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## Inn at the Mist

PITCH BLACK SCREEN - WORDS BEGIN TO APPEAR IN RED ON THE SCREEN WITH THE FOLLOWING MESSAGE:

All that is necessary for evil to  
prosper is for good men to do  
nothing.

THE TITLE TO THE FILM FLASHES ACROSS THE SCREEN;

"THE INN AT THE MIST"

EXT.

The year is 1875. Blackness fades into a cloudy night and the camera begins to pan down through the sky. The view is one of moving quickly through the tops of lots of barren trees. It's a very forboding place.

We are traveling very swiftly through the entire forest down to well-worn path. In the distance is an older, large decrepit dwelling obscured with fog. Moving briskly, right through the front gate, up the drive, and bursting into the front door. We hear noise resembling chanting. The noise is coming from a long dark hallway with lots of twists & turns. The chanting is getting louder at the doorway that is open. Dozens of hooded creatures are taunting a young woman, who we see only from the back. She is weeping and moaning. The ghoulish creatures are unmoved by her cries, but are assisting her in fastening a noose around her neck, the other end is attached to a beam inside the room. They are helping her up on a small stool. The chanting and taunting is getting louder. They encircle the young woman. They are agitated, and hissing at her. In slow motion, she suddenly falls off the stool, her body writhing and twisting. The ghouls fall silent for a moment as life flows out of her body. The ghouls start screaming and charging at her body, ripping at her flesh, She faces forward. She is Priscilla White. Her eyes open, full of fear as she yells.

PRISCILLA

Brian!

Screen goes black and we hear her voice again, only this time much softer:

PRISCILLA  
Brian! Brian it's me!

INT. BRIAN'S ROOM

Brian Meddows is waking and we see through his eyes, a beautiful young girl, dressed in very fine clothes. She is gently waking him. It is Priscilla White.

PRISCILLA  
Wake up, sleepy-head. It's time.

Brian appears confused at first, and quickly glances around the room and back at her. He has a bandage around his head and is in some sort of sleeping gown. The room is old, but clean. A stack of his belongings - clothes, shoes, grooming items are on a a very small dresser, and an easel with painting on it is in another corner with some paintings & supplies lying next to it.

Suddenly, the door to his room bursts open, it's an older woman, who is wearing nurses clothing. It now appears Brian is in some sort of hospital or rest-home. She is carrying a tray with food on it. Her demeanor is indifferent, but she feigns enthusiasm.

NURSE  
Oh, Mr. Meadows, you are finally awake. Make sure you eat something today. We don't want a repeat of yesterday, do we?

The nurse, sets the food down on the dresser and walks right past Priscilla, ignoring her, and opens up the drapes behind his bed. It's cloudy & dismal outside.

NURSE  
Looks like we won't be having any activities outside today.

She turns and starts to walk out but looks at the painting on the easel.

NURSE

Perhaps we can finish this today?

She begins again to walk out of the room, when Brian speaks.

BRIAN

Yes, perhaps. Thank you.

The nurse stops at the door when Brian says this. She turns to him.

BRIAN

For the meal. Thank you.

She gives a half-hearted smile.

NURSE

Doctor will be in to see you shortly.

Nurse leaves the room and shuts the door. They both are watching her.

BRIAN

Damn. One day I'm going to make an honest woman of her.

They both look at each other and give a quick laugh. Priscilla gives Brian a quick kiss.

BRIAN

Priscilla, why... how...

Priscilla puts her fingers to his lips.

PRISCILLA

I have a plan. Let's get you out of here. Today!

BRIAN

Really, can we do that? I want so much to make you my bride. But, I have no money, your parents hate me, I...

Priscilla interrupts

PRISCILLA

Brian, all that matters is that we love each other. We can make it work.

(MORE)

PRISCILLA (CONT'D)

My parents had all the money in the world and it never made them happy. Do you trust me?

Brian looks into her eyes for a moment, and begins to smile.

BRIAN

Of course, of course I do!

PRISCILLA

Get yourself cleaned & dressed. I'll be back in a few moments.

Brian gets up to walk her to the door. He opens it Priscilla begins to leave the room, but turns to look at Brian.

PRISCILLA

Oh, and make sure you eat something today. We don't want a repeat of yesterday, do we?

Brian smiles. She giggles and leaves the room. Brian closes the door.

Dissolves to room a bit of time later.

Brian is now cleaned up and packing some bags. He starts going through his paintings. He is searching for just the right ones. He picks up one - it's of Priscilla in a field, on a blanket, with a fabric draped over her body. He takes this and throws it in a satchel. He picks up two additional paintings and puts them in as well. He looks at another painting which has some very disturbing images on it, and puts it aside. He looks at the painting on the easel. It is of a small boy, from the back, and he is walking into a school or a home for boys. There were tall bland buildings, and sad-looking children in a field. It is unfinished. He walks up to the painting and looks it over.

BRIAN

Sorry mate, didn't have time to finish you.

He strokes the painting and walks to the door and opens it.

Priscilla is standing right there, and it slightly startles Brian

PRISCILLA

Brian, it's time for us to go.

Brian walks out, closes the door to his room and then looks at his surroundings. The halls seem uncharacteristically empty & quiet. The light is dim.

PRISCILLA (IN A HUSHED TONE)

Follow me...

Quietly, they move down the halls and through some open doors. Brian can make out figures further down the hall but they almost appear motionless or in very slow motion. He now hears murmurs of distant conversation, but nobody seems to notice them exiting the building. They are now outside where Priscilla has secured a horse. It's dusk, and the light seems to be fading fast. Brian attaches his bag, lifts Priscilla up onto the steed, then himself, and they are off into the night.

INT. OFFICE - SUNSET

Close up of a man's hand. He dips a pen into the inkwell. We see a list of names. He crosses out the names Brian Meddows and Priscilla White.

EXT. INN

Birds eye view of an old and dilapidated building. Suddenly a swirling wind surrounds the structure. It is picking up debris. On closer inspection, the debris is actually made up of creatures. They are grotesque, dark shadowy characters with long thin fingers, webbed with leathery skin. Cape like wings; that swirled and flapped in the night. Long gnarled claws protruded from deformed spindly legs. Rasping sucking sounds belching from gaping toothless pits. These "souls" are moving in a manner towards the building. Their bodies are actually fading into the walls as if they were part of the structure. One of the creatures turns and faces us.

FADE TO BLACK

INT. DIMLY LIT OFFICE - SUNSET, THE TOWN OF CANTERBURY

Jonathan Taylor, a stern looking man in his late forties is nursing a drink. A nearly empty bottle is by his side. Jonathan is dressed in what were assuredly very nice clothes at one time but they are a bit worn. He takes a letter off of a desk, opens it and begins to read the contents.

STOCKBROKER V.O

Dear Mr. Taylor, we have received your inquiry. Please meet us in our offices in Newcastle so that we may remedy your bankruptcy.

He puts the letter in his jacket pocket, stands abruptly and gathers his things heading to the street to hail a carriage.

INT. APARTMENT/FLAT - NIGHT

Close-up of a very ornate Grandmother clock on the wall. One hand is on the 12 and the other hand is missing. A finger slightly tap the glass and suddenly we see the reflection of a man in the glass of the clock. It is Michael Gregory.

Michael Gregory, a friendly, affable man in his early forties is dressed in the traditional accoutrements of a coachman. He looks away from the clock and an ancient looking calendar which reads October 31st. He places a well-worn hat on his head and strolls out the door. His clothes are rumpled and soiled, but he adjusts his tie and tries to make himself presentable.

EXT. COBBLESTONE STREET - NIGHT

The coachman walks out to a waiting hansom carriage. Akin to his clothes, it too is well-worn. He pats the hackney horse on the side and climbs up on the driver's seat. He takes a gentle switch to his horse and starts moving down the road. He sees a man running towards him waving frantically. The coachman stops.

JONATHAN

Coachman, I must make it to London as soon as possible.

MICHAEL

That is a bit astray of my usual route..

JONATHAN

(appearing a bit annoyed)  
Look, I'll pay you handsomely, can  
you get me to London?

MICHAEL

Of course. My name is Gregory,  
Michael Gregory and you are?

JONATHAN

Jonathan Taylor. Please Hurry.

MICHAEL

As you wish....sir!

Jonathan steps into the carriage which is lined with dark colored, but worn leather. As he sits down, dust flies all over and Jonathan notices a foul smell. Jonathan feigns disgust with his choice, but settles in for his ride. He is a bit tense, pulls a flask from inside his coat and takes a hard swallow. As the carriage begins to move, we see a strange dark cloud rise from between the cobblestones. It begins to take shape as a hooded figure - much-like the shadowy figures at the Inn. It leaps onto the back of the carriage and then strangely, the shape seems to morph and melt into the carriage, as if it were now part of the moving vehicle.

As they ride off they begin traveling through a mist. In the fog, we start to see the outlines of the same hooded, ghoullike creatures appear and disappear. The coachman is focused on the road ahead, but Jonathan is starting to feel uneasy and is unsure if it's the drink or his mind is playing games with him. He shudders, closes his eyes and takes another drink from a flask.

FADE TO BLACK.

EXT. COUNTRYSIDE - NIGHT

Brian and Priscilla are riding as fast as they can. The sky begins to darken and the rumble of the thunderstorm intensifies.

BRIAN

I can hardly see anything. I fear  
we must find shelter.

The same type of fog that envelops the Hansom cab appears to be coming up behind them. Priscilla looks behind her, sees this and becomes anxious.

PRISCILLA

Brian, we must keep moving!

BRIAN

Wait, I think I see something in the distance. Let's head that way.

PRISCILLA

Brian, just go... now.

They ride off onto a well worn road.

EXT. INN - NIGHT

Dark clouds have completely filled the sky.

View of the Inn. There is a small window, high up in a dimly lit room.

INT. INN

Although tidy, and everything in its place, it looks as though it hasn't been used in years. There is a bed, a small chest of drawers, and a side table with a large bowl on it.

And in the center of the room there is a rocking chair.

The woman, Mary Charles, is a middle-aged matronly dressed woman who has a warmth about her but also appears melancholy. She is standing in front of a large window and is peering out of it.

She looks to have been a woman of stature at one time, but her clothes are dark, and although older, are well-kept and neat. She looks to be watching something in the distance. Her reflection is visible in the glass.

EXT. INN - NIGHT

Something in the distance appears to be heading towards the Inn.

INT. INN - NIGHT

Mary Charles has a pained look on her face but also a look of "it must be done".

Note: The following monologue is narrated by the woman as if we are hearing her thoughts.

As she speaks, she throws on a shawl and looks around the room.

MARY (V.O.)

For all of us, there is a choice in how we live our lives, to intercede, or to look the other way. I spent my life in the physical world, looking the other way. Although I did not participate in the unfortunate events of the past I did nothing to help. This is almost an equal sin. For my lack of intervention, I have been sent back here. I have already passed over.

She starts to walk across the room.

I cannot find peace until I confront wrongs that have been committed here. I am Mary Charles, the former keeper of the Inn at the Mist. The Inn has been brought back into existence for this one purpose, and so have I.

She walks towards the dresser and walks right through the rocking chair. She grabs a lit candelabra, and heads for the door.

She slowly walks down a large flight of stairs as if she really doesn't want to go. The house is dimly lit.

The lights fade down slightly. Mist is rising from the floor and slowly fill the room. It is a very fine brume.

This walk down the stairs troubles her - it's as if she has to keep re-living past transgressions in her life.

EXT. COBBLESTONE STREET PAST

A homeless man reaches out to her for help. She looks at him briefly then turns away. Her pace quickens as she appears to convince herself that he was a threat thus justifying her behavior for not helping. As Mary continues down the street, we see hundreds of hands coming up through street, grasping at her ankles. Her movements increase and she turns down an alley only to see a couple of street thugs robbing and molesting a well-dressed woman. Again, she turns..

