

THE MORRISFIELD MISFITS
AND THE SWORD OF FATE
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"With knowledge there is no hope...
Without hope I would sit motionless,
rusting like unused armor."

— **The Acts of King Arthur and His Noble Knights**
(John Steinbeck)

EXT. MORRISFIELD ACADEMY - CAMPUS GROUNDS - EARLY MORNING

A freezing wind slices through an blinding snowstorm. The vast lawn of the Morrisfield Academy is covered in deep snow. It looks like a forgotten castle in a far away land.

A line of cars are arriving at the school. They struggle against the weather as they drive past a sign which reads "Morrisfield Academy * Orange, Massachusetts * U.S.A.* Established 1901."

A commanding MALE VOICE with a British accent can be HEARD.

PROFESSOR CADOR (O.S.)
Settle down, Children! Settle
down!

The SOUND of EXCITED CHILDREN can also be HEARD. Their laughter is mixed with the HOWLING WIND whipping around the turrets of the Academy. One of the flags snaps loudly against the wind, but stays steadfast in the storm. It has the image of a red dragon set inside a white shield on a yellow background.

INT. MORRISFIELD ACADEMY - GRAND HALL

Over two hundred students, all dressed in Morrisfield Academy uniforms, are standing in large groups throughout the "Grand Hall." Their joyful noise is contagious.

PROFESSOR CADOR (47) stands on a podium near the huge, oaken double doors which lead outside. Judging by their size, they must have been built for giants.

MISS "G" (45) stands next to the Professor and is watching the crowd to make sure they are listening to him.

PROFESSOR CADOR
I said, "Settle Down!" Or no one
will be going home for winter
break!

The voices in the room silence almost immediately.

PROFESSOR CADOR (CONT'D)
Thank you. The sooner we make
these announcements the better.
That storm outside is not going to
go away anytime soon.

A quiet murmur of agreement makes its way through the room.

PROFESSOR CADOR (CONT'D)
 All students will be dismissed momentarily for winter break. With that in mind, please keep in mind that all assigned reading will need to be completed before your return in three weeks.

A loud "AWWWWWWWWWW" can be heard from somewhere in the crowd.

PROFESSOR CADOR (CONT'D)
 Careful, Ms Mohrbacher... You might end up with "War In Peace" instead of "Winnie the Pooh."

The students try hard to suppress their giggles.

PROFESSOR CADOR (CONT'D)
 Our Assistant Headmaster, Miss "G," will now read off the list of students who will be staying on campus with she and I over the break.

He steps down from the podium and Miss "G" takes his place.

MISS "G"
 Thank you, Headmaster Cador. The following students are to report to Professor Cador's class in one hour for English Studies.
 (beat)
 Sarah Nichols.

SARAH NICHOLS (14) doesn't look surprised at the news and neither do the students surrounding her.

MISS "G" (CONT'D)
 Maxwell Martin.

MAX MARTIN (13) raises his hand when he hears his name.

MISS "G" (CONT'D)
 Yes, Maxwell?

MAX
 It's Max, Miss "G." Not Maxwell.

MISS "G"
 Thank you, Maxwell. Duly noted.

MAX
 My father named me Max because --

MISS "G"
I believe I said, "Duly noted,"
Maxwell. Did I not?

MAX
Yes, Miss "G."

MISS "G"
Alright then.

Max shrinks back into the crowd of laughing children.

PROFESSOR CADOR
Settle! Down!

MISS "G"
Thank you, Headmaster. And,
finally, Albert Anastasia.

ALBERT ANASTASIA (12) is reading a copy of CAPTAIN AMERICA
#1. He doesn't look up when his name is announced.

MISS "G" (CONT'D)
Albert?

Max lightly places his hand on the Max's shoulder. It
startles him.

ALBERT
Ahhh!

Albert jumps a bit and drops his comic.

ANALESE
What?!

Max points towards Miss "G."

ALBERT
Oh! Sorry, Miss Associate
Headmaster Miss. I was reading.

MISS "G"
I could tell.

Albert picks up his comic and tries to ignore the laughter
around him.

PROFESSOR CADOR
That is quite enough, everyone. I
won't warn you again.

The rooms quickly falls into a hush again.

MISS "G"

Thank you, Headmaster. Sarah. Max. Albert. You may say your good-byes to your classmates and then report to the dining room for breakfast.

(best)

As for everyone else... On behalf of Headmaster Cador, myself and the rest of the Morrisfield Academy staff, we wish you a lovely holiday season. You may now meet with your parents.

The huge doors open to reveal the parents of the students. They are covered with snow and pour into the Great Hall to find their children.

Sarah, Max and Albert quickly find themselves alone in a crowd and make their way towards the "Dining Hall."

MAX

Nice, Albert.

ALBERT

I'm sorry.

MAX

Now everyone's gonna think you're a scaredy --

SARAH

That's enough, Max.

MAX

But he's the one that --

SARAH

He is an underclassman and is therefore allowed to be scared.

MAX

Of his own shadow?

ALBERT

Hey!

MAX

Just being honest.

SARAH

Don't listen to him, Albert.

ALBERT

I'm just used to being alone,
that's all. Home. Here. What's
the difference. I like being
alone. "Better to be seen and not
heard," my Dad always says.

(to Max)

You surprised me, that's all.

MAX

Sorry, Al. Didn't mean to.
Really.

SARAH

That's better. Best make the most
of each other's company. It's
going to be a long winter break.

The three of them make their way into the Dining Room. Small
figures.. Alone.. In a very grand, and empty, space.

PROFESSOR CADOR (V.O.)

This adventure begins, as most
adventures often do, with the death
of a king...

MAX (V.O.)

Excuse me, Professor...

PROFESSOR CADOR'S CLASSROOM

Professor Cador sits on a high stool near his desk. He is
reading a copy of WEIRD TALES aloud.

Sarah and Max are sitting at their desks taking notes while
Albert is standing in front of one of the four tall windows
facing the front lawn.

PROFESSOR CADOR

Yes, Max?

MAX

Is this another King Arthur story?

PROFESSOR CADOR

Why, yes, Max.. As a matter of fact
it is.

SARAH

Does it have to be?

MAX

I agree with, Sarah, Sir.. Does it have to be? It's winter break.

PROFESSOR CADOR

Yes, it is.. But just because you three didn't get to go home for break, doesn't mean we shouldn't continue our studies.

MAX

I'd rather hear about pirates.

PROFESSOR CADOR

And who says this story might not have a pirate or two?

MAX

Does it?

PROFESSOR CADOR

It could...

MAX

(sighs)
Okay...

PROFESSOR CADOR

Alright then...

EXT. MORRISFIELD ACADEMY - CAMPUS GROUNDS - DAY

The storm outside has turned day into night. A mail truck arrives at the Academy.

PROFESSOR CADOR (V.O.)

Please allow me to continue...

The truck pulls into the long drive of the school and becomes stuck in the deep snow.

PROFESSOR CADOR (V.O.)

"'Is he dead?' gasped Sir Bedivere and Merlin shook his head."

A MAN, dressed in a heavy long coat, exits the truck and makes his way to the back of it. He opens the door to reveal two ASSISTANTS, dressed the same as him, who are both sitting on a large wooden crate.

PROFESSOR CADOR (V.O.)
 "He would have been dead by now,
 but his breathing has stopped and
 Arthur will live."

The two men jump out of the back of the postal vehicle and pull the crate out into the deep snow.

One of them begins to fumble with the lock because of the bitter cold. His gloves are not helping. He takes them off to get a better grip and winces as his bare fingers touch the metal.

PROFESSOR CADOR (O.S.)
 "Stopped his breathing?' said
 Bedivere, 'Then surely he must
 die!'"

Snow has almost covered the man before he finally opens the lock. His red, raw fingers flip open the lid of the crate and he begins empty its contents. The other men join him and they begin to pick up the pace.

Glimpses of a uniforms can be seen under their long jackets. Their collars bear the insignia of Nazi "Snow troopers."

PROFESSOR CADOR (O.S.) (CONT'D)
 "Arthur's breathing has not
 stopped, perhaps,' smiled Merlin."

The driver looks away from his companions and towards the gothic spires of the school.

The Academy's windows emit a warm and welcoming light each of its three stories.

The driver blinks his eyes and they begin to glow red.

PROFESSOR CADOR (O.S.) (CONT'D)
 "Arthur will breathe possibly once
 a day..."

INT. MORRISFIELD ACADEMY - PROFESSOR CADOR'S CLASSROOM - DAY

Professor Cador continues to read to his students. Max and Sarah are writing down what he says while Albert is still at the window.

PROFESSOR CADOR
 "He must recover during a long
 sleep both his energy and the blood
 he has lost --'" Excuse me, Class,
 for just a moment... Albert?

The boy doesn't respond.

PROFESSOR CADOR (CONT'D)
 Albert? I'm sorry Albert is this boring you?

The young boy turns to face the Professor.

ALBERT
 I'm sorry, Professor Cador. I can't sit for too long... Have to stand. My right leg has a condition, remember?

PROFESSOR CADOR
 I do. But it doesn't require you to move from your seat does -- ?

ALBERT
 I apologize, again, Professor, but should those people be out there? In the driveway? Are we expecting visitors?

Cador puts the magazine on his desk and makes his way to Albert.

PROFESSOR CADOR
 What people? The only other person on campus is Miss "G" and she --

The other students try to follow him. He shoots them a stern glance and they sit down quickly.

ALBERT
 I know, Professor.. Just us. But that man out there, Professor... Why are his eyes glowing?

Cador reaches the window and peers into the storm outside. He can just make out what the men are assembling.

PROFESSOR CADOR
 Albert! Get back to your seat! All of you! Get under your tables!! NOW!

Sarah and Max duck under their tables just as the Professor grabs Albert and turns away from the window to shield him.

The SOUND of SOMETHING LARGE slamming against SOMETHING ELECTRIC can be heard.

The windows glow bright red just before they explode inward.

Shards of glass hurtle through the air towards Albert and the Professor. A bright blue, rune-filled light immediately surrounds them both before the razor sharp pieces pierce Cadon's back.

They stop mid-air, surrounded by the light, which has changed into to a thick, blue rune-filled gel.

Max and Sarah stare at the scene in disbelief.

The fragments struggle to move forward through the gel. They hang in the air for a fraction of a second before rocketing backward and reassemble into the glass window that they exploded from.

The Professor, still clutching Albert, sneaks a look at the windows. Other than the blue light outside, it would appear as if nothing ever happened.

He begins to hustle Albert out of the classroom.

PROFESSOR CADON (CONT'D)
Come along, Children.

Sarah and Max clamor out from beneath their tables.

SARAH
How did the windows -- ?

PROFESSOR CADON
Never mind that! SCOOT! Out you go!
Come along now!

ALBERT
Sir -- ?

PROFESSOR CADON
NOW!

He pushes Albert into the hall and waits for the others to leave before he closes the door behind them.

UPPER HALL

The Professor and his students run past portraits of Kings, their knights and the many battles they fought in.

A bright green light right fills the Grand Hall below them. The SOUND of SIZZLING and the POPPING of ELECTRICITY can be HEARD.

The SOUND of ANOTHER BLAST shakes the building as the Professor and the children near the top of the Grand Staircase.

Small pieces of stone begin to fall all around them.

GRAND STAIRCASE

Albert, Max and Sarah are screaming at the top of their lungs, but Professor Cador is reasonably calm. It's almost as if he was prepared for this to happen.

GRAND HALL

Miss "G" is standing in the middle of the Grand Hall. Her arms move in a slow and deliberate pattern conjuring a green light filled with symbols and runes.

An emerald, rune-filled gel covers the huge double doors.

The Professor and the children are halfway down the stairs.

PROFESSOR CADOR (CONT'D)
Miss "G"? Are you all right?

MISS "G"
Never better, Professor!

The sweat on her brow tells a different story. She doesn't turn to look at them. Her attention is only on the gel covering the double doors.

The SOUND of ELECTRICITY coming from the green gel is almost deafening now. A whirlwind surrounds Miss "G" and swirls around all of them. They all shout to try to be heard.

MISS "G" (CONT'D)
Are the children okay?

MAX
Are we okay?!? Of course we're not okay!! What kind of --

PROFESSOR CADOR
They'll manage --

MAX
What?!?

PROFESSOR CADOR
I have to get them to the library!

MISS "G"
Right-O, Geoffrey! I've got this lot taken care of.

Albert points to the double doors and the pulsating gel. His mouth hangs open in astonishment.

ALBERT
What is that??!

PROFESSOR CADOR
Simple barricade spell. What does
it look like?

The Professor nods at Miss "G" and begins to herd the children towards the Grand Library.

GRAND LIBRARY

This room is lined with rows and rows of shelves filled with books of all sizes. The bookcases take up every inch of the library's two stories. Rolling ladders rest against each of the tall cases.

The Professor makes sure all of his students are inside before he closes the doors. He rests his back against it and looks at them very intently.

PROFESSOR CADOR (CONT'D)
Now, Children, I need you to listen
to me very --

SARAH
What does a "simple barricade
spell" mean? Do you mean magic!?
Like "Fairy Tale" Magic?

PROFESSOR CADOR
Yes. Like "Fairy tale" magic.
Now, listen to me --

MAX
Fairies with wings "Fairy Tale"
magic?

PROFESSOR CADOR
Yes, Max... Sarah. It's exactly
what it sounds like.

The SOUND of ANOTHER BLAST can be HEARD. It is strong enough to shake some of the books loose and they fall to the ground like rain.

ALBERT
Professor?

PROFESSOR CADOR
Yes, Albert?

ALBERT
Who were those men outside?

The Professor rests his hand on Albert's shoulder.

