

# Hell's Gate

Season Two - Episode Twelve

"Shadows"

Written By  
Robb House

(Based on characters and situations created  
by Joss Whedon and Mutant Enemy Productions)

TEASER

FADE IN:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - NIGHT

BRYNN is sitting up in her bed. She looks much better than when we last saw her. She smiles happily at JAMIE and BEAU who are sitting on her bed talking to her. FRANK sits in a nearby chair. TAMSIN stands beside him.

BEAU

And then Mr. LaRue bent over and his toupee fell off! Right there in the middle of class!

The three youngsters laugh for a few moments.

BRYNN

(whining)

I can't wait to get out of here! It's so boring! If you guys didn't come to visit me, I think I'd go crazy.

(beat)

Wish I was going home tomorrow like Sherry.

Brynn nods to the other side of the room.

PAN over to another bed on the other side of the room. It is occupied by SHERRY (16) surrounded by her FAMILY. They are having a nice visit.

PAN back to our gang.

JAMIE

(reassuring)

You'll be out of here in no time, Brynn.

FRANK

And we'll keep coming around until you are.

The young girl smiles brightly.

BEAU

(tentatively)

Have you gotten any of your memory back yet?

Frank and Tamsin exchange a look.

Brynn sighs and shakes her head.

BRYNN

Not so far. Dr. Nielsen says I may never...

A sad look flickers across her face.

BRYNN (CONT'D)

I just wish I could remember my parents. I don't even have any pictures of them thanks to the house fire.

Tamsin gives Frank a questioning look. In return, he gives her a surreptitious wink.

Jamie takes Brynn's hand.

JAMIE

(consoling)

It's okay. We'll be here for you, even if you never get your memory back.

BEAU

Yeah, you're not getting rid of me anytime soon. You're the only girl who thinks my jokes are funny!

Brynn smiles.

JAMIE

Nobody thinks your jokes are funny.

Brynn chuckles.

The door opens. DOCTOR KATHERINE NIELSEN enters.

DOCTOR NIELSEN

Sorry guys. Visiting hours are over. These girls have got to get their sleep.

The doctor looks over to Sherry.

DOCTOR NIELSEN (CONT'D)

You've got a big day tomorrow.

Sherry smiles.

DOCTOR NIELSEN (CONT'D)

(to all)

Now, shoo!

She waves her hands at the guest.

Brynn sighs as the boys stand.

JAMIE

We'll come by for lunch tomorrow.  
No school.

Brynn perks up. The boys wave their good-byes and head for the door. Tamsin crosses over and gives Brynn a pat on the shoulder.

On the other side of the room Sherry's family are saying their good-byes also.

Frank stands from his chair. He crosses over to Brynn and takes her hand.

BRYNN

(hopefully)  
You coming tomorrow too?

FRANK

Try to stop me.  
(with a wink)  
I'll bring pie.

Brynn squeezes Frank's hand and gives him a thankful smile. He returns her caring look.

FRANK (CONT'D)

Night, kiddo.

Frank turns to leave and winces. He touches his side gingerly. This catches the doctor's watchful eye.

DOCTOR NIELSEN

You okay there, Frank?

FRANK

Yeah, Doc. Just a twinge.  
(leaning in)  
Believe it or not, I'm not as young  
as I used to be.

DOCTOR NIELSEN

(amused)  
Get out of here, you old goat.

FRANK

Baaaaa!

Doctor Nielsen laughs and smacks him lightly on his butt.  
Frank exits.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - CONTINUOUS

Tamsin, Jamie, and Beau walk down the hallway as Frank exits from Brynn's room.

MALE VOICE (O.S.)  
Hey, Frank!

Hearing his name called, Frank pauses at the open door across the hall.

Looking into the room, Frank sees OTIS FREEMAN (80, African American) lying in a hospital bed.

FRANK  
Oh. Hey, Otis.

OTIS  
How's you're little girl doing?

FRANK  
She's not my-- Fine. She doing just fine.

OTIS  
Good. Good...

Otis looks away blankly for a moment. He obviously has some mental deterioration. Just as quickly as it comes, it goes, and Otis returns his gaze to Frank.

OTIS (CONT'D)  
You still coming by to watch the game Sunday?

FRANK  
You bet. I'm looking forward to getting that twenty you're going to owe me afterwards. They've got an ATM in the gift shop if you want to go ahead and make a withdrawal.

Otis waves off his comments.

Frank smirks.

FRANK (CONT'D)  
See you later.

Frank turns to leave.

OTIS  
Hey, Frank.

Frank pauses and looks back into Otis's room.

FRANK  
Yeah?

OTIS  
(seriously)  
Take care of that girl. There's  
things here... come at night...

Otis again stares off into space, but this time he doesn't look back to Frank.

FRANK  
(softly)  
Night, Otis.

Otis nods- maybe in response to Frank, or maybe just to himself.

Feeling sympathy for the elderly man, Frank frowns, shakes his head lightly, and walks away.

The camera PANS back to Otis sitting up in his bed.

OTIS  
(to himself)  
They evil. They evil.

Otis continues to stare off into space as we:

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

NURSE MANDY(30ish, friendly) walks by carrying a clipboard. She stops at Otis's door and opens it. Otis is sitting up in bed watching TV.

NURSE MANDY  
You need to get some sleep, Mr.  
Freeman.

Otis waves his hand at the nurse, dismissing her. She smiles and pulls the door closed.

She continues on to Brynn's door and opens it.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

The nurse pops her head in the room. Brynn and Sherry are both asleep in their beds.

The nurse smiles to herself, exits from the room, and closes the door.

PAN to Brynn's bed. It's dark so her features can't be seen well. In her sleep, she begins tossing and turning restlessly. After several moments, she once again relaxes, resuming her peaceful slumber.

PAN over to Sherry's bed. Sherry begins to toss and turn much like Brynn. This continues for several moments, but instead of it passing, she thrashes more violently.

The young girl's limbs begin to jerk wildly. She makes what sounds like a quiet, MUFFLED SCREAM.

Her limbs thrash out again. She knocks over a water pitcher on her bedside table. It hits the floor with a loud CRASH.

Brynn starts to move in her bed.

Sherry goes stiff for a beat and then relaxes.

Brynn sits up and turns on the light. She rubs her eyes trying to get them to focus.

BRYNN  
(sleepily)  
What are you doing, Sher--

QUICK ZOOM in on Sherry. She is obviously dead. Her vacant eyes staring up at the ceiling.

Brynn screams as we:

BLACK OUT:

END OF TEASER

ACT ONE

FADE IN:

EXT. FRANK'S DINER - MORNING

Establishing shot.

CUT TO:

INT. FRANK'S DINER - CONTINUOUS

Frank is behind the counter serving up breakfast to BILLIE, FLETCHER, Tamsin, Jamie, MIKE, and TYLER.