INT. INN PAST

...and suddenly finds herself inside the Inn.

A crashing sound is heard. She moves down the hallway towards the origin of the sound. She comes to a door. She opens it and looks inside. There is a woman's arm draped over the side of a bathtub. Blood is dripping from the woman's arm. Mary lets out a gasp and closes the door.

She continues down the hallway. There is a lot of commotion. Smoke begins to fill the hallway. A sound of someone banging on the door is heard. A voice cries out.

UNKNOWN WOMAN

Help!

Mary closes her eyes and puts her hands over her face.

INT. INN PRESENT DAY

Mary is alone in a drawing room. We hear knocking on the door of the room. Close-up of Mary's face, tears fill her eyes. She is staring off into space, but the knocking jolts her out of this state.

MARY CHARLES

Yes. Come in.

In walks Millicent Graham, the house maiden. Millicent is a stern looking woman in her fifties. She has an unpleasant demeanor about her.

MILLICENT

Is Madam in need of anything?

EXT. COUNTRY ROAD - NIGHT

The sky is getting increasingly cloudy and stormy. A mist seems to be limiting visibility in every direction. The coach is coming to a stop and the coachman is looking around and sees a dim light in the distance.

JONATHAN

Coachman why have we stopped here?  
I told you that time is of the  
utmost importance.

MICHAEL

Sir, The weather has taken a turn.  
We need some temporary shelter.

JONATHAN

Listen carefully, I have employed  
you to take me to London and I will  
pay you handsomely once we get  
there.

The horse attached to the Hansom cab is starting to be agitated by the high winds and thunder.

MICHAEL

My horse seems unwilling to make it  
much further. I can make out  
something right over there. Perhaps  
they can offer some solace.

JONATHAN

I can't see a blasted thing. I  
don't have any idea of where we  
are. We must continue. I must make  
my final destination.

MICHAEL

I implore you Mr.,Mr.

JONATHAN

Taylor, Jonathan Taylor!

MICHAEL

Mr. Taylor, it isn't wise to  
continue in this weather. Don't be  
alarmed sir, I will make sure you  
make your final destination.

(MORE)

MICHAEL (CONT'D)

We should stop, up there, until the storm blows over.

EXT. INN - NIGHT

The coach is seen driving up a very worn cobblestone road littered with potholes. As they pull into the front gates the wind is blowing much harder. The rain is intensifying. It is obscuring the name of the Inn on the signpost.

We can only make out a few letters "In..A....t Mis". It is a modestly sized stone and wood building. It is quite old and in badly need of repair on the exterior. As the coach pulls up to the front walkway, Michael Gregory jumps down to let Jonathan Taylor out of the coach, who comes out grumbling and holding onto his hat.

He looks around at the Inn with a slightly disgusted, but also confused expression on his face. This is the same structure that was being "rebuilt" with the dead souls, although it is still partially obscured by the mist. Although the windows are shuttered a faint light is visible, but it looks deserted. There are a few trees in front, but with no leaves or signs of life to them. A dense fog surrounds the structure.

As both gentlemen walk towards the Inn they flinch a bit as they hear the wind whistling, with haunting effect, and the waves crashing against the shore. The Inn itself shudders.

JONATHAN

It's biting cold and I don't think anyone is here. Well now my evening is ruined as is probably my future.

Both Michael and Jonathan are walking towards the front door.

MICHAEL

Don't fret yourself. Of course there is someone around here. Look I think I can see someone moving about. You see the lantern through the window?

Jonathan looks at the Inn. Suddenly, seemingly out of nowhere, the faint outline of a face of a woman stares directly at Jonathan as if superimposed onto the wall.

She says his name which reverberates in the air, then, to Jonathan's total astonishment, the entire Inn seems to begin pulsating. And in the blink of an eye, it stops and the woman vanishes.

JONATHAN  
(terrified)  
My God! Did you see....

MICHAEL  
(seemingly oblivious)  
Pardon, Mr. Taylor?

JONATHAN  
(shaken)  
Nothing... nothing.

Jonathan tries to regain his composure and catches up to Michael Gregory.

MICHAEL  
(Interrupting Jonathan)  
Hurry Mr. Taylor before you catch  
your death.

Both men walk briskly to the door, Michael is banging furiously on it.

INT. INN

Millicent is startled by the knocks on the door. Mary enters the room. Millicent is suspicious at who would be arriving during the "off" season and in this type of weather. Mary on the other hand is quite welcoming in her nature.

MARY  
Go ahead Millicent. Let's not leave  
them waiting in this weather.

MILLICENT (ANGERED TONE)  
Madam, you know we must...

MARY (FIRMLY)  
We must answer the door!

Millicent nods, and walks slowly to the door and answers it. Mary stands well behind her in the foyer.

I/E. INN - NIGHT

MARY

Come in, come in before you both  
catch your death.

Jonathan looks at Michael with a look of "deja vu" on his  
face. They both walk inside.

MILLICENT TAKES A LOOK OUTSIDE AND QUICKLY CLOSES & LOCKS THE  
DOOR

MICHAEL

Beg pardon ma'am, the name's  
Gregory, Michael Gregory, and I was  
hoping we might...

MILLICENT

Hoping to take advantage of our  
munificence. We're not open for  
business. This is a seasonal Inn.

MARY

Millicent, please.

MILLICENT

Why should we let two strangers  
enter. We're in the middle of a  
horrific storm and we're expected  
to just let you waltz in the door?

JONATHAN

Now listen here, no need for you to  
take such an attitude with us.

MICHAEL

No need for ill will. Let's all  
just calm our nerves.

MARY

(to Millicent)

I'll tend to these gentlemen. Now  
sirs, do please come in. You won't  
exactly be rattling about but we  
can accommodate the both of you.

MICHAEL

Don't worry about me mum, the  
stables will be fine. I'm not of  
the class of you fine people.

(MORE)

MICHAEL (CONT'D)

If you don't mind I would like to place my carriage horse in your stable. I'll be just a moment.

MARY

This Inn recognizes no social status Mr. Gregory. You may leave your horse in the stable but you can stay here in the Inn.

Mary is courteous to him, but has no warmth in her voice. She just stares at Michael Gregory as he walks out the door. She turns to Jonathan and leads him to the Parlour.

INT. INN - CON.

Mary leads Jonathan in to a room. Millicent follows behind.

As we pan across we notice the room is quite large in comparison to parlor rooms in a similar sized Inn.

On the other side of the room we see a large fireplace with a mantle. In the center of the mantle there is a very distinctive ornate Grandmother clock, very similar to the one in Michael Gregory's flat. On either side of the clock we see a number of books, works of very distinguished authors such as Burns, Wadsworth, Keats and Austin.

One of the more curious objects in the parlor room is a very extravagant William and Mary Walnut Marquetry Cushion Mirror, not hanging from the wall but standing on two Walnut Legs. The mirror seems to be over six feet tall.

JONATHAN

It looks like the Inn is empty.

MARY

It isn't empty Mr...

JONATHAN

Taylor, Jonathan Taylor.

MARY

Pleased to meet you.

JONATHAN

Do I know you? There is a familiarity to you.

MARY

Do you believe we've met before?

JONATHAN

I don't know.

Michael Gregory returns from the stables. Walking into the room.

MICHAEL

(laughing)

Maybe we all knew each other in another life!

JONATHAN

Rubbish.

MICHAEL

Just joking sir. At least I think so.

MILLICENT

Your humour escapes me.

MICHAEL

Well, maybe one of these days, you'll be captured.

MILLICENT

(a bit nervous)

You find the situation amusing?

JONATHAN

I, for one, do not!

MICHAEL

(smiling)

Well, I can see my company is not appreciated. Miss Charles, is there anything in the kitchen I could partake of? I mean food. I'm not aware if you have the proper compliment of servants so I thought I'd help myself.

MARY

(firmly)

Millicent!

(MORE)

MARY (CONT'D)

(Then calmly) Could you bring us  
some tea and then prepare a couple  
of rooms for these gentlemen?

MILLICENT

(Irritably)  
Yes Miss Charles.

Millicent exits.

MICHAEL

What a charming woman!

EXT. INN

Brian and Priscilla are riding up to the Inn.

INT. INN

Suddenly there is a commotion outside, the lights dim inside  
the Inn. There is a knock on the door. Mary excuses herself  
to go answer it. She is met in the entry way by Millicent  
who is carrying a tray with tea.

I/E. INN - NIGHT

Brian and Priscilla are standing in the entry.

BRIAN

Cheers. We've been traveling the  
countryside and got caught in this  
terrible storm...

PRISCILLA

(interrupting)  
We appear to be hopelessly lost-

BRIAN

And we were hoping we might find  
some shelter until this storm lets  
up.

MARY

No need for explanations. Please  
come in. Would you like some tea?

BRIAN

That's very kind.

Mary leads them into the parlor. Millicent puts down the tea tray on table by the door.

INT. PARLOR ROOM - CON.

JONATHAN

How could you even see the Inn. The fog is as thick ...

MICHAEL

But now the Inn is *lit* Mr. Taylor.

MILLICENT

I would like an explanation!

MARY

(somewhat sternly)

Millicent, we must tend to our guests and prepare them for the night.

PRISCILLA

That's quite all right. We'll be on our way once the storm lifts. We're quite poor and haven't but a half a crown to our name. Brian's a painter and we were heading to London...

BRIAN

We don't have to tell them our entire life's history my dear.

Millicent turns and stares at Priscilla with a suspicious look.

MILLICENT

You're headed in the wrong direction. You're at the coast and should be heading towards...

She turns to Brian, and looks him up and down. Regardless, how can you possibly pay for lodging?

JONATHAN

Once I make my stop in London I will come back and settle the debt.

BRIAN

(somewhat shocked at the offer)

That's quite generous sir.

JONATHAN

Actually it isn't generous at all. I'll expect to be paid back in a timely fashion. If not, I'll expect to be paid back in full with interest.

BRIAN

(nervously)

Oh... of course, you will, you will. I *would* like that tea. Oh my manners, Priscilla?

PRISCILLA

Tea would be fine, if that's all right?

MARY

Millicent?

(Millicent reluctantly fetches the tea)

Thank you. Come the both of you and warm yourselves by the fire.

Note: During this exchange between Mary and Priscilla, a representation of Mary's face, as if it was her soul, turns towards Priscilla. This image stares at Priscilla for just a moment and speaks to Priscilla, but no one else can hear.

MARY'S "SOUL" IMAGE

Why are you here?

Priscilla notices this but says nothing. Millicent heads to the kitchen.

MICHAEL

A pleasant evening to the both of you. The name's Gregory. Michael Gregory.

There is an uncomfortable pause as we wait for Jonathan to introduce himself. He is staring at the fire. Obviously annoyed at his circumstances.

BRIAN

Pleased to make your acquaintance.  
This is my fiancée, Priscilla  
White.

MICHAEL

(to Priscilla)  
Beauty without affection.  
(To Brian)  
Virtue without deceit.

JONATHAN

(looking the other way)  
Charming. Yes how do you do?

MARY

Mister?

BRIAN

Of course. My name is Brian  
Meddows.

MARY

I'm Mary Charles the innkeeper.  
Fetching your tea is Millicent  
Graham, the housekeeper and cook.

A sound of another thunder crash and a chorus of "voices"  
other-worldly type voices, are heard blowing with the wind.

PRISCILLA

Did any of you hear that?

BRIAN

Just the wind.

PRISCILLA

The wind? It sounded like voices!

JONATHAN

Nonsense.

MARY

The wind often sounds like voices,  
perhaps they're lost souls.

JONATHAN

(looking around)

Lost souls? What century do these people live in. I need a brandy.

(Millicent is not around)

Oh I'll get it myself.

(sarcastically)

If you don't mind Miss Charles.

MARY

Not at all.

