

LEGEND OF DARKNESS

by

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TITLES ROLL:

CLOSE ON a finely-worked Medieval tapestry. In the background, beyond the intricate foliage, stands a moated castle where a troop of mounted hunters set out for the chase with dogs and lances. In the foreground, a lovely young maiden heads for the forest, carrying an armful of flowers. The forest, stylistically rendered by the weaver's art, has numbers of small animals cunningly worked into the warp and woof. A Green Man, clad only in leaves and vines, hides behind a tree, watching a stately pair of unicorns grazing on the greensward.

TITLES END:

DISSOLVE TO:

EXT. FOREST GLADE - DAY

The woven image on the tapestry gives way to a pair of white unicorns browsing in a sun-dappled glade. A male and female, these animals are of surpassing beauty, their tapered, spiraling horns glowing like precious metal. Their movements are so graceful that every other living creature seems clumsy by comparison. The SOUND of a distant hunting horn makes them pause. A second NOTE is heard. The unicorns drift, silent and languid, into the farther reaches of the forest.

EXT. HILLSIDE OVERLOOKING CASTLE - DAY

The hunting horn SOUNDS a third time. A young woman still close to childhood, fifteen at most, turns back to look at the castle in the distance. A troop of armed men rides out hunting, accompanied by braying hounds and the blare of horns. One of the company is masked and dressed all in black.

The girl's name is LILI. She is a princess of the distant castle and dressed in splendid brocades and silk. In her arms, she carries a bouquet of wildflowers wrapped in a lace napkin. Like these blossoms, she herself is young and fresh and innocent. She sings a simple country air as she runs through the waving grass toward the deep woods.

EXT. DEEP WOODS - DAY

On an emerald patch of moss in the shade beneath the spreading limbs of chestnuts and oaks, numbers of small animals gambol. Squirrels and rabbits, hedgehogs and

foxes, all manner of creatures leap and frolic about the feet of a curious young man. This is JACK O' THE GREEN. His hair is long and unshorn and he wears a costume woven from ivy leaves, skins and vines. On his feet are bark sandals. His features are tanned berry-brown and woven into his tangled locks is a wreath of flowers. He is a legendary "Green Man" or "Wild Man" who lives the free life of a hermit alone in the deep woods.

Jack, the "Green Man," feeds morsels of bread and fruit to the animals dancing around his feet. He is a friend to all the beasts of the forest and carries food for them in a split-willow basket. Birds fly down and land on his head and shoulders, taking seeds and nuts from his lips.

The musical sound of someone approaching alerts him. His eyes have an animal quickness and his instincts are as finely tuned as any creature of the wild. The birds fly from his shoulders to the treetops. His furred companions dart for cover. In three quick bounds, Jack is himself up a nearby tree, clinging to a high branch like a cat.

The Princess Lili comes singing down the path. She spots the fallen willow basket and looks around for the Green Man.

LILI
(calling)
Jack... Hello, Jack...

There is no answer. Puzzled, Lili sits on the moss, puts aside her flowers, and rummages through the contents of the basket. The dried apples, walnuts and sunflowers don't occupy her for long. She is annoyed. A princess is not someone to trifle with.

LILI
(calling)
Jack-o'-the-Green...? Green Jack?
Oh bother, I know you're here. Why
are you so cruel?

Unseen, high in his tree, Jack-o'-the-Green watches the young princess. He is amused by her anger but there is nothing malicious about his smile. He climbs quietly to a lower branch, hangs suspended for a moment, then drops.

Jack lands close to the unsuspecting girl. Startled, she screams in surprise. Jack laughs at her unwarranted terror.

JACK
Greetings, my lady, the green wood
is honored.

LILI
Oh, Jack, you are a wild man to use

me so.

Jack spies the bouquet of wildflowers and reaches for it.

JACK
These for me?

LILI
If you like.

Jack gathers up the bouquet, bowing low as he jumps to his feet. A bluebird flies out of the greenery and lands on his shoulder.

JACK
(to the bird)
She brings a gift as fair as
herself.

EXT. ANOTHER PART OF THE FOREST - DAY

The Green Man and the Princess wander together down a meandering path. Birds circle about them and numbers of small animals scamper shyly at their heels.

LILI
You promised!

JACK
Never.

LILI
But you did... you did!

JACK
I may have said perhaps...

LILI
Liar!

JACK
Or perchance...

The distant BLARE of a hunting horn interrupts them. The animals freeze, wild-eyed.

LILI
It's my father, gone a-hunting. The
Baron Couer de Noir is his guest and
must be provided with some sport.

JACK
(bitterly)
Sport, indeed.

LILI

The Baron is a frightful man. They say he's an ogre. He wears a mask so none may see his face.

JACK
Blackheart. Aptly named.

LILI
Oh, fie. What about the unicorn?

JACK
Unicorn?

LILI
A promise is a sacred oath.

JACK
All right. I'll show you something sacred.

EXT. A CLEARING BY A STREAM - DAY

A small meadow: a sun-gilded amphitheater within the darker confines of the forest. At its edge flows a gentle stream. An evil-looking viper moves sinuously along the grassy bank as Jack and Lili step from the concealing shrubbery nearby.

LILI
Let's rest a minute. I'm so thirsty.

JACK
Stop complaining.

LILI
A gentleman would offer water.

JACK
Only were he a fool to boot.
(pointing)
See yon viper?

LILI
(shuddering)
I detest serpents.

JACK
That viper has envenomed the water.
No animal will drink here now.

LILI
What shall we do?

JACK
Be patient.

They crouch together behind the shrubbery.

LILI

Oh, dear.

JACK

What's the matter?

LILI

I've lost my napkin. It was all elf-work and lace... I must have dropped it when you startled me so.

JACK

(rising)

I'll go search for it.

LILI

Don't leave me now. I fear the unicorn won't show himself without you.

JACK

I'm not its master.

LILI

(touching his arm)

The napkin will keep. I'd rather not be alone.

JACK

(with a smile)

Your command is my wish, Princess Lili.

EXT. DEEP WOODS - DAY

A pair of ferocious hounds bray under the tree in which Jack was hiding. Another sniffs at a few scattered blossoms and Lili's lace napkin lying forgotten on the moss.

The hunting party rides up at a gallop. At the head of the troops are Lili's father, KING GODWIN, pink-cheeked and white-bearded; a kind-hearted, elfish man, though weak and ineffectual; and BARON COUER DE NOIR, a powerful knight on a black charger. His greaves and breastplate are black as midnight as is the heavy cloak which envelops him. His hands are covered with black gauntlets and a horned black hood with a wolf's lupine features masks his face. His voice rumbles with dread authority as the party reins to a stop.

BARON

What spoor have the hounds for us?

A lance-bearer dismounts and takes the lace kerchief from the dog's foaming mouth.

KING GODWIN
My daughter's napkin. That's
certain.

The Baron unstraps a crossbow from his saddle leathers.

BARON
We proceed. Have three men restrain
the dogs. Don't come until you hear
the horns.

The hunters ride on, leaving the dog handlers to control the straining hounds.

EXT. CLEARING - DAY

Lili and Jack wait behind the bushes, watching the stream.

LILI
How much longer?

JACK
Shhh!

LILI
(whispering)
I am a princess. You have no right
to order me about.

JACK
In these woods you are a commoner.
Now be quiet. True royalty
approaches.

THE STREAM - LILI AND JACK'S POV

The pair of radiant white unicorns pushes through the undergrowth to the edge of the stream.

LILI (O.S.)
Ohhhh... they're so beautiful...

The male unicorn bends his head and dips his golden horn into the stream. Soon after, the female begins to drink and numbers of small animals, rabbits, mice, and squirrels, creep from under cover to drink as well.

JACK (O.S.)
The alicorn purifies the water,
purging it of all poison.

JACK AND LILI

The princess is entranced. A look of utter rapture illuminates her features.

LILI

Such grace... and their smell; it's ambrosia.