They look apprehensively at the food before them. Frank nods encouragingly at them. Tentatively, they pick up their forks and dig in. After a few bites, looks of surprise cross their faces.

TAMSIN

Frank, this is excellent!

FLETCHER

I have to agree. You've really out done yourself.

The others mumble their agreement as they eagerly eat the food before them.

Frank smiles proudly.

TAMSIN

What's your secret?

FRANK

Since you all raised such a fuss about my cooking a few weeks back, I decided to do a little research.

(beat)

Turns out, you're supposed to clean out the grease trap on this ole grill every week. Who knew?

Tamsin and Fletcher frown, Billie looks amused, and Mike, Tyler, and Jamie continue to eat.

Footfalls on the staircase attract everyone's attention.

VI enters from upstairs with RICK. They nod to the gang at the counter and walk to the door. There they pause and turn to look lovingly into each others eyes.

VI

I love you.

RICK

I love you more.

VI

No. I love you more, Mr. Fuzzy Butt.

Back at the counter, the gang watches, amused.

Rick blushes.

RICK

No. I love you more, unless you ever call me that again. Ever.

Vi grins. The two look lovingly at each other and then kiss. After a few beats, they part. Looking up, Rick catches Billie's eye. She is looking sternly at him. He looks away quickly.

FRANK

(calling to the couple)

Hey! You two want some breakfast? One hundred percent guaranteed not to make you spend half the day in the john.

TAMSIN

(leaning in to Fletcher)

Seventy-five percent, tops.

Fletcher chuckles. Frank cuts his eyes at the pair.

RICK

As good as that sounds, I've got to get to the club. Got a delivery truck coming.

Frank nods.

Rick turns back to Vi.

RICK (CONT'D)

See you tonight, babe?

VI

You bet. Oh! But it might be late. I'm going to try to track down Sarah. She's been ditching my calls since I was late for our girl date. Right to voice mail every time.

He nods. The pair kiss again and Rick exits.

Vi turns to the gang and begins walking toward the bar. From the happy expression on her face, one would expect her to begin floating off the ground at any second.

She sits down beside Tyler and sighs contentedly. Frank slides a plate of food in front of her.

VI (CONT'D)  
Ain't love grand?

Tyler throws his left arm over Vi's shoulders and gives her a hug.

TYLER  
Yes, it is, my dear friend. Yes, it is.

The two chuckle for a beat. Tamsin looks to Mike.

TAMSIN  
(to Mike)  
What? No comment?

Mike shakes his head.

MIKE  
I think it's sweet.

He continues to eat, smiling softly to himself. Tamsin cocks a suspicious eyebrow at the warlock but says nothing.

Vi reaches into her blouse and pulls out a locket.

VI  
See what Rick gave me?! It belonged to his great-grandmother.

Billie's forehead crinkles. Tamsin leans in.

TAMSIN  
Oh, it's beautiful, darling!  
(beat)  
Antique jewelry? This is getting serious.

TYLER  
Sounds like somebody else will be headed down the aisle soon.

Vi blushes.

TAMSIN

Speaking of which- how are things with Callie's parents? They're in town this week, aren't they.

TYLER

(nodding)

They're great. They love me.

FRANK

Well, of course they do. Just look at this handsome face.

Frank reaches across the bar and slaps Tyler's cheek lightly. Tyler bats his hand away playfully.

Tyler looks at his watch and stands.

TYLER

Which reminds me, got to go meet with the new fam.

(beat)

We're picking out our tuxes.

Mike takes another bite of his food. Tyler slaps him on the arm.

TYLER (CONT'D)

Come on, "best man".

Mike sets his fork down.

MIKE

(smiling)

After all these years, he finally sees the truth.

Tyler chuckles as Mike stands. They nod their good-byes and make their way to the door, exiting.

TAMSIN

(to Vi)

Mike's awfully chipper today.

VI

I bet it has something to do with a certain broody art professor he's been "not dating" for past six weeks.

TAMSIN

I wonder if they're still not doing...

(MORE)

TAMSIN (CONT'D)  
 (glancing at Jamie)  
 ...other things.

VI  
 Well, I heard from this girl at  
 school that...

Tamsin clears her throat loudly and nods toward Jamie who is still eating his breakfast. Vi catches on.

VI (CONT'D)  
 ...that I need something from my  
 bedroom. Want to help me get it,  
 Tams?

TAMSIN  
 I'd be delighted, dear.

The two women stand and hurry up the stairs while Jamie continues to eat.

After they are gone-

JAMIE  
 (to himself)  
 Why do adults always leave the room  
 when they want to talk about sex?  
 (beat)  
 Except for Uncle Simon.

The two men smirk, amused by Jamie's rhetorical question. Jamie continues to eat.

Frank begins to pick up the plates from the counter.

FRANK  
 And on that age-old question, I'm  
 out of here. Got an apple pie to  
 bake. Promised Brynn I'd bring her  
 one for lunch.

Billie looks stunned.

BILLIE  
 You're still going to visit that--

Frank narrows his eyes, an indication that she should choose her words wisely.

BILLIE (CONT'D)  
 --"girl" in the hospital?!

Frank looks away, almost embarrassed.

FRANK

Yes.

BILLIE

But she's a--

Jamie is now looking in her direction also.

FRANK

(firmly)

She's just a girl. And she's  
Jamie's friend.

Billie frowns.

FRANK (CONT'D)

(softer)

Why don't you come with us? See her  
for yourself?

Billie seems to ponder this for a beat and then nods her  
head, accepting Frank's invitation.

Frank smiles happily back at her as we:

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

Jamie and Beau lead the way toward Brynn's room followed  
closely by Tamsin, Billie, and Frank, who is carrying a pie.  
Billie's expression conveys that she'd rather be elsewhere.

As they reach her door we:

CUT TO:

HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

The group enters to find the room empty. They look confused  
for a beat. An ORDERLY (22, male, scruffy) enters with a  
stack of sheets. He is wearing a name tag that says "Corey".

FRANK

Do you know where the girl who's in  
this room is?

The orderly shrugs and crosses over to Brynn's bed.

COREY

You got me, bud.

The young man begins to strip the old sheets off the bed.

COREY (CONT'D)  
They don't usually tell me much  
unless it involves some sort of  
bodily fluid.

He continues to make the bed. He pauses for a beat, thinking.

COREY (CONT'D)  
But I think I heard one of the  
nurses say that someone in this  
room died last night.

Tamsin, Frank, Beau, and Jamie's faces go white.

Frank whirls around and heads for the door followed closely  
by the rest of the gang.

Just as they reach it, Brynn enters in a wheelchair being  
pushed by Dr. Neilsen. Relieved looks cross the group's  
faces.