PROFESSOR CADOR

They are very bad people. And I am fairly certain that they want something that I have very, very badly... But its going to be okay, Albert. It really is.

The SOUND of WOOD CRACKING can be HEARD coming from the Hall. Green light, filled with and symbols, begins to bathe the doors to the Library. A familiar rune-filled gel begins to form inside the light.

PROFESSOR CADOR (CONT'D)

You children are going to be okay... You're going to be safe.

SARAH

We are?

PROFESSOR CADOR

Absolutely.

He takes Sarah by the hand and encourages the boys to follow him to a bookcase at the far end of the room. One of the books begins to glow yellow.

JUMP CUT TO:

GRAND HALL

Miss "G" stands two dozen feet away from the shattered front doors. Her arms are locked in front of her and the green, rune-filled light pouring from her fingertips looks stronger than before. It fills the open doorway with the same thick gel.

Standing on the other side of the green "wall" of gel are the two assistants from before. They have opened their jackets to reveal that they are two NAZI SOLDIERS (20s). They stand behind their leader, MORGAN (33). He is slight of build with matted black hair. His eyes have returned to their striking blue.

MORGAN

Hello, "G."

MISS "G"

Good morning, Morgan.

One of the Soldiers tries to move through the doorway. The moment he touches the rune-filled gel he is rocketed backward into the snow.

MISS "G" (CONT'D)
 I'm afraid that the Morrisfield
 Academy is not accepting visitors
 at this time.

MORGAN
 That's a shame.

Morgan places his gloved hand on the green surface of the gel. His eyes begin to glow red and so do the tips of his fingers.

MORGAN (CONT'D)
 We have so much to talk about.

His hand slowly phases through the green substance and he follows behind it.

GRAND LIBRARY

The Professor is carefully placing the children against the book case.

PROFESSOR CADOR
 Please, listen to me very closely,
 Children.

The SOUND of ELECTRICAL EXPLOSIONS and FALLING DEBRIS can be HEARD coming from the Hall.

PROFESSOR CADOR (CONT'D)
 I know you don't know what is going
 on. But you will soon.

SARAH
 We will?

ALBERT
 Promise?

PROFESSOR CADOR
 (smiling)
 Promise.

A CRASHING SOUND can be HEARD against the Library doors.

PROFESSOR CADOR (CONT'D)
 I am going to give you a book.. And
 you need you to take it with you
 wherever you may travel.

ALBERT

Travel? We're never getting out of here.

Tears begin to well up in his eyes.

PROFESSOR CADOR

You will. Patience, Albert.

Another CRASH can be HEARD and the green rune-filled gel covering the library door starts to stutter and fade.

ALBERT

O-Okay, Sir.

SARAH

Is Miss "G" okay?

PROFESSOR CADOR

I have a feeling she is very much holding her own.

The SOUND of a SUBMACHINE GUN and a MALE SCREAM can be HEARD.

PROFESSOR CADOR (CONT'D)

Yes. I'm sure she's fine. I'm going to give you the book, Sarah. The one that I mentioned. Please, keep it safe until you can get it to Merlin the Enchanter.

SARAH

Merlin?!? He's real, too?

PROFESSOR CADOR

As real as you and I. Can you do that for me, Sarah..? Can you do that for Miss "G" and myself?

SARAH

I can try.

PROFESSOR CADOR

The moment I give the book to you, you three will "travel." Try not to move when you make the journey...

SARAH

To where?

Professor Cador pulls a large, glowing yellow book from the bookcase and hands it to Sarah just as the doors behind him explode. Wooden shrapnel hurtles towards them.

PROFESSOR CADOR
 (smiling gently)
 To the "Flipside."

He turns to face the oncoming debris, and the Soldiers beyond it, just as the bookcase begins to spin as quickly as a top.

BOOKCASE

Sarah, Max and Albert are pressed hard against shelves by the spinning of the case. All of their eyes are closed tight. Sarah is clutching the glowing book against her chest as her hair is whips around her.

The SOUND of the BOOKCASE SPINNING is almost overwhelming. It sounds like stone grinding against stone, but that would be impossible when all around them is a black void.

MAX
 Sarah!?!?

SARAH
 Yes, Max!!

MAX
 Can I open my eyes now?

ALBERT
 I'm not sure that's a good idea.

MAX
 I didn't ask you, Al! I asked Sarah!

SARAH
 I don't know, Max! We probably should --

The bookcase comes to an abrupt halt and Sarah's hair comes to a rest on her shoulders.

SARAH (CONT'D)
 Wait 'til we stop?

One by one they begin to open their eyes to see --

INT. THE TOWN OF HUB - THE BALROG'S DEN - DAY

The children are peering into the common area of a tavern called "The Balrog's Den." The huge dining room looks it was ripped from the pages of a one of the books they read at the Academy.

The building looks as if it were built in Tudor England sometime in late fifteenth to sixteenth century. There are dozens of people laughing as they share a drink and a meal at their tables.

Some of the them have white hair and pointed ears while others have mottled dark, green skin. Most of them appear to be human, but the rest look like nothing the children have ever seen.

The raucous sound in the begins to trickle away as the patron's begin to notice the children at the bookcase.

Max, Sarah and Albert step slowly into the room.

SARAH

Um... Hello.

MUNIO (253), a small and very muscular man, stands behind the bar. Despite his height he is able to see, and be seen, due to the walkway behind the counter that is three feet off the ground.

MUNIO

Hello.

(beat)

Where's Geoffrey?

MAX

We really don't know a
"Geoffrey..."

MUNIO

Tall guy. Likes to wear tweed.
Leather patches on his elbows?

SARAH

Do you mean Professor Cador?

Several bursts of laughter erupt throughout the room.

MUNIO

Professor?

(mutters)

Calls himself a Professor now...

(he laughs)

Sure. Professor Cador. Where is
he?

ALBERT

I think... I think he's --

The bookcase begins to spin behind them again causing the children to quickly back away from it. They bump into nearby tables and accidentally spill some of the drinks.

A Soldier stumbles forward. He drops his gun and falls to his knees. He is gasping for air and begins to dissolve in a glowing red light. His screams fade as quickly as his body does.

The patrons of the bar don't seem to be surprised by what just happened.

MUNIO

Guess he didn't have a key. Now, I'm only going to ask one more time. Where's the "Professor?"

ALBERT

I don't know.

MUNIO

Don't know?

Sarah begins to walk across the room towards Munio. She holds the glowing yellow book in her outstretched arms.

SARAH

He said I was supposed to get this to Merlin.

More laughter can be heard from somewhere in the room. Max and Albert stare in wonder around them as they join Sarah.

MUNIO

Merlin? No one in this town named that.

SARAH

He's an.. En-chant-er?

ANALESE (O.S.)

She must mean the old wizard who took over the mill...

They turn and see a young woman walking towards them. Her ears are pointed and she dressed in battered leather armor.

MUNIO

That dumb bastard?

ANALESE

More than likely.

ANALESE (743) bends over and takes Sarah gently by the shoulders. It feels the same way the Professor always did; showing both care and understanding.

ANALESE (CONT'D)
Do you think that's who you might be looking for, Little One? The old wizard who live in the mill at the end of town?

Sarah nods.

ANALESE (CONT'D)
What's your name?

SARAH
Sarah. This is Max and that's Albert.

Sarah turns towards the two boys and notices that Albert has started to cry quietly.

SARAH (CONT'D)
Oh, Albert...

She puts an arm around him and Albert begins to sob into her shoulder.

SARAH (CONT'D)
It's okay. It's gonna be okay.

MAX
Yeah, Al. We'll figure this out.

The patrons of the bar stare silently at the children. They are unsure of what to do.

ANALESE
I'll take them to him, Munio.

MUNIO
You sure, Analese?

Albert's tears are coming a little slower now.

ANALESE
Yeah... I'm sure.

DISSOLVE TO:

EXT. THE TOWN OF HUB - CITY CENTER - DAY

The town echoes the architecture of "The Balrog's Den." Tudor-like buildings line the streets with the shingles of businesses hanging above their doors. Pedestrian walkways line the front of the structures. They, too, are made of wood that looks ancient.

The roads throughout the town are paved in red brick which seem to glow lightly between their cracks.

Analese leads the children down the walkway. Townspeople politely part to allow them to pass, but they definitely take note of how oddly the kids are dressed. Sarah holds the yellow book tightly against her chest.

ANALESE

How did you meet Geoffrey -- Excuse me -- "The Professor?"

SARAH

He's our teacher.

ANALESE

Teacher?

ALBERT

Our English Teacher.

ANALESE

Ah... I see. And what is "English," then?

MAX

What's English?

ANALESE

Is it a place?

MAX

Is it a -- ? It's what we're speaking right now!

ANALESE

Oh! Like Shandrin!

MAX

Shan-what?

ANALESE

Shandrin. It's what we are speaking now.

ALBERT

We?

SARAH

She must mean that it's the same as english, Boys. Please try and keep up.

ANALESE

I understand what they are going through, Miss Sarah. It's all new to them. To you. It must be very strange to -- Well, if its any consolation... You three are just as new and strange to us.

Max looks at the townspeople who are looking at them oddly.

MAX

Thanks.

ANALESE

And here we are! Welcome to "The Mill!"

The four of them have arrived at a structure that is different from all of the others. It is made of irregular stone and situated next to a river. A large wheel turns slowly in the water next to it. A small, yellow flag, with a dragon inside of a shield, sits atop the roof on a white flagpole. It flaps loosely in the breeze.

A sign outside the building reads "Morrisfield Mill * Hub, Center of the World * Arkon * Est. 309"

Analese holds the door open for the children and they head inside.

INT. MORRISFIELD GRIST MILL - MILL ROOM

They enter the main room of a grist mill. It is not large by any standards. An entrance to a spiraling stairwell is in one corner of the room. In it's center are two huge mill stones with hoppers above them. They grind slowly against one another; leaving a thin trail of crushed grain.

A large throne, carved entirely from stone, sits against one of the walls. There is a small table next to it. They both sit on an ornate rug.

The children are mesmerized by the sight of everything in the room.

ANALESE
 (shouting)
 Are you here, Old Man?!

MARVIN (O.S.)
 I'm not that old.

MARVIN (306), who certainly "looks that old," makes his way down the curved stairs. He might move slow but he exudes youthful energy.

ANALESE
 I would consider three hundred and six to be old.

MARVIN
 Says the wilding who is somewhere over seven hundred.

SARAH
 Seven hundred?

Analese leans over and whispers in Sarah's ear.

ANALESE
 Seven hundred and forty-three. But don't tell anyone, 'Kay?

The boys are truly dumbfounded by it all.

MARVIN
 And what is it I can do for all --?
 Wow. Nice clothes, Kiddos.

ALBERT
 We're not from around here.

MARVIN
 (mocking surprise)
 Really?

MAX
 Yes... Really.

MARVIN
 Never would have known.

SARAH
 That's enough.

MARVIN
 What?

SARAH
Stop making fun of them.

MARVIN
I wasn't --

SARAH
They're scared enough as it is.

MAX
I'm not scared.

ALBERT
Speak for yourself. I'm terrified.

MARVIN
I am truly sorry.

ANALESE
You should be ashamed of yourself,
Old Man.

SARAH
We are looking for a great
Enchanter named Merlin.

MARVIN
Merlin?

SARAH
Yes.

MARVIN
Well... I'm sort of a Merlin.

MAX
Sort of?

MARVIN
My name is Marvin. Marvin the
Magician. I'm Merlin's cousin...

Analese smiles at the sound of the name.

SARAH
Cousin?

MARVIN
Twice removed. On his sister's
side. Merlin hasn't been seen
around here for over a hundred
years.

SARAH

A hundred...

Albert's tears return and he sits down on the stone throne.

MAX

Now what?

ANALESE

They were supposed to bring a book
to Merlin, Marvin.

MARVIN

What book?

SARAH

This one.

Sarah holds onto the book as tightly as she can.

MARVIN

May I see it?

MAX

You can see it plenty from there.

SARAH

I don't know if I'm supposed to
give it to anyone but Merlin.

MARVIN

I might be able to help you if I
can see it, you know.

SARAH

I don't think that's such --

MAX

I don't see how it can hurt --

ANALESE

He only wants to help, Dear
Child --

MARVIN

Can't really see it from here.

ALBERT

Come on, Sarah! Show him the damn
book so we can go home!

The words tumble quickly out of Albert's mouth faster than he
may have intended.

ALBERT (CONT'D)
 I'm sorry. I just wanna go home...
 So -- So, can you please, please
 just show him??

Sarah considers it for a moment, then slowly offers the book to Marvin.

He takes it with great reverence.

MARVIN
 Thank you. May I ask your name,
 Child?

SARAH
 Sarah.

MARVIN
 Thank you, Sarah.

He places the large book onto the work table and opens it. A soft silver light shines forth from inside.

MARVIN (CONT'D)
 Well... What do we have here?

The five of them crowd around the table to see what is hidden inside.

POV - MARVIN

The inside has been hallowed out and nesting inside of it is the hilt of a sword. It is embedded with silver filigree and has a white handle. The tails of the two great dragons wind up around it's pommel, slither through it's bone tang and cross each other form the sword's cross guard. There is a deep, empty slot where the blade should be. Ornate writing, in a language unknown, travels across the the guard.

MILL ROOM

Marvin looks up from the hilt and smiles at Analese and the children.

MARVIN (CONT'D)
 You are carrying something rare and
 powerful, Miss Sarah.

SARAH
 What is it?

MARVIN

This... Is part of the Sword of Merlin. Otherwise known as the Sword of Fate.

SARAH

The Sword of Merlin?

MARVIN

My cousin.

MAX

You told us that. We know.

MARVIN

He's pretty neat. And famous, too.

ALBERT

Merlin's really real?