JACK

They rival the angels of paradise.

LILI

Oh Jack, mightn't I touch one? It would thrill me so.

JACK

Are you honest?

LILI

Jack!

JACK

Tis a fair question. If you be a virtuous maid the unicorn will lay his head in your lap.

LILI

He'll not flee if I show myself?

JACK

Not if you be chaste. Tis an awesome test of virginity.

LILI

I've no fear of failure. Your implications are most unbecoming.

JACK

I'm not your judge... nor have I any desire to witness the trial.

Jack turns to leave.

LILI

Where are you going?

JACK

To fetch your napkin.

Jack pushes through the underbrush and is lost from sight. For a moment, the princess is confused and nervous at being left alone in such circumstances, but she peers out at the unicorns and the sight of such beauty rekindles her resolve.

Princess Lili steps out of the concealing underbrush and walks slowly to the center of the clearing. Her bearing

is noble and proud, her carriage utterly dignified.

The unicorns lift their heads from the stream and watch the girl's progress. The other smaller animals cease drinking and scatter into hiding.

Lili sits on the grass in the center of the clearing, spreading her gown around her. She smiles at the staring unicorns.

The male unicorn grows agitated. His nostrils flare; the strong neck arches. Sunlight gleams on the shaft of his golden horn as he prances across the stream to the meadow, sending multi-hued clouds of butterflies aloft from the flowers underfoot.

Lili smiles at the nimble dancing of the unicorn, seemingly drawn to her by an invisible lead. He rears up, whinnying in protest, but the lure is too strong, something unspoken compels him toward the smiling girl.

EXT. ANOTHER PART OF THE FOREST - DAY

Jack hurries along the overgrown path, running as numbly as a wild stag. The SOUND of approaching HOOFBEATS brings him up short. With the instincts of an animal, Jack darts into concealment. After a moment, the hunting party rides past, sunlight glinting on the steel lance-tips. The Baron holds his crossbow at the ready, as black and grim as Death himself.

When the hunters are gone from sight, Jack hurries from his hiding-place. He realizes something is terribly wrong and runs back through the woods, leaping rocks and deadfall logs in a desperate attempt to reach the clearing before them.

EXT. CLEARING - DAY

The princess makes no move as the trembling unicorn stands before her, the tip of his rapier-sharp horn pressed against her breast. At this moment, he could kill her in an instant, yet she does not resist or show any fear. Instead, she smiles with joy.

Slowly, the unicorn kneels; first folding his forelegs, then settling his hindquarters onto the grass. His limpid eye meets Lili's adoring gaze. Without a sound, he settles his great head in the virgin's lap, his long white mane spreading over her like a shawl.

CLOSE ON LILI AND THE UNICORN

The girl strokes the unicorn's head, running her hand lovingly down the spiraling horn. The animal seems

totally in her power. He closes his eyes and nuzzles her bodice. Almost without thinking, Princess Lili unbuttons the top of her gown, exposing her pale breasts. The entranced unicorn immediately begins to suckle like a newborn creature. Lili hugs the white head to her bosom, consumed by ecstasy and bliss.

EXT. EDGE OF THE CLEARING - DAY

King Godwin, the Baron and his cohorts ride silently up to the edge of the clearing, screened from view by the surrounding trees. The Baron holds up his gloved hand and hisses a whispered command:

BARON

Hold!

The other riders rein to a stop. The Baron guides his horse closer to the edge of the clearing, parting the branches which conceal him.

BARON'S POV

Through a fringe of leaves the Baron sees the Princess nursing the reclining unicorn, a tableaux at once reminiscent of the Madonna and the Infant Jesus.

THE BARON

As he inserts a bolt in his crossbow and cranks back the string until it is taut. Placing the weapon to his shoulder, the Baron takes careful aim.

EXT. CENTER OF THE CLEARING - DAY

Lili croons to the unicorn resting on her breast, a primitive melody born of joy. All at once, the sibilant SOUND of an arrow's slicing passage rends the still air. The crossbow bolt strikes the unicorn in the neck. The startled outcry of the wounded beast is far more scream than whinny.

The unicorn bounds to his feet, spraying the Princess with his bright blood. She is torn from her happy reverie by the violence of the act. Her own outcry merges with the animal's wail of pain.

The wounded unicorn, followed by his mate, gallops for freedom across the clearing.

The black Baron bursts from the far side of the meadow and thunders after the fleeing unicorns. King Godwin is right behind, followed by his retinue of lance-bearing hunters.

LILI

(screaming)
No! God! Father, no!

The horsemen gallop out of sight, accompanied by the call of the hunting horn and much eager shouting.

Jack crashes through the underbrush surrounding the clearing and rushes to the side of the anguished Lili, who cowers, replacing her blood-soaked bodice.

JACK
(furious)
What happened?

LILI
I don't know. They've hurt the unicorn.

JACK
Who?

LILI
My father and the Baron.

JACK
Damned hunters. It was a trap, and you were the bait!

LILI
I didn't know... I didn't...
(sobbing)
It was so lovely... he was in my lap like... like a baby... and... I...

JACK
They tricked you.

LILI
My own father...

JACK
How bad was the unicorn's wound?

LILI
It happened so fast. He was hurt and ran away.

JACK
He did run?

LILI
Oh, yes, and the mare with him.

JACK
Good. They'll never catch him. There's not a mount in the kingdom can outrun a unicorn.

EXT. DEEP IN THE FOREST - DAY

Flecked with froth and blood, the male unicorn bursts from a thicket in full flight. Wild-eyed, the female is right behind. They pause for a moment, sides heaving as they gasp for air. In the distance, the SOUNDS of braying hounds and the musical NOTE of the hunting horn start them running again.

EXT. FOREST - DAY

Led by the Baron and the red-eyed hounds, the hunting party thunders through the woods in full pursuit of the unicorns.

One of the riders has a hunting horn coiled around his shoulder. He blows a single, sustained NOTE as he gallops past.

EXT. POND IN THE FOREST - DAY

The pool is a crystalline jewel, surrounded by moss-covered stones, the tranquil water reflecting the overhanging trees. Lili kneels by the edge, washing the blood from her embroidered dress. Jack watches her, reclining on a gnarled tree-root nearby.

JACK

There are many would pay a king's ransom for a few drops of unicorn blood.

LILI

I don't want it on me.

JACK

Its powers are strong.

LILI

I don't want to be reminded of what happened.

JACK

Do you think memory can be washed away like a few spots of blood?

EXT. FOREST STREAM - DAY

The war-like SOUNDS of the hunting party grow nearer as the two unicorns pause in their flight to drink from the stream. Tenderly, the mare nuzzles the stallion's neck near where the dart cruelly rends his flesh. The two

animals exchange a look of understanding. The situation is desperate, their pursuers very near. The stallion motions upstream with his head and his mate sadly comprehends. She starts slowly up stream, looking back over her shoulder. The hunting horn BLARES, nearer still. The stallion whinnies at the mare and she replies before plunging up the stream to safety while her mate remains behind awaiting his destiny.

EXT. NEAR FOREST STREAM - DAY

The hounds are frantic now, the scent very strong. They lope ahead of the riders, baying like demons from hell. The Baron is right behind, leading the hunters in a daredevil chase through the woods. In their helmets and chain mail, with steel-tipped lances glinting on high, they are as fearsome as an army of fiends.

HUNTER'S POV

Ahead, through the trees, the wounded male unicorn is glimpsed standing alone by the stream. The dogs' howling grows furious. The hunters SHOUT and BELLOW.

EXT. FOREST STREAM - DAY

The dogs break from the forest and hurl themselves at the unicorn. With a swift jab, the stallion impales the first hound on his horn and sends him flying. Just as the pack of hunters emerges from the woods, the unicorn takes off, leaping over the heads of the snarling hounds, darting away between the trees. The hunters and their dogs are in close pursuit, eager now for the kill.

