURCH - CONTINUOUS

80

Brent slams the door after him. Then he turns. Joan is standing there together with a group of other people.

81 INT. POLICE STATION / AMMUNITION ROOM / MAIN ROOM - MOMENTS LATER

81

David's in the gun room, stocking up on guns and ammunition. Amanda comes in, heads for the rifles.

DAVID

You're not getting one.

AMANDA

Are you fucking kidding me?

David is holding a rifle in his hand. He doesn't point it at her, but he is ready.

DAVID

That's how it's gonna be.

Amanda withdraws to the front room, he picks up a few more guns and ammunition, puts it in a bag, heads after Amanda, bag over the shoulder, gun in hand, through the main room, heads for the door -

DAVID (CONT'D)

Brent's gonna be -

- outside is Pundik, an arm missing, part of his chin gone, insanity all over his face. Pundik stumbles in, David screams as Pundik trips him over, falls on him. As David falls he drops the gun, Amanda runs over, picks up the gun -

DAVID (CONT'D)

Close the door!

Asgard does, just before something smashes against the door. Pundik, lying on David, opens his mouth as if to scream, no sound comes out, David so close to his face, he sees what the others can't: something in Pundik's mouth, no tongue but something, moving, alive, in his mouth, on it's way out? - BLAM!

Pundik falls down, head more or less gone. Amanda is standing behind them, gun in hand.

David lies on the floor, trying to catch his breath. Amanda looks at him. Doesn't lower the gun, it's pointing at David. They look at each other. Her eyes turn cold, blank. A beat. Then she lowers the gun, slowly, puts it in her belt.

AMANDA

Do you trust me now?

A beat. David nods.

82 INT. MALL - MOMENTS LATER

82

Steff and Billy walk out to the shopping street. People are gathering in the square in the middle, 50-60 survivors. Families, teenagers, kids, a couple of soldiers, Mrs. Altman, small groups here and there. No one knows what to do. Steff approaches a WOMAN.

STEFF

What's going on?

WOMAN

No one knows. Somebody went online, but that signal's gone too. This seems to be all over the place.

Steff looks around, takes Billy's hand.

STEFF

At least there's food here. And water.

Woman nods. She looks at Billy. Hesitates to ask.

WOMAN

What was it, out there?

Billy shakes her head.

BILLY

I don't know.

People are still looking at Billy. She feels it. Steff hugs her, a long embrace. And Billy lets her.

STEFF

(whispers)

It'll be fine. The government will help us. Dad will get here. And I am here.

Billy nods, stays in her mother's arms, eyes closed. Just receiving her mother's love.

STEFF (CONT'D)

We are safe. You are safe.

Billy nods, open her eyes. Right there, in front of her, is Jay.

THE END