ANALESE

Of course he is.

MARVIN

Of course he is!

MARVIN (CONT'D)

It is said that he has traveled to the far away land of Yewesaye to protect the blade that belongs to this hilt and the resting place of King Arthur himself.

MAX

He's real, too?

MARVIN

You keep asking if something is "real." It's almost as if you don't believe "anything" is real, Son.

MAX

Do you see what I'm wearing? Do you know where I am from?

MARVIN

As a matter of fact, I do not know where you are from.

ANALESE

They came from "The Flipside," Marvin. They came with the book and it's contents... Given to them by Cadon.

SARAH
Our Professor...

Albert saddens, again, at the sound of his name.

ANALESE
Cador was their Professor in "The
Flipside," Marvin. He was
protecting the children, the book
and the hilt. I bet "She" was
there, too --

MARVIN
I know why they were both there,
Analese. It was their duty to
serve and protect this book.

SARAH
We were attacked by men --

ALBERT
Monsters.

SARAH
By monsters. They attacked our
school --

MAX
They killed Professor Cador and
Miss "G."

Marvin is visibly shaken. It looks as if a great stone has
been placed upon his heart. He barely makes it over to the
stone throne, before he sits down next to Albert.

ALBERT
Are you okay, Mr. Marvin?

MARVIN
Did you say, Miss "G" was killed?

MAX
Yes, Sir.

Tragedy has fallen across Analese's face.

SARAH
What's wrong?

MARVIN
Guinevere is dead.

SARAH
Arthur's Guinevere?

ANALESE

There can be only one Guinevere.

MARVIN

Geoffrey.. Professor Cador to you... And Guinevere were sent away to Yewesaye to protect their piece of the Sword of Fate. It looks as if they have succeeded --

ANALESE

By sacrificing themselves.

MARVIN

Indeed.

(to Sarah)

Now it is in your care.

SARAH

What?!

MAX

No way!

MARVIN

You must find the other piece and join them together. Then you must find Merlin and take it to Arthur's resting place.

SARAH

No, sir! That's not us.

ANALESE

You must, Sarah... Before the "monsters" do.

ALBERT

That's a lot of "must" in one place.

MARVIN

If the "monsters" succeed in remarrying the Sword of Fate before you do, then Arthur will serve only them. He'll follow the "Fate" that the "monsters" have chosen, rather than the one true "Fate" that serves us all.

ANALESE

Fate is always in balance.. Your world.. Yewesaye... Ours.. Akron. We both represent two sides of a whole. Each of us the "Flipsides" of the other. We thrive together or we die together.

MAX

You keep calling it Yewesaye. I live on Earth.. In the United States of America.

ANALESE

We know, Max. Yewsaye. Your people spell it Yew-Es-Aye do they not?

SARAH

Oh my stars and garters...

Albert reaches for Marvin's hand.

ALBERT

Mr. Marvin?

MARVIN

Yes, Albert?

ALBERT

Mr. Marvin... I just want to go home.

Marvin places his free hand over Albert's and holds it warmly.

MARVIN

I know, Albert... I know. I need you to help us, Albert. If you can. Is that all right? All of you. I need your help.

SARAH

What can we possibly do?

MARVIN

Geoffrey was right to send you here. This stone throne was Merlin's way of reaching "The Flipside." The three of you must use it to travel to a shining city called "New York" and find a man with a hat and a tan --

ALBERT

Man.. Hat.. Tan... Manhattan! You mean Manhattan! I live there! My Dad is there!

MARVIN

Man-hat-tan! That's what that
means!!! Man with hat and a tan..
Always thought that was quite odd.

MAX

Will you come with us?

MARVIN

Alas, I cannot. I must stay here
to maintain the balance of magic.
If Merlin is there. I must remain
here. Otherwise both of our worlds
could shatter.

ALBERT

How can we do this on our own?

ANALESE

I'll go. I won't be missed here.
I'm nobody.

MARVIN

That couldn't be farther than the
truth!

ANALESE

I farm pigs on my parent's farm,
Marvin. They're gone now. So is
my little brother. All of them --
To the Karvid Plague years ago --
I'll go with them. I'll keep them
safe. Protect their quest... It
would be my honor.

SARAH

We will have to find you proper
clothes when we get there.

ANALESE

Like yours? Must I?

MARVIN

I'm afraid you must.

ANALESE

And my sword?

MARVIN

That will have to stay here.

She pulls her sword from her scabbard and lays it next to the
open book.

ANALESE

So be it.

Marvin opens a trunk and pulls out a battered yellow satchel with a shoulder strap. He puts the book carrying the hilt into the satchel.

MARVIN

When the four of you arrive in Manhattan you must search the sub tunnels.

ALBERT

The subways?

MARVIN

Yes. The..sub..ways. Search them until you find the resting place of the blade that belongs to the "Sword of Fate."

Marvin gives the satchel to Sarah.

MARVIN (CONT'D)

For you, Miss Sarah. Wear it over your shoulder... Across your chest. Always keep it safe.

SARAH

I promise.

ANALESE

Are there any more legends as to where in the sub-ways the resting place of the blade might be?

MARVIN

You must find the "Line of Worth." There you will find the "Tomb of Fate" and the blade itself.

ALBERT

I'm ready, Mr. Marvin, Sir. I just want to go home.

MARVIN

I know, Albert. I know. Let's get you there. Everyone! Please sit on the throne.

Marvin stands up from the throne and the others crowd onto it. The children fit on the seat easily, while Analese sits on one of its arms. She hangs onto the backrest as tightly as she can.

Marvin carries a globe over to the table next to the throne and places it on top. The world of Arkon is on full display; complete with swirling clouds and weather patterns.

MARVIN (CONT'D)
When I spin this. You will return
to Yewesaye. Are you all ready?

MAX
(mutters)
Ready as we'll ever be.

SARAH
Can it, Max...

ALBERT
Yes, Sir!

ANALESE
Good-bye, Marvin the Magnificent.

MARVIN
Thank you, Analese... And thank you
for the lovely name. "Marvin the
Magnificent." That has such a nice
ring to it.

He spins the globe and Marvin is bathed in white light. He disappears and, just for a moment, the only thing that can be seen is his smile.

FADE TO WHITE:

INT. MORRISFIELD ACADEMY - GRAND LIBRARY - DAY

Professor Cador opens his eyes. He blinks against the light from one of the last chandeliers in the room. The SOUND of SMALL FIRES can be HEARD burning all around him.

He turns his head and sees that the flames are slowly devouring the Library's books.

Morgan notices that Professor Cador is awake and crosses the length of the room. As he gets closer to Cador, his feet begin to crunch through fallen ceiling tiles.

MORGAN
You're awake. That's good. I'd
rather you not die in your sleep.

He crouches down next to him.

MORGAN (CONT'D)
I'd prefer the honor of having you
awake when I take the life from
you.

Professor Cador can't move. His hands and feet are bound to the floor in a red, rune-covered gel. He smiles at Morgan through blood-stained teeth.

MORGAN (CONT'D)

What have you got to be happy about, "Professor?" Your "castle" is in ruins. Your Guinevere has fled and you are about to die a lonely death.

PROFESSOR CADOR

My students are safe. That's all that matters.

Morgan places his hand on Cador's chest and slides his fingers under the Professor's vest.

MORGAN

And what about the Sword? Whichever piece were you guarding..? Where is it?

PROFESSOR CADOR

In a place you'll never find it.

Morgan's eyes begin to glow red.

MORGAN

My sources tell me that your precious students have already left Marvin's mill in Hub... They fled the "Flipside" like the cowards they are.

The hand under Cador's vest begins to glow.

MORGAN (CONT'D)

They tell me they are headed for New York.

Cador begins to grimace from the pain, but he won't give Morgan the satisfaction of a scream.

MORGAN (CONT'D)

So, please, don't worry your pretty little head.

Morgan leans over, kisses Cador gently on his cheek and whispers in his ear.

MORGAN (CONT'D)

I'll take care of them.

Cador begins to cough up more blood, but the smile never leaves his lips.

PROFESSOR CADOR
 You'll never get there in time.
 And even if you could, you have no
 idea where they are heading.

Morgan smiles evenly and powerful burst of red light flashes across his face.

MORGAN
 Of course I do...

Cador's back arches upward until he finally screams then lays still.

Morgan stands and looks down Cador's body. Smokey embers have begun to land on the Professor's lifeless eyes.

MORGAN (CONT'D)
 Merlin's entry point to
 "Flipside"... To Yewesaye is --

DISSOLVE TO:

EXT. NEW YORK - THE AMERICAN MUSEUM OF NATURAL HISTORY -
 EVENING

Banners celebrating the 84th Anniversary of the American Museum of Natural History hang from it's grand columns.

MORGAN (V.O.)
 The American Museum of "Natural"
 History.

A burst of light can be seen from a window on the main floor.

MORGAN (O.S.)
 Now isn't that a bit of poetic
 justice?

INT. THE AMERICAN MUSEUM OF NATURAL HISTORY - BRITISH
 ANTIQUITIES ROOM - EVENING

The stone throne spins to a stop next to a plaque that reads
 "Throne of Merlin * On Loan from Glastonbury Abbey * England
 ('Avalon')."

Analese eases her foot slowly forward off of the throne.
 Sarah, Max and Albert jump off and run into the Room of
 British antiquities.

ALBERT
We're home! Home! Home!

SARAH
Yes, Albert, we're home...

MAX
Calm down, Al! Quiet! Hey,
do you want the guard to hear
you?

ALBERT
(whispers)
Home, home, home!

Analese continues to look at the strange and foreign things in the room. They are mixed in with other items that she thought she knew so well. She appears to be both terrified and enchanted at the same time.

SARAH
Are you all right, Analese?

ANALESE
I... think so. I - I don't know
really.

SARAH
I would show you around, but the
museum is closed right now.

ANALESE
Museum?

Sarah starts to leave the room and encourages the rest to follow.

SARAH
Probably a guard on duty, so we
need to get out of here.

Analese takes a green cloak off of a nearby mannequin, wraps it around her and follows Sarah and the others.

ANALESE
Where do we go now? How do we find
the "Line of Worth?"

EXHIBITION WING - HALLWAY

They continue to cautiously make their way to the museum's front door.

SARAH
I don't know. I'm from Boston.
I've never been here before. My
grandpa said it was too dangerous.

MAX

I'm from Woodstock... Vermont. All I know is that my Dad told me that New York's a pretty big town... And dangerous.

ALBERT

Nah! It's safe as churches! I know just where to go. Trust me. It's my town! Born and raised here.

He runs out the main doors. The group can see him through it's windows. He's already made it halfway down the steps of the museum.

EXT. AMERICAN MUSEUM OF NATURAL HISTORY - STEPS - EVENING

Albert stops on the stairs. He turns to see if the others are following him. They are trying to join him as quickly as they can.

ALBERT

Come on! If we're lucky we'll make the train on time!

He walks briskly across the street and towards the entrance of the subway.

MAX

Where's this guy been hiding all year?

Sarah smiles and runs after Albert. Analese eases Max forward with her hand.

ANALESE

Come along, Little Sir. We don't want to be late for our "tray-in."

EXT. BROOKLYN - SARATOGA AVENUE SUBWAY STATION - EVENING

The doors to the subway train open and everyone spills out. Albert leads the group along the raised platform to the stairs.

Analese is still a little overwhelmed by the whole experience. She is truly a "stranger in a strange land."

ANALESE

Is there anything here in this "place" that is of the land? All of this..Metal.

(MORE)

ANALESE (CONT'D)

There is very little green. And the buildings. What did you call the stone here, Sarah?

SARAH

Brick.

ANALESE

All of them are made of "brick" instead of stone. How can you live in a place like this?

STAIRWELL

Albert hasn't slowed down since they got out of the museum. He is quickly making his way down the platform stairs while the others follow.

ALBERT

I dunno. How can you live in such a slow place as where you live?

ANALESE

It's so dirty here.

MAX

Yeah, Albert... And dark. At least Boston's got huge parks. This place --

Albert stops dead in his tracks and he turns to look up at Analese and the others. He is visibly angry and yet also on the verge of tears.

ALBERT

This is my home, Max. My. Home. You called it dangerous a little bit ago and now you're calling it -- Geez, I live for -- Love -- Every brick and every building. Grew up right over there -- On the corner of Livonia and Saratoga Avenues. I'd die for that block. For the people that live there. So, show a little kindness -- All of you -- Or just shut your yaps, okay?

He turns and walks down to the sidewalk.

ALBERT (CONT'D)

'Sides -- You keep talking like that? You're gonna make my Dad real angry.

SARATOGA AVENUE

It is relatively quiet on Saratoga Avenue tonight. All of the businesses have long since closed and there are few windows lit in the apartments above them.

Albert makes his way from the bottom of stairs and heads to the building next door. Sarah stops the others to touch base with them.

SARAH

Albert's always been kind of jumpy.
Best not to get him upset, okay?
Let's just get him to his Dad.. So
he can help us, too? And when we
do see his Dad -- Like he asked --
Best manners, all right?

THE MIDNIGHT ROSE CANDY STORE

The Midnight Rose Candy Store takes up the entire building from the storefront below to the apartments above. A hand-painted sign, trimmed in green, stretches above it's windows. The sign reads: "**MIDNIGHT ROSE CANDY STORE * STATIONARY & CIGARS.**" The words sit between two red ovals with the "**COCA-COLA**" logo stenciled inside of them.

Albert is unlocking the front door when the others arrive.

ALBERT

Okay. Some rules before we go inside.

MAX

Rules?

ANALESE

Yes, Max. Rules.

SARAH

And Albert is making them.

ALBERT

It's after 8:00pm, so Mrs. Rosie will probably be upstairs asleep. So, we gotta be quiet. Understood?