EXT. POND IN THE FOREST - DAY

Lili and Jack sit among the roots and mossy rocks bordering the still ponds. A shaft of golden light angles down through the cathedral arching of tree limbs above them. Lili's dress is cleansed of blood and she reclines against a tree trunk, sadly singing a simple ballad in a clear, soprano voice. Jack is entranced. His teasing look has transformed into a gaze of utter adoration.

LILI

(singing)

Once there was a lady fair,
Rode out on her milk-white steed;
Roses and dewdrops woven in her hair
And in her heart: the devil's seed.

Sweet William did a-hunting go,
All in the deep wood where faeries dwell.
From dawn til dark roamed he to and fro

Lost, O lost, all under their spell.

Came he at last to where bluebells grow,
And he heard them ring, tis true to tell.
And he lay him down and did not know
The flower's sound was his own death knell.

For while he slept came the lady fair,
And gathered him up behind her saddle.
Now, all ye young hunters, of bluebells beware;
For Sweet William rode straight through
the gates of Hell.

EXT. RIVER ESTUARY - DAY

A broad river flows toward the sea, divided into multi-branched channels across acres and mud flats. The surf curls and crashes in the distance. Shore birds probe the muck with their curved bills.

The wounded unicorn breaks from the green line of trees along the edge of the estuary. The SOUNDS of dogs and hunting horns can be heard close behind. Without pausing, the stallion gallops frantically out onto the mud flats.

The unicorn's sides are streaked with blood and sweat. A bright-red froth bubbles on his nostrils. His eyes are wide with panic.

The thick mud underfoot sucks at the unicorn's galloping hooves. All at once, the unicorn stumbles and falls, cartwheeling in the muck. He struggles to regain his feet, but slips again, floundering.

The hunters ride out of the trees and rein-in at the edge of the estuary. The howling dogs struggle across the mud toward the fallen unicorn.

EXT. POND - DAY

Lili and Jack under the tree. The princess smiles at the adoring boy, toying with her golden ring, which she pulls on and off her finger.

JACK

Not even the birds sing sweet as
you.

LILI

(laughing)

Jack... Green Jack, you mustn't
flatter me so.

JACK

Tis the truth.

LILI

A maid must beware of flattery...
Methinks you want to kiss me.

JACK

There's no happier thought under
heaven.

LILI

If I were your bride, would the
kissing ever stop...? Do you wish
to marry me, Jack?

JACK

My lady mocks me.

LILI

Nay, Jack, I'm but wary of your
intentions.

JACK

My heart intends no more than that
you love me as I do you.

LILI

Oh, la...

EXT. ESTUARY - DAY

The unicorn struggles in the mud, hopelessly mired, when the dog packs converges upon it. Baying and snarling, the dogs surround the stallion, nipping and harrying. The unicorn fights back, thrusting his terrible horn, impaling an unwary hound that ventured too close.

The hunters watch from the bank, awaiting their leader's command to close in for the kill. The Baron dismounts, holding his crossbow. He hands his reins to King Godwin.

BARON

The quarry is at bay. Attend me
here while I make the kill.

Black cloak whipping in the wind, the masked Baron strides out onto the mud flats, relentless as the specter of Death.

The sky above darkens. Black storm clouds gather and the ominous RUMBLE of thunder troubles the grim landscape.

EXT. POND - DAY

The light has changed. It is darker now. A distant peal of thunder is HEARD.

JACK
I'm afraid it may storm.

LILI
Let it. Haven't you a cozy bower we
might hide in?

JACK
Tis not fit for a princess.

LILI
Be it fit for your wife, Green Jack?

JACK
I have no wife.

LILI
Then, perchance you'll me.

JACK
If wishes were horses even beggars
would ride.

LILI
Do you wish it, Jack?
(showing him her
ring)
Wish you this our wedding band?

JACK
What if I answer yes? Will my wish
come true?

Laughing, Lili throws her ring high over their heads.
Tracing a golden arc through the air, the ring lands with
a splash in the center of the pond.

LILI
Fetch my ring and you may take me
for your wife.

It is obvious from her mocking attitude that Lili is
teasing, but Jack is serious. He strips off his leaf-and-
fur vestments and dives headlong into the pond.

EXT. ESTUARY - DAY

The Baron's heavy black boots splash across the shallow
water of the estuary as he bears down on the harried
unicorn. The frantic trapped stallion is within range now
and the Baron lifts his crossbow to his shoulder, the wolf
mask leering and demonic as he takes aim.

The Baron fires. The bolt strikes the unicorn's flank,
piercing his ribs. A froth of lung-blood foams into the

mud. The stallion screams. His frightened eye is bright and staring.

EXT. BENEATH THE SURFACE OF THE POND - DAY

Slowly, the golden ring drifts downward, tumbling end-over-end in a lazy spiral to the dark and muddy bottom.

Jack's pale, near-naked form stabs through the crystal water, a trail of silver bubbles streaming in his wake like a comet's tail. He strokes down into the murk, tendrils of water-weed swirling about him. In the distance, the tantalizing glint of the drifting ring lures him on.

The ring settles into the mud on the bottom, concealed by waving weeds and algae. Jack searches blindly for it, groping with his hands as billowing clouds of silt rise about him.

EXT. SKY - DAY

The black clouds boil and crash, thunderheads mounting one upon another in a dark maelstrom. Jagged lightning splits the sky. The heavens are in a tumult.

EXT. ESTUARY - DAY

The Baron's dark figure looms over the fallen unicorn. His gloved hand reaches out and grasps the ivory horn, wrenching back the animal's head. The Baron's glove smolders and burns as if the horn was a white-hot poker. The stallion's shrill whinny is cut short when the Baron lops off his head with a single, brutal stroke of his broadsword.

The ROAR of thunder seems to crack the sky apart. For a long moment, the Baron stands holding his grisly, dripping trophy by the single horn, staring up at the raging dark sky as his black cloak whips about him in the ferocious wind.

EXT. BENEATH THE POND - DAY

His lungs about to burst, Jack can no longer continue the search for the ring. He turns and looks up at the surface which has grown quite dark. With frantic strokes, he races upward only to bump his head into something solid at the top. Terribly frightened, he finds the surface covered by a sheet of ice.

Jack pounds his fist against the obstructing ice and succeeds in punching through it, thrusting his gasping

head out into the air.

EXT. POND - DAY

Bewildered, Jack crashes through the ice towards shore. The woods have changed utterly. In place of the bountiful foliage of midsummer, the trees are stripped bare. The wind howls, driving a fine stinging snow through the naked branches. Overhead, the sky is dark and ominous. Jack stands, confused and shivering, realizing in his bewilderment that the girl is gone.

JACK
(calling out)
Lili...! Princess Lili... Where are
you...?

There is no answer other than the hollow echo of his words lost on the wind. It is bitterly cold. Jack's wet hair freezes into strands of icicles. He finds his clothing, wrapping himself in his fur vest. His leafy cloak is inadequate for this weather and he hurries off, calling for the girl as he searches for shelter.

JACK
Lili... answer me... Lili...

EXT. DEEPER IN THE FOREST - EVENING

The snowstorm has built-up into a full-scale blizzard. Jack staggers into the wind. A large rock overhang provides shelter and Jack scrambles underneath.

Jack scrapes together a small pile of twigs and leaves. Taking a flint and steel from his shoulder pouch, he starts busily striking sparks.

A small fire burns vigorously under the overhang. Jack warms himself and feeds sticks into the flames. It grows darker.

EXT. A TREE NOT FAR AWAY - EVENING

Princess Lili hides shivering behind the tree, watching Jack and his fire. Her hands are out of sight, tucked in the folds of her gown for warmth. Although she is cold and frightened she makes no move to expose herself or to join the Green Man under the overhand.