BRYNN  
Hey, guys.  
(looking at Frank)  
Is that my pie?

He passes the dish quickly to Billie. At once, Beau, Jamie,  
Frank, and Tamsin bend to hug the surprised young girl.

DOCTOR NIELSEN  
Hey! Hey! What's going on? Don't  
smother the kid!

The four back off.

JAMIE  
We heard someone died last night,  
and with Sherry going home today we  
thought--

Brynn's face falls. She doesn't need to say it. Frank reads  
it in her eyes.

FRANK  
Sherry didn't go home.

Dr. Neilsen wheels Brynn further into the room. The orderly  
has finished remaking the bed. He exits with the dirty  
sheets.

DOCTOR NIELSEN  
(to Jamie and Beau)  
Why don't you boys help Brynn get  
into bed?

The two boys nod and move to assist Brynn.

Dr. Neilsen nods toward the other side of the room indicating that the adults should move there to speak in private. The four walk to stand beside Sherry's vacant bed.

FRANK  
(quietly)  
What happened, Doc?

The doctor shakes her head.

DOCTOR NIELSEN  
Beats the hell out of me. Sherry  
was fine last night.

TAMSIN  
Then how can you explain--

DOCTOR NIELSEN  
Can't.  
(sigh)  
We'll have to wait for the autopsy  
results, but the preliminary exam  
shows sudden onset organ failure on  
a massive scale. Brynn found her.

FRANK  
She alright?

DOCTOR NIELSEN  
(nodding)  
She's fine. Just got a little  
worked up so we took her downstairs  
to run some test.

BILLIE  
What could cause that kind of organ  
damage?

Doctor Neilsen looks at Billie. Her eyes crinkle as an amused smile crosses her face.

DOCTOR NIELSEN  
Billie Jackson. Didn't expect to  
see you here. Long time.

BILLIE  
(coolly)  
Katie.

DOCTOR NIELSEN

As to your question, not much could cause that kind of deterioration that quickly. Nothing natural anyway. It's like the life was sucked out of her.

TAMSIN

You're thinking supernatural causes.

Katie nods.

BILLIE

Like a sprite maybe?

FRANK

(frowning)

It wasn't Brynn. She got amnesia.

BILLIE

As far as you know.

Dr. Neilsen interjects before things can get too out of control.

DOCTOR NIELSEN

(to Billie)

As much pain as that girl has been in, if she had her memory back, she'd have healed herself and been out of here in a flash. Trust me.

Billie backs down, still not looking totally convinced.

TAMSIN

(to Dr. Neilsen)

We'll look into Sherry's death.

(to all)

But first, I suggest be put on our happy faces and eat some pie.

They all nod. They turn to the kids on the other side of the room, now all fake smiles as we:

JUMP CUT TO:

HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

The gang are leaving Brynn's room. Frank is carrying an empty pie plate.

OTIS (O.S.)

Hey, Frank.

Frank stops at Otis' door. He looks to the gang.

FRANK

You guys go on. I'll catch up in a minute.

Tamsin and Billie nod and continue walking with the boys. Frank turns back and enters Otis' room as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - OTIS' ROOM - CONTINUOUS

Otis is sitting up in his bed, the TV on.

FRANK

Hey, Otis. How's it goin' today?

Otis nods.

OTIS

How's your little girl doin'?

FRANK

She's fine. But she got a little shaken up last night. Her roommate died.

(beat)

You didn't happen to hear anything--

Otis looks off.

OTIS

They got her.

FRANK

What got her?

Otis keeps looking off.

FRANK (CONT'D)

What got her, Otis?!

Otis turns back to face Frank.

OTIS

The shadows. That's why I don't sleep at night. Can't get you if you ain't asleep.

Otis' face goes blank for a beat. He then smiles at Frank.

OTIS (CONT'D)  
 Hey, Frank! You still comin' by  
 Sunday to watch the game?

Frank frowns lightly.

FRANK  
 Yeah, Otis. I'll be here.

Off Frank's uncertain face we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - MOMENTS LATER

Frank emerges from Otis' room as Dr. Nielsen passes by.

FRANK  
 Katie.

He catches up with her.

FRANK (CONT'D)  
 What can you tell me about Otis  
 there.

The doctor shrugs.

DOCTOR NIELSEN  
 Not much to tell. Eighty. Moderate  
 stage Alzheimer's. No family.

FRANK  
 He said something about not  
 sleeping because the shadows would  
 get him.

DOCTOR NIELSEN  
 (nodding)  
 Yeah. That's his new thing. Before  
 that he kept asking when his dead  
 wife was coming to visit him.

Frank frowns.

FRANK  
 He seemed more out of it today than  
 normal.

DOCTOR NIELSEN  
 It's the insomnia. Don't worry.  
 We're going to give him something  
 tonight that should help him rest.

Frank nods. Katie pats him on the arm and continues on her way. Frank looks back at Otis' door for a beat and then walks down the hallway toward a sign marked "exit".

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - NIGHT

Nurse Mandy is once again on her rounds. She walks past Otis' room and continues on out of frame.

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - OTIS' ROOM - CONTINUOUS

Otis is sound asleep. His TV is on but the volume is turned down. It casts a small amount of light on his sleeping form.

The picture flickers for a few seconds. A MUFFLED WHISPERING can be heard.

ANGLE ON: the drapes. The shadows cast by the TV begin to move.

The whispering increases.

ANGLE ON: the floor. The shadows of the bedside table and nearby chair begin to move, stretching toward the bed.

ANGLE ON: Otis lies peacefully in his bed as the shadows converge on the foot of the bed and slowly begin to move up his sleeping form.

His brow furrows. His breathing increases. The shadows are now covering him completely. He jerks and begins to thrash out with his limbs exactly like Sherry. More whispering.

His body JUMPS a few inches into the air as if lifted by an invisible hand and then dropped. The whispering reaches its peak.

Otis jerks again, gasping for air. His eyelids flutter. He lets out one final gasp and then it's over.

All goes silent.

ANGLE ON: Otis' hand falls limply over the side of the bed. The camera HOLDS on it for a beat and then:

BLACK OUT:

END OF ACT ONE

ACT TWO

FADE IN:

EXT. THE ROUNDHOUSE CLUB - MORNING

Establishing shot.

CUT TO:

INT. THE ROUNDHOUSE CLUB - CONTINUOUS

Rick is behind the bar of the empty club wiping down the counter. He picks up a couple of empty beer bottles and deposits them in the trash.

As he turns, something catches his eye. It's a PHOTO of Vi that he has stuck in edge of the mirror which hangs on the wall behind the bar. With his left hand, he pulls the photo out and studies it.

CU on the picture, Vi beams happily at the camera.

A loving smile comes to Rick's face. He raises his right hand and traces the curve of her cheek with a finger.