They all agree.

ALBERT (CONT'D)

My Dad is usually working this time of night, so --

Analese looks through the windows to try and see the inside of the shop. All of the lights are out.

ANALESE

Does your father work in the dark?

ALBERT

He works in the back.. At night.
Sometimes he has friends with him.
Sometimes he doesn't.

Albert opens the door, but he brings his finger to his lips before he goes inside signaling the others to be quiet.

ALBERT (CONT'D)

(whispering)

Just let me knock when we get back there, okay? Dad gave me a "special" knock.

INT. THE MIDNIGHT ROSE CANDY STORE - CANDY SHOP - EVENING

The shop looks like a converted deli with rows and rows of handmade candies in the display cases. A counter with stools sits at the end of the farthest case.

There are pictures of happy circus clowns on the walls. Some of them are giving children cotton candy while others are performing magic tricks. There is a large "Coca-Cola" sign on the back wall. It sits over a bank of pay telephones.

Albert heads towards the door to the left of the phones. Analese has been hesitant to come all of the way into the store. She finally relents and enters. She turns and closes the door behind them.

Max tries to sneak a candy off the counter and Sarah lightly smacks his hand.

Albert reaches the door and gently raps his "secret" knock.

Heavy footsteps can be heard and the door is quickly opened.

UMBERTO (O.S.)

Who the --?! Junior?!? What the hell are you doing home?

UMBERTO "ALBERT" ANASTASIA (37) towers above his son. He has the physique, and speed, of a trained prizefighter and his face looks like he may have spent some time in the ring. He is wearing a dress shirt with the sleeves rolled up to expose his strong forearms.

Although he speaks in very mannered English, he does not try to hide his proud Italian heritage.

ALBERT
I'm sorry, Dad, I --

Umberto cuffs his ear and drags Albert half into the back room before he notices everyone else.

He pulls a gun from his shoulder holster and points it squarely at Analese's head.

UMBERTO
And what are you supposed to be?
Broadway tryouts are in midtown.

ALBERT
Dad! Please! Put down the gun!

ANALESE
(To Sarah)
Is this a weapon?

SARAH
That's a weapon.

MAX
A big weapon.

UMBERTO
I'm going to count to three. And you will all be gone before I get there. If I get there.

MAX
Mr. Albert's Dad, Sir? Please! We need help.

SARAH
Yes, Sir... I'm Sarah and this is Max..

UMBERTO
One...

Albert is struggling against his Dad's grip.

SARAH
(speed talking)
This-is-Analese-and-I-go-to-school-
with-Max-and-Albert-at-the-
Morrisfield-Academy-and --

UMBERTO

Two...

He cocks his gun and gets ready to fire it.

SARAH

~~Well-we-go-to-the-school-not-her--
she's-from-somewhere-else-and-we're-
on-a-secret-quest-to --~~

UMBERTO

Three..

Albert escapes from his Dad's grip and stands in front of his friends.

ALBERT

PAPA!

SARAH

(very quietly)

And we could use your help, please,
Sir, Mr. Albert's Dad, Sir.

Umberto considers his son for a moment and then puts his gun away just as ROSIE GOLD (78) comes down the stairs.

ROSIE

Is everything okay? I heard shouting.

UMBERTO

It's okay, Mrs. Rosie. Just my boy Umberto. Just "Junior." Visiting with his friends.

ROSIE

He's home?

SARAH

Umberto?

MAX

Your name's Umberto?

ANALESE

I thought it was Albert.

ALBERT

It is. Well it isn't.

ALBERT (CONT'D)

He calls me by my real name.

ANALESE

Junior?

ALBERT

No! Umberto.

ANALESE
I thought it was Albert.

ALBERT
Forget it.

ROSIE
Is he staying?

Umberto looks at the group. He measures them up quickly before answering.

UMBERTO
Yes... But they won't be staying long.

ROSIE
I'll put on a pot.

UMBERTO
That's okay, Mrs. Rosie. You go on back to bed. I'll take care of them.

BACK ROOM

The back of the candy store has been converted into an office complete with a desk and filing cabinets. Against one wall are shelves filled with boxes of sweets. The far end of the room has machinery for making smaller, hand-made candies. A metal rolling door fills up most of the back wall with a smaller door next to it.

Umberto sits at the far end a long table with his back facing the wall. Analese and the kids are seated around it.

ALBERT
That's why I brought them here, Papa. All of them. We are on a Quest to -- We have to find the rest of the Sword of Fate, Papa. It's in the subway.

Umberto regards his son's words very carefully.

UMBERTO
Bullshit.

ALBERT
Papa! It's true!
(whispering)
And language... We have guests.

UMBERTO
Don't you sass me, Junior.

SARAH
It's true, Mr. Albert's Dad --

UMBERTO
Please, stop calling me that. My friends call me Albert.. Al for short.

ANALESE
Al. Just like what young Max calls your son.

UMBERTO
You...
(points to Analese)
You.. Can call me Mr. Anastasia.
You kids can call me Al.

ANALESE
Why does it have to be different?

UMBERTO
Because it does.

ANALESE
(In disbelief)
Because it does...

UMBERTO
And you...
(points to Albert)
Before I decide on any more of this bullshit subway story... You want me to believe that your Professor, and the School's Nurse --

SARAH
Assistant Headmaster --

UMBERTO
Bullshit -- Whatever -- Are, what? Witches?

ALBERT
Wizards! And it's true, Papa, All of it.

UMBERTO
I sent you to that school to get you away from -- I sent you for there for good Goddamn reasons.

(MORE)

UMBERTO (CONT'D)

They told me that they'd keep you up there. All through winter break, I wouldn't have to worry about -- That you'd be safe and that --

MAX

I know. None of us would come home 'til Summer. Because that's what you paid extra for. I know. That's what my Dad wanted, too. I couldn't attend his school or interfere with his studies. Just wanted me out of his hair.

SARAH

It doesn't matter. When school's done just send us all to the same Summer Camp in the Adirondacks. Just keep us out of the way... Of everything.

(beat)

My Mom and Dad died in an accident, Mr. - um - Mr. Al. I live with my Grandparents now and I only see them for about six weeks out of the year. Maybe my birthday.

MAX

Me, too.

ALBERT

Am I old enough to know why you don't want me here, Papa?

Umberto considers his son's request.

UMBERTO

Not yet.

ALBERT

But why?

UMBERTO

Because you're not old enough to know.

ALBERT

Will I ever be old enough to know?

UMBERTO

Son... I'm not going to tell you again to watch your sass.

ANALESE

Well? Will he ever be?

UMBERTO

And you -- I am done telling you to keep out of this and keep your mouth shut.

ANALESE

And I have had quite enough of you.

Analese stands, grabs both sides of the table and shoves it to the side. Max jumps back out of his chair before he is toppled over with it.

Umberto stands and flicks open a switchblade.

UMBERTO

Fine by me.

ALBERT

Papa, please!

Albert stands and tries calm his father. Sarah quickly runs to Analese's side.

SARAH

Analese... Can we please have a word?

ANALESE

Make it fast, Young One.

SARAH

In private? Out there? Please?

ANALESE

Only because you wish it.

CANDY SHOP

Analese enters the shop and turns to face Sarah who closes the door behind them.

ANALESE (CONT'D)

Make this quick, please --

SARAH

Analese, I understand what you are feeling. I feel it every day. But you can't talk to a man that way. Not here. Not now.

ANALESE

I can and I will. No one speaks to me that way. No one has the right to --

SARAH

I know. I hear everything you are saying, but --

ANALESE

You don't.

SARAH

I do. I really do. And I can only hope that I will be able to say the things say someday. To be able to speak you mind like you're allowed to where you come from --

ANALESE

We speak as equals.

SARAH

We don't. We can't. Not yet.

ANALESE

The two boys let you speak equally.

SARAH

They always have. That's why I hope -- I know -- That change will come someday. Because they do. But that "someday" is not now -- Not here, anyway -- And I need you to realize that with Albert's father.

ANALESE

He doesn't seem worth that kind of effort, Miss Sarah.

SARAH

That man in there is named Umberto "Albert" Anastasia. People call him one of the most ruthless and feared organized crime figures in America. He's got nicknames like "The One Man Army", "The Mad Hatter..."

(beat)

"The Lord High Executioner." Don't give him the chance to prove it.

ANALESE

How do you know these things?

SARAH

Albert told me one night during last year's winter break. It was just the three of us on campus -- Like is every year -- And I guess he was having a really bad dream, so he came to find me in the girl's dorms...

(beat)

He just needed someone to talk to about how scared he was of his father. How much he loved him... Missed him. But he was scared to be around him.

(beat)

I was glad I was there for him... to listen to him. Not say anything. Just listen. As his friend. And now I need you to listen to me -- Please -- As mine. If we want to succeed in our quest, we are going to need his father's help.

Analese considers Sarah's words for a moment. She looks towards the closed door.

ANALESE

I will try... For you. For the quest. I am here to protect you three. And I will. From him as well if I have to.

The door to the back room bursts open and Umberto walks past them. He is now fully dressed in suit and hat. Albert and Max are right behind him.

UMBERTO

If you two ladies are finished --

He opens the front door and holds it open for them.

UMBERTO (CONT'D)

We have a train to catch.

Sarah and Analiese look at each other; trying not to laugh.

EXT. ACROSS FROM THE MIDNIGHT ROSE CANDY STORE - ALLEY - NIGHT

A lone figure stands in the shadows observing the group as they exit the candy store. KLAR (23) raises his Karbiner 43 Rifle and aims it at the back of Umberto's head.

A gloved hand emerges from the deep shadows and rests on the his shoulder. Morgan appears behind him wearing a thin smile.

MORGAN

Not yet, Klar. We don't want the cockroaches to scatter, do we?

Klar lowers his rifle and watches as Umberto, Analese and the children make their way up to the subway platform.

INT. NEW YORK SUBWAY - THE "A" TRAIN - EVENING

Max, Umberto and Albert sit in chairs on one side of the train while Sarah and Analese sit on the other.

UMBERTO

(To Sarah)

Hey, Little Lady...

SARAH

Yes, Sir?

UMBERTO

My boy spoke very highly of you when you guys were in the other room. Says you got some "moxie" in you.

Sarah looks to Albert who is obviously embarrassed.

SARAH

Thank you, Albert.

ALBERT

Thanks, Papa, I could have gone all day without her knowing that.

UMBERTO

Strike while the iron's hot, Kiddo. That's what I always say.

The train begins to slow down.

UMBERTO (CONT'D)

Here's our stop. You four better be right about this. Out here in the middle of the night chasing cagacazzo fairy tales.

SARAH

It's true, Mr. Anastasia. We need to find the rest of the Sword. Everyone's fate depends on it.

The train stops and Umberto makes his way to the exit. He turns for a moment and leans close to Sarah.

UMBERTO

"Moxie" is a good thing to have, Little Miss Sarah. But it can also get you killed. Real quick. Don't you forget that.

Sarah looks quickly to Albert and Max.

SARAH

I won't.

ANALESE

We won't.

Umberto looks doubtfully at Analese, then leaves the train.

INT. CANAL STREET STATION - EVENING

The children enter the subway first with Analese and Umberto right behind them. The subway walls are glistening white. A long, green sign is embedded in one wall with the words: with "**CANAL ST. STATION**" written in yellow.

ANTONIO (32) is at the far end of the station and is wearing the uniform of a Transit Authority Guard. There is a stairwell to his left that exits to the street and a train tunnel located to his right.

He is standing next to wooden stairs which lead down into the tunnel and walkway near the rails.

UMBERTO

Hey, 'Tonio!

ANTONIO

Al?! What the hell are you doing down here? Running 'round this time a night? And with kiddos on your cuffs?

His eyes catch Analese's under her cloak.

ANTONIO (CONT'D)

(smiling)

Well, hello to you.

ANALESE
Good evening, Seneschal.

MAX
(To Sarah)
What's that?

SARAH
Dunno...

Antonio doesn't seem to take notice of what Analese called him.

ANTONIO
And what can I do for you, Ma'am?

UMBERTO
Eyes over here, Il Guardiano. Stay with me. How much for the underground tour? The private one.

ANTONIO
Down there?

UMBERTO
Only stairs I see going down... So, yeah.

ANTONIO
You trying to bribe an officer of the law?

Antonio hooks his thumb on his utility belt. His fingers are very close to his gun. The children look on nervously as Umberto leans closer to Antonio. Analese tenses; ready to assist if necessary.

UMBERTO
That seems to be the point.. Yes.

Antonio pops the buckle on top of holster; exposing his pistol.

ANTONIO
Really?

Umberto leans back and unbuttons his jacket; readying himself for the inevitable.

UMBERTO
How much?

Antonio looks at the children and then towards Analese again. His eyes finally settle on Umberto.

ANTONIO

Ten bucks a head... except for her.
(pointing to Analese)
She's free. No charge.

ANALESE

Thank you, Kind Sentry.

ANTONIO

IF... She comes back for a date
after. Otherwise none of you go
down there.

Umberto turns and eyes Analese. Sarah, slightly out of sight of Antonio, is shaking her head, "No" to Analese.

ANALESE

Consider it done. Should I pass
this way again, I would be happy to
accompany you.

ANTONIO

Deal.

Umberto produces a thick, folded stack of bills from his pocket, peels out four ten dollar bills and stuffs them in Antonio's jacket.

UMBERTO

Merry Christmas.

ANTONIO

Pleasure doing business with you.

Umberto heads down the stairs with the children. Analese pauses for a moment and rests her hand on Antonio's shoulder.

ANALESE

Please be ready for me upon my
return.

ANTONIO

Oh, you bet I will.