CLOSE ON LILI

Lili's lovely face contorts with sorrow. A single tear starts in her eye and drops to her cheek, where it freezes like a diamond beauty-spot. Lili reaches up to wipe away

the frozen tear. Her hand is horribly transformed. Coarse black hairs sprout along her wrist and down her slender fingers. In place of delicately tapered nails grow wickedly curved claws. It is a hand more animal than human. Lili regards it with disgust.

EXT. FOREST - EVENING

With Jack's small fire flickering faintly in the distance, Princess Lili slinks away into the deep forest, eager to hide herself and her shame.

EXT. OVERHANG - NIGHT

Jack is sleeping. He leans back against the rock wall, wrapped in his cloak. The fire crackles brightly before him, casting animated shadows in all directions.

A high-pitched, cackling LAUGH causes Jack to sit bolt-upright; wide-eyed and completely awake.

JACK
What...? Who's there?

JACK'S POV

Glowing like foxfire in the darkness, a semi-circle of luminous green eyes surrounds Jack's campfire.

JACK (O.S.)
Who is it? Speak up.

A second odd LAUGH is his only answer.

JACK

is afraid. He reaches into the folds of his cloak for his knife, a small practical affair, hardly a weapon at all.

JACK
Who are you...? Answer me!

Laughing still, a small man, an elf no more than knee-high steps into the firelight. He carries a tiny harp and a pair of pointed ears sprout from the wild tangle of his hair. His bright clothing is everywhere tasseled and embroidered with flowers. At first glance, it is hard to tell whether his face resembles a new-born babe or a wizened old man. His name is HONEYTHORN GUMP.

GUMP
So, Jack... think you be a Green Man
and not know Gump.

JACK

Gump, is it?

GUMP

Aye, Honeythorn Gump, come to serenade you, Jack... come to make you dance.

JACK

I'm in no mood for dancing.

GUMP

Oh, but you will be, Jack... Think you to sleep in a faerie ring and not spend the night a-dancing?

JACK

Faerie ring?

GUMP

To be sure.

Gump steps back and sweeps away the snow with his cap like an over-zealous house porter. A ring of red toadstools is revealed.

GUMP

A lively reel twill warm your bones.

Gump throws a handful of herbs onto the fire and the flames leap high, revealing the watchers whose eyes glowed in the dark. Sitting in a semi-circle just outside the faerie ring are a number of foxes, wild goats, hares, weasels and badgers.

GUMP

Here be your partners, Jack.

Gump begins to strum a wild, haunting melody on his harp. The animals leap into the faerie ring, and linking paws, start a frantic circular dance around the bewildered Jack.

JACK

No! Tis not the time! I want no part of your frolic.

GUMP

Dance, Jack! The night's but begun.

Jack cannot resist. He is drawn into the wild dance. Grabbing hold of a fox's paw, he joins the circle, leaping and cavorting to the maddening music.

The tempo increases; the music growing ever-more manic as the crazed dancers whirl and caper. Jack seems in a panic, dancing against his will, a prisoner of the frenzied harp-strumming.

JACK
(screaming)
Stop it...! No more...

Gump pays no attention to his pleas, jumping wildly up and down as he flails at his harp.

GUMP
Round and round and round and round,
Before you're lost ye most be
found...

Jack's face is a mask of agony; the dance pure hell. With a supreme effort of will, he wrenches free from the fox's grasp and hurls himself to the ground by the fire. The rhythm disrupted, the other animal dancers continue awkwardly as the music stops. Gump is furious.

JACK
Enough!

GUMP
And how is it a mortal dare dictate
to the faerie folk? Is me music not
to your liking? Mayhap the dance of
death by more your pleasure.

JACK
No... I... I need to rest.

GUMP
You'll have a long, long rest in the
tomb, me lad.

JACK
(gasping)
I meant no disrespect.

GUMP
Didn't you now? Well then, answer
me this riddle and all be forgiven.

JACK
And if I cannot?

GUMP
Why, Jack, then tis your death song
I'll be strumming.

The animal dancers have stopped their frolic and stand solemnly watching the bewildered Green Man.

JACK
Ask away, and pray God my answer
pleases thee.

Gump grins maliciously and strums a melancholy chord on

his harp.

GUMP

What is a bell that does not ring,
Yet, its knell makes the angels
sing?

Gump laughs, knowing full-well Jack can't solve his riddle. Jack frowns in concentration, then breaks into a broad grin as the memory of Lili's song rushes back to him.

JACK

It's bluebells!

GUMP

What!

JACK

The flower. Bluebells. To hear
them ringing means your life's at an
end.

Gump hurls his harp to the ground and stomps on it.

GUMP

Damnation! Codfish and cockles!
Gammon and trotters! You've bested
me, Jack.

JACK

A riddle without an answer is but an
empty cup when you're thirsty for
wine.

GUMP

(pleased with this)

Well spoke. True to the mark. And
if it's wine you're wanting, it's
wine we shall have.

Honeythorn Gump strides to the rear of the overhang, and brushing away the concealing cobwebs, ferns and moss, reveals a small wooden door built into the rock itself. Gump throws open the door and bows low for Jack to enter.

GUMP

You be our guest, Jack.

JACK

(returning the bow)

I'm honored, Honeythorn Gump... but
no more tricks.

GUMP

You have me word, lad. To answer a
faerie riddle deserves as much.

JACK

Twas the Princess Lili gave me the
answer... have you seen her, by
chance?

GUMP

I've laid eyes on no mortal but you
this day, Jack.

JACK

I fear she's lost.

GUMP

Mayhap you be the one what's lost,
and she safe by the castle hearth...
but, come Jack, we'll warm your
bones.

Gump moves to the fire and pulls a burning brand from the flames. As he does so, the animal dancers subtly shift and change, their forms dissolving like mist in the morning sun, transforming into faerie creatures. The fox becomes a lithe, winged female wood nymph; the badger a squat goblin. The other animals change into a variety of pixies, gnomes and brownies, all chattering and singing in an ancient, musical tongue.

Gump leads the way through the door in the rock, followed by Jack and the teasing faeries.

GUMP

(singing)

There was a wee faerie lived under the hill,
Hey, riddle-diddle and nickety-noo;
And if he's nae gone he's living there still,
Nickety, nackety, noo-noo-noo...

INT. TUNNEL - NIGHT

A narrow tunnel winds under the hill, twisting down between gnarled tree-roots and projecting splinters of ancient bone. A rickety set of wooden steps has been built in this tunnel and Gump leads the precarious way down into the earth, holding his torch on high and singing for all his worth. The other faeries tease Jack, jabbering and twitting and they pull his hair and tug at his clothing. Jack does his best to ignore them, and at the same time, maintain a brave demeanor as he struggles for balance on the creaking stairs.

GUMP

(singing)

The name of this faerie was Honeythorn Gump,
Hey, riddle-diddle and nickety-noo;
The sound of his harp made the mortals all jump,

Nickety, nackety, noo-noo-noo.

At the stroke of midnight, in the light of the moon,
Hey, riddle-diddle and nickety-noo;
All the faeries dance to Honeythorn's tune,
Nickety-nackety, noo-noo-noo...

INT. SUBTERRANEAN HALL - NIGHT

Gump guides the procession in to a vast underground hall, hung with fine tapestries and filled with all manner of odd and ancient wonders: Roman armor, bits of mosaics and marble statuary, etc. A long wooden trestle table stretches down the center of the hall, set with burning candles, bowls of fruit and nuts, golden goblets of every shape and size.

Gump tosses his torch into an open, glowing fire-pit, the smoke drifting up to the shrouded tree-roots above.

GUMP

Here we be. And fit for a king if I say so meself.

Jack is properly awed.

JACK

Tis splendid. I feel I must be dreaming.

This delights the faeries, who twitter with laughter as they buzz around Jack, guiding him to the carved High Seat at the head of the table.

GUMP

Indeed, me lad. And if life is a dream, better you dread the waking.

Several rows of wine casks are ranked against one wall. Gump seizes a large flagon from the table and fills it with sparkling elderberry wine.