Jonathan goes to a small side table with decanters and glasses, pours himself a brandy and returns

JONATHAN

(Raising his glass)

A toast: The Bar, the Pulpit, and the Throne. Anyone care to join me?

BRIAN AND PRISCILLA

(in unison)

No thank you.

BRIAN

Miss Charles. You said something earlier. You said the wind often sounds like voices.

MARY

Voices are in the wind, in the mist around here.

This area of the country has been settle for hundreds of years and is considered by many to even be hallowed ground. Voices from the past, present and future. They are always speaking to us if we take care to listen. Each has a spirit. Perhaps looking for a way home.

JONATHAN

(In a disgusted tone)

Past present and future.

Ridiculous. Next you'll be quoting Dickens' 'A Christmas Carol'.

(MORE)

JONATHAN (CONT'D)

Jacob Marley was at the front door.  
Please.

MARY

Have at it Mr. Taylor. There exists  
much outside of your physical  
world.

JONATHAN

I appreciate your hospitality but I  
think you're a bit daft.

MICHAEL

(laughing with Jonathan)  
I wouldn't mind seeing the ghost of  
old Ebenezer Scrooge.

Millicent enters.

MILLICENT

Dinner, such as it is, is served.

All of the guests head towards the dining room except Mary.

MARY

Millicent?

There is no answer. Mary starts to head for the tea caddy.

BRIAN

I'll get that for you, Miss  
Charles.

MARY

Thank you, Mr. Meddows.

Mary exits the room.

The guests exit into the dining room except for Brian who is moving to pick up the tray which holds the tea caddy and walks into the foyer. A cold eerie wind blows on him. As he looks in the direction of the wind, there is a hallway to his left. And a short way down the hall, off to the side, we see an easel - very similar to the one Brian left in his hospital room. On the easel, is the painting of the little boy with his back to us, walking into the gate of the school. It appears to be finished.

BRIAN  
Bloody hell?

He walks up to the painting, slowly gazing at it in disbelief.

BRIAN  
How...could this be?

Brian looks over the painting as if he was authenticating his own work. Suddenly, the little boy in the picture turns around to face Brian, his eyes blacked out, his expression and demeanor are distant and in an other worldly voice the boy in the painting speaks.

BOY IN PAINTING  
Your time will come!

Brian falls back against the wall in utter disbelief. However when he looks at the painting again, it's back to normal. He then hears a woman's voice at the end of the hall call his name.

VOICE DOWN THE HALL  
Brian!

He whips around, and we see a dim light at the end of the corridor. Again, this wind seems to be beckoning him, and he again hears the voice again.

VOICE DOWN THE HALL  
Brian!

BRIAN  
Who's there?

As if in a trance he walks down the corridor still holding the tray. The noise of the wind is audible as he is walking. It too sounds like strange, distant voices.

INT. BATHROOM - PAST

He walks into the room and looks slightly up.

BRIAN  
Mother?

Beatrice Meddows, a woman, 30-ish, is standing alone in a bathroom.

There are lit candles on a chandelier that is hanging on a large wood beam in the room. This is Brian's mother. There is a noticeable sadness about her.

The wind/voices stop. She is dressed in an older robe. The room is clean & tidy but cold. Oddly, there is an old Grandmother clock on the wall. It is identical to the one that was seen in Michael Gregory's home and the parlour. Beatrice appears sad and almost withdrawn.

BEATRICE

(distressed)

Brian, put the tray on the table  
and get ready for bed.

When we look back at Brian, he is now a 5 year old boy. He is still holding the tray, and he walks towards the woman, slowly.

BRIAN

Yes, Mother. Mother, are you OK?

BEATRICE

(trying to regain her  
composure)

Yes, dear, of course. All will be  
fine. Just please go to bed now.  
It is late, and you will have a  
busy day tomorrow.

BRIAN

But Mother...

BEATRICE

(in a harsh tone of voice)

Brian, please!

Brian puts the tray down and as he turns he notices a small envelope with his name written on it. He grabs it and slowly puts it into his pocket as he walks from the room. As he walks through the door, time seems to pause slightly and everything is being done in slow motion.

Beatrice is facing the door. With one hand she takes a locket from her neck and sighs. She is looking at a photograph. She closes the locket and places it in her pocket. She gestures Brian to step out of the room and she closes the door behind him. She moves to the bathtub and disrobes. She climbs into the water and with a piece of glass she cuts both wrists.

As life flows from her body, her arm falls out of the tub, knocking over goblet, crashing to the floor. Brian hears the sound and runs back into the room.

Brian bursts in and sees her lifeless body in a tub of bloody water. He yells.

BRIAN

Mother! No!

Brian runs to the body immersed in the tub. Instinctively he tries to reach to pull her from the water but stumbles and falls to the ground. Suddenly, the locket falls from her hand and into Brian's lap as the room seems to morph into a dark, old, dirty and forgotten room. Brian, who is now back to his original age, gets up from the ground looks at the locket. He gets up, shaken, and the locket falls to the ground. He picks it up. The room seems to be slightly swirling and there are ghostly, transparent figures, beckoning him.

MYSTERY VOICE

Brian, come to me!

Brian looks around the swirling room. Souls that are coming from the walls, taunt him. He is stumbling around, trying to stay on his feet. He then looks down at the body of his mother. It is now shriveled and partly decayed. Her head turns and looks right at him, and she grabs him by the arm.

BEATRICE (IN A BREATHY, DEATHLY  
VOICE)

Brian!

Brian scrambles to his feet, stumbles to the door and comes face to face with Millicent.

INT. INN

MILLICENT

(quizzically)

Mr. Meddows, why are you here?

Brian, breathing heavy, is startled by her, and quickly looks back into the room. It is now just a musty old room. He looks at her, and runs back into entry way. Millicent looks slowly around the room, then at the empty tub in the corner, and then closes the door.

INT. PARLOR ROOM - CONT.

When he reaches the end, the others have come running as they heard the commotion. He runs into the drawing room and collapses onto a couch. He is clearly disturbed. All of the guests enter.

PRISCILLA

Brian are you all right?

BRIAN

I don't know. My painting. My mother. I was 5 years old.

JONATHAN

You're making no sense, get your wits about you, boy!

MILLICENT

I found him snooping in the other end of the Inn.

MARY CHARLES

Millicent! Please see to the dinner.

MILLICENT

Yes, Miss Charles.

The others tend to Brian as Millicent goes into the kitchen.

INT. KITCHEN

Once in the kitchen, Millicent tends to the dinner. She lights a stove and moves to a butcher block type table. Behind her, the stove has begun to flame up. The flames get taller and are beginning to creep up onto the walls. She is unaware of this. A trail of flames goes across the floor right up the butcher block table and catches her arm on fire. She is unfazed as she looks at the fire on her arm.

INT PARLOR

The Kitchen door bursts open with Millicent announcing in a loud and nasty voice.

INT. PARLOR

MILLICENT

Unfortunately we won't be dining  
this evening. The entire meal has  
been burned to a crisp.

MICHAEL

Not quite the roast beef of Old  
England.

Jonathan walks over to the entrance to the kitchen and  
opens the door. He sees smoke in an old dusty room that looks  
like it hasn't been used in years. He steps away from the  
kitchen.

JONATHAN

A lump of coal is all that I saw.  
You're not only rude, you can't  
cook as well.

(under his breath)

What a bumbling woman.

MICHAEL

(lighting his pipe)

Honestly Mr. Taylor, don't be so  
hard on poor Millicent.

MILLICENT

It's Miss Graham. I don't  
understand. How could that meal  
take such a turn. I didn't adjust  
the fire. And, as for you Mr.  
Taylor, a missed meal is the least  
of your problems this night.

JONATHAN

What are you saying?

MARY

(interrupting)

Only that we are all in this  
together as long as this storm  
continues so we might as well make  
the best of it. The best I can do  
is offer you tea and some soul  
cakes.

MICHAEL

I adore soul cakes.

JONATHAN

What in blazes are those?

MARY

It is all Hallows eve. It's a customary tradition.

PRISCILLA

Yes. Of course. To appease the spirits that return.

BRIAN

(interrupting)

I need to get a breath of fresh air.

Brian makes his way to the front door and there is a thunder crash and a bolt of lightning that enters the Inn. Curiously, there is no evidence of an actual lightning strike. Brian jumps back in fear.

MARY (FIRMLY)

You cannot leave now Mr. Meddows. It's not safe.

PRISCILLA

Yes Brian. Please. What happened here earlier this evening? I know you are distressed. Please, try to relax.

BRIAN

Yes, I will.

MICHAEL

I say, let's make a game of it. Since it is snap apple night. Let's bring out some fruit and nuts and take turns telling stories. Be a dear Millicent, oh pardon me, Miss Graham and fetch us a...

JONATHAN

Snap apple night?

MICHAEL

Or maybe in your tradition, mischief night? Ah, forget your childhood Mr. Taylor?

PRISCILLA

(under her breath to Brian  
and Mary)

I don't believe he ever was a  
child.

MICHAEL

Oh come now. Snap apple night.

PRISCILLA

(enthusiastically)

Or nut crack night!

JONATHAN

I'm lost.

MICHAEL

Tonight is all Hallows eve.  
Remember as children we would call  
this snap apple night?

JONATHAN

(bored)

No.

Suddenly an eerie voice is heard in the distance, singing  
'forgive me, forgive me Brian'... and then the sound of crying.  
Everyone reacts.

BRIAN

(losing control, almost  
shouting)

Is that the wind as well? The  
moaning, crying? I'll tell you what  
that is!

MICHAEL

Here here!

BRIAN

(gives Gregory a stern  
look)

Once upon a time there was a child.

MARY

You sure you want to do this Mr.  
Meddows? No one is forcing you.

BRIAN

(continuing)

A child who was 5 years old. His mother worked as a laundress at an old Inn. I saw my mum take her own life!

(Priscilla lets out a gasp)

She left me. I still don't know why. All of these years wondering. Just before you were about to serve dinner, I saw her, in a vision, right down that hallway. (Pause) Don't you understand?

JONATHAN

(to Michael)

Quite a fascinating thesis. Obviously the boy is slightly mad. In fact I think the whole lot of you are mad.

BRIAN

(turning on Jonathan)

Am I? Am I really? I don't even know you. Who are you to judge? You heard the voices in the air. It's this place. I'm not the only one who heard.

MARY CHARLES

No, you're not.

MICHAEL

Perhaps we should all wear masks so the ghosts don't recognize us! Do you remember *that* tradition Mr. Taylor?

No response from Jonathan.

MICHAEL

Right. Maybe we've all gone around the bend.

MILLICENT

You find this amusing.

MICHAEL

In fact, yes I do.

MILLICENT

I do not!

JONATHAN

Now wait, Brian. Don't be so sensitive. You look like a man so why don't you start behaving like one. Or does it suit you better to act the child and refuse to take the bad tasting medicine?

BRIAN

You can keep your offer to pay for my lodging. I'll find a way, I have all my life. Your bitterness suits you. I believe I shall retire.

(does not wait for a  
reply)

Good night.

(sarcastically) )

Enjoy your story telling. Just remember that.

Brian exits.

JONATHAN

That young man has a lot of growing up to do.

PRISCILLA

(to Jonathan)

How could you? How cruel of you.

Priscilla exits after Brian.

INT. HALLWAY NIGHT - PRESENT

PRISCILLA

Brian, I didn't know.

BRIAN

I thought I put it out of my mind. Now that you know, do you still want to be with me? Do you have any doubt.

PRISCILLA

No, I don't have any doubts. In fact, knowing what happened makes me feel closer to you. Don't let that miserable man change you.

BRIAN

I know we come from two different worlds but there is something so strong between us. These people are strangers. I can only trust you.

PRISCILLA

Brian, I didn't even trust my own family. I was so sheltered until I met you.