Analese walks down the stairs and catches up with the others around the bend. The tunnel travels about a hundred yards then splits in two. One to the left and one to the right.

Sarah is waiting behind a barricade. A battered sign on the wall next to her. It reads "Worth Line * Est. 1930."

SARAH

Welcome to the "Line of Worth."

ANALESE

Thank you, Miss Sarah. Oh, and please, by all of the Gods, let there be a back exit out of here.

WORTH LINE TUNNEL

The tunnel is filled with the discarded debris which have blown down the tracks only to be forgotten. Cobwebs fill the rounded ceiling. The rails have already begun to rust due to neglect.

Umberto pulls a lantern off of a hook on the wall and lights it. Its warm glow offers little solace. He turns to face the rest of the group.

UMBERTO

Last chance. We can turn around and go home. There's ice cream in the freezer.

SARAH

I'm ready.

ALBERT

We're all ready.

MAX

I didn't come all this way for ice cream.

UMBERTO

Suit yourself, then... "Who knows what evil lurks in the shadows?"

He smiles at his Max.

ALBERT

C'mon, Papa.

MAX

Enough with the "Radio Hour" stuff... Let's go.

Analese stares at Umberto. She is unimpressed.

ANALESE

Hopefully there will be a dragon...

She walks past Umberto. The children follow.

UMBERTO

A dragon?

ANALESE

Perhaps two.

UMBERTO

You sure? This part of the
prophecy? Part of your quest?

SARAH

One never knows.

Umberto moves quickly and returns to the front of the line.
He takes out his gun and prepares for the worst.

UMBERTO

This I need to see.

Max looks at Albert and shakes his head.

MAX

(whispering to Albert)
Is there such a thing as too much
moxie?

ALBERT

(whispering back)
Oh... You ain't see nothin', yet.

Albert follows his father into the tunnel.

CANAL STREET STATION

Antonio has not left his post. He takes out a metal case
from inside his jacket, pulls out a cigarette and lights it.

A thin line of red rune-filled gel snakes slowly across the
tiles behind his head.

Just as Antonio takes another puff of his cigarette, the red
tendrils whip around his neck and begin to choke him slowly.
He tries clawing at it but it's no use. He tries to scream,
but it is already crushing his larynx.

Morgan stands in the stairwell going upward. His hand is
bathed in the same red gel around Antonio's neck.

Morgan arrives next to Antonio just as the guard drops to his
knees.

MORGAN

Shhhhh, now. Time to sleep.

He smiles as Antonio crumples forward.

Two Nazi soldiers, named Klar and DIRK (22), walk past the body and down the access stairs. Morgan follows them.

WORTH LINE TUNNEL - WYLLT STATION

Umberto, Analese and the students arrive at an abandoned subway platform. Even the tracks don't even reach this far.

ALBERT
End of the line...

MAX
I guess.

A sign, which reads: "**WYLLT STATION**," lays on the ground. A bare spot on the wall shows where it fell from. The rest of the station is unfinished except with half-tiled walls, a ticket booth and handrails for the platform. Almost ten years of neglect have started to take their toll with dust, cobwebs and decay.

UMBERTO
Keep back everyone.

ANALESE
I think not.

UMBERTO
Suit yourself, Lady.

Umberto walks up the access stairs to the platform. Analese and the kids not far behind. He puts his gun back into it's holster and shines his lamp into the ticket booth.

UMBERTO (CONT'D)
What the hell is this..?

Rats scurry out the booth's a broken window and abandon the skeletal frame inside. It is dressed in a tattered "NYTA" uniform and small glimpses of chain mail can be seen through the holes of it's shirt.

A dagger sticks out of the corpse's left eye-socket.

Analese reaches inside the booth and rips the necklace from around the dead man's neck. His head separates from the neckbone and topples over. Albert begins to scream. Sarah and Max try to calm him down.

TUNNEL ENTRANCE

SCREAMS can be HEARD echoing down the tunnel. The soldiers hesitate for a moment and Morgan walks past them.

MORGAN

The exit is in the other
direction...

WYLLT STATION

Albert is bent over and taking deep breaths with Max at his side. Analese is examining the necklace.

UMBERTO

What's it say?

ANALESE

The symbols on this necklace are
the same as the ones that Arthur
gave to his Grail Knights.

SARAH

Which Knight do you think this was?

ANALESE

No way to tell. All of their
necklaces were the same.

Albert has calmed himself enough to look around the rest of the platform. He points to a corner in it's far end.

ALBERT

Where do you think that goes?

MAX

What?

ALBERT

That!

There is a boarded up doorway in the corner of the station.

ANALESE

Let's see.

SARAH

Let's find out.

Analese picks up a piece of pipe from the platform and she and Sarah head for the door. Umberto smiles and follows them.

UMBERTO

Moxie...

Analese reaches the closed doorway and pries off a board with the pipe. It pops off cleanly and a billow of dust tumbles out.

Umberto holds up his lantern as Sarah and Analese peer inside the opening.

Max and Albert, not wanting to be left alone, run up behind them to get a better look inside.

UMBERTO (CONT'D)
I'll be damned...

There is a stairwell heading downward. The walls surrounding them are made of rough stone with carved lettering running down the sides. They match the ones on the hilt of "Sword of Fate."

SARAH
Curiouser and curiouser...

ANALESE
I love that book.

SARAH
You have that one, too?

ANALESE
It's my favorite --

MAX
Then follow me, 'cuz I'm the white rabbit.

Max moves past them and starts to head down the stairs.

Everyone in the group yells a variation of "**STOP!**" before Max steps on one of the stairs, but its too late.

Max steps down hard... And nothing happens.

MAX (CONT'D)
What? You think the whole world is booby-trapped?

He continues to head down as far as the light will let him. Umberto is right behind with Sarah a close third. Analese gently guides Albert to the stairwell. He looks back at her timidly.

ALBERT
Thank you, Ma'am.

ANALESE
I'm right behind you.

They both head down.

ENTRANCE TO THE CRYPT

The stairs open onto a room carved from the rock which is roughly ten feet wide and double that in length.

There are three fist-sized stones protruding from the wall across from them. Each bearing a different symbol.

The group is speechless as they stand in the stairwell. No one has dared step into the room. Finally, Max breaks the silence:

MAX
Any ideas?

SARAH
Yes.

ALBERT
Really?

SARAH
No.

ANALESE
A born leader.

UMBERTO
This place doesn't look like it belongs here.

ANALESE
And, yet, here it is.

Sarah looks to Umberto and Analese.

SARAH
Can I...?

ANALESE
Be my guest, My Little "Alice"...
But I will be right by your side.

Sarah steps into the room with Analese close behind.

A low hum begins to emerge and the center protruding block in the wall begins to glow yellow.

ALBERT
Sarah! Your hand!

Sarah looks down at her right hand and takes in a quick rasp of breath. It is surrounded by a yellow rune-filled gel which is glowing the same shade as the stone.

ANALESE

Don't panic, Dear One, its going to be alright. As strange as all of this may seem, you appear to have been called.

Umberto steps into the room and tries to walk past Sarah to reach the far wall. He is unable to move past her as there appears to be an invisible barrier that starts precisely where Sarah has stopped.

UMBERTO

You doing this?

SARAH

I don't know.

Albert enters the room and heads towards his father. The hum intensifies the moment he enters the room. He stops moving the moment he hears it.

ANALESE

Look!

The stone to the right of the center yellow one has begun to glow blue.

UMBERTO

Son...

Umberto points to his boy's arm.

Albert looks down at his right hand. It is surrounded by blue rune-filled gel and is glowing.

ALBERT

Oh, God, Dad!! Get it off!!

He begins to violently shake his hand. The goo elongates, but snaps back into place.

Umberto rushes to his son's side, sets down the lamp and puts his hands the boy's shoulders.

UMBERTO

It's all right, Boy. It's all right. Hey! Calm down!

He holds his son close to him, engulfing him in his arms. Umberto hugs his boy tightly and strokes his hair gently.

UMBERTO (CONT'D)

Breathe, "Junior." Breathe.

Albert's breathing starts to slow and he finally begins to calm down.

The room grows silent for a moment.

One by one, members of the group begin to look toward Max who has not entered the room.

MAX

What?

Sarah lifts up her right hand. Albert looks at her as does the same with his. They both look at Max intently.

MAX (CONT'D)

Oh, no... I'm not gonna -- I mean... What if I step out there and the whole room blows up or something? What if I blow up!?

MORGAN (O.S.)

Well... That's something I'd pay to see.

Morgan walks down the stairs behind Max with a Luger P08 trained at Max's head. Klar and Dirk are right behind him.

Umberto draws his gun only to have it wrenched from his hand in a flash of red light. His weapon is now attached to the wall in a red-runed gel.

Analese makes it to within two feet of Morgan before he raises his hand to her. Light bursts from his fingertips and she is thrown backward into the invisible barrier located next to Sarah. She slams against it and falls to the ground. Analese gets up quickly and is ready to try again.

Morgan rests the tip of his Luger against Max's head.

Analese stops.

MORGAN (CONT'D)

I think... And this is just a suggestion... That we all calm down and let Max walk into the room. Let's see if he blows up. Wouldn't that be fun?

Morgan loads a bullet into the chamber of his gun.

MORGAN (CONT'D)

What do you say, Max? Care to give it the old Morrisfield Academy try?

Max looks at Sarah and then to Albert. Neither know what to do.

UMBERTO

It's okay, Max. It's all gonna be okay. A few steps shouldn't hurt.

MORGAN

Or maybe it could. That's the fun in trying new things, isn't it?! Besides, if the room blows up --

Morgan leans over and whispers in Max's ear.

MORGAN (CONT'D)

I'll die, too. Booom... The "Good Guys" wins! Just like in the movies.

Max closes his eyes for moment. A trail of sweat forms on his temples and then run down his cheeks. He takes in a deep breath. Holds it. And steps into the room.

The moment his foot touches the stone floor in front of him the hum becomes almost unbearable. Max plugs his ears and waits for the explosion.

Nothing happens.

MORGAN (CONT'D)

My, my, my...Wasn't that dramatic? And what a lovely shade of green you've got going on there, Max.

Max looks down at his right hand and it is surrounded by a green, glowing rune-filled gel.

Sarah and the others all turn to look at the remaining unlit stone. It is now glowing in the same shade of green as Max's hand.

The humming abruptly stops.

The three stones being to pulse slightly in unison. The symbols carved into them are now bleeding a pale white light.

MORGAN (CONT'D)

It seems like you three were "born" for this. I, for one, can't wait to see what happens next. Really. I can't. So... You three. Touch your hands to the stones.

UMBERTO

My boy's not taking another step.

Umberto draws Albert closer to him. Analese steps in front of Sarah and then Max rushes to their side.

ALBERT

I think I should do it, Papa.

Umberto looks into his son's eyes.

UMBERTO

No, Honey. No.

ALBERT

I think we all should. I think it's the right thing to do.

Umberto smiles gently at his son.

MORGAN

Touching...

UMBERTO

You shut your filthy mouth.

Morgan levels his gun at Albert's head.

MORGAN

I wonder if his glowing little hand will still work if he has a hole through his head? What do you think, "Papa?"

He turns his gun and points it Analese for good measure. Sarah is pressed behind her back.

MORGAN (CONT'D)

I've never seen a bullet pass through two people at once.. But I've heard it can be done.

They are at stalemate.

Finally, Albert breaks away from his father and starts heading for the stones.

Sarah and Max look to one another and join Albert as he walks towards his apparent destiny. Each of them come to a stop in front of their respective colored stones and prepare to place their hand upon them.

Albert turns and reaches for his father's hand.

ALBERT

He didn't say I couldn't hold
your's at the same time.

Umberto shoots a side glance towards Morgan.

MORGAN

By all means, be my guest. A boy
should always be with his father.

Umberto steps forward and takes his son's outstretched hand.
He stands to the left of Albert.

SARAH

On the count of three?

Max and Albert look towards Sarah and nod their approval.

SARAH (CONT'D)

One...

Analese edges forward towards the children. She is prepared
for any eventuality.

SARAH (CONT'D)

Two...

All three of them place their hands inches from the glowing
stones.

Albert tightly squeezes his father's hand.

SARAH (CONT'D)

Three!

The children put their hands on the lit runes. Light from
the stones, powered by rune-filled gel, engulf their bodies.

They begin to tremble and shake as they are lifted off of the
ground.

Umberto tries to pull Albert away and a chain of electricity,
fueled by wild energy, courses through his son's body and
into his arm. He screams as the charged blast separates him
from his son and throws him against a nearby wall.

Albert, completely unaware of what is happening, is
transfixed and lifting further off of the ground.

Analese runs to Umberto to see if he is all right. She is
unsure if he is still breathing.

Flashes of light pulse across the faces of Morgan and the
Soldiers.

Analese looks up in time to see the aura of Knights in full battle armor surrounding each of the children.

A name appears in the carved wall above each of the stones:

"PERCIVAL" above Sarah's

"BORS" above Max's

"GALAHAD" above Albert's

The three of children shout **"For the Grail!"** in unison.

The stones slide inward and the wall starts to move down into the floor. Stone grinds against stone. A rush of stale, dust-laden wind rushes out of the opening between the descending wall and the ceiling above.

The shapes of the Knights fade away and the kids drop to the ground. They are awake, but clearly exhausted.

MORGAN

(in awe)

Majestic...

Analese is already with the children.

ANALESE

Are you all right? Are you hurt?

They nod weakly that they are okay. Sarah is pointing forward. Analese turns to see the newly revealed crypt.

CRYPT OF FATE

This room is the same size as the one they are in, but the wall across from them has been ground down to be as smooth as glass. The four sconces in room burst into light, one by one, and are reflected in the smooth stone.