Jack sits somewhat uncomfortably in the High Seat with its ornately carved dragons and basalisks entwined about him. The beautiful wood nymph hovers by his side, smiling and whispering in his ear.

Gump fills Jack's goblet from the flagon and sets about filling the others in turn down the table. Jack is embarrassed by the wood nymph's obvious attentions.

JACK

Make her stop it, will you Gump... please!

Gump snorts.

GUMP

Why, Jack-lad, she likes you, is all. And what hot-blooded hero wouldn't welcome the affections of a fair nymph like Oona here...? If your blood runs so cold, boy, you be a corpse before your time.

JACK

What does she want from me?

OONA, the wood-nymph giggles wildly and covers Jack's cheek with kisses as she hovers at his side.

GUMP

Fool question, lad. Drink up and warm your blood. You'll find the answer at the bottom of your cup.

Gump motions with his flagon for Jack to drink, but the Green Man merely lifts his goblet and stares dolefully at the contents.

GUMP

Elderberry wine. No finer drink under heaven.

JACK

It looks... er, delicious...
(sniffing his cup)
Such a fine bouquet... very aromatic...

GUMP

Are ye afraid of me wine? Did your mamma tell ye never to take food nor drink from the Wee Folk? Think if ye sup with the faeries you'll be enchanted?

JACK

Well... I... I don't want to be rude, but... it's generally known that --

GUMP

Generally known! What general ever knew more than to lace up his boots?

JACK

Please don't misunderstand. I am grateful for your hospitality and --

GUMP

He is afraid of enchantment! Will

you listen to the fool prattle on.

All the faeries and goblins burst into raucous laughter.

GUMP

Here the world is turned upside-down; precious summertime frozen into a wintry memory; the underworld unleashed and all spirits walk the earth at will... this be the state of things and the blamed fool won't take a sip of wine for fear of enchantment!

Jack swallows his fear. He stares heard into his cup and in a single decisive moment, drains it to the bottom. The faeries all clap and cheer. Oona gives him a big hug.

JACK

But... but, why?

GUMP

Big question that, lad. Why what?

JACK

Why has this happened to the world? Why is it winter now, and dark?

GUMP

Aye. Honeythorn Gump'd be a powerful wizard indeed could he answer.

JACK

Don't you know?

GUMP

If you're looking for enchantment, Jack, that I can give thee...

Gump screws up his face with concentration and gestures with his emerald ring. All at once, the carved dragons and serpents on Jack's chair seem to come alive. They writhe out of the woodwork, sinuous and evil. Jack is terrified as they wrap about him, pinning his arms and chest to the chair as Oona and the other faeries laugh with malicious glee.

JACK

No...! Stop it now... please!

Gump snaps his fingers and the chair is but a chair again, the carved snakes mere decorations.

GUMP

That much magic I can offer ye, a small measure of entertainment at

best. Making the world a frozen hell
is beyond me modest powers.

JACK

Then, what's gone wrong? Why did it
happen?

GUMP

If ye want more tricks, I'm your
man, but for big questions ye must
go elsewhere.

JACK

Don't you care about what's
happened?

GUMP

Course we care. What good's the
world locked in a season of death.
Frozen up, no folks to scare out of
their wits on a summer's night; no
babies to tickle; no more spells to
cast... Think that's an enjoyable
prospect?

JACK

There must be an answer somewhere.

GUMP

True... But it won't come easy or
free. If ye want to ask, ask Jenny
Greenteeth.

JACK

Jenny Greenteeth? Who's she?

At the mention of the feared name, all the faeries jabber
and chatter frantically.

GUMP

Someone worthy of respect, lad. She
be a water spirit, lives in a bog
down at sea-side. Hideous creature
to look at, even by my doubtful
standards; devours little children,
she does, when she can catch them.

JACK

How is it this hag knows the truth?

GUMP

Think there be truth only in beauty,
lad? If you've the courage to ask
and take care to avoid her terrible
claws, Jenny Greenteeth has the
answers you seek.

JACK
Will you lead me to her?

GUMP
Aye. On the morrow we go, but
tonight...
(he lifts his flagon
high)
... tonight is for making merry.

Gump drinks the flagon down. The other faeries and Jack join in the festivities, lifting their goblets in a single, raucous toast.

EXT. FROZEN STREAM - DAY

It is shortly after dawn, but the feeble winter sun provides little warmth or light. The gray day has the appearance of perpetual twilight. From the rear, we easily recognize Princess Lili as she moves toward the frozen stream. Her fine embroidered dress is soiled and torn, her long, unbound hair matted and stuck with burrs and twigs. She's had a rough night in the open. At the stream's edge she kneels, her back still to the CAMERA.

CLOSE ON THE FROZEN STREAM

Lili's furred, claw-like hand reaches out and wipes a covering of snow from the ice. The frozen surface of the stream provides an uneven mirror which makes the reflection of Lili's face appear even more monstrous.

LILI

The distant SOUND of LAUGHTER and SINGING, causes Lili to look up from the ice. Her face is hideously transformed. Sharp fangs jut out over her lower lip. Her nostrils are wide and flaring. Patches of hair sprout on her cheeks. Her ears are pointed.

She reacts to the strange sound like an animal, sniffing the air. And, like an animal, she stealthily creeps off, ducking between the frozen trees like a carnivore stalking her prey.

EXT. WOODS BY ESTUARY - DAY

The SOUNDS of SINGING grow nearer as Lili creeps through the woods, hiding herself behind the trees.

LILI'S POV

Out of the marsh, the troop of elves and faeries is led by Gump and Jack. The procession shimmers and sparkles, and Lili shrinks back from the joyous proceedings, hiding

herself in shame.

EXT. ESTUARY - DAY (C.U. UNICORN'S HEAD)

The severed head of the stallion unicorn lies, half-buried, in the muck. A croaking raven perches on the small stump of horn remaining, probing his beak into the hollow eye-socket. At the sound of the faeries' MUSICAL approach, the bird spreads his wings and flies off.

THE FAERIES

Jack and the faeries hurry to the spot where the dead unicorn lies. They body is stretched out several yards away from the severed head. No one speaks. The awesome spectacle silences the procession's glad singing. Even some of the magic sparkle seems to have left the faeries as they stand, grouped like mourners, around the dead unicorn.

GUMP

(sadly)

Mortals at their foolish pleasure,
Rob the Earth of all her treasure...

Jack kneels beside the dead unicorn, dumb with sorrow. He runs his hand along the hollow flank of the fallen animal. One of the evil Baron's barbed bolts stands straight out of the unicorn's neck and Jack yanks it free with a sudden pull. He is about to hurl the weapon far out into the swamp when he thinks better of it and pushes the bolt into his belt.

Gump silently motions with his head and starts away from the unicorn's body. The other faeries follow dejectedly. Jack is the last to leave, staring down at the mutilated animal as the anger inside builds to a fury.

EXT. JENNY GREENTEETH'S BOG HOLE - DAY

A fearful slimy place. The roots of a rotted oak twist down into the murky water like dead men's fingers. A foul green slime floats on the surface. Several splintered bones protrude from the mud at the water's edge.

Gump and the faeries stop a good ways off. They can feel the potent evil of the spot and dread it. Any semblance of joy has left them. Gump's demeanor is as dour and severe as a schoolmaster's.

JACK

Are we here?

GUMP

Aye.

(pointing)
That foul wallow be where Jenny
Greenteeth dwells. Oona... lure her
out. Play the part of a girl-child.

JACK
What do I do?

GUMP
Don't get caught, that's what!
She'll suck your bones like honey-
comb.

Gump reaches into his jerkin and produces a small ivory-
mounted hand-mirror. He gives this to Jack.

GUMP
Here now. Toss her this when you've
the chance. Jenny Greenteeth can't
resist the sight of herself in a
glass. She's terribly vain. Praise
her beauty and you'll lull her sweet
as a babe in a cradle.