BRIAN

My whole family abandoned me.

PRISCILLA

I won't ever abandon you Brian.

Brian and Priscilla embrace.

INT. PARLOR ROOM - LATER

MICHAEL

Oh what a jolly evening.

JONATHAN

Is everything a joke to you, coachman?

MICHAEL

Not everything. Millicent, my dear, it's your turn.

MILLICENT

Miss Graham if you please. I'm not your dear. I don't have any stories to tell.

MICHAEL

Of course you do.

MILLICENT

(sternly)

I don't have the faintest idea of what you're talking about.

JONATHAN

Now I'm completely confused. It's almost as if you are all speaking in a foreign tongue.

MILLICENT

I do not care if you're confused or not Mr. Taylor. This is my home and not yours. You are an uninvited guest as far as I am concerned. Why are you here Mr. Gregory?

MICHAEL

(matter of fact )

I was hired by this fine gentleman to drive him to London when I got caught in this blasted storm, like everyone else.

Jonathan shrugs. Just then, the same voice Jonathan heard as he pulled up, says his name again. Jonathan is getting more drunk but is seeming more uneasy.

Classic, now I'm hearing voices. Is this some kind of joke? I need another drink.

Jonathan crosses to bar

MILLICENT

(caustically)

If I may be excused Miss Charles. I'll go and clean up the kitchen. It's a shame to waste all of that coal.

Millicent exits.

MARY

Of course. Oh my word, I didn't even tell them where their rooms are. I best find Miss White and Mr. Meddows. Good night Mr. Taylor. Mr. Gregory.

Jonathan gives a dismissive wave to Mary and Millicent.  
Jonathan continues to drink but at a quicker pace.

JONATHAN  
(shouting after Mary)  
Where am I retiring to?

MICHAEL  
So, what did you hear Mr. Taylor.  
You know it is all Hallows Eve.  
(slight laugh)

JONATHAN  
Enough with the blasted Hallows  
eve!  
(Sarcastically)  
Voices in the wind. I think I've  
either dreamed of this place or  
been here before.

MICHAEL  
Well, pardon sir, but many of these  
old inns look alike. Maybe your  
imagination is getting the best of  
you.

JONATHAN  
You're probably right. Ridiculous.  
So what is your story old man.

MICHAEL  
Old man. Haven't heard that  
expression in awhile. Tell me...  
yours. Don't worry I won't tell a  
soul. I am as silent as a tomb.

JONATHAN

Jonathan is beginning to show the effects of his excessive  
drinking.

This place brings back memories, a  
time I would rather forget. I was a  
wealthy man. I left my wife. She  
was needy, dependent. Mostly  
boring.

(disgusting laugh)  
So I left. Who cares. I found this  
pretty little tart in the gutter  
somewhere in London.

(MORE)

JONATHAN (CONT'D)

She liked my riches and I liked having my way with her. (Speech beginning to slur) But then it happened.

(takes another drink)

MICHAEL

(feigning interest)

What?

JONATHAN

Black Friday, 1866. All my stocks under incompetent control were useless. The company, suspended payment. Over 10 million sterling in liabilities. This little pinch brick Clara, found out and amazingly lost interest. We were far away from London on holiday when I got the news. We were staying at a little Inn, arguing constantly, I was trying to figure out a way to be rid of her ...

His voice begins to fade out.

DISSOLVE TO:

INT. PARLOR 10 YEARS AGO

PRINTED AT THE  
BOTTOM OF THE  
SCREEN, 10 YEARS  
AGO.

Millicent, the same housekeeper that we have been introduced to in present time, although she seems much younger and lively. She is approaching a woman, Clara Rogers, as Jonathan is outside, viewable through the window. Clara is a young woman in her late twenties. Although beautiful, there is a hardness about her indicating she is wise beyond her age. They both enter one of the bedrooms.

INT. BEDROOM - 10 YEARS AGO

MILLICENT

(sheepishly)

Pardon ma'am, are you and your  
father staying a bit?

CLARA

(somewhat perturbed, in a  
condescending tone)

No, and for good measure, he is not  
my father.

MILLICENT

Pardon me, Mrs. Taylor.

CLARA

No, it's "Miss" Rodgers.

Millicent begins to turn down the bed and lay out the bed  
linens.

MILLICENT

We had a a woman who worked here, a  
laundress who also called herself  
Taylor, Beatrice Taylor.

CLARA

(in an annoyed tone)

What of it.

MILLICENT

It was about 5 years ago, her  
husband left her because she was  
with child. She was quite  
despondent.

CLARA

(angry)

What? You must be mistaken. Where  
is this woman that I may speak with  
her?

MILLICENT

She is....deceased. Poor dear slit her wrists, right here in the inn, in front of her son. She resented her son because he looked so much like his father. At least that's story we were told.

CLARA

Her son? What was her husband's name?

Millicent begins to exit.

MILLICENT

Oh, I've said too much. I must see to the...

Clara grabs Millicent by the arm.

CLARA

What was his name?

MILLICENT

Jonathan. Jonathan Taylor. Please, don't tell me you didn't know he was once married?

CLARA

Of course I didn't. I only.

MILLICENT

I'm sorry, ma'am. I didn't mean to upset you. I'm sure it was someone else.

Clara turns and sits on the bed.

CLARA

You understand nothing. Where is the child now?

MILLICENT

Brian, that was his name was sent to an orphanage.

CLARA  
(obviously distraught and  
at the brink of tears,  
but feigning indignation)  
Please leave me alone.

MILLICENT  
As you wish.

Millicent exits and Clara waits for her to leave and is deep in thought. She looks up at one of the walls at a Grandmother clock that suddenly chimes. It is identical to the one in Michael Gregory's home. She gets up and starts rummaging through Jonathan's papers on the calligraphy desk. She comes across some bankruptcy papers. She hears Jonathan at the door and starts to put things back in order but it is too late. He sees her with his papers.

JONATHAN  
What in blazes do you think you're  
doing?

CLARA  
(startled)  
Nothing.

JONATHAN  
I don't suffer fools gladly.

CLARA  
(raising her voice a  
little)  
Who is the fool?

JONATHAN  
How dare you take that tone!

CLARA  
I was speaking with the  
housekeeper. She said they had a  
laundress who worked here, named  
Taylor.

JONATHAN  
And what of it? It's a common  
enough name.

CLARA  
She committed suicide.

JONATHAN

What does that have to do with you  
spying through my belongings.

CLARA

Her name was Beatrice.

After hearing this Jonathan's demeanor changes.

The woman said she took her own  
life because her husband left her  
when she was with child. She said  
she was distraught that her husband  
left. She also said that the child  
looked like him. Her husband's name  
was Jonathan.

JONATHAN

(becoming enraged)

What are you implying?

CLARA

I was checking your wallet to  
confirm that you are the same man  
that the housekeeper was speaking  
about.

JONATHAN

On the contrary, you were looking  
for money. You are a little  
prostitute at heart.

CLARA

That's a lie. Do not try to sway  
away from the subject. How could  
you deceive me so?

JONATHAN

What a masquerade you've put on.  
The poor suffering one. Maybe it's  
time you join the other martyrs.

CLARA

(sobbing)

I just want the truth!

JONATHAN

It is true! I was married once.  
Though you dare not hold me  
responsible for her suicide.

(MORE)

JONATHAN (CONT'D)

She was weak, needy, worthless,  
You're all the same. Maybe you  
deserve the same fate, hmm?

(laughing)

I gave you everything and this is  
the trust I get in return? You  
should be begging for forgiveness.

(yelling at this point)

What gratitude!!

Outside the Inn we see the silhouette of what appears to be a coachman, loading a smoking pipe with tobacco. We can overhear Jonathan and Clara arguing in their room.

JONATHAN

(mockingly)

Who are you to question me? I have  
kept you in the style you've grown  
accustomed to. You've wanted for  
nothing.

Clara points to some papers on the desk.

CLARA

And now I see you really have  
nothing. I'm trying to find the  
truth and you think it's about  
money?

JONATHAN

This is disgraceful. You're nothing  
to me now but a spoiled little  
whore. And you have the audacity to  
question me? I've lost everything,  
and now this?

CLARA

I must have been mad to fall in  
love with you.

JONATHAN

Love? You never loved me, you  
loved my money!

CLARA

Why do you berate and abuse me?

JONATHAN

Don't try to bait me Clara. I can't even look at you anymore.

Jonathan turns and faces out the window with his back to Clara

CLARA

(begins to sob)  
Oh dear.

JONATHAN

Oh please. You belong on the stage.

CLARA

(gaining her composure)  
Yes, I should be. I probably would find a man who could perform better than you.

JONATHAN

(quietly)  
You should be careful what filth spills out of that pretty little mouth of yours.

CLARA

I don't need you. You're a cruel drunkard, and now you're penniless.

JONATHAN

How polite of you to remind me of that...

CLARA

You're a wretched excuse for a man.

JONATHAN

(yelling)  
Darkness will fall upon those who betray me!

Jonathan swings around, raises walking stick over his head, ready to strike.

CLARA

No!

Jonathan hits Clara 4 times in the head. Simultaneously we see the coachman's silhouette.

He shakes the match he has lit his pipe with 4 times, coinciding with the blows delivered by Jonathan.

Also in the background, outside in the hallway facing the door to Jonathan & Clara's room, is Millicent, who has been lurking outside listening in on their conversation. She turns and with hand over her mouth, steps back from the door.

In the meantime, Jonathan has begun to panic, the realization of what he has done sets in. He checks Clara for signs of life, but he has killed her, and blood is running from the wounds on her head. Her eyes staring in horror. He begins furiously looking around the room, to see if there are any witnesses.

JONATHAN

Clara!

Jonathan closes Clara's eyelids.

In the "air" somewhere, we hear laughter - coming from Michael Gregory. Jonathan hears this & looks around. Words now become unintelligible. He begins to pull away the rug Clara was lying on, and rolls her body up in it. He's moving quickly and accidentally knocks over the oil lantern which starts a fire.

Now, he takes a second view of the situation. He knows what he has to do. He grabs some papers and his belongings which were still unpacked on the bed and proceeds to exit the room.

INT. HALLWAY OUTSIDE OF JONATHAN AND CLARA'S BEDROOM - 10 YEARS AGO

Outside the door, Millicent has been listening. When she hears his footsteps coming towards the door, she scurries over to an adjacent linen closet, and fidgets with her keys trying to find one that fits - she finds it, opens the door and closes it just as Jonathan leaves his room.

He sees the door close and becomes suspicious. He starts walking briskly towards the door. Millicent hears him coming down the hall, and trembling, tries to lock the door to the room. Because she is so scared, she accidentally breaks the key in the lock, and stands there motionless.

Jonathan is standing on the other side of the door, but sees that smoke is starting to pour from his room.

He gives up the idea of going after Millicent but rather quickly leave the hotel. He runs into another chamber maid on the stairs.

JONATHAN

(Screaming)

Notify the Innkeeper! There's a  
fire upstairs! Quickly lass!

The chambermaid runs down the stairs.

CHAMBERMAID

Fire! Fire!

The guests milling around start to panic and they are all running for the doors as smoke seem to quickly engulf the upstairs. Millicent hears the commotion and yelling and starts beating on her door.

MILLICENT

Someone, please! Get me out! Get  
me out of here!

Mary Charles comes out from a little room near the stairs. She sees the smoke and the guests and staff running around, just trying to leave. It all seems to be going in slow-motion.

She is paralyzed with fear as she looks around. She hears loud banging sounds. Mary makes her way slowly up the stairs.

MARY CHARLES

Millicent?

As she travels up the stairs, she sees the smoke and the flames. She starts pushing people out of the way but her fears stop her and she turns away and goes down the stairs towards the door with the crowd.