A series of three, inch-wide slots run the length of the wall. Each of them are approximately four feet in height.

Runes cover the floor. Each one of them is embedded into a four by four foot square.

Bookshelves fill the walls to the left and the right.

Letters line the top two feet of the back wall and are just a foot or so above the slotted openings. The words are glowing white and are written in the same language as the ones on the floor.

ENTRANCE TO THE CRYPT

Albert sees his father motionless body lying on the ground.

ALBERT

Dad!!

Analese grabs him and holds him tight.

ANALESE

I think he's gone, Little One.

Albert claws at her to try and break free.

ALBERT

Dad!! Let me go, damn you!
Daaaaadeeee!

Max and Sarah put their arms around the both of them. Albert begins to calm down slowly and starts to sob quietly into Analiese's shoulder.

ALBERT (CONT'D)

(meekly)

Dad...

Morgan steps forward with the two Soldiers right behind him. Their weapons are at the ready.

MORGAN

I don't mean to sound callous...
But can we move this along?

Albert howls in anger and rips out of the embrace of his friends. He charges toward Morgan.

MORGAN (CONT'D)

Ahh.. Ahh.. Ahh!

The Soldiers train their rifles at Albert.

MORGAN (CONT'D)

You don't want your father's death
to be in vain... Do you?

Sarah and the others slowly stand up behind Albert.

SARAH

What more do you want? Why should
he keep helping you? Why should
any of us?

MORGAN

Tsk - See? Here's the trick. I
can read those words on the wall.
Can you?

Sarah turns and looks at them.

SARAH

No.

MORGAN

Can any of you?

The boys shake their head's, "No."

ANALESE

I can.

MORGAN

Oh, good for you! Why don't you go
ahead and tell the whole class what
they say.

ANALESE

"In the Heart of Our Kingdom..."

(beat)

"Beats the Name of the Father."

(beat)

"Speak His Name and All Will be
Revealed..."

SARAH

(whispering)

Arthur...

MORGAN

A little louder for folks in the
cheap seats.

SARAH

"Arthur." King Arthur. The father
of the Kingdom of Camelot.

MAX

Where did you come up with that?

SARAH

Professor Cadour's class... Weren't
you listening?

ANALESE

Well done, Sarah --

MAX
 (muttering)
 I was listening...

MORGAN
 Yes, Sarah, well done. You are the
 apple of my eye... Everybody into
 the next room please.

None of them move.

MORGAN (CONT'D)
 Please? This is growing tiresome.

His fist begins to glow red.

MORGAN (CONT'D)
 Now.

CRYPT OF FATE

They walk into the crypt very slowly.

MORGAN (CONT'D)
 Don't step on the letters, yet!
 Mind the gap and all that.

Morgan looks to the ground. He reads the runes in the border
 which runs around the outside of the room.

MORGAN (CONT'D)
 "Speak the Name and Take Your
 Stand." Simple. At least there's
 that.
 (beat)
 Arthur!

The letters A-R-T-H-U-R appear on the floor. Each letter in
 a separate floor tile.

MORGAN (CONT'D)
 (sarcastically)
 Ooooh... Magic! Now, do as I say,
 and no one else gets to join
 Albert's daddy.

Albert glares at Morgan with dark intent.

MORGAN (CONT'D)
 I presume you are still carrying
 the hilt with you in that little
 satchel of yours? May I have it?

Sarah looks at Analese and then back to Morgan. She is reluctant to do what he asks.

MORGAN (CONT'D)

Please?

Analese nods to Sarah.

ANALESE

It will all be alright... Somehow.

Sarah removes the satchel. She takes out the yellow book, drops the bag to the ground and opens the glowing tome in front of her. The "Hilt" gleams beautifully from within.

MORGAN

That... Is absolutely stunning.

Morgan holsters his gun and takes out the "Hilt." Sarah drops the book near the bag. It has served it's purpose.

MORGAN (CONT'D)

Albert go to "R." Max to "U."
Sarah.. You're next. "H." Very good. Analese to "T."

(beat)

Oh, Dear... I'm out of --
(in German with English subtitles)
Klar go to "R."

KLAR

(subtitled in English)
What?

MORGAN

Do as I say.

KLAR

As you command.
(he raises his right arm)
For the Fatherland!

MORGAN

For the Fatherland!

Karl moves to the letter "R."

MORGAN (CONT'D)

And Dirk?

Dirk looks at him hesitantly.

MORGAN (CONT'D)
"A," please.

DIRK
F-for the F-Fatherland...

He raises his right arm.

Morgan loosely waves his right hand about and motions Dirk forward.

MORGAN
(in English)
Yes, yes... For the goddamn
Fatherland.

The moment that Dirk steps onto the "A" a thin white light beams through the cracks around the tile surrounding the letter. The "R" with Karl on it does the same thing immediately. The other tiles quickly follow until they spell out the word "ARTHUR."

Just as the box around the final tile becomes fully lit under Albert, a loud HUMMING SOUND can be HEARD. It is followed by a faraway CLANKING SOUND which quick leads to a final HISSING SOUND.

DIRK
Sir...?

They all look to Dirk. His eyes are wide and in disbelief.

The blade of a sword has emerged from his chest. He looks down at blood on the metal and realizes it is his own. Dirk looks up at Morgan just as life leaves him. He falls forward; revealing steam coming out of the slot in the wall directly behind him.

Max screams and the children look a him. They are terrified, too, but at least they trying to not to be.

MAX
What? Have you ever seen a dead
body with a sword sticking out of
it before?

Morgan looks down at the hilt in his hand and then to the back of the blade sticking out of Dirk's back. They don't appear to match.

MORGAN
That's... unfortunate.

ALBERT

It's over. You've failed.

He starts to step off of the tile.

MORGAN

Don't. You. Move...

(beat)

There has to be something else.

(beat)

"In the Heart of our Kingdom -- "

Analese starts to walk towards him.

ANALESE

I can help --

Morgan holds up his glowing red hand to ward her off.

Karl tries to leave.

MORGAN

Good Lord. Now, everyone's trying
to do it.

The metal in Karl's helmet groans slightly inward and pierces his flesh. He cries out in pain.

MORGAN (CONT'D)

I'm serious! DON'T... Move.

(to himself)

"In the Heart of our Kingdom, Beats
the Name of the Father..."

Sarah eyes show a moment of recognition and she quickly stifles it.

MORGAN (CONT'D)

What? You. Girl! You think you
know something? Do you think you
have it? Speak up!

She shakes her head, "**No.**"

The SOUND of KARL'S HELMET COLLAPSING can be HEARD again and he cries out.

MORGAN (CONT'D)

You sure about that?

Sarah grits her teeth.

SARAH

"Beats the name of father..." King
Arthur's father's name was...

MORGAN

"Beats in the Heart of the
King..dom..." Arthur's the heart of
Camelot, and... Yes, that's it!
Uthur!! His father's name was
Uther! UTHUR!

The letters U-T-H-U-R begin to glow. Everyone is on a letter
now except for Morgan and Karl who is trying to pull his
helmet away from his skull.

MORGAN (CONT'D)

Karl!

He stops trying to loosen his helmet and looks up.

MORGAN (CONT'D)

Get on the tile marked "U."

Karl looks at Dirk's body and then to the glowing letter "U."
He hesitates.

MORGAN (CONT'D)

For the Fatherland, Karl?
Remember?

Karl weakly nod his head in agreement, lightly raises his
hand and steps onto the remaining letter.

The edges of the boxeslight up in sequence once again. U...
T... H... U... And finally the letter "R."

The SOUND OF HUMMING fills the air. A panel opens in the far
wall revealing the beautiful, ornate "Blade" of a sword. It
floats in a chamber filled with blue velvet.

The "Blade" begins to slowly levitate forward in the
direction of Morgan.

Karl steps off of his tile and runs to grab the blade before
Analese can get to it first.

He reaches it just before Analese does. Karl laughs as he
moves to wrap his hand around it.

KARL

My Fuhrer will bless me for being
the one who brought it to him!

He fingers pass through the "Blade" as it rockets to the "Hilt" in Morgan's hand.

The blade slams into the hilt. A jewel appears on other side of the bottom of it. They clamp it into place.

Morgan looks in awe at the completed "Sword of Fate." He smiles triumph then turns his attention to Karl.

MORGAN

It.. Is magnificent!

KARL

Now you will have the glory. The Fuhrer will bless you..

MORGAN

I'll give him your regards.

The SOUND of CRUMPLING METAL can be HEAR. Analese and the children look on in horror as Karl falls next to Dirk's body.

MORGAN (CONT'D)

Well, children... The good news is that I can finally be rid this ridiculous costume.

Morgan reaches up towards his shirt collar and pulls a charm out a charm from around his neck. He jerks the chain, snapping it, and throws it to the ground.

His clothes begin to change starting from his shoes and then slowly moving upward.

MORGAN (CONT'D)

Now that those men are out of the way... I can finally be my true self.

His clothes start to transform and shift. First revealing boots, leather pants, an embroidered jerkin and finally Morgan in her true female form. The last touch being when her face phases to its true beauty.

MORGAN (CONT'D)

That's better.

ANALESE

Morgan le Fay... I thought --

MORGAN

I was dead? Now what kind of Sorcerer would I be if I let something like that happen?

ALBERT

Who -- ?

SARAH

Arthur's half-sister. No wonder you wanted the "Sword of Fate."

MAX

Why..? Why did you hide..?

ANALESE

Because no man in this world would ever have followed a woman.

MORGAN

Just three hours in this Gods-forsaken world and you already figured that out?

ANALESE

Less than that.

MORGAN

Good for you. Now, who wants to see what this does?

Morgan touches the jewel embedded in the "Sword of Fate" and it starts to glow. The golden light begins to travel over her right hand.

Her smile quickly turns to terror as a SIZZLING SOUND can be HEARD. The leather on her hand is melting and the pommel is burning into her flesh.

She screams in agony as Analese and the children look on in horror.

Morgan aims her left hand towards her right. She screams in rage as she begins to blast waves of red, rune-infused gel at her fist that grips the "Sword."

As soon as the gel hits the yellow light, Morgan is blown backwards into the next room.

The "Sword of Fate" falls and clatters to the ground where she stood.

ALBERT

Sarah?

They all look to Sarah. She is now glowing in the same yellow light as the "Sword." She runs to it quickly and picks it up. The light bathes her entire body in it's warm embrace.

The bookcase on the far right of the room begins to tremble.

MAX

The bookcase!

They all run to towards it. Sarah waits for the others to get there first. She touches the wall with her left hand as her right is still clutching the "Sword of Fate." The bookcase begins to spin and they are gone.

INT. MORRISFIELD GRIST MILL - BASEMENT STUDY - DAY

The case comes to a sudden stop in another book-filled room. There is a painting of Marvin on one wall and another one, on the opposite wall, of a man dressed in a deep blue robe which is embroidered with stars and planets. The man in that painting has a long, full beard and is wearing gold-rimmed spectacles on the bridge of his nose.

Marvin is sitting behind a desk working on a puzzle. His eyes widen when he sees Sarah bathed in a yellow light and is holding the "Sword."

MARVIN

By Merlin's beard! You did it!!

SARAH

I --

MARVIN

You found it! Praise be!

SARAH

I --? No! We did it!

Sarah's look of accomplishment grows to pure joy and the others soon join her. They all collapse, laughing and exhausted, into the library's sofas.

Sarah lays the "Sword" next to her and the glow fades to sparking fits of light.

MARVIN

Everyone safe?

MAX

Yes!

ALBERT

No. Not all of us.

MARVIN

But you don't look hurt. All of you
look --

ANALEASE

Albert's father. He joined our
quest in Yewesaye. We lost him to
Morgan le Fay.

MARVIN

Le Fay?!? She was there?

MAX

Yes... But "She" was a "He."

MARVIN

A "He?" Why? Never mind. We have
to go!

Marvin leaps to his feet and heads for the door.

SARAH

Go!!! We just got here!

MARVIN

If Morgan was there, she'll be
right behind you.

SARAH

But she's dead!

He motions for them to quickly get out of the room. Sarah
picks up the "Sword of Fate" and the glow returns.

SARAH (CONT'D)

The Sword killed her when she
touched it!

MARVIN

You sure she's dead?

ANALEASE

No. But she doesn't have a key to
get to here. If she survived --

INT. CRYPT OF FATE - EVENING

Morgan is standing in front of the bookcase in the crypt.

ANALEASE (V.O.)

Then she is trapped on the other
side.

One of her eyes is horribly bloodshot and her right hand is horribly charred and mangled.

She picks up Sarah's discarded book and it begins to glow yellow. She takes the satchel as well.

Morgan turns to look at the bookcase. An empty slot, among all of the other books, begins to glow as well.

Her smile is horrifying.

INT. MORRISFIELD GRIST MILL - BASEMENT STUDY - DAY

The last of the group has left the study as Marvin looks back into the room. The bookcase has begun to tremble and books have started to fall out of it.

He slams the door shut and locks it with three sliding bolts.

CIRCULAR STAIRCASE

Sarah leads everyone up the circular staircase. Marvin catches up to Analese at the end of the line.

MARVIN

Hurry, Children! Head for the
second floor. My bedroom! She's
right behind us!

MILL ROOM

Analese exits the stairwell and grabs her sword from the work table. She runs back to the stairs to catch up with the others.

CIRCULAR STAIRCASE

Analese jumps back through the doorway and heads upstairs just the SOUND of a DOOR EXPLODING below can be HEARD.

She can hear the children screaming for her as she heads for the second floor.

The SOUND of CRUMBLING ROCK can be HEARD from down the stairs.

MORGAN (O.S.)

It's mine! Bring it to me!

A glowing red light can be seen coming from down around the corner.