JACK
(not so sure)
And if she thinks me a liar?

GUMP
Fie on what she thinks! You mind
her claws and teeth... Cast your
spell, Oona.

At Gump's command, the faerie Oona begins to spin. She
twirls into an iridescent blur, surrounding herself with
a cocoon of light, and when she slows, she has
metamorphosed into the image of a four-year old girl with
pink cheeks and golden ringlets.

Skipping and singing, the transformed Oona makes her way
around the edge of the bog. Jack follows, somewhat
unsurely, at a safe distance.

The apparition of the little girl kneels by the bank.
There is a slight disturbance on the scummy surface of the
water, as if a sudden, localized wind had sprung up. All
at once, like a serpent rising from the depths, a bony,
mottled-green arm thrusts up through the slime, the clawed
fingers clutching for the child.

Even as the fierce talons close on their prey, the "child"
is gone in a dazzle of light and the winged, laughing Oona
hovers high above the bog, looking down on the fearsome
and outraged JENNY GREENTEETH.

The water hag is the color of a decomposing corpse. And
like a corpse, her ragged flesh and hair seem to be

peeling in tatters from the emaciated body. Her nose has caved in, and her rotted lips betray a mouthful of fearsome fangs. She is furious at having been tricked and rails at Oona.

JENNY

(raging)

Rat-spittle and toad-breath!
Damned, accursed cross twixt a she-
bat and a bullfrog! How dare you
use Jenny Greenteeth so?

Jack takes advantage of the hag's distracted fury to rush up and toss the hand mirror in front of her.

JACK

Forgive us... er, fair one, we
wanted only to bring a gift.

Jenny seizes the mirror as eagerly as if it were food.

JENNY

What's this now?

JACK

I bring you the only treasure worthy
of your loveliness... for naught
else in the universe rivals the
reflected glory of your beauty.

JENNY

Well spoke, boy. You have
discerning taste for one so young...
Just who might you be?

JACK

They call me Green Jack, ma'am.

JENNY

Come closer then, Jack, that I might
give you proper thanks.

JACK

Your fair smile be thanks enough.
Better I stand afar to admire your
beauty complete.

Jenny Greenteeth cannot resist the mirror and preens before it in a hideous parody of a young woman at her toilette.

JENNY

Think me fair, do you, Jack?

JACK

The moon herself would hide behind a
cloud rather than dare comparison

with you...

JENNY

The moon is too round of face,
methinks.

JACK

The sight of you makes flowers seem
like dross. All the heavenly angels
must envy your grace.

JENNY

I like well your conceit, Jack. Tis
rare to find an honest lad in this
troubled world.

JACK

Aye. And it is the trouble befallen
us that brings me here. I entreat
you to tell me the cause of our
surrounding sorrow, most lovely of
the lovely.

JACK

Dear lad, what does winter bespeak
but death? It is a time of
mourning. This calamity is a curse.
Something wondrous and beautiful
has been taken from the world.

JACK

A unicorn's been slain. The last
stallion in all the country.

JENNY

Why then, there thou hast. We be
lucky worse has not befallen us.

Jack pulls the Baron's crossbow bolt from his belt to show
to Jenny.

JACK

Here be the death weapon; the
unicorn's blood dry upon it.

JENNY

Couer de Noir! A demon if the Devil
ever made one.

JACK

He chopped off the horn and left the
rest to rot.

JENNY

That would be the Baron's way.
There'll be no light or life in the
world until the alicorn is taken

from him and he vanquished.

JACK

How do I get the horn back?

JENNY

You'll need the fastest steed alive,
for Couer de Noir's castle rests at
the very edge of the earth. Only
the sharpest sword and the golden
armor of Achilles will protect you
from his fury.

JACK

Where do I find the Baron's castle?

JENNY

Follow the raven in her flight,
Follow old black wing to the edge of
night...

JACK

Not very precise directions.

JENNY

Come sit beside me, sweet boy, and
I'll draw you a map.

JACK

Nay. Tempting as your invitation
be. Tell me one thing more.

JENNY

Ask away, sweet man.

JACK

What became of the princess?

JENNY

(miffed)

Princess? I know of no princess.

JACK

Princess Lili, Godwin's daughter.
She was with me when calamity
struck, but after I could find no
trace of her.

JENNY

Is she fair, this princess?

JACK

Exceeding fair.

JENNY

(angry and jealous)

As fair as me?

JACK

Twould be to compare one star with
another in the summer sky.

JENNY

She's dead!

JACK

No!

JENNY

Dead, dead, dead.

JACK

I don't believe you.

JENNY

Far as you're concerned she's dead,
believe it or not.

Jack is deeply struck by this disclosure even though he
doubts it.

JACK

This is sad news, be it true.

JENNY

Don't be sad, Jack, not with me here
to give you cheer.

JACK

Tis not the time to speak of cheer.

JENNY

You'll visit again?

JACK

(sadly)

As a hummingbird returns to the
fairest blossom.

JENNY

(with a sigh)

What a fine meal you'd make, be the
rest of you sweet as your tongue.

Jenny Greenteeth slips abruptly under the foul surface of
her bog hole. Jack returns to Gump and the other faeries.

JACK

The princess is dead.

GUMP

Lamentable news, Jack... but tis the
fate of the living concerns us now.

JACK

Did you hear? Twas the killing of
the unicorn caused it.

GUMP

Aye. Black Baron's mischief.

JACK

If the horn be restored the curse is
ended.

GUMP

Time for a champion. Can you do
more than pick acorns and rob bird's
nests, Jack?

JACK

I'll do what I have to do, for
Princess Lili's sake!

GUMP

(clapping Jack on
the back)

Bravely spoke. You've the heart of
a champion, true enough.

JACK

Twill take more than heart. Where
do we find the armor of Achilles,
for a start?

GUMP

I know where to find it. Taking
possession be another matter.

EXT. LINDFARNE MOUND - DAY

The Lindfarne Mound, an ancient tumulus, covers almost an
acre and rises, domed and treeless under a sullen sky.
Wispy smoke curls from the top of the mound. A pair of
black ravens circles overhead.

The rag-tag procession of elves and faeries appears
cautiously from out of the frozen forest and stands
gazing, somewhat apprehensively, at the distant tumulus.

GUMP

There it be, lad. The Lindfarne
Mound. Kings long forgotten lie
there, lost in their final sleep.

JACK

Have we turned grave-robber, then?

GUMP

A tomb it once was, boy, and a tomb

it may yet be... There's another in residence at Lindfarne now.

JACK

And who might that be?

GUMP

No less a creature than the Lindfarne Worm.

At the mention of the dread name, Oona and the other faeries cringe and chatter fearfully.

JACK

So I'm to be a dragon-slayer, is that it?

GUMP

Now, Jack-lad, no one's asking ye to skewer the worm. Even St. Michael'd have a job on his hands for all that. But the serpent hoards a pile of booty, Achilles' armor among his treasures... if we find our way within the mound and him asleep...

JACK

Knaves and robbers...

EXT. TOP OF MOUND - DAY

The faeries gather around a circular opening atop the tumulus. Quantities of smoke issue from the interior. Gump ties one end of a coiled rope to a large stone. The other end is lowered into the mound.

GUMP

Better pray the worm's a sound sleeper, Jack.

JACK

You do the praying. I've work ahead.

GUMP

There's the spirit, lad. If ye run into trouble, give a yank here and we'll haul ye up.

JACK

What's left of me... How do I recognize the armor of Achilles?

GUMP

You'll know it when you see it... tis a splendid sight, all covered

with gold... Don't fear making
noise. Dragons be deaf as tree
stumps.

Jack takes hold of the rope and lowers himself into the
smoking hole. Oona flutters over and kisses him on the
cheek.

OONA
Courage, Jack.

JACK
(blushing)
I pray God grants it me.

GUMP
No need. There be no more potent
charm than a faerie's love.