The smile on his face fades, replaced by a look of deep sadness. Tears start to form in his eyes.

BILLIE (O.S.)  
That was a beautiful necklace.

Startled, Rick jumps. He quickly wipes his eyes with the back of his hand. He sticks the picture back in its place as he turns to see Billie leaning in the storeroom doorway.

RICK  
I didn't...  
(clearing his throat)  
...realize you were here.

Billie walks toward him.

BILLIE  
I was in HQ checking on our  
"guest". Came in through the back  
door.

Rick nods. Billie pulls the picture of Vi back out.

BILLIE (CONT'D)  
She's a beautiful girl.

Rick nods neutrally and then looks away. After an awkward beat-

RICK  
I love her.

Billie sets the picture on the bar.

BILLIE  
(smirking)  
I kind of figured.

Rick turns back to Billie.

RICK  
How do you do it?

Billie squints her eyes questioningly.

RICK (CONT'D)  
How do you look at someone you love  
and lie to their face day after  
day?

Billie clenches her jaw.

RICK (CONT'D)  
You and Frank are friends and  
you're stabbing him in the back!  
(insistently)  
How do you do it?!

Billie gets in Rick's face. The anger is seething off her.

BILLIE  
(too loudly)  
I'm doing what I have to do!

Billie SLAMS her fist down on the bar. Rick jumps again, partly startled by Billie's outburst but mostly by the fact that she has put her hand THROUGH THE BAR! She too seems shocked. She breathes deeply, calming herself. She extracts her hand from the bar.

BILLIE (CONT'D)  
(coolly)  
If you know what's good for you,  
lieutenant, you'll do the same.

She flinches, touching her temple gingerly. She then turns and walks quickly back to the storeroom, exiting inside.

Rick glances at the hole in the bar. He frowns, his mind obviously full of heavy thoughts as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - MIDDAY

Frank, Tamsin, and Fletcher round the corner walking into frame. Fletcher is holding his small laptop. It's open and he is looking at the screen.

FLETCHER

Here's something called Der  
Kinderstadt. The last one reported  
was also in a hospital environment.

Tamsin leans in to look at the picture on the screen. She grimaces.

FRANK

Does it mention anything about  
shadows?

Fletcher and Tamsin look questioningly at Frank.

FRANK (CONT'D)

Otis, the guy across the hall, said  
something.

Fletcher and Tamsin exchange a look.

FLETCHER

Isn't he suffering from dementia?

Frank frowns seeing where they are coming from.

FRANK

Yeah. But he seemed really scared  
about something.

Fletcher doesn't look convinced.

FRANK (CONT'D)

(firmly)

I've been in heavy combat. I know  
the look of fear when I see it.

Fletcher looks as if he is about to argue the point, but Tamsin places a hand on his arm.

TAMSIN

Why don't we go have a chat with  
Mister...

She looks to Frank.

FRANK

Freeman.

She nods and returns her gaze to Fletcher, continuing her sentence.

TAMSIN

...Mister Freeman. No harm in that.

Fletcher nods reluctantly. The three walk out of frame as we:

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - MOMENTS LATER

The gang walks toward Otis' room. Fletcher has closed up his computer and is carrying it under his arm. They reach Otis' door but stop dead in their tracks (no pun intended) as Otis' lifeless body, covered with a sheet, is wheeled out on a stretcher.

The three watch wordlessly as Orderly Corey pushes the gurney down the hall. Dr. Nielsen exits the room carrying a stack of charts. She notices the three.

DOCTOR NIELSEN

Hey, Frank. I'm sorry. I know you and Otis were close.

Frank nods.

FRANK

What happened?

DOCTOR NIELSEN

(shaking her head)

The man was eighty, Frank. Could have been a half-dozen things.

TAMSIN

So you don't think his and the girl's deaths are related?

The doctor looks around. She nods toward Otis' room indicating that they should step inside.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - OTIS' ROOM - CONTINUOUS

The four enter the room. Katherine closes the door behind them.

DOCTOR NIELSEN

It's hard to say. Before Sherry, I wouldn't have questioned someone in Otis' condition passing away.

Dr. Neilsen hands Frank the stack of charts she is holding. Frank opens the top one and quickly scans it. He passes it on to Tamsin and Fletcher and moves on to the next one. He looks back to Katherine.

FRANK

What are we looking at here?

DOCTOR NIELSEN

Charts of the patients who have died in the last six months. After Sherry, I pulled them and started looking for a pattern.

FLETCHER

Did you find anything?

Tamsin takes the rest of the charts from Frank and continues looking.

DOCTOR NIELSEN

(shaking her head)

No. Different ages, different races, male and female. They don't have anything in common.

Frank frowns. Fletcher takes out his demon tracker and scans the room.

FLETCHER

Hmm.

He holds the scanner up for Frank to see.

FLETCHER (CONT'D)

Residual energy traces. Something's been here within the last twelve hours.

(beat)

Too weak to lock down a species.

TAMSIN

(still looking at the charts)

Here's something else.

She scans the charts for another beat and then looks to Frank and Katherine.

TAMSIN (CONT'D)

Three months ago, three patients died on three consecutive nights. The same thing happened exactly one month later, and then again last month. If the pattern holds true, someone is going to die tonight.

A worried look crosses Katherine's face.

DOCTOR NIELSEN

There are over five-hundred patients in this hospital. How can we possibly protect them all?

Tamsin looks at the charts again quickly.

TAMSIN

Each series appears to happen on the same floor and on the same wing. The first month it was floor five on "D" wing, the next on two "B", then three "A". Now, four "C".

FLETCHER

That's odd.

Agreeing, Frank nods.

DOCTOR NIELSEN

There are twenty-five patients per wing per floor.

Frank clinches his jaw.

FRANK

That stretches us thin, but I like those odds a lot better.

(beat)

Especially once we call in the calvary.

Frank gives Katherine a wink as we:

JUMP CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - DUSK

Frank, Billie, Corrine, Tamsin, Fletcher, Vi, Rick, Tyler, Callie, and Mike (who is mysteriously wearing a tuxedo) walk down the hall. As the walk, they break off into groups.

Vi, Rick, and Mike turn down a hallway. Tyler, Callie, and Corrine turn down another. Tamsin and Fletcher exit down another hallway leaving Billie and Frank walking alone.

FRANK

Thanks for coming, Billie. I know how you feel about Brynn.

BILLIE

It's not the girl, Frank. She seems sweet. It's that thing living inside of her.

Frank nods understandingly.

FRANK

Still, I appreciate it. I don't want to leave her alone with this whatever-it-is on the loose.

Billie nods. She cringes slightly and puts her hand to her head. Frank notices.

FRANK (CONT'D)

You okay?

BILLIE

(shaking her head)  
Yeah. Just a headache.