MARVIN'S ROOM

The children rush in with Marvin is right behind them. Analese arrives on the other side of the door. She reaches inward for the doorknob, smiles lovingly to the others and slams the door shut between them.

CIRCULAR STAIRCASE

Analese stands atop the stairwell and readies herself for Morgan's arrival.

ANALESE
Seal the door!

MARVIN (O.S.)
You'll be trapped -- !

ANALESE
Seal it, Marvin!

MARVIN'S ROOM

Marvin moves his hands in fast incantation and the door is bathed in a blue rune-filled light.

SARAH
Noooooo!

MARVIN
Out the window and onto the roof!

MAX
The roof?!

ALBERT
Don't argue!

SARAH
Move!

Max flings the window open and clamors out onto flat rooftop.

EXT. MORRISFIELD GRIST MILL - ROOF - DAY

The roof is very sturdy made of cob. Albert climbs through the window to join Max.

INT. MORRISFIELD GRIST MILL - MARVIN'S ROOM - DAY

Sarah is standing in front of the window. She is holding the "Sword" and is ready for the fight. The yellow light around is glowing even stronger than before.

MARVIN

Go!

SARAH

I won't. I'm tired of running.

CIRCULAR STAIRCASE

Morgan rounds the corner of the stairwell and sees Analese and the doorway behind her which is coveredd in a glowing, blue rune-filled gel.

MORGAN

Really? Is this what you want?
Some sort of heroic death?

ANALESE

Try me and find out.

Morgan takes a few steps up toward her. Analese can see Sarah's satchel is slung over Le Fay's shoulder. Morgan's left hand begins to glow a familiar red.

MORGAN

Do you think that I'm weak because
I only have one hand?

Analese wraps her fingers around the pommel of her sword. She is bathed in sweat.

ANALESE

No... I've always thought you were
weak. Who cares how many hands you
have.

A crimson glow starts to engulf Analese's blade. The sword begins to move backwards, out of her control, and move towards her exposed neck. Analese pushes back on it with all of her might.

EXT. MORRISFIELD GRIST MILL - ROOF - DAY

A crowd has begun to form on the streets below. They are talking amongst themselves and pointing towards the boys on the mill roof.

MAX
 (waving)
 Um... Hello.

ALBERT
 Sarah! Come on!

INT. MORRISFIELD GRIST MILL - MARVIN'S ROOM - DAY

Sarah has moved next to Marvin by the door.

SARAH
 Marvin... Open the door.

MARVIN
 I can't, Child.

A LOUD THUD can be HEARD from the other side of the door.

SARAH
 Marvin!

The SOUND of LEATHER SCRAPING against wood can be HEARD through the door.

CIRCULAR STAIRCASE

Analese has slammed herself against the door and is using all of her strength to push her sword away from her.

ANALESE
 Ungh...

Her eyes look to the door behind her as Morgan draws nearer.

ANALESE (CONT'D)
 Miss Sarah! You've got to go!

MARVIN'S ROOM.

Sarah is digging at the blue rune-filled gel with the "Sword." It is creating openings, but not fast enough.

SARAH
 I won't! Let me help! Please!

MARVIN
 Sarah --

CIRCULAR STAIRCASE

The sword is inches away from Analese's neck. Morgan's muscles strain to channel the magic even harder towards achieving her goal.

ANALESE
Leave! Promise me!

Morgan leans into Analese's ear and whispers gently:

MORGAN
She's like a daughter to you, isn't she?

ANALESE
Promise me, Sarah!

MARVIN'S ROOM

Tears have begun to form in Sarah's eyes.

SARAH
I'll go. I promise.

CIRCULAR STAIRWAY

Analese smiles lovingly.

ANALESE
Thank you, Dear One..
(To Morgan)
She's more than a daughter to me.
(beat)
She's the savior of us all.

Analese shifts her weight and kicks Morgan squarely in the midsection. It sends Le Fay tumbling backward. As she starts to fall, Morgan still has time to push her hand forward. The final charge red-lit gel forces Analese to lose the grip on her sword.

MARVIN'S ROOM

The terrible SOUND of METAL being BURIED INTO WOOD can be HEARD.

SARAH
(screaming)
Oh, God! Noooooooooooo!

Marvin wraps his arms around Sarah's shoulders and rushes her to the window.

MARVIN

Get to the flag pole, Sarah. Take
the boys and run to Yewesaye.

Sarah starts to climb out the window.

SARAH

What about you?

MARVIN

I'll stay and take care of Morgan.

SARAH

You will?

MARVIN

Slow her down at least.

SARAH

Please come with us. I don't know
if we can do this by ourselves.

MARVIN

I have a feeling you won't be
alone.

A blast of red light smashes into blue gel on the door. It
begins to snake through it in desperate tendrils.

MARVIN (CONT'D)

GO! Find Arthur! Save both our
Kingdoms!

Sarah climbs out to the roof and Marvin quickly closes the
windows behind her.

EXT. MORRISFIELD GRIST MILL - ROOF - DAY

Sarah runs to Albert and Max. The crowd below them has
gotten larger.

SARAH

Get to the flagpole! All of you!
RUN!!

Albert grabs the pole and so does Max. It starts to glow
yellow the moment that Sarah gets near it.

The SOUND of an WOOD EXPLODING can be HEARD behind her and a
sickly red light fills Marvin's room.

A blinding blue light joins the red. Sarah wraps her fingers
around the flagpole.

The children spin away just as the windows explode outward with Marvin among the twinkling shards of glass. He bounces across the roof and down onto the river bank below.

People break away from the crowd rush to his aid.

EXT. GLASTONBURY ABBEY - SOMERSET, ENGLAND - TOWER ROOF - NIGHT

The flagpole stops spinning and the children fall into a heap on the stone roof of one of towers of the Abbey. Sarah has not let go of the "Sword."

A fierce rain storm buffets them against the roof. Max looks up and sees that the yellow flag clinging to the pole above them is much larger than the one on the mill. It still proudly bears the symbol of red dragon on a white shield against a yellow background.

The kids stand up and talk loud enough to be HEARD over the SOUND of the ROARING STORM..

ALBERT

Analese?!

SARAH

She's gone!

MAX

Marvin?!

SARAH

I don't know! I couldn't see!

ALBERT

He's gone, too, I know it!

MAX

How do we do this alone?

The roof door opens and the wind catches it. It slams against the stone wall of the Abbey.

Miss "G" stands in the doorway. Her face bears some of the scars of her previous battle, but she is still very much alive.

MISS "G"

Come inside, Children! I've been expecting you!

They all head towards her.

MISS "G" (CONT'D)
 I knew you would succeed! I just
 knew it! Have courage, Children!
 We're almost there!

Miss "G" pushes her way out into the storm, grabs the door handle and pulls it shut against the wind. A green rune-filled gel surrounds it.

EXT. MORRISFIELD GRIST MILL - ROOF - DAY

Morgan steps through the wreckage from the window and onto the cob roof. Blood runs from her nose and her lower lip is split.

The crowd below is dispersing in a panic.

She takes the yellow book from the satchel and it glows yellow. So does the flagpole.

Morgan limps toward the edge of the roof.

MORGAN
 Keep running, Child. I love a
 moving target...

INT. GLASTONBURY ABBEY - GRAND STAIRWELL - NIGHT

Miss "G" leads the children down the wide, stone stairway. Tapestries adorn the walls and the SOUND of RAIN BUFFETING against the stain glassed windows can be HEARD.

ALBERT
 Is Arthur here?

MISS "G"
 He is sealed in the tombs below.

MAX
 Tombs? He's dead?

MISS "G"
 Dead? Heavens no! Weren't you
 listening in class?

MAX
 That's the second time someone
 asked me that today.

MISS "G"
 (under her breath)
 The Professor would be so
 disappointed.

ALBERT
 But you did say he was in a Tomb.

SARAH
 He is. But legend says that's just
 for his safekeeping. When he fell
 at the battle of Camlann, Merlin
 came to his side and --

LOWER STAIRWELL

The group make their way down the stairs into deep recesses
 of the Abbey.

SARAH (CONT'D)
 As Arthur lay in his arms dying,
 Merlin provided him with a spell
 which would slow his heart beat to
 once a year. This would keep him
 alive until such time that he could
 provide a miracle to restore his
 King... And dear friend.

ALBERT
 The "Sword" --

SARAH
 "Of Fate" must be that miracle.
 I've never felt this strong in my
 life.

A huge CRASHING SOUND can be HEARD from far above them. It
 echoes throughout the Abbey.

MORGAN (O.S.)
 Sar-aaaaah! Come plaaaay with
 meeee!

Miss "G" and the children don't stop. They reach the bottom
 of the stairs and push open the heavy, oaken double-doors.

GRAND STAIRWELL

Morgan drops Sarah's book and leans against the wall of the
 stairwell. She is clutching her side. A large blood stain
 has permeated the cloth of her jerkin.

MORGAN (CONT'D)

(whispering)

Come out and play, you little
brat...

She pushes herself off of the wall, winces against the pain and slowly starts to make her way down the stairs.

ARTHUR'S SANCTUARY

The Sanctuary to Arthur's Tomb has been turned into a Museum dedicated to his memory. Glass cases, resting upon mahogany plinths, are filled with artifacts of his legendary reign and the grandeur that was Camelot. Tapestries adorn the walls depicting the achievements of his Knights, his love story with Guinevere and the final battle of Camlann.

A wide walkway between the cases leads to the entrance of Arthur's Tomb. There is ornately tiled floor throughout the Sanctuary. Large, globe-shaped fixtures hang above each of the cases to provide light.

The doors to Arthur's Tomb are from Camelot itself and are blackened from battle. The gold leaf of the Pendragon Crest is faded and worn, but still visible.

Miss "G" turns around and places her hands on locks of doors to the Sanctuary. A green-runed gel begins to form around them.

MISS "G"

Hurry, Children! To the other side
of the Sanctuary. I can only seal
the locks of this doors! I can't
shield the entire door in my state!

Sarah and the boys run to the other side of the Sanctuary.

MISS "G" (CONT'D)

Quicker! Move quicker! This is
not going to hold for long and I
have to save the rest of my energy
to unseal the doors to Arthur's
Tomb.

The children reach the cases closest to the doors of the Tomb. These displays include such relics as the King's Crown, Arthur's Shield of Pendragon and the Gauntlets of Uther.

ALBERT

Hey you guys? You wanna know
something?

MAX
Probably not the time, Al.

SARAH
What, Albert?

ALBERT
I don't feel scared anymore. This feels right. I have never felt more safe in my entire life.

SARAH
Good for you, Albert!

MAX
Famous last words my friend. I bet Custer said the same thing when he sat down to breakfast before the Battle of Little Big Horn.

Miss "G" turns away from the entry doors and starts running towards the children.

ALBERT
I don't care what you say, Max.
(whispering)
I think we're going to win.

Sarah smiles at Albert. The glow around her and the "Sword of Fate" have changed to a shimmering gold.

SARAH
We'll find out soon enough.

LOWER STAIRWELL

Morgan is the top of the stairwell. She leans her uninjured left hand against the wall for support. It is still glowing like a forge and the runed gel around it as changed to a blood red.

As she starts to walk down the stairs, her glowing hand begins to sink into the centuries old stone. It leaves a deep, uneven molten track behind her. As she passes each of the tapestries on the wall, flames begin to lick upward; catching them on fire.

MORGAN
Saaaar-aaaaah! I want my Sword.

Morgan coughs and spits out a mass of blood.

MORGAN (CONT'D)

Don't make me kill you all... At once... Please.

(whispering)

I want to savor each of your murders like fine wine...

She takes a handful of the molten rock into her glowing rune-covered hand and throws it at the door.

It splashes against the wood and begins to burn the oak.

ARTHUR'S SANCTUARY

Miss "G" moves past the children and reaches the doors to Arthur's Tomb.

MISS "G"

Stand back, Children... Just a little. It's been awhile since I've done this. It might be messy.

She places her hands on the doors of the Tomb. There aren't any handholds anywhere in which to open them.

Sarah steals a quick glance backward. Red specks have begun to form on the interior of the doors to the Sanctuary. They look as if red hot embers were trying to burn their way through thick paper. She turns back to look towards the Tomb.

Green rune-filled gel has begun to travel from Miss "G's" fingertips and into the crevices of the doors.

MISS "G" (CONT'D)

Please, Lord...

She begins to suck in air as if she is lifting something three times her weight.

MAX

Holy cow...

The green rune-filled gel is forming around the House of Pendragon's Dragon Crest.

The SOUND of SOMETHING LARGE hits the doors of the Sanctuary behind them. The magic-infused locks buckle for a moment, but they don't give in.

MISS "G"

Come... On.

The Crest, which stretches the length of each of the ten by ten foot doors, is almost fully formed and glowing brightly.

MORGAN (O.S.)
 (shouting)
 Do you think your magic is strong
 enough, Guinevere?

LOWER HALLWAY

Morgan is standing four steps up from the double doors. A solid torrent of red-runed gel charges from her left hand and floods across the locks.

MORGAN (CONT'D)
 Your magic didn't save "Professor"
 Cador! And it certainly won't save
 you and your damned kids!

ARTHUR'S SANCTUARY

The green light surrounding the Pendragon Crest has reached full intensity. It glows brightly across faces of the children and onto the room behind them.

MISS "G"
 Finally...

A LOUD CLUNK can be HEARD and the SOUND of a FAST MOVING MECHANISM springs to life.

The doors to Arthur's Tomb begin to slowly sink into the walls next to them. It's doors being to slide open; straining under their weight.

Miss "G" runs into the Tomb and the kids are right behind her.

ARTHUR'S TOMB

Sconces on the walls burst to life with flame. They illuminate the room to reveal a very simple chamber with a canopied four-poster bed in its center. Dried flowers litter the floor, but the rest of the room remains empty.