Embarrassed, Jack slides from sight into the hole.

INT. MOUND - DAY

The tomb is vast, like the arched dome of a cathedral.
The curving sides are built from exquisitely fitted blocks
of stone, moss-covered and dripping moisture.

Suspended like a dangling spider on his filament, Jack
slides down the rope into the drifting smoke.

JACK'S POV

Far below, the floor of the tomb is everywhere heaped with
treasure. Great stacks of gold plate gleam in the half-
light; mounds of gem-stones sparkle. The treasure of the
faeries is a trash-pile compared with this hoard.

In the midst of the splendor, the DRAGON lies sleeping,
surrounded by clouds of smoke. With its horned, whiskered
head and reversed, golden scales, the beast greatly
resembles the symbol used in the Chinese zodiac.

INT. MOUND FLOOR - DAY

Jack comes to the end of his rope and drops into the
treasure with a loud CRASH. The CLATTER is alarming and
Jack dives for cover behind a chest brimming with rubies.

The dragon has not heard a thing and continues to snore,
belching smoke like a miniature volcano.

Cautiously, Jack begins his search. It's a bit
bewildering as there is such a quantity of wealth.
Everywhere he looks more remarkable treasure is revealed.
Casks of jewels, weapons worked in gold and silver, golden

plates and goblets, ropes of pearls in snake-like coils. There is armor of all description, from the breastplates of ancient Rome to the winged helmets of Viking marauders. Jack is puzzled by mysterious Japanese samurai armor and amazed by the heft and weight of a huge Arabian scimitar.

Search as he will, Jack can find no sign of the armor of Achilles. He burrows under mounds of gems and opens a sequence of treasure chests, discovering only more gems and yet again more treasure.

The dragon MOANS unexpectedly in his sleep, causing Jack to make a terrifying discovery.

JACK'S POV

The sleeping dragon looms larger than a house. Smoke coils above his massive head. One scaled forelimb is extended, gleaming talons hooked like scythe blades. Gripped in the evil claw something extraordinary glitters. Wrought from pure gold and embossed with ancient and beautiful designs: it is the breastplate of Achilles.

JACK

approaches the sleeping monster, like a mouse creeping up on a snoring cat. But, the beauty of the golden breastplate calms him. The legendary armor is so wondrously made that Jack can only gaze upon it with awe.

A fiery snort from the dragon brings him back to his senses. There's work to be done. With all the delicacy he can muster, Jack takes hold of the breastplate and tries to pry it from the dragon's grip. It's not easy. The giant serpent is fitful and groans in his sleep, grasping the armor all the tighter.

Jack tugs at the breastplate with all his might and suddenly, it comes free, sending Jack tumbling over backwards. The NOISE is deafening, but it is not the sound that wakes the dragon.

The mighty talons clench, disturbed by the missing armor. A single green eye, large as a dinner-plate, slides open. The whiskered mouth widens, belching fire and smoke.

Enraged, the dragon rears up, venting its spleen in a torrent of unrecognizable words. The mysterious language sounds somehow Oriental, perhaps Japanese or Chinese.

Jack cowers in terror, trying to dig himself into the heap of jewels like a mole scratching for cover. The dragon spots him instantly. Addressing Jack in English, he sounds like a sing-song Confucius, a Grade-B Fu Manchu.

DRAGON

What you do, boy? You be velly

solly, come here intellupt my sleep.

JACK
(terrified)
I didn't know... I --

DRAGON
What? Speakee loud! No hear velly
good.

JACK
(yelling)
I said, I mean no harm... I thought
this as empty tomb.

DRAGON
You come stealee tleasoo?

JACK
Oh, no, never... nothing like
that... never crossed my mind.

DRAGON
No need lie, boy. I no hurt you.
Do I look like I wanna hurt you?

JACK
Well, er... no. I mean, you don't
look like dragons I've heard of.

DRAGON
Course not. I no flum here. I come
flum Cathay.

JACK
Cathay?

DRAGON
Country fa' fa' away. To the East,
beyond the lising sun...

JACK
East of Mercia?

DRAGON
You got no idee. People there
lookee diffelent; speakee diffelent.
Nothing the same. In my countlee I
bling good luck. Makee lain and
thunder.

JACK
You don't ravage the countryside,
devouring maidens and burning the
crops?

DRAGON

Dragon not like that. Dragon is
spilit of life... spilit of stlength
and goodness.

JACK

Then you'll understand my quest. An
ogre named Blackheart has killed the
last stag unicorn and stolen his
horn. The world outside is cursed,
plunged into eternal winter. Unless
I return the alicorn, the earth will
be frozen forever.

DRAGON

Flozen foleva not good.

JACK

It's terrible.

DRAGON

An' how you do it? How you rift
cuss?

JACK

I need your help. In order to fight
Blackheart, I must wear the armor of
Achilles. I --

DRAGON

(roaring)

You come stealee tleasoo?

JACK

Oh no... Don't you understand?

The dragon roars and swells. Flames issue from his gaping
mouth and an iridescent light shimmers along his scales
as his form suddenly alters and shifts, transforming from
the benevolent Eastern dragon to the more familiar winged
monster of Western folklore. When he speaks now, all
trace of accent is gone.

DRAGON

Stupid, puny mortal! Do you think I
suffer pilfering gladly?

The dragon belches a sheet of flame straight at Jack, who
rolls aside just in time, but not quickly enough to keep
his clothing from being singed.

JACK

No, wait... please... listen...

DRAGON

No more listening! Your time is at
an end, insignificant whelp!

The dragon slashes at Jack with his fearsome claws, batting away the breastplate held before him as protection. Jack jumps back, hurling a helmet at the dragon. It bounces harmlessly off the gleaming scales.

DRAGON

Pray to whatever worthless god you
revere! You're no more than meat to
me now.

Jack scrambles frantically through the piles of loot, ducking behind chests of gold as the dragon stalks him in the shadows. In his frenzied flight, his groping hand chances upon an ivory bow and a quiver of silver arrows. The dragon rears up on his hind-quarters, lashing his terrible tail, towering above Jack.

Quickly, the Green Man notches an arrow and lets it fly at the dragon's throat. It bounces harmlessly off the glistening scales. Jack fires a second, and a third. Both arrows are easily deflected and fall clattering back into the treasure.

DRAGON

Are those gnats come to trouble me?
Methinks this pesky gadfly needs
swatting.

The dragon leaps for Jack like a tiger pouncing on his prey, but somehow the nimble boy eludes his pursuer, diving headlong under a golden chariot. Furious, the dragon crashes about, flipping over anything in his path as he searches for Jack.

THE ROPE FROM ABOVE

Honeythorn Gump hangs from the dangling rope like a monkey, observing the mayhem below. Oona hovers at his side, her transparent dragonfly wings a-blur.

GUMP

(calling)

Mind them claws, Jack. Stay out of
his way.

OONA

Oh dear... oh dear...

GUMP'S POV

From above, the dragon's search for Jack resembles a raccoon flipping over rocks in a streambed hunt for crayfish. A large pile of silver and gold shields is stacked like roof-tiles and the dragon tosses them aside looking for Jack.

GUMP (O.S.)

(calling)
Keep one jump ahead, lad. Don't
waste time looking back.

JACK AND THE DRAGON

The dragon wrenches away a suit of jeweled armor and discovers Jack cowering underneath. A lungfull of fire sets Jack's clothing aflame as he scurries out of the way. There is no other place to hide. Jack is trapped, his back up against a massive shield. Enraged, the dragon rears above him, poised for the kill.

The dark shadow of doom falls across Jack as he cowers helplessly.

GUMP

Running with the rope, Gump pendulums into the air, swinging back and forth across the interior of the mound. Snatching up a jeweled war-club, he swings past the dragon's head, belaboring him with the mace as he passes.

GUMP
Filthy worm! Have a taste o' that!