They walk a few more steps to Brynn's door.

CUT TO:

IN. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Frank and Billie enter the room. Brynn is sitting up in bed watching TV. Beau, Jamie, and SIMON TRAVERS are there. Seeing Frank, her face lights up.

BRYNN

Hey, Frank!

Frank nods to everyone.

FRANK

Hey, Brynn. You remember my friend Billie.

Brynn gives the woman a friendly nod.

BRYNN

Hey.

Billie nods back to the young girl.

FRANK  
 She's going to sit with you for a  
 bit while I do a little  
 "neighborhood watch."

Brynn gives Frank a confused look.

FRANK (CONT'D)  
 There have been some... attacks...

Jamie and Beau exchange a knowing look.

FRANK (CONT'D)  
 ...here at the hospital. I just  
 want to make sure you're safe until  
 they find this guy.

Simon moves forward.

SIMON  
 Somethin' I can do, mate?

FRANK  
 (nod)  
 Yeah. Come with me.

Simon nods. He points to Beau and Jamie and gives them a wink.

SIMON  
 See you boys later. Brynn.

He takes the young girl's hand and gives it a suave kiss. Her cheeks flush.

SIMON (CONT'D)  
 Until we meet again.

Jamie and Beau rolls their eyes.

As they leave, Billie flops down in the chair on the other side of the room with a loud sigh. The three young people look curiously at her. She ignores them and rubs her head as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - MOMENTS LATER

Frank and Simon are walking down the hallway.

SIMON

This "guy" you're lookin' for, he ain't a human bloke, right?

FRANK

You catch on quick.

SIMON

Not me first time, as you Yanks say.

Frank chuckles.

They walk out of frame as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - CONTINUOUS

Mike, Vi, and Rick's walk down the hallway, Vi on her cell phone. She groans, hangs up, and slips her phone into her pocket.

RICK

Still no Sarah?

VI

No. She wasn't home last night. She's still screening her calls.

MIKE

Damn! Who know that mousy chick could hold such a grudge? Good for her!

Vi cuts her eyes at Mike as Corrine, Tyler, and Callie approach from the opposite direction.

CORRINE

Any sign of this creature?

VI

(shaking her head)  
Not yet.

She holds up her tracker.

VI (CONT'D)

Just the same faint energy signature Fletcher noticed earlier.

Mike adjust his bow-tie. Corrine notices his attire for the first time.

CORRINE  
What's with the penguin costume?

MIKE  
You like?

Mike smooths the sleeves on his jacket. Tyler looks annoyed.  
Callie chuckles lightly.

TYLER  
He got that at the tux rental place  
yesterday.

MIKE  
(excitedly)  
They were selling their entire last  
year's stock for seventy-five  
percent off!

TYLER  
(pained)  
He bought four.

CORRINE  
So why is he--

TYLER  
Because I argued that he would  
never wear them.

Corrine smirks.

MIKE  
Hey, I know I wore this just to  
annoy you, but I've realized  
something.  
(beat)  
This tux makes my already hard-to-  
resist personality... irresistible.

Mike strikes a pose. Tyler groans.

VI  
(snarky)  
Jack seemed to resist you pretty  
well when you were wearing a tux.

MIKE  
Yeah, well that was before I  
realized the power of the suit.  
Before I knew how to work it.

He looks around and sees Nurse Mandy walking toward them on  
her rounds.

MIKE (CONT'D)

Observe.

He strike an other pose.

MIKE (CONT'D)

(to Nurse Mandy; suavely)

How you doin', beautiful?

Nurse Mandy blushes, and gives Mike a flirty little wave as she continues on her way.

Mike pops the collar on his jacket and gives a cocky grin.

MIKE (CONT'D)

I vow to only use this power for good.

CORRINE

Let's get back to work, Mr. Bond.

Mike gives her a wink. They break back into their groups and head off in different directions as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

Simon and Frank reach the end of one hallway and meet up with Tamsin, and Fletcher.

SIMON

Hey, Tams!

Tamsin sighs.

TAMSIN

What are you doing here, Simon?

SIMON

(offended)

Great to see you too, sis!

TAMSIN

Sorry.

She leans in and give him a light kiss on the cheek.

TAMSIN (CONT'D)

Better?

Simon nods.

TAMSIN (CONT'D)

Good. Now what are you doing here?

Simon smirks.

SIMON

Brought the boys by to visit their friend. I think our Jamie fancies--

TAMSIN

(alarmed)

Jamie's here!?

Fletcher slides a comforting arm around Tamsin.

FLETCHER

Don't worry, love. Remember, this creature only attacks people in their sleep. We think.

SIMON

You ain't gotta worry then, see? We'll be out of here long before the lad's ready for beddy-bye.

(beat)

Love?

Simon raises his eyebrow suspiciously at Fletcher. Fletcher and Tamsin smile happily as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - LATER

The lights are out and the room is lite only by the TV. Brynn is sitting up in her bed as before. She looks tired. The two boys are sitting on the bed.

Billie is still in the chair. She is slumped down, eyes closes, massaging her temple softly as she teeters on the verge of sleep.

BEAU

...and it turns out Beyonce was right. I wasn't ready for that jelly.

Jamie looks confused.

BEAU (CONT'D)

Because she was too bootylicious.

Jamie still isn't laughing.

BEAU (CONT'D)  
(to Brynn)  
Can you believe this guy? He  
doesn't--

Brynn gives a big yawn.

BEAU (CONT'D)  
Okay, okay. I can take a hint.

Beau nudges Jamie.

BEAU (CONT'D)  
Wanna go grab a drink?

Jamie nods.

JAMIE  
(to Brynn)  
Want us to get you anything?

Brynn gives a big yawn and shakes her head.

BEAU  
Be right back.

The two boys stand and exit out the door.

Brynn again yawn and leans back on her pillows, closing her eyes.

Across the room, Billie is now asleep in her chair.

ANGLE ON: on the wall behind Billie, the shadows start to move slowly.

ANGLE ON: the shadows on the floor begin to move closer to her.

In the BG Brynn makes herself more comfortable, unaware of the danger closing in on Billie.

As the shadows move in closer to Billie's sleeping form we:

BLACK OUT:

END OF ACT TWO

ACT THREE

FADE IN:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - NIGHT

As before. Brynn begins to drift off. Billie is sitting asleep in a chair on the other side of the room.

The shadows creep closer toward the sleeping woman. Suddenly, she jerks. Her closed eyes begin to move back and forth quickly in REM sleep.

JUMP CUT TO:

EXT. DESERT - NIGHT

A young, wild-looking, dark-skinned woman, the FIRST SLAYER, battles four VAMPIRES. She twirls a pointed wooden staff, quickly STABBING the vamps. The BURST INTO DUST.