Before she goes out the front entrance, she takes one look back to see that the whole upstairs has been engulfed in flames. She watches those who are fleeing. A kindly older gentleman, who is trying to help with the fire, grabs her to usher her out of the Inn.

KINDLY GENTLEMEN

Mum, You must come with me now!

EXT. INN - NIGHT

She does not resist and says nothing of who is still upstairs. As she is led outside in the commotion, she bumps into another man whom we only see from the back, but dressed as a coachman. He is again lighting his pipe.

UNKNOWN MAN

Excuse me, Miss Charles. Dreadful  
shame it all is.  
Dreadful.

Still being led away she looks back to see who the man is but we see him just sort of dissolve into a group of people. The kindly gentleman leads Mary Charles to an old travel chest and makes her sit down.

He leaves her to help the other men with the fire, which seems futile at this point. She still says nothing as she seems to be in a trance.

She remains motionless, glancing at the scene as it changes from a burning structure with people running about to a smoldering skeleton of a building with people just sort of milling around, looking for survivors and belongings.

It's dark and cloudy and beginning to get stormy. Mary Charles suddenly gets up and walks towards the smoldering ruins, straight through the ashes. As she walks through, she stops to look down and sees a tea caddie. Tears fill her eyes. She is nearing the coast as the sound of waves hitting the shore become audible.

MARY CHARLES

Oh God, what have I done...again!  
What have I *not* done again!

She looks out over to the ocean, where the waters are crashing down hard as ever into the jagged rocks. However, amidst the ruins and smoke, she sees... Millicent! Standing there in the distance, motionless, Mary abruptly, stops crying, smiles, and races for her. When she gets within arms length of Millicent, she stops.

MARY CHARLES

Millicent! Thank God you are....

She grabs Millicent by the shoulder, but suddenly, Millicent whips around and the whole other side of her body is burned and disfigured with shreds of smoldering clothes still attached to the bone. Millicent looks at Mary with an angry demeanor, and as her bony, outstretched arm goes to grab her, the whole image turns to dust and whirls around Mary and disappears into the smoke. Mary is completely distraught at this site. She begins moving towards the cliff and stops. She lets out one last, loud cry and walks straight off into the black fierce waters below. The kindly gentleman and some others notice her, and start after her, but are unable to see her body in the murky waters below.

GUEST

(to kindly gentleman)

What happened? Why did she..

KINDLY GENTLEMAN

I saw her talking to herself and then she just walked towards the edge and never stopped!

One by one, the kindly gentleman and other guests walk away to attend to the other victims of the fire. Suddenly a flash of lightning and the rumble of thunder.

DISSOLVE TO:

INT. PARLOR ROOM - PRESENT NIGHT

The storm suddenly blows open the doors on a large window. Jonathan lets out a gasp, sweating profusely. Michael Gregory is with him. Mary, Brian & Priscilla come rushing back because of the noise.

MARY CHARLES

Mr. Taylor, are you alright.

JONATHAN

Nonsense. No, I was ... reminiscing about some rather unpleasant time in my past. My almost forgotten past I should say.

Mary running to close the windows as if her life depended on it.

MARY

We must keep these windows latched!

She notices they are all looking at her peculiarly.

MARY CHARLES

The storm is growing more intense.

Priscilla walks over to Jonathan.

PRISCILLA

Your almost forgotten past?

JONATHAN

Yes, images. This place, this Inn, seems to have brought it all back.

BRIAN

Now you see. It's this place!

JONATHAN

Does this Inn have a name?

BRIAN

I don't know. There was no sign out front.

JONATHAN

I must have had too much drink. Not thinking clearly...

PRISCILLA

(to Jonathan)

Have you been here before?

BRIAN

Actually I feel as though I have...

JONATHAN

No, I don't recall.

MARY CHARLES

Are you sure?

JONATHAN

(angrily)

I said I don't recall!

During this dialogue, Michael is just watching all of the parties involved, almost in amusement.

MARY CHARLES

Please forgive me.

BRIAN

No need for that tone Mr. Taylor.

JONATHAN

Who are you to lecture me boy. Have you forgotten that I've offered to pay for your lodging. Pardon me, my mistake. You refused my offer. You should have better respect for your elders. Ungrateful is what...

A look of genuine fear takes over his face as his sentence lingers off.

Enter Millicent.

MILLICENT

The Inn at the Mist.

JONATHAN

What?

MILLICENT

The name of this Inn. Pardon me for listening in to your conversation.

BRIAN

Mother...

(thinking out loud)

JONATHAN

It can't be. That place burned down.

Jonathan stands up and moves across the room. Jonathan stares into the large mirror. His image suddenly changes to a ghostly image of Clara. She is dressed in the same dress she was wearing when he murdered her. Nobody sees this but him.

Jonathan turns from the mirror, but then looks back There he sees her face as she speaks to him.

CLARA

You remember your Byron. "Sweet is revenge especially to women". Jonathan, the time has come....

JONATHAN

I don't believe you. You're not real.

The other guests look at Jonathan.

MILLICENT

Pardon me?

MARY

What?

BRIAN

Were you speaking to us?

JONATHAN

(Quizzically)

I was mumbling to myself. Please mind your own business!

PRISCILLA

Sorry.

Jonathan turns back towards the mirror. After a second, we see Clara's reflection, and her hand is reaching out, and actually comes through the mirror to touch Jonathan's face.

Simultaneously, a wound where Jonathan struck her appears with blood running down her face. The out reached arm touching his face turns to a decayed arm and scratches the side of his cheek, drawing some blood. He screams in horror and runs out of the room and into another corridor. Brian jumps up to go after him, but Millicent reaches out to stop him.

BRIAN

Mr. Taylor, what's the matter?

MILLICENT

Perhaps Mr. Taylor has his own demons to fight. You should leave him be. Let him sleep it off.

MICHAEL GREGORY

(quietly, almost under his breath)

Demons, yes...

EXT. - INN

The Inn is growing in size. As more and more souls appear, they melt into the structure.

INT. INN CORRIDOR - NIGHT

Jonathan has been drinking a lot. He is entering a corridor which somehow seems longer than the house could actually have. He touches his face where the arm scratched him, but there is nothing. He catches his breath.

It's dark, except for a candelabra on an end table which is just slightly illuminating the area. He stands at the entry way, leaning against a wall, breathing hard, and sweating.

JONATHAN

I must be dreaming, this can't be!

(he seems to say quietly  
to himself.)

Pull yourself together man!!

He grabs the candelabra and makes his way down the hallway towards his room. He is trying out each door as he passes but they are all locked or sealed.

There's a cold breeze, which has a hint of other-worldly voices that blow down the hallway. As the candelabra is casting its light, Ghostly disfigured creatures are behind him, coming to life. They are coming from the walls all throughout the corridor and falling into step behind him.

As he comes to one door, he catches them out of the corner of his eye, but when he looks over his shoulder and quickly moves the candelabra behind him - we see....nothing. His breathing is getting heavier. Faintly, strains of music are coming from somewhere down the hall. We see faint light coming from under a doorway. He starts to make his way in the direction of the music. The light of the candelabra flashes behind him as the hooded figures are increasing in number and getting closer with each pass of the light. They are slowly gaining on him. He can feel their cold breath on the back of his neck. He starts moving faster.

He is almost running now, albeit, clumsily. He reaches for a door at the end of the hall, but the figures are ready to jump him from behind. But as soon as he opens the door, they are gone.

DISSOLVE TO:

INT. BALLROOM - PRESENT

He suddenly finds himself in a large ballroom. He walks in, and Michael shuts the door behind him. The ball room appears to once have been a beautiful place but is now quite shabby. He notices a large Grandmother clock on the wall. It is identical to the one in Michael Gregory's home. There are dozens of people, dancing to the music, but in a labored, bored sort of trance.

As they pass by him, they slowly turn their faces towards him with blank stares. They are all dressed in dingy white ballroom attire. They are wearing masks to obscure parts of their faces.

The air is smoky in the room. This scene opens with many figures dancing a waltz. Michael speaks to him.

MICHAEL

Mr. Taylor, how splendid of you to come.

JONATHAN

This ballroom, it's so large. How could it possibly fit into this small inn? I'm befuddled. What are you doing here and who are all of these people?

MICHAEL

They're all former guests of the Inn.

JONATHAN

How could that be?

MICHAEL

Now don't say another word. You'll ruin the mood. Come, come old bean, there is someone here who I'm sure you'll be more than grateful to see again.

The music becomes more intense and the dancers start to clear a path. At the end of this path, and we see a woman, dressed in red, and an ornate mask obscuring half her face, but the part we can see is quite beautiful. We see in the corner of the ballroom, a harpsichord, a harp, a cello and two violins. The strings are moving and the bows are sliding but no one is playing the instruments. The two violins are floating in the air.

The tone of the music is drawing Jonathan to her, but the dancing ghouls are blocking his path and partially obscuring the view of her. The whole scene is surreal, as the woman in red is quickly moving to different parts of the room. Jonathan seems to be going through a maze of people to get to her. The music is getting more macabre.

CLARA

Come a little closer, my dear.

At this point Jonathan summons the mettle to respond.

JONATHAN

Clara?

CLARA:

(With a slight laugh, teasingly) Do you know me?

Jonathan is moving towards the sound of her voice but still can't see all of her. The room is spinning, as the guests dart in & out his path, still with blank looks on their faces.

JONATHAN

(with a bit more courage)

I feel so peculiar. May I, touch you?

CLARA:

I'm right here, Jonathan

Jonathan looks around the figures that surround him.

JONATHAN

But where?

CLARA:

Surrender to all that you are.  
Jonathan, Give me your heart,  
completely.

As Jonathan is getting closer, the music gets more intense, the scene chaotic. The ghoulish dancers rip off their masks to find their faces are hideously disfigured. A chorus of souls surround Jonathan. Everything is spinning with the sound of the music. He disappears into the center of the crowd. In tune with the music, the ghouls draw out walking sticks. They begin to strike Jonathan. Blood splatters on the ghouls white clothing in sort of slow motion, choreographed way. Jonathan's body is flung back and forth. There are rips and tears in his clothing and his skin. He tries to scream but nothing is coming out. Suddenly Clara appears, she pulls off her mask to reveal the crushed part of her skull where Jonathan had hit her with his own cane. Clara has her own walking stick, raises it in the air. We see her raising it 4 times to strike him with his echoing screams of horror. The sound of the strikes are musically the same as the strikes on Clara at the Inn. The crowd of dancers in unison stand motionless looking at Jonathan on the floor and slowly disappear. We see Jonathan's mangled and bloody body on the floor, twitching slightly right before he dies as we fade out of the room.

INT. PARLOR - NIGHT

Brian, Priscilla, Millicent and Mary move quickly and look around.

BRIAN

What a horrible sound.

MARY

Yes.

Everyone looks at each other and nods with agreement and goes racing into the hallway which now seems much smaller.

BRIAN

It appears to have come from down there.

Brian points to a closed door which has a slight light coming from underneath

MILLICENT

Quite impossible. That room hasn't been opened in twenty years. It's locked and no one has a key.

MARY

Millicent is correct. I've been...  
unable to get into that room for as  
long as I've been the innkeeper.

PRISCILLA

Where is Mr. Gregory?

Michael Gregory suddenly appears out of nowhere.

MICHAEL

I'm right here my dear.

BRIAN

She is not your dear.

MICHAEL

My apologies.

PRISCILLA

Brian, I'm sure he meant no ill  
will.

BRIAN

I'm going to try the door.

They're re all moving down the hallway towards the door.

MICHAEL

Splendid idea Brian. Maybe Mr.  
Taylor went to look for a costume  
to avoid being recognized by the  
ghosts. You remember, going a  
souling. Don't you remember the old  
festival of the dead. All-  
hallowmas? Those were the days.

MILLICENT

(to Gregory)

Why are you so taken with Hallows  
eve?