Sarah and the boys approach the bed. Miss "G" rushes past them. Resting comfortably inside the bed is King Arthur himself. He looks as if he is not breathing, but the color in his cheeks would make it seem as if he is in the peak of health.

Miss "G" lovingly places her hand on Arthur's chest. She takes his hand in hers.

MISS "G" (CONT'D)
I've returned to you, My Love.

Arthur's eyes flutter and slowly open. He looks to Miss "G" with deep affection.

ARTHUR
You're home.

His voice sounds as if he is exhausted beyond his years. He looks toward the children and smiles.

ARTHUR (CONT'D)
You've brought children. Are they --
My "Sword." The young lady has my
"Sword."

The glowing light that had surrounded Sarah begins to collapse inward, forming a shell of dancing light around her. The boys notice immediately and they begin to back away from her.

MAX
Miss "G?"

Sarah notices and begins to panic.

SARAH
Miss "G?!?"

MISS "G"
Don't panic, Dear.

She places Arthur's hand back on his chest and begins to walk toward Sarah.

MISS "G" (CONT'D)
Arthur is not strong enough to
fight.

The shell of light around Sarah begins to shift into white armor that is embedded with gold filigree.

The SOUND of WOOD CRACKING intensifies in the next room as Miss "G" reaches her former student. She places her hands upon Sarah's armored shoulders.

ARTHUR
He has chosen you as his second.
He is trusting you with the power
of Nimuë - The Lady of the Lake.

ARTHUR'S SANCTUARY

The doors to the Sanctuary finally give way and collapse into the room. Large pieces of wood and stone land on display cases. Their glass shatters upon the impact. Dust and debris swirl upward and reveal Morgan standing inside the doorway.

MORGAN

Where's my favorite little girl?

She enters the Sanctuary for the first time in hundreds of years. She stops for a moment, takes in a breath and marvels at all of the displays.

MORGAN (CONT'D)

Look at all of this... A life lived well and on full on display. Laid out like a banquet.

She begins to walk through the rubble and towards the Tomb.

MORGAN (CONT'D)

And where is the Founder of the Feast? In bed... Tucked in like a child?

As the smoke and debris begin to clear, Morgan can see Sarah standing in the open doorway of Arthur's Tomb. She is fully armored and her "Sword" is at the ready prepared for battle.

MORGAN (CONT'D)

You take that off. That doesn't belong to you.

Miss "G" walks up to Sarah and stands by her side.

MISS "G"

It doesn't belong to you, either. You're too late. Arthur has chosen our destiny and the fate of both of our worlds is secure.

SARAH

Especially from your Fuhrer.

Morgan laughs lightly.

MORGAN

My what?

SARAH

Hitler. He'll never get the
"Sword." Never get to Arthur.
You've lost and so has he.

MORGAN

What makes you think I was ever
going to give the "Sword" to him?

Morgan reaches out her left hand and sends a red-runed blast
towards Sarah.

MORGAN (CONT'D)

He was just a means to an end in a
pathetic world filled with men.

Sarah raises the Sword of Fate to meet the red-runed gel and
splits it in two. The blast smashes into one of the glass
cases closest to Arthur's Tomb.

MORGAN (CONT'D)

Hitler will just end up in some
bunker somewhere... Crying into the
chest of his mistress.

Albert and Max watch the contents of the cases clatter to the
floor. Relics litter the Sanctuary and both of the boys run
to grab some of them.

MORGAN (CONT'D)

Me? I'd rather watch the world
burn... Wouldn't you?

Max picks up Arthur's shield and it begins to glow in the
same light as Sarah is. But it doesn't surround him as it
did her. Only the shield is glowing.

MORGAN (CONT'D)

See who comes out on top?

Albert is almost to the gauntlets before he is caught by a
long tendril of red-runed gel. He struggles against it, and
reaches out for the metal gauntlets. He almost touches them
before he is thrown across the room and through several of
the cases. He lands in a crumpled heap behind Morgan.

MAX

Al!

SARAH

Albert!

MISS "G"

That's.. Enough!

Miss "G" hurtles a blast of green rune-filled gel towards
Morgan.

It is met, midway, with an even more powerful red-runed one. Droplets of green and red spark off of where the two streams collide. They fall dripping onto the stone in the center of the Sanctuary.

MORGAN

My, my... My. You're much weaker than before, Miss "G."

Morgan begins to walk across the room in a slow and steady pace. Every step she takes closes the gap between her, Miss "G" and Sarah.

MORGAN (CONT'D)

You've practically spent yourself trying to protect your precious Arthur.

SARAH

Please. Please, don't come any closer. I've never killed someone. And... I -- Don't make me have to.

Morgan stops for a moment. The SOUND of the two magic streams HISS and POP. There is just six feet between the battling wizards.

MORGAN

Oh, My Sweet, Darling Child... Killing's part of it. Part of being a Hero. Didn't anyone tell you that, Sarah?

Max launches himself between Miss "G" and Morgan and drops Arthur's Shield between the two powerful streams.

Miss "G" stops hers before the glowing metal makes impact, but Morgan Le Fay does not. The stream arcs backwards into Morgan and launches her all the way back towards the stairs.

Miss "G" retreats towards the foot of Arthur's bed. She is exhausted.

Morgan stops herself, mid-air, just before she hits the hard, stone edge of the stairway.

MORGAN (CONT'D)

That will be enough out of you, Maxwell.

Another tendril of red-runed gel flies across the length of the chamber and whips around Max's waist.

With a deft flick of Morgan's wrist, the boy flies backward into the stone wall next to Arthur's Tomb. His eyes widen at the impact and he falls, unconscious, to the floor of the Sanctuary.

Morgan levitates to the wreckage of a case closest to the stairway and gently places herself back onto the ground.

MORGAN (CONT'D)

Now... where were we? Oh... that's right. Just two ladies talking. About what's rightfully theirs.

Sarah tightens her grip against the "Sword of Fate."

MORGAN (CONT'D)

Please, don't make we walk all the way over there, again. Why don't you come on over here and give it to me?

Sarah roars in anger and begins to run the length of the Sanctuary towards her. Morgan smiles confidently and walks slowly towards her.

ARTHUR'S TOMB

Miss "G" sees Sarah start to run towards Morgan and tries to stand, but her legs go out from under her. She collapses at the foot of King Arthur's bed... Exhausted.

MISS "G"

(whispers)

Please, Child... Believe...

Arthur looks to Miss "G" and then to Sarah who has almost met Morgan in battle.

ARTHUR

Believe... in yourself. As we believe in you.

ARTHUR'S SANCTUARY

Sarah can hear the words of Miss "G" and Arthur echoing softly though her mind.

Just as she is about to strike down Morgan, Sarah shouts:

SARAH

I believe!

She turns the "Sword of Fate" in downwards angle so that she can plunge it into Morgan's chest.

She strikes!

A shield of red-runed gel instantly appears in front of Morgan. The "Sword of Fate" starts to make its way through it but becomes slowly suspended in the thick red substance. The point of the blade stops just inches away from piercing Morgan's chest.

MORGAN

I believe in you as well, Sarah...

Morgan's left hand is at her side; channeling the red-runed gel.

MORGAN (CONT'D)

You have come so far... Fought so hard. Truth be told.. I'm rather impressed with you.

Sarah continues to push downward on the Sword with all of her might. It won't budge.

Morgan leans toward Sarah, the thin veil of the red-runed gel separating them.

MORGAN (CONT'D)

I can see so much of me in you. That fire in your eyes. Your ability to never give up... Overcoming all that is thrown at you and turning obstacles into opportunities. Absolutely breathtaking.

(beat)

Join me. Become my General. My equal... We can change both of the worlds into what they were truly meant to be.

Sarah's matted hair clings to her forehead and is mixed with sweat. All of her strength, all of her being, is trying to move the "Sword" to its final resting place. But it won't budge.

SARAH

(whispers)

Never...

MORGAN

Stop struggling. Join me. Accept your true fate. Stop fighting against your true will...

Sarah's eyes leave Morgan's for just a moment. It looks as if she might be considering her offer.

SARAH

My grandfather always told me to stay true to only one thing... My heart. Never give up. He told me: "Where there's a will, there's --"

Morgan eyes go wide in surprise and her mouth gapes open. Albert is behind her. He has shoved a dagger into her lower back.

ALBERT

"A Way..."

He digs the blade deeper into Morgan's back.

ALBERT (CONT'D)

This is for my father...

The red-runed shield protecting Morgan quickly drops away and Sarah plunges the Sword of Fate into Morgan's chest.

SARAH

And this is for Analese...

Sarah leans closer to Morgan and changes her grip on the Sword.

SARAH (CONT'D)

You wanted this "Sword" so bad?

Sarah sinks the blade all the way through Morgan until the hilt drives into her chest.

SARAH (CONT'D)

You can have it.

Morgan begins to cough up blood and falls to her side. She is gasping for air as she reaches around to take the dagger from her lower back.

MORGAN

Where did... ?

ALBERT

It belonged to Modred... Your son. I found it in one of those broken cases over there...

Albert joins Sarah at her side.

ALBERT (CONT'D)

A plaque said he left it on the field after battle in Camlann...
After he tried to use it kill Arthur with it.

The jewel in the "Sword of Fate" begins to glow softly and Morgan cries out in pain. Her skin begins to burn from where the blade has pierced it.

MORGAN

Sarah... Please... Help me.

Sarah steps back from Morgan's hands as they desperately reach for her.

SARAH

I'll let fate decide.

A yellow rune-filled gel spreads across Morgan's body. It begins to erase all aspects of her wherever it appears.

Morgan dissolves in front of them. Her screams echoing into the Sanctuary's high ceilings. The "Sword of Fate" clatters to the ground where she used to lay.

Sarah picks it up and runs to Max's side with Albert. He is unconscious, but breathing.

MISS "G" (O.S.)

Not to worry, my two heroes...

ARTHUR'S TOMB

Miss "G" sits, still smiling, at the foot of Arthur's bed. Her pride shines through her attempts to not pass out. She turns to see that Arthur is resting again with a smile is upon his lips.

MISS "G" (CONT'D)

You saved us all.

SANCTUARY

Sarah is holding Max. Albert is hugging them both.

MISS "G" (O.S.) (CONT'D)

You saved both the Kingdoms.

Tears of joy and accomplishment begin to form in the eyes of the children. Albert stays with Max as Sarah stands and walks to Arthur's bedside.

Miss "G" reaches her open hand out to Sarah and she takes it in a brief moment of affection.

Sarah continues to Arthur's side and places the "Sword of Fate" next to him as he sleeps.

SARAH

Home... It's finally home --

EXT. THE TOWN OF HUB - RIVER'S END CEMETERY - DAY

A beautifully inscribed tombstone reads "ANALESE SPARROW." It sits at the head of a gravesite covered with loose flower petals.

SARAH (V.O.)

Where it belongs.

Standing at the graveside are Sarah, Max, Albert, Miss "G" and Marvin. They are all dressed in their finest mourning clothes and cloaks.

SARAH

Thank you, Analese. I will always protect others in your memory.

ALBERT

We all will.

MAX

Or at least try to...

Miss "G" ruffles Max's hair.

MISS "G"

With, or without, the shield, Maxwell... You will always be my hero.

They walk away from the graveside just as a light breeze begins to cause the flower petals to dance.

INT. THE BALROG'S DEN - DAY

The group is seated in a booth near the back of the pub. They are bathed in the sunlight of a nearby window. Marvin reaches for a drink and winces slightly.

ALBERT

Are you okay, Mr. Marvin?

MARVIN

Just a few cracked ribs from the fall. They'll heal.

He smiles at Albert.

MARVIN (CONT'D)

All things do, once you stop worrying about them. And what does the future hold for you three?

ALBERT

I'm guessing that the Academy is...

MISS "G"

Closed for repairs. We should be open and ready for all of you in the fall.

ALBERT

Then I will probably stay with my father while he tries to get better.

SARAH

Is he going to be okay?

ALBERT

The doctors say they think he had a heart attack. The good news is that he should recover completely by Summer.

MAX

(smiling)

Best news I've heard in a week.

MARVIN

And you, Young Max?

MAX

Help my Mom. Read. Then probably read some more. Dad will make sure of it, too. He's a strict teacher. Sometimes I'm glad I don't go to his school. Besides, I've got to finish my end of the year book for "Legends" Class.

MARVIN

Which one?

MAX

"The Lost Legion..."

The figure draws closer to Arthur who is still fast asleep with his "Sword" at his side. His visitor's deep blue robes, embroidered with stars and planets, eventually obscure the view of the King.

FADE TO BLUE

THE END

DEDICATED TO

The Memory of My Grandfather - H. Warner Munn

A BRIEF NOTE ABOUT MY GRANDFATHER (And His Work)

The edition of WEIRD TALES that Professor Cador is reading, early on in the story, features the first appearance of my Grandfather's published work, KING OF THE WORLD'S EDGE (September - December 1939).

It was later collected in one volume by Ace Books in 1966.

It's sequel, THE SHIP FROM ATLANTIS, was published, also by Ace, as a "Ace Double" in 1967.

Both volumes were combined and released as MERLIN'S GODSON in 1976 by Ballantine as a prequel to the original novel, MERLIN'S RING, published in 1974.

All works listed above are (c) 2015 John Munn, Jr and held in trust under the estate of H. Warner Munn

This screenplay is not a continuation of those stories. It stands alone with only the words of one of my characters to read them aloud.

I just wanted to add my grandfather's words as a loving tribute to the wonderful man, and mentor, that I adored. I will always keep him my heart, and soul, when I try to tell stories... because he encouraged me to write when I was little and his words still do to this day.