JUMP CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Billie's eye's continue to dart back and forth under their lids.

JUMP CUT TO:

INT. CHINESE TEMPLE - NIGHT

A CHINESE GIRL fights with a familiar-looking, pony-tailed, MALE VAMPIRE. She PUNCHES. He BLOCKS. She PUNCHES again. The vampire grabs her arm and swings her around. He plunges his fangs into her neck. The woman goes limp as we:

JUMP CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Billie jerks again, still dreaming. The shadows are almost to her feet.

JUMP CUT TO:

EXT. HEAVEN'S GATE ALLEYWAY - NIGHT

Corrine straddles a Kenji demon and SNAPS his neck.

JUMP CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Billie's eyes snap open. She leaps to her feet ready for battle. The shadows rapidly retreat back to where they came from, unnoticed.

Billie stands in place, breathing rapidly. She looks quickly around the room. On the other side of the room, Brynn is in her bed asleep.

Billie runs for the door.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - CONTINUOUS

Billie opens the door and runs into the hallway. She runs to the stairwell.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - STAIRWELL - CONTINUOUS

Billie runs down two flights of stairs, breathing heavily, more from stress than exertion.

She stops and leans against the wall as if needing it to hold her up. She fumbles in her jacket and pulls out her cell phone. Hitting speed dial, she places it to her ear.

CUT TO:

INT. GENERAL BRATTING'S OFFICE - CONTINUOUS

GENERAL GRACE BRATTING is sitting behind her desk looking at her computer screen. Her phone rings. She picks up the receiver and places it to her ear.

GENERAL BRATTING  
General Bratting.

INTERCUT BETWEEN BILLIE AND BRATTING.

BILLIE  
(frantic)  
General! Something's wrong!

Billie grabs her head again.

GENERAL BRATTING  
(firmly)  
Pull yourself together, Colonel Jackson.

(MORE)

GENERAL BRATTING (CONT'D)

(beat)

Now what is the problem?

Billie struggles to control her breathing. After a few seconds, she manage to calm herself somewhat.

BILLIE

I punched a hole in a solid oak counter this morning.

GENERAL BRATTING

(casually)

Sudden burst of strength are to be expected. You'll learn to control them as your body adapts to the transplant.

BILLIE

I had this dream-- No, it was more than a dream. I was other women, in different times, fighting monsters--

Gen. Bratting narrows her eyes.

GENERAL BRATTING

(assuming the same casual tone)

Yes. The doctors warned us that might happen. It's just a remnant from the donor's mind. Forget about it.

BILLIE

Forget about it?! Forgive me, General, but you don't understand--

GENERAL BRATTING

(firmly)

Colonel Jackson, you knew there were risks when you signed on for this mission.

BILLIE

You didn't give me a choice!

GENERAL BRATTING

There are always choices, Colonel.  
(beat)

Now, I suggest that you take a few days off to rest and recuperate.

Billie frowns.

GENERAL BRATTING (CONT'D)

As as for your mission, things have changed. Since the male magic user seems to have no interest in exploring interdimensional travel, we have decided to move on to plan B, the procuring of the Slayer and said magic users for study and medical testing.

Billie looks nervous.

BILLIE

Lieutenant Thompson may take issue with that. He's gotten quite close to Vi-- the Slayer as part of his cover.

GENERAL BRATTING

Which is why you will not be telling him. I'm going to send in an extraction team.

BILLIE

(alarmed)

What about Frank, and the others?

GENERAL BRATTING

They'll be dealt with.

BILLIE

General--

GENERAL BRATTING

Rest up, Colonel Jackson. You're going to need your new strength soon.

Bratting hangs up her phone. She looks back the computer screen before her. On it is an open document.

CU on a few lines which read- "First graft of Slayer brain tissue in human test subject completed successfully. Trials on first test group to begin immediately. Projected time until first squad is battle ready- four months. "

Bratting smiles coldly as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - STAIRWELL - CONTINUOUS

Billie once again begins to breath heavily. Tears come to her eyes.

She slides down the wall until she is sitting with her knees in front of her. She wraps her arms around her knees and buries her face. As she begins to sob quietly we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - VENDING MACHINE AREA - MOMENTS LATER

CU on the machine as a canned soft drink drops. A hand takes it out.

Beau pops the top and takes a gulp. Jamie has a drink in his hand also.

Frank, Simon, Tamsin, and Fletcher walk up to them.

JAMIE

Hey, mom.

SIMON

You boys 'bout ready to split?  
Gotta go check in on Harold. Make sure he ain't givin' the bar away.

JAMIE

(nodding)

We probably should go. Brynn looked sleepy.

Tamsin looks to Frank.

FRANK

She'll be alright. She's got Billie there to protect her.

BEAU

(lightly)

You might want to bring your friend some coffee, Mr. McGann.

FRANK

Why's that?

BEAU

Because when we left, she was out like a light.

The four adults faces turn white. In unison, they make a mad dash for the elevators leaving the two teens looking confused.

TAMSIN (O.S.)

Go home!

The boys frown as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Brynn is asleep in her bed. The shadows are closing in around her. They inch closer and closer until they begin to climb up the bed.

In her sleep, Brynn begins to shake and thrash. The shadows now completely cover her. She jerks more, her motions becoming frantic.

Suddenly, the door is thrown open and the light is turned on.

Frank and the others are just in time to see the shadows quickly retreating.

With lightening quick speed, Fletcher STAMPS on one of the shadows as it disappears. A HIGH-PITCHED SQUEAK is heard.

Frank races to Brynn who suddenly sits up, now wide awake and gasping for air. He hugs her close.

Fletcher removes his shoe and holds it up. Reaching into his coat pocket, he pulls out a pair of tweezers and removes something from the sole. He holds it up.

CU on a tiny gray SEE-THROUGH BUG.

FLETCHER

Hmm.

Curious, Tamsin leans in for a closer view. They study the small creature as we:

JUMP CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - LATER

Fletcher is sitting in the chair with his laptop open. On the screen is a picture of the creature he killed minutes earlier. The rest of the gang have now joined them.

Doctor Nielson is examining Brynn who is once again asleep.

DOCTOR NIELSEN

She's fine. I gave her something to help her rest, so I suggest we leave the light on.

Frank nods looking relieved.

FRANK  
 Thank's, Katie.  
 (turning to Fletcher)  
 Got anything?

Fletcher looks up from his computer.

FLETCHER  
 They're called Xendrilphytes. Says  
 here they're photosensitive colony  
 organisms which feed off of the  
 life force of humans.

Everyone nods.

FLETCHER (CONT'D)  
 Their monthly feeding cycle is  
 based on lunar--

FRANK  
 (firmly)  
 Skip to what we don't already know.

Fletcher frowns but sees that Frank isn't in the mood for arguing.