(to Brian and Priscilla)

And why are you so keen on the  
whereabouts of Mr. Taylor? I hope  
he left for good.

MARY

That's a bit harsh wouldn't you  
say? Millicent please, it wasn't  
entirely Mr. Taylor's fault.

PRISCILLA  
 (interrupting Mary)  
 Have you seen him Mr. Gregory?

Brian reaches for the doorknob.

MICHAEL  
 Yes, earlier this evening, with all  
 of you. He has quite the temper and  
 a fondness for drink I have to say.

PRISCILLA  
 He seemed panicked when he left. I  
 hope he didn't go outside. One man  
 is no match for that storm.

INT. BALLROOM - NIGHT

As Brian reaches the doorknob, the lights flicker. We are now  
 looking at the inside of the ballroom. The same as the  
 previous ballroom but even older, dingier, moth-eaten,  
 covered in cobwebs. All of the present guests, including Mary  
 and Millicent are inside. The room looks much smaller.

BRIAN  
 I thought you said the room was  
 locked.  
 (suspiciously)

MILLICENT  
 It is locked, I mean, rather it was  
 locked. It's not safe being here.

BRIAN  
 Why on earth would you say that?  
 It's filthy I grant you but...

MARY  
 Because...  
 (interrupted by Priscilla)

PRISCILLA  
 (frightened)  
 Everyone, this may be of some  
 consequence. Look over there, isn't  
 that Mr. Taylor's walking stick?

Laying on the ground is Jonathan Taylor's walking stick. On  
 the top of the ornately carved metal head, laying in a small

puddle of blood.

MARY  
(somberly)  
Yes.

PRISCILLA  
Oh my God, that's blood!

MARY CHARLES  
  
It's begun.

BRIAN  
This is absurd. Is this Inn  
haunted?

MILLICENT  
Indeed. Though everything was quiet  
until you arrived.

MARY  
Millicent, keep still!

BRIAN  
This is all my doing.

PRISCILLA  
Granted, something is amiss. Brian  
it cannot possibly be your fault!

BRIAN  
Really? Maybe I *am* going mad. Why  
did the door only open for me?

MICHAEL  
It was probably open already.  
(Laughing)  
I believe Miss Millicent's closet  
is in there. You know, skeletons  
and the like. But I imagine it's  
locked too, possibly the result of  
a broken key in the doorknob.

Millicent glares at Michael. She wants to lash out at Michael  
Gregory, but the he looks her in the eye and she backs off.

MARY

(nervously)

We should take leave of this room immediately. I feel a presence in this room.

PRISCILLA

(ignoring Mary)

The question is, where is Mr. Taylor?

MICHAEL

(sincerely)

I don't know my dear. Excuse me Brian. Old habits die hard. I think they want you to feel as if you are going mad. Actually you're not. Miss Millicent is correct. I could sense it when I walked through the door. Just as Miss Charles feels it now. I have a sensitivity for these types of experiences. This place is shall we say, inhabited.

As he says this, the door slams shut behind him and the others jump in response.

MICHAEL

Many old inns are.  
And as I had mentioned before, it is All Hallows eve, the night when the souls of the dead come to life. Let me introduce you to some of my oldest and dearest friends. Lust.

A sculpture of a couple in a grotesquely erotic embrace come to life. They begin moving themselves next to Brian and Priscilla.

PRISCILLA

No, please.

Mary speaks to the sculpture that is moving towards Brian and Priscilla.

MARY

Get away from them.

MICHAEL

They've upset you Miss Charles?

'Sculpture couple' move back to spot they came from and freeze. Greed- A bejeweled woman appears from seemingly nowhere. She places a necklace around Priscilla's neck.

WOMAN (GREED)

Lovely.

Priscilla grabs the necklace and throws it to the ground where it shatters into dust.

MARY

Do not tempt us Mr. Gregory.

Jeweled woman moves back next to the sculpture. Envy- A green colored figure appears and seems to admire all of the attributes of Brian and Priscilla.

He also appears very jealous. He moves back and is soon followed by Gluttony, an enormously obese & grotesque man who is eating anything in his sight. He approaches Millicent.

MILLICENT

Keep away from me you filthy beast.

He shrieks and moves away. Sloth-materializing in the center of the room is an equally inhuman looking creature in ragged clothes. He is sitting in a chair fidgeting slowly in a creepy-like manner.

Anger-A woman dressed entirely in red appears from behind Michael Gregory. She moves quickly around the room, where furniture & paintings are being flung all-around in her wake Screaming as she approaches Brian Priscilla, Millicent and Mary.

RED WOMAN

You will all feel my wrath!

MARY

(nervously)

Be gone with you this instant.

The woman turns away in a rage and explodes.

MICHAEL

What a wonderful house and what a fine kettle of friends. All created by me. Did you know that?

MARY

Enough! Take your horrible guests away from here.

She points to each figure. They each react as she calls them by name.

MARY

Lust, envy, greed, sloth, gluttony  
anger and pride.

Suddenly, a Grandmother clock, one like all the others, begins to toll and the house starts to shake & shudder. Michael Gregory's demeanor suddenly changes when he hears this. He lets out a loud shriek he and the other ghouls vanish.

BRIAN

What is this hellish place?

MARY

Hellish? These souls are so evil the eternal flames of hell spat their rotting souls from its very bowels.

A watery substance flowing down the walls.

BRIAN

Look.

The others look in astonishment.

MILLICENT

(almost in a monotone)

Those are tears of the Sluagh.  
This is just a prelude of things yet to come.

BRIAN

Tears of what?

As the droplets fall from the walls they start to take shape into small horrible troll-like creatures and are running from the room

MARY

The Sluagh. They are the evil one's minions that go out and seek death to steal the souls of the dying. All Hallow's eve is their festival. You must try to leave here. Tonight. Go!

Mary backs up against one of the walls and the "tears" begin to flow all over her. She appears to be drowning. She passes out and slowly vanishes from their sight.

EXT. INN

The Inn is still growing in size as more and more souls appear and meld into the structure.

INT. INN

Brian and Priscilla are walking briskly down hallway to their rooms. But it is dark and they are trying to find their way.

PRISCILLA

Let's hurry.

BRIAN

Oh and just pretend nothing ever happened? You don't understand.

They stop outside a doorway.

PRISCILLA

Brian, I am here to help you. We must get away from this place.

BRIAN

Priscilla, I'm supposed to take care of you, not the other way around.

PRISCILLA

Try not to think about it right now.

(MORE)

## PRISCILLA (CONT'D)

Needless to say Mr. Gregory has something to do with all of this. Obviously he has perpetrated some crime against Mr. Taylor. One thing I do know for certain is that I love you and I know you love me. That's real. But I'm afraid if we don't get out of here, I'll lose you forever.

Reaches out and takes Brian's hands.

## BRIAN

I'll get you out of here and take you somewhere safe. Go gather your belongings and I'll come for you as soon as I grab my things. Lock your door.

Brian makes sure she goes into her room and locks the door. He goes into his room and closes the door.

## INT. INN PRESENT DAY

Brian leans his back against the door. He's shaking, looks down, eyes closed, breathing fast and heavy but slowing as he looks up and realizes that he is alone in his room. He walks in a labored way towards a satchel and places it on an adjacent bed. He reaches into his pocket to pull out an old pocket watch and as he pulls it out, a small envelope falls to the floor. It was the one he picked up earlier in the evening in the room where he saw a vision of his mother hanging. He begins to read it, and this is what it says.

BEATRICE (voice-over) My beloved son Brian. I cannot express to you what I'm feeling. I know you won't understand why. But I do love you. Once upon a time I was happy. Regretfully, history has changed my view. Now the world seems cold and unfeeling. My heart is broken and the climate of life is cold. My heart has turned to stone and there is no turning back. I must now take my leave of you. Love, Mum.

BRIAN

Oh, Mother...

He sits down on the edge with his head in his hands.

BRIAN

(To himself)

Priscilla, why have I brought you  
to this wretched place?

He falls back on the bed with his hands still over his face.  
He's slightly shuddering and is slowly losing control.

BRIAN

(Again, to himself)

Come now Brian, where's that stiff  
upper lip.

He stops shuddering, lowers his hands and opens his eyes and  
stares at the ceiling which is an open-beamed type room with  
a window that looks out over the night sky. The rain is  
pelting the glass.

Brian is looking at his reflection in the glass but slowly,  
the scene evolves to him being outside the glass looking down  
into the room. We are suddenly outside in the storm, looking  
down through the glass.

EXT. INN PRESENT DAY

We see Brian's point of view looking down on himself in the  
room where he is laying in a wooden casket. His body is  
grayish, & lifeless. Hooded ghouls crowded all around the  
outside of the casket forming a circle.

BRIAN

(screaming!)

NOOOOOOO!

Brian suddenly realizes he is outside, kneeling on the glass  
and also sees the dead ghouls on either side of him. One  
begins to put a scepter of some kind right through him but  
suddenly he moves out of the way as the scepter comes down  
hard. The scepter just glances him slightly cutting his side  
and breaking the glass that he is kneeling on. We see Brian  
falling in slow motion through a sea of outstretched, ghostly  
arms. The ghouls are now pushing him down farther into the  
room below.

## INT. ROTUNDA

A loud sucking sound is heard and for a split second the scene goes to normal speed, and all is black, with Brian standing in a large, circular type room.

The room is starting to be lit from torches around the room - by themselves. He first notices a massive Grandmother clock on one of the walls. It too is identical to the one in Michael Gregory's home. He looks around and sees the other walls lined with stone caskets with figures of the deceased person etched into the tops. These are lined up sort of haphazardly all around the walls. He glances around and sees the room has a wide walkway leading up to the top and all along this walkway are these caskets.

They are very old and decaying with vines and tree branches protruding from cracks in the walls and floors. As Brian directs his gaze higher he sees numerous mural tombs set side by side in niches against a wall.

On the lids of each tomb, the deceased is represented at full length.

The air is thick with a fog, and there is movement in the shadows. Brian quickly does a 180 degree turn. At the far end of the chamber, he sees a large mirror in an ornate frame, (the same that has appeared at different times throughout the Inn) with a strange soft light emanating from it.

There is also a strange sound, the same as the "voice-like" sound that he was hearing in the wind earlier in the evening. He starts to walk towards the mirror but, as if out of nowhere, Michael appears standing right next to him.

MICHAEL

Welcome to one of the sanctuaries.

BRIAN

(obviously distraught, and  
looking around nervously)  
How did I get here? I feel like I'm  
having a nightmare.

MICHAEL

(in a smirking,  
condescending way)  
No nightmare my boy! Let's just say  
I'm your guide to the truth.

BRIAN

Truth! You don't know the meaning.

Brian lunges at Michael Gregory, but some large evil looking dogs appear and growl in a low menacing way. Brian backs away.

MICHAEL

(Interrupting Brian )

You'd be very surprised at how enlightening I can be.

Suddenly a slight flash and moaning comes from the mirror. Michael gives it a quick glance and a sneer, but turns back to Brian and acts as if nothing has happened.

BRIAN

Alright. Earlier you said you knew my father. How could you possibly know my father?

MICHAEL

I knew your mother as well.

BRIAN

My mother?

MICHAEL

She worked here, your mother. You do remember, don't you Brian.

BRIAN

(tentatively )

No!

MICHAEL

She worked as a laundress up until the day, well, let's call it that fateful day.

Michael starts walking towards the mirror, but careful to not let his reflection show. Brian begins to follow him.

BRIAN

(becoming more and more anxious)

Go on.

MICHAEL

You were the child, the child called Brian. Your mother worked here out of desperation because your father left her. She did not want to travel back to London and try to survive the poorhouses there. Miss Charles took your mother in out of the goodness of her heart, as they say...

As Brian speaks, he is seeing images of Mary Charles and the Inn as it was when he was young.

BRIAN

Miss Charles? This just can't be? She couldn't have been the innkeeper back then? How could she be?

Brian starts to glance around the room. We hear a heart beating, faster & faster. He notices the coffins around him as he's quickly glancing at the names. The music is building in intensity. Brian is suddenly feeling short of breath, dizzy.

MICHAEL

(feigning sincerity)

This is all too painful for you, I am sure. You seem a bit short of breath! Perhaps you need a rest...

BRIAN

(desperate)

No, please. Why did you bring me here? What else do you know? Why did my mother take her own life?

Brian looks back into the mirror, where we see a scene being played out. His mother is arguing with an unseen man, We cannot hear them, but there is obviously a struggle. The Man is grabbing hold of her arm, she looks to be pregnant, and she is crying. He throws her to the ground. He walks towards a hat on a table. He picks it up and walks to the door and he turns around to give the woman one last disdainful look. We see that it is Jonathan Taylor, although much younger. The scene vanishes and we see just a misty, cloud-like movement with occasional flashes of light, and the moaning starts again.

MICHAEL

(forcefully)

Because you look like your father  
and every time she looked at you  
she saw *him*! Your Father! Jonathan  
Taylor!

This is starting to become more than Brian can take, and it  
is showing in his demeanor. His breathing is more labored.

BRIAN

No that can't be. I didn't mean to..

MICHAEL

(in a very patronizing  
tone)

Yes, yes of course you did. Like  
father like son. No hiding behind  
the innocent child defense.

BRIAN

(Somewhat angry tone)  
How could I have known. I never  
knew my father.

MICHAEL

A bit slow on the uptake? Your  
father stayed here as well. Evil  
breeds evil. What is that quote  
from Euripides? Oh yes, "the gods  
visit the sins of the fathers upon  
the children". Or the sins of the  
mother for that matter.

BRIAN

(frantic)

How? I mean, when did my father  
stay here?

MICHAEL

Twice actually. I have a feeling he  
quite enjoyed staying here.

Music starts to fade in. We can hear the specters singing oh  
so faintly, We then see ghostly images sweep across the room  
towards Brian. He is getting shorter of breath.

BRIAN

You didn't answer my question. What is this place?

MICHAEL

Reminiscent of Westminster Abbey wouldn't you say?

BRIAN

I've never lived anywhere other than Brighton.

MICHAEL

Pity.

BRIAN

What's happening? Why did you bring me here?

Movement across the lids of the tombs. Brian looks at the plaque on the first tomb. We can see his lips moving

BRIAN

Oh ... my God!

(Looking at Michael)

It's, it's, no it can't be! It's you!

(moving quickly to the next tomb)

Mary Charles? Miss Charles? I don't understand.

(Moving quickly to the third tomb. Reading aloud)

Died October 31st 1865. They all say that. Who is this third person, Clara Rodgers? Same date.

(Moves to the fourth tomb, reading again out loud)

Beatrice Taylor born November 1st 1830 died October 31st 1860. All of the tombs say 'died October 31st' but in different years. This can't be happening. Is this my mother?

Silence from Michael. We hear the specters singing only louder. It is becoming overwhelming to Brian

BRIAN

My mind is going blind. Mr.  
Gregory, is this my mother? Answer  
me!!!

Brian once again looks in the mirror - only in the mirror, ghostly apparitions - ghastly looking, with a web like substance attached to them. They are tightening a noose around his neck.

He's having a hard time breathing, outside the mirror, he feels his body jerk as they are pulling on the rope around his neck.

Suddenly, the apparitions are coming out of the mirror towards Brian and surround him. Brian seems to be trying to fight off what is going on in the mirror, but appears to be losing the battle. Michael is smiling with an evil smirk.

MICHAEL

It was.

Michael points to another tomb. Brian walks cautiously over to it and looks at the inscription.

BRIAN

(reading aloud)

Priscilla White. Born Nov. 2, 1856.  
Died October 31st. 1874. What? That  
can't be. That was a year ago! I  
don't believe this.

Michael guides Brian into the center of the Rotunda.

MICHAEL

Why were you in hospital Brian?

BRIAN

How did you know that?

MICHAEL

I know more than you imagine.  
Answer the question.

BRIAN

(stammering)

I don't know. I can't remember.

MICHAEL

Because you're insane.

BRIAN

I'm not. I'm confused.

Brian shakes his head as if to clear his mind.

MICHAEL

Let's take a look at what put you  
in the asylum.

Michael waves his hand and as if by magic, a scenario of an old abandoned room with only Priscilla in it appears. She seems to be struggling. She starts to grasp a long heavy rope. It is as if unseen forces are guiding her but only she is visible. She tosses one end of the rope over a beam suspended from the ceiling.

BRIAN

No, Priscilla. Don't!

MICHAEL

(quietly)

She can't hear you. Ignorant boy.

Priscilla looks at a picture of Brian.

PRISCILLA

They won't let me have you Brian.  
My parents have ruined my life. If  
I can't be with you then I don't  
want to live another day. Please  
forgive me.

BRIAN

No, stop. Priscilla don't do it.

Oblivious to her surroundings, Priscilla grabs one end of the rope. She makes a noose. She grabs a chair and stands on it. She puts the noose around her neck and kicks out the chair underneath her. The view is behind her as a loud snap is heard and her body goes limp and lifeless. Brian screams.

MICHAEL

Enough to make any man go.. insane.

BRIAN

(in tears)

I don't believe you. This isn't  
real. Priscilla is alive. She's  
with me.

Brian looks in the mirror and sees an image of his Mother. She is just standing there watching, but with a distant look on her face. He turns away and looks towards the ceiling of the Rotunda. Moving across the sky are a group of demonic looking figures riding on black horses and black he goats. They seem to be covering the entire room. Some of them descend upon the ground and start riding towards Brian.

Suddenly from out of this group of ghouls that are gathering around Brian there is a ghostly image of Jonathan - he appears to be in a trance. He is moving towards Brian, pushing the other ghosts aside. He suddenly grabs Brian by both shoulders. Everything is still for a split second.

He says quietly inaudible to Brian, then looking Brian in the eyes, then suddenly he yells.

JONATHAN

Run!

He screams this, and it echoes throughout the whole rotunda. He throws Brian to the ground.

Michael is aghast and angry at this development. We see him move towards them but he moves in front of the mirror, and for the first time we really get to see what a hideous creature he is. Even seeing himself is painful for him and he lets out an evil scream that seems to awaken all the dead in the room. Coffins start to slam open bodies sitting up.

There is movement on all levels of the rotunda. This breach, that Jonathan enabled, begins a chain of events where the apparitions and Jonathan are sucked back into the mirror.

MICHAEL

(angrily)

No! NO! He belongs to me.

JONATHAN

Not yet he doesn't!

Brian scrambles to his feet while all this is going on. He looks around the room and sees a large stained-glass window at one end of the room that is a few feet off the ground. He runs towards the room, but "living dead" appear to be going after him.

MICHAEL

(Looking at his pocket  
watch)

Get him! This is my night. All  
Hallow's Eve. It must be fulfilled  
tonight!

Brian suddenly stops and turns. He is on the other side of  
the Rotunda. He turns and faces Michael.

BRIAN

I don't know what to think anymore.

MICHAEL

Deep in your heart you know what's  
really going on. The games I play  
are lethal.

Brian starts to shudder as an unthinkable cold floods over  
him. He also hears unearthly crying.

MICHAEL

Oh yes, you feel that don't you.  
You know where that's coming from?  
Straight from the depths of hell!  
Listen to the house that wails.

Brian is now terrified. His fear has frozen him in place. We  
now hear noises behind Brian. Brian turns and sees his name  
in large letters being written on the wall. There is a  
tremendous sound like thunder. It is almost deafening,  
leading Brian to cover his ears.

GHOULS

(in unison)

Brian! Come join us!

Brian suddenly begins to summon up all of his courage and  
begins to run as fast as he can. As he is running towards the  
window, he grabs one of the torches on one of the walls  
hanging from a sconce. He is upon the window and turns and  
there are hundreds of apparitions around him, but the torch  
seems to be keeping them at bay - temporarily.

He waves the torch across the front of them - this lights one  
of them on fire, which gives him a few seconds to make a  
decision. Brian whirls around at the window and throws the  
rather large torch at the window and shatters it.

He crawls up the wall and the living dead are moving towards him, but he just makes it out of the window and out of their reach.

EXT. OUTDOORS - NIGHT

He falls to the ground outside in the rain & storm. He looks around to make sure he wasn't still being pursued. He hears the echoing sound of a chorus voices.

BRIAN  
Priscilla!

He starts to run back towards another end of the house.

INT. ROTUNDA

Michael continues to pace. The living dead have just sort of stopped in their tracks. His demeanor has changed. He appears calm, but his eyes still show evil. He picks up his hat on the ground.

MICHAEL  
He won't go far without his  
betrothed. (Gives a short laugh)

As he walks from the room he passes by his image again in the mirror, and he lets out a short ghastly hiss at the image staring back at him.

The view is now looking down on Michael. He is walking calmly from the room. It is getting dark, and the living dead we see in the background are all going to their respective tombs.

INT. PARLOR- PRESENT

A massive old clock suddenly starts working. It is a Grandmother clock and it is also identical to the one in Michael Gregory's home. It shows 30 minutes until 12 midnight - the chime goes off, one loud, low sound that seems to echo through the house. And the house begins to tremble.

INT. HALLWAY OUTSIDE OF PRISCILLA'S ROOM - PRESENT

Priscilla has gathered up her things and is closing the door behind her. Suddenly Millicent is standing right behind her.

MILLICENT

Come now Miss White. Mr. Gregory isn't finished with you yet.

PRISCILLA

Stay away from us you soul-less shrew. We're leaving this place.

Priscilla pushes Millicent aside and starts to walk down the hallway. But then she hears a familiar voice.

REGINALD WHITE

Priscilla! (In a sobbing voice)

Priscilla quickly turns around and sees, her father at the other end of the hallway, on his knees. He's holding Priscilla's mother in his arms, and her body appears to be limp & lifeless.

PRISCILLA

Father? (Questioningly, but scared as well)

Priscilla is stunned and can't believe it, but runs down the hall towards them and falls to the ground sobbing. She throws her arms around her father, and then looks down on her mother and takes her in her arms.

PRISCILLA

Mother, it's me! Your baby girl.

PRISCILLA'S MOTHER

My Sweet, we've come for you.

As Priscilla is holding her mother, Reginald stands up. Suddenly, Priscilla's mother starts crying, Priscilla hugs her Mother, but her Mother's crying suddenly becomes very disturbing laughter as her body starts to decompose and turning to dust right in her arms. Priscilla is beside herself with fear. She hears sinister laughter, behind her, and her Father's image suddenly morphs into Michael Gregory, who is starting to look more evil. He is starting to change into his true self. Millicent looks like the walking dead herself.

MICHAEL

Priscilla, you must come with us  
now.

Priscilla looks up at Millicent and Michael, lets out a scream and starts to runs down the hall in the opposite direction. The hall is narrowing as she's running and now arms and torsos are coming out of the walls to reach out and grab at her. We see again that the house is made up of these lost ghoulish souls. She narrowly escapes down to the end of the corridor which has a big solid door. She looks behind her and sees the ghouls coming out from the walls towards her. She grabs the door handle and she is furiously banging on it and turning the knob, and screaming. Suddenly, a hideous head, torso & arms appear to come out of the door, puts its arms around her and pull her through the door. She screams one last word which echoes out and then there is silence.

INT. PARLOR - PRESENT

PRISCILLA

Brian!

Brian bursts in from outside and hears her scream, He runs from room to room. He is yelling for her. The house is changing and appears to be decomposing itself. The house is shaking and moaning. He enters what once was the parlor, but it has changed to a large decrepit room. Lost souls are wailing and moaning and pulling themselves from the walls, and the walls themselves start to atrophy. The very large clock is seen and all sound stops and we hear the 1st of a low ring of the clock striking 12.