Fletcher holds up the dead Xendrilphyte.

FLETCHER  
 They're easily injured.

Frank continues to stare at him, clearly wanting more.  
 Fletcher consults his computer screen again.

FLETCHER (CONT'D)  
 They're symbiotic life-forms.

FRANK  
 Meaning?

TAMSIN  
 They live off a host.

TYLER  
 (excitedly)  
 Like the Trills on Deep Space Nine.

All eyes look to Tyler for a beat. He winces and hangs his head. Callie gives him a sympathetic pat on the arm.

FLETCHER  
 Or in this case, an actual human  
 being.

(MORE)

FLETCHER (CONT'D)  
 The host provides them with a safe environment to hide in during their inactive state.

CORRINE  
 Why would a human let these things live off them?

FLETCHER  
 The Xendrilphytes provide the host with extra life force, keeping him or her alive... well... virtually forever.

VI  
 So now we've got to keep an eye out for not only these shadow things, but for some "Dorian Gray" wannabe too?!

Now everyone looks to Vi.

VI (CONT'D)  
 What?! I read!

TAMSIN  
 Of course you do, dear.

Vi frowns.

Fletcher continues to look at his computer.

FLETCHER  
 Here's something else. Seems these little buggers bond with their victims on a cellular level.

A thought comes to Frank. A worried look crosses his face as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS

The lights are turned down low. Nurse Mandy is sitting in a chair, leaning back with her hands behind her head. She stretches and then closes her eyes.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

FRANK

These things bonded with Brynn.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS

The shadows begin to pull away from the walls.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Tamsin's face show that she is on the same track as Frank.

TAMSIN

Meaning they'll probably take  
another crack at her before the  
night's over.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS

Nurse Mandy's eyes are still shut as the shadows begin to  
slide up her feet.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Fletcher ponders this.

FLETCHER

Unless my killing one frightened  
them.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS

The shadows are now completely covering the motionless form  
of Nurse Mandy.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

CORRINE

In which case, they'd want to  
regroup first.

MIKE  
So then they'd...

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS  
The shadows begin to enter Mandy's mouth.

MIKE (V.O.)  
...probably head...

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS  
Vi cocks her eyebrow.

VI  
...home.

The gang all exchange looks.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - NURSE'S STATION - CONTINUOUS  
The shadows disappear into Mandy's mouth. She opens her eyes  
and smiles as we:

BLACK OUT:

END OF ACT THREE

ACT FOUR

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - NIGHT

As before, the gang exchange looks.

FRANK

If these things have gone back to their human host, it might be another month before we can track them down.

FLETCHER

(nodding)

At which time we're back to square one since these creatures seem to hunt on a different floor each cycle.

Tamsin's brow nits as she thinks about this.

RICK

Maybe we could ask the staff to keep an eye out for anyone strange hanging around.

The others nod, but a light bulb has gone off in Tamsin's head.

TAMSIN

Staff! Off course!

The others look confused.

TAMSIN (CONT'D)

Don't you see? Each cycle has taken place on a different wing, on a different floor!

Now Fletcher's with her.

FLETCHER

Like a shift rotation.

The other now understand.

CORRINE

And inside job would make sense.

Tamsin opens the charts that Dr. Neilsen gave her earlier and quickly scans them.

TAMSIN

I see two names that pop up frequently on each of these records. An orderly by the name of Corey Jenkins...

FRANK

(nodding)

Saw him earlier. Squirrely little guy.

TAMSIN

...and the other is a nurse... Mandy Bledsoe.

CORRINE

We ran into her tonight.

TYLER

She and Mike may have a date later.

Mike smirks. Frank squints his eyes but doesn't pursue it further. Instead, he turns to Katherine.

FRANK

What do you know about these two?

DOCTOR NIELSEN

Both fairly new. Been here a few months or so.

CORRINE

Ten to one, one of them is our host.

FRANK

Agreed.

VI

Let's track 'em down!

Everyone nods and moves toward the door.

FRANK

Tamsin. You and Fletcher hang back. Figure out how to get rid of these Xendrilphytes.

They pair nod.

FRANK (CONT'D)

(quietly to Tamsin)

And keep an eye on Brynn for me.

Tamsin smiles softly and again nods.

Frank reaches down and strokes Brynn's forehead in her sleep, caressing her blond hair affectionately.

He turns away to exit. As he does, he eyes the back of Mike's head as the young man also prepares to leave. Frank pauses. He looks back at Brynn again for a beat, a smile crossing his face.

FRANK (CONT'D)  
Hang on. I've got an idea.

The gang pauses and turn back to face Frank, ready to hear his plan.

FRANK (CONT'D)  
Mike.

Mike turns toward Frank.

FRANK (CONT'D)  
You look like you could use a nap.

Mike looks warily at Frank as we:

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

Frank and Doctor Neilsen exit Brynn's room.

DOCTOR NIELSEN  
(firmly)  
She'll be fine. She just needs rest, so you go home and let her get some sleep.

FRANK  
Okay. Whatever you say. You're the doc, doc.

The two walk down the hallway. The camera follows them as they walk away.

The camera HOLDS on the empty hallway for a few beats.

After a few moments, Nurse Mandy walks into frame. She walks to Brynn's door. Slowly, she pushes it open and enters, closing the door quietly behind her.

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - BRYNN'S ROOM - CONTINUOUS

Mandy looks around the dark room. It's empty except for Brynn who appears to be sleeping soundly. Seen from behind, just the top of the girl's blond head sticks out slightly from the blanket which covers her.

Mandy smiles to herself. She opens her mouth, wider than what seems humanly possibly. The shadowy Xendrilphytes begin to emerge.

The shady creatures glide down her body and onto the floor. Once on the floor, they move toward the bed containing the slumbering Brynn.

The Xendrilphytes move up the bed and onto Brynn's legs. The sleeping form begins moving.

Mandy smiles as she watches the bed's occupant become more agitated.

Suddenly, a BRIGHT BLUE LIGHT encases the Xendrilphytes and the sleeping form. The tiny demons begin to CRACKLE and FLATTEN.

Mandy watches helpless as her symbiotes SHRIVEL up and turn to dust. The light fades.

The room's light CLICKS ON. Mandy whirls around to see Frank, Dr. Neilsen, and Fletcher in the doorway. Tamsin, Vi, Tyler, and Callie, can be see behind them.

MANDY

(surprised)

Dr. Neilsen. I was... just checking on our patient.

FRANK

Give it up, sister. We know what you were doing.

MANDY

(innocently)

I don't know what you're talking about. I was just looking on Brynn--

FRANK

Then you might wanna get your eyes checked.

He nods toward the bed. Mandy looks in the direction indicated.

Brynn throws back the covers to reveal that it's not Brynn at all. It's Mike, now wearing a hospital gown!