A flash of lightning appears literally in the room which is very large now, and opened up to the sky. It is dark & cloudy and full of thunder & lightning. Michael appears and is suddenly there amongst the hundreds of ghouls. Priscilla is also there, on the floor, and she is just starting to come around. She sees Brian, and screams..

PRISCILLA

Brian, this place, these people.  
You must leave.

Brian runs toward Priscilla, pushing aside the ghouls.

BRIAN

Priscilla, you're alive!

MICHAEL

How noble! Standing up for true  
love.

At that moment a flash of lightning shoots straight from Michael at Brian and Priscilla creating a chasm between them slowly widening and it appears to be an opening to the bowels of hell itself. There are hundreds more tortured souls.

Brian tries in vain to get to Priscilla, but to no avail.

The large clock strikes again (#2), Michael Gregory looks at the clock. He is getting angrier, and his metamorphosis is nearly complete.

MICHAEL

I've no more time for your petty  
problems of this world.

Flames and lightning intensifies. The house is shuddering and collapsing on itself as the tortured souls are flying around the room. The ground is spinning.

MICHAEL

Come Brian, time to take your  
rightful place with the rest of  
your family.

PRISCILLA

Don't listen to him Brian!

The house is shaking and moaning with greater fervor and the storm seems to be growing in intensity outside.

MICHAEL

On the contrary, he should listen.

Clock strikes #3. Michael Gregory is growing agitated.

BRIAN

How on earth can you be of any  
help?

MICHAEL

How on earth, interesting choice of words. Brian you relate to your mother's anguish, don't you?

BRIAN

I now know why she was tormented so. My Father. I mean, Mr. Taylor was a horrible man.

MICHAEL

Much to my disdain, he did save you!

BRIAN

Yes, yes he did. But I will never forgive him for driving my Mother to....to...

MICHAEL

To kill herself? Right in front of you! You hate him for that!

BRIAN

Yes!

MICHAEL

And your poor Mother, she needs you now, don't you see?

Suddenly, in the room, the images of the seven deadly sins appear in different areas of the room, hanging in mid air. "Wrath" reaches out to Brian.

WRATH

(In a firm, but disturbing voice)  
Brian, take vengeance for your Mother!

Wrath appears next to Michael Gregory, taunting Brian.

WRATH

Your Father thought you worthless & weak! You deserve the same fate as your Mother (laughs)

PRISCILLA

Brian! He's trying to confuse you! (Suddenly looking at Wrath). You can't deceive him!

The clock strikes #4, and its reverberations are making the house quake even more. Michael Gregory looks around the room as if he senses he is running out of time.

WRATH

Your father never loved nor wanted you. You should take great pleasure in watching him lose his soul!

With searing venom in his voice, and a deranged look on his face. His whole demeanor and physical being is transforming.

MICHAEL

Yes, Brian! He left your mother while she was still carrying you in her womb. You hate him, want him to suffer, like your Mother did!

BRIAN

Yes!

Michael throws out his hand towards a corner of the room and again we now see the ghostly image of Jonathan. He is shackled, battered, and surrounded by menacing looking ghouls. They are dragging him to the chasm of torture souls ready to throw him in. Jonathan's muffled screams to be set free are being drowned out by the howling of the ghouls.

MICHAEL

He deserves eternal damnation! And it is in your hands to make it so!

Brian, as if in a trance starts to walk towards Michael.

BRIAN

(Quite agitated and angry)  
He does deserve his fate...

MICHAEL

(In a sinister tone)  
A prized possession to add to the collection.

Michael thinks he has swayed Brian his way, but suddenly, Brian turns and looks at Michael Gregory. No longer afraid.

BRIAN

But not by my hand!

Brian pulls a locket from his pocket, quickly opens it so we can see a smiling picture of his Mother, and he throws it at Michael hitting him in the chest. The shaking of the house stops for a moment.

The clock strike #5.

Michael's anger appears in his demeanor as he lets out a loud and hideous scream which shakes the earth itself. Everything starts to crumble around them. Pieces are falling from the walls, and they are turning into hideous ghoulish creatures as they hit the ground. They are sucked up into the swirling pit in the center of the room - its size is growing bigger. Brian turns and starts to run towards Priscilla. Michael suddenly lets out a loud growl of some kind and grows in size turning into what appears to be something almost reptilian. The wind from his howl is so intense and hot that it blows a wall to pieces knocking Brian to the ground.

PRISCILLA

Brian!

Priscilla runs to Brian, but Michael Gregory's anger has taken over, he lets out another blood curdling growl which blows up the floor between Priscilla & Brian, sending Priscilla to the ground.

The clock strikes #6 - Michael feels the thunder of the bell and gasps.

Michael yells to his minions.

MICHAEL

Bring me the boy. Now!

MARY

(To herself) No! Not again...

Mary Charles has recovered and has mustered the strength to challenge Michael. She finally speaks up.

MARY

No, this ends tonight!

Michael appears shocked and mildly amused that Mary has tried to intervene.

MICHAEL

(to Mary)

I thought I was through with you.

(MORE)

MICHAEL (CONT'D)

And what are you going to do this time Miss Charles. You never did anything to help others in your miserable existence. Or have you now anointed yourself as one of the protectors of orphans and widows.

MARY

You are the father of Lies, and history will not repeat itself tonight.

MICHAEL

You make it sound so dramatic. Old Nick doesn't see it that way.

MARY

I won't let you. Not this time. I've found my purpose.

Millicent suddenly appears. She's transformed as well, and looks more like the walking dead herself.

MILLICENT

Purpose! You don't have any influence. You never have.

MARY

I was afraid and chose not to have any influence. But I've had enough allowing this pain and suffering. If you have faith in all that is good you will see light triumph over darkness. It has been said that the soul that has no established aim loses itself. Millicent if you give in to Mr. Gregory you will lose your soul to him. He abides in hell.

Clock strikes again (#7).

MICHAEL

Here's a quote for all of you; Submit to the present evil, lest a greater one befall you.

As he screams, he throws out his ghastly looking hands, and a streak of lightning flashes across the room sending furniture flying. The ghouls that were flying around the room and the 7 deadly sins. All start chanting .

MICHAEL

As long as you won't come with me  
now, I'll bring your family to you.

Large crash of lightning. We hear howls followed by the guests of the Inn. The room is filled with all of the evil spirits now. They are surrounding Mary, Priscilla and Brian.

MARY

(to Michael)

Your time is over, soldier of  
Satan.

Her voice echoes throughout the Inn, and this surprises all - including Mary herself and all action and noise stops. They turn and look at her. She is surrounded by a beautiful white light. The sky produces hundreds of oval shaped "entities" flying towards the room. Every person and creature in the room looks up. The ghouls appear scared but are ready for fight.

We see the back of Michael who is looking at himself in the mirror where he has completely transformed into "the Evil One". He quickly turns around so we can see his face. He is hideous.

MICHAEL

Have it your way my darlings.

Suddenly the creatures lunge at the entities. The ghouls engage in war with the creatures of the light. Michael is watching the ensuing battle.

MICHAEL

It has begun!

Clock strikes (#8).

MICHAEL

(taunting Mary)

Mary you are no match for me.

MARY CHARLES

It's not me you should be afraid of.

MICHAEL

You've always been wary to confront me. Don't resist me. Bow before me and witness my power that rules on this night.

Clock strikes #9.

MARY

On the contrary, you and your minions will suffer eternal torment.

MICHAEL

I've had enough of your empty threats. The only thing I see in front of me is a weak and desperate soul. You can't deceive me, I'm the master of deceit.

MARY

(gaining internal strength)

Yes and the Lord of lies. From the beginning you thought you could fool me. It didn't take long for me to see through your pathetic disguise. I knew who you were when you stepped foot into the Inn.

MICHAEL

But you let me in anyway. My intent will consume you. Your journey is going to end tonight.

MICHAEL

Silence!

Clock strikes #10 - and seems to do more damage with each passing strike.

Brian is slowly waking and Priscilla runs over and starts clearing parts of the wall off of his legs.

PRISCILLA

Brian, we've got to find a way out  
of here. Now!

BRIAN

I know Priscilla, but it seems  
hopeless.

MICHAEL

Come with me Brian. Be one with  
your family. Don't disobey me.  
The innocent I have in my sights.

As he speaks he pulls a bolt of lightning from the storm to  
throw at them. Mary steps in front of the lightning to  
protect Priscilla and Brian. The light is now reflecting off  
Mary and back into Michael. It is vaporizing the ghouls.

MICHAEL

Your eventual death will fill my  
wretched soul with bliss!

MARY

No more! Take me instead if you  
dare. I call upon all the powers of  
good to sweep you into the abyss of  
hell where you belong.

The Clock strikes #11 - at the sound of this the ghouls  
surround Michael Gregory trying to protect him. They reach  
for him to lead him down into the abyss. Since he is the  
master and they are the slaves, he waves them off with a  
furious gesture of his hand. He does not want to go, but he  
is aware his time is running short. The shrieks and howls  
are blood-curdling.

MICHAEL

(unconvincing)  
I will not lose!

The orbs of light that have been holding off the ghouls have  
now cleared a small path for Brian and Priscilla.

BRIAN

Oh mother, help me.

We suddenly see the figure of Beatrice Taylor appear in front of Brian. She smiles and nods. Brian, with tears rolling down his face acknowledges her with a look of thank you on his face. The figure of Beatrice Taylor turns into white light and floats up and away.

MARY

Run Brian. Run Priscilla. Now!

Priscilla has gained her composure. She grabs Brian and they run like their lives depend on it. They make it out the front door just as the clock strikes 12.

Simultaneously, (as if in slow motion) the orbs of light start to form into one beam of light, leading into the heavens. Mary Charles, with a blissful look, dissolves into this light as well.

Michael Gregory, who now fully shows to be the spawn of the devil himself, is falling backwards into a whirling sea of ghouls, his face shows deep pain and suffering. The whirling of the ghouls is moving faster and faster. All that is there is swirling into a black whole including what is left of the Inn.

DISSOLVE TO:

EXT. INN - NIGHT

Brian and Priscilla find themselves outside. They seem to be running away as fast as possible but they are only running in place. They both stop suddenly and turn and look back. Everything has disappeared.

BRIAN

She saved us Priscilla. Mary Charles. She sacrificed herself.

PRISCILLA

I know Brian. I know.

BRIAN

(looking back behind them)  
The Inn, it's gone.

PRISCILLA

Oh yes. Brian you need to remember now.

BRIAN

Remember? Remember what?

PRISCILLA

That I died a year ago. I did take my own life. You need to face this. I was sent to the Inn to redeem myself and help save you as well. Now, I must leave you.

BRIAN

Priscilla, what are you saying? Can't you stay with me. I thought when I saw you again, that your death was just a nightmare. Please don't go.

PRISCILLA

I need to leave Brian. You are safe now. I love you. Don't worry. I'll be waiting for you.

Priscilla's body suddenly turns to white light and fades up into the sky.

BRIAN

(in tears)

Oh Priscilla. I love you too.

He looks up at the sky and screams her name as we pan away from him

BRIAN

Priscilla!

Graphic: One year later

EXT. INN - SUNSET

The back of a coach with the silhouette of two figures approaching the front door of an Inn. The sign outside clearly says "The Inn at the Mist". The door of the Inn opens to the guests, which we can only see from the back, and we hear a woman's voice.

WOMAN'S VOICE

(to the two guests)

Hello, I'm the Innkeeper. Please,  
come in, come in before you both  
catch your death.

The guests walk in and as they pass the innkeeper, it is clear that it is Millicent. She turns and faces the camera with a cold look and closes the door. Scene ends. We hear Michael Gregory's slight laughter in the blackness.

FADE TO BLACK.

THE END