FLETCHER

(to Mandy)

Yeah, sorry about your little pets.

FLETCHER (CONT'D)

They didn't care for my size 10 earlier, I reckoned they'd like a low-gravity pulse even less.

Tamsin gives the woman an appraising look.

TAMSIN

Best start investing in face cream, love.

MANDY

(confidently)

Doesn't matter. I'll summon more.

VI

We'll stop you.

MANDY

(amused)

How? Kill me? I don't peg any of you as murders, so that just leaves one option. Call the police.

(beat)

And tell them what? I have life-draining creatures living inside me that make me immortal? They'll think you're crazy!

Fletcher smirks.

FLETCHER

No.

Fletcher opens his computer and holds it up for the nurse to see.

FLETCHER (CONT'D)

Looks like some clever person hacked into the hospital's computer and made it seem as if all your victims had large quantities of digitalis in their systems at the times of their deaths.

Callie raises her hand.

CALLIE  
Clever person.

Mandy looks confused.

Fletcher hits a few buttons on the computer. The screen changes.

FLETCHER  
The same digitalis which you signed  
for on this date.

Mandy's eyes widen.

FLETCHER (CONT'D)  
(with a small smile)  
The same digitalis which is  
currently in your purse.

Mandy frowns.

FLETCHER (CONT'D)  
The authorities frown on nurses who  
play "angel of death".

Anger courses through the nurse.

MANDY  
You framed me!

FRANK  
(coolly)  
And how are you gonna explain that  
to the cops? That we did it because  
you have life-draining creatures  
living inside you that make you  
immortal?  
(beat; smiling)  
They'll think you're crazy!

All around smirk. Mandy continues to glare at the team as we:

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - HALLWAY - LATER

Mandy is in HANDCUFFS flanked by two burly SECURITY GUARDS. Dr. Neilsen speaks indistinctly to them for a few beats. The two men escort the unhappy nurse away. Katherine turns and walks toward the team (minus Simon) who is standing nearby.

She approaches Frank and takes his hand.

DOCTOR NIELSEN  
Thanks, Frank.

FRANK  
(with a wink)  
We'll call it even.

Frank slides his arm around the older woman's shoulder. He winces again.

DOCTOR NIELSEN  
That's it. I'm scheduling you a physical next week.

FRANK  
(smirking)  
You just wanna see me naked. All you have to do is ask.

Katherine huffs playfully and slaps Frank on the arm.

Simon exits from the room formerly occupied by Otis. He glances down the hallway and sees Mandy departing.

SIMON  
See you got everything wrapped up.

Frank nods.

SIMON (CONT'D)  
There's a little girl in there wants to see you.

Frank smiles and walks toward Otis's room.

Still in his hospital gown, Mike takes a step forward, arms crossed, a smile on his face.

MIKE  
It's moments like this I love being one of the good guys.

Tyler moves next to him and places a hand on his shoulder.

TYLER  
(smiling)  
Definitely doesn't suck.

The two stand for a beat, with the others behind them, watching Frank walk toward Otis' room.

TYLER (CONT'D)  
You realize your ass is hanging out.

Mike shrugs, still smiling.

MIKE

I know.

Behind them, the others have also noticed. The ladies smile, enjoying the view, while Fletcher and Rick wince and look quickly away.

After a beat, the two men steal another, curious look. They nod to themselves approvingly as we:

CUT TO:

INT. HEAVEN'S GATE HOSPITAL - OTIS' ROOM - CONTINUOUS

Simon opens the door for Frank, allowing the older man to enter. He then exits back into the hallway, pulling the door shut giving the two some privacy.

Brynn is groggy, but awake. Frank crosses over to her.

BRYNN

Simon says you saved my life.  
Again.

FRANK

(shrugging)  
I helped.

BRYNN

It's weird. I don't remember anyone  
attacking me. I just couldn't  
breathe.

Frank sit down on the bed.

FRANK

Don't worry about it, kid. The bad  
guy's behind bars and all's right  
with the world.

Brynn smile softly. She reaches out and takes Frank's hand.

BRYNN

You always make me feel better.  
(beat)  
Doctor Neilsen says that if I keep  
improving, I'll be out of here in a  
month or so. Can I come by to see  
you at your diner?

Frank furrows his brow. Brynn closes her eyes and gives a big yawn.

FRANK  
Sure, kid. Sure.

Brynn drifts off to sleep. Frank sits, holding Brynn's hand, a contemplative look on his face as we:

CUT TO:

INT. HOTEL HALLWAY - LATER

A fist knocks on the door to room number 303. After a few beats, Billie opens the door. She looks like crap.

BILLIE  
Frank.

Frank does not look happy.

FRANK  
Thought I come by to check on you.  
You know, since you disappeared  
from the hospital and apparently  
have your cell phone turned off.

BILLIE  
I had to go. I wasn't feeling...  
like myself.

FRANK  
I'm sorry. I didn't realize you  
were sick.  
(beat)  
Brynn almost died!

Billie looks away.

FRANK (CONT'D)  
I ask you to do me one little favor  
and you...

Billie's shoulders begin to shake.

FRANK (CONT'D)  
...can't even be bothered to--

Billie begins to sob. This takes Frank totally by surprise. The anger vanishes from his face. And stands there for a beat. Not knowing what else to do, he simply opens his arms. Billie falls into them.

She begins to cry harder. Frank closes he arms tightly around her and rubs her back comfortingly. He frowns, confused.

The camera PULLS BACK away from the pair down the hallway as we

FADE TO:

INT. HEAVEN'S GATE HOSPITAL - OTIS' ROOM - CONTINUOUS

Brynn sleeps soundly.

FADE TO:

INT. DORM HALLWAY - CONTINUOUS

Vi knocks on Sarah's door. After a few beats, she turns and walks away.

FADE TO:

INT. SECRET BASE - CONTINUOUS

Rick sits at the desk with his feet propped up. He stares at Vi's picture. A loud KNOCKING sound is in the background.

He stares at the picture for a few more beats. The knocking becomes more insistent. Rick looks behind him toward the sound of the noise. He drops the picture on the desk and sits up.

He then stands and crosses over to a small refrigerator. He reaches in and pulls out a PACKET OF BLOOD, the kind used for transfusions. With the blood in hand, he walks toward a doorway. The KNOCKING continues.

RICK

Okay! Okay!

CUT TO:

INT. SECRET BASE - PRISONER CONTAINMENT - CONTINUOUS

Rick opens an access panel and drops the packet inside. He hits a button and the packet drops into the cell.

RICK

Here's your dinner.

CU on the packet as it hits the floor. A hand savagely grabs it. The camera PULLS BACK to reveal HESTER. She hungrily rips into the packet and begins to feed as we:

BLACK OUT:

END OF EPISODE