Furious and distracted, the raging dragon turns his attentions to this new annoyance, swatting out with his talons as Gump swings by him. Oona buzzes round and round his smoking, fearsome head, staying just out of reach as the dragon slashes at her.

GUMP
Leg it, Jack! Move lad, while
there's time.

JACK

As his companions occupy the dragon's attention, Jack crawls away on his hands and knees, searching for a new hiding place. Sticking straight out of the heaped treasure before him, a splendid sword-hilt catches his eye. It seems to glow with some inner force. The golden pommel gleams.

Jack grasps the sword with both hands, rising to his feet as he draws it from the pile of jewels. The blade is near long as he is, awesome and shining with its own special light. Jack holds it in front of him like a crucifier in a religious procession. The light from the blade shines on his face, imbuing his spirit with courage and resolution.

Gump and Oona continue to annoy the dragon, swinging around his head and taunting him with the insignificant blows. The dragon lashes out at them, ignoring Jack.

Jack swings the mighty, shining sword back over his shoulder and rushes forward, a fierce WAR-CRY issuing from his snarling mouth. With one mighty swing, like a woodsman chopping an oak, he strikes at the dragon's hind leg, severing it at the joint.

The dragon's WAIL of pain is abrupt and piercing. Blood fountains from the amputated limb as the giant serpent sways for balance.

The dragon falls forward, toppling like a felled tree directly toward Jack. The Green Man stands his ground, holding his gleaming sword above his head with both hands. The dragon impales himself on the tip, driving the keen blade deep into his breast as he crashes to the ground. The sword is wrenched from Jack's hand and he jumps clear, the dragon writhing on his back in his death throes.

The mighty tail continues to lash about, wreaking havoc among the treasure. Jack nimbly avoids the random slashing and leaps up onto the dragon's scaled stomach. With a mighty tug, he draws his sword from the beast's chest. A geyser of steaming blood follows the blade.

The talons on the dragon's forelegs grasp and clench spasmodically but Jack ducks between them, avoiding the terrible claws. With a single backhand swing, he lops the dragon's snarling head from his neck. Copious quantities of boiling blood flush across the spread jewels.

Jack lifts his sword above his head and lets out an exultant victory CRY. Above him, Gump and Oona CHEER, shouting "Bravo" and "hooray!"

The dragon's head lies in a pool of blood, the forked tongue still probing the air. The great green eye slides closed.

EXT. FROZEN FOREST (C.U. RABBIT)

A young hare sits timidly in the sear grass, ears twitching, his large frightened eyes blink.

LILI

Several yards from the crouching rabbit, the Princess Lili stalks through the tall grass. We do not SEE her face, but her embroidered gown hangs in tattered rags about her. She moves with great stealth, like an animal, drawing ever-closer to the rabbit. Her limbs are completely covered by a shaggy fleece of dark hair.

The rabbit is very close now. Lili's movements are like a cat's as she creeps closer and closer. All at once, in a sudden, wild movement, the girl leaps from the concealing grass and pounces on the unsuspecting hare, killing it in

an instant.

C.U. LILI

We SEE the Princess's face for the first time now as she tears at the dead rabbit with her teeth. Fangs actually, for Lili's features are now far more animal than human. Her eyes gleam ferociously and blood smears her whiskered mouth as she eagerly devours her kill.

PULL BACK

to SEE Lili's hunkering form, totally bestial in its spread-leg attitude. The tattered dress seems merely a ludicrous refinement on so savage a creature. Her nails have lengthened into claws and she makes small animal noises as she tears at the rabbit's flesh.

The SHADOW of a mounted rider falls across her form and she looks up, cat eyes widening in terror at what she sees.

BARON

The Black Baron sits on his dark charger, staring down at the cowering girl. He laughs dryly under his horned wolf mask, the black cloak whipping about him in the wind. At his side is a deadly rapier fashioned from the long twisting ivory length of the alicorn.

BARON

A child of nature... How delightful.

LILI'S FLIGHT

Terrified, Lili drops what's left of the rabbit and sprints for the woods. She is very agile, running freely like a feral cat. The Baron watches for a moment, then digs his spurs into his horse's flank and is after her.

Lili runs for all she's worth, darting and zig-zagging in a frantic effort to avoid capture. For all her speed and agility she can't outrun a horse, and in moments the Baron bears down upon her, reaching low to catch the back of her torn dress and swing her up in front of him on the saddle.

BARON AND LILI

Lili claws and scratches, ripping at the Baron as she fights to be free. Her efforts only elicit laughter from her captor as he easily pins her struggling arms.

BARON

I like your spirit. I like things wild and free. More of a challenge... Don't worry, my pet, I'll soon have you housebroke.

Laughing his evil laugh, the Baron clutches the struggling animal/girl tightly to his chest and gallops away into the frozen woods.

INT. LINDFARNE MOUND - DAY

All the faeries have gathered for a great feast. The dragon's severed head is set upright on a pike. Haunches of spitted dragon meat turn slowly over a bed of coals. Much of the treasure has been gathered into sacks and stands by the rope like harvest grain awaiting transport. Several gnomes and elves are busy hoisting the sacks up out of the mound. Jack and the other faeries sit on the dragon's carcass, feasting and swilling wine from golden goblets. Jack wears the armor of Achilles and in it he is transformed from a wild hermit to a valiant knight. The others wear bits and pieces of bejeweled armor plucked from the treasure hoard. Gump has on a horned Viking helmet which fits him badly. Another imp, a monkey-faced elf named SCREWBALL, wears the helm of a Roman legionnaire. Everyone is singing.

FAERIES (ALL TOGETHER)

(singing)

The dragon's breath is made of fire,
His heart be black with sin, sin, sin.
But, his meat's as sweet as any desire,
After you've lifted his skin, skin, skin...

The faeries laugh and cavort. Gump waves a sizzling lump of dragon meat in the air.

GUMP

There be no finer victuals than worm
flesh, lad.

JACK

Better we eat him than the other way
round.

SCREWBALL

Keep me belly full, Jack. Kill us
another worm.

GUMP

Hush up, Screwball. Do your own
worm-sticking if you like the taste
so well.

SCREWBALL

Nay. Jack's the dragon-slayer, ain't
you, Jack.

JACK

By the grace of God.

GUMP

No false modesty, lad. You're a proper champion. Achilles' armor sits on you like it was forged to fit.

OONA

And the sword... surely that was providence.

SCREWBALL

They don't come no sharper.

Jack lifts the incredible sword, studying its length before laying it against the fallen dragon.

JACK

I believe this is a sword such as the archangels wield. Surely St. Michael had so fine a blade when he drove the serpent from heaven.

GUMP

Well then, you've got the sword and you've got the armor; all's lacking is the steed.

SCREWBALL

The fastest in the world.

JACK

I know where to find him... He lies out on the marsh, raven-fodder; his horn torn from his head.

GUMP

True, lad, the stallion's gone, but the mare still lives.

Jack smiles: this is a happy truth.

SCREWBALL

She be fastest now.

OONA

Can you find her, Jack?

JACK

I know where to look.

EXT. GLADE IN FOREST - DAY

An isolated glade deep in the frozen forest. Icicles hang like frozen daggers from the surrounding trees. A light dusting of snow powders the ground. No birds sing. All

is silent and still.

Jack, Gump, Screwball and Oona creep through the ice-coated underbrush. Screwball is clumsy and crashes over several gelid ferns which break like shattering crystal.

JACK

Shhhh!

GUMP

Screwball! You dolt! I've a mind to change you into a toad.

SCREWBALL

Sorry.

OONA

He's already half toad, if you ask me.

JACK

This is not the time for squabbling.

OONA

Sorry.

The foursome, all clad in armor, continue silently to the edge of the glade. They conceal themselves behind the trunk of a huge, gnarled oak. The glade is empty.

SCREWBALL

What do we do now?

JACK

We wait.

Disgruntled, the faeries settle down to wait. Jack removes his helmet and rests against the tree trunk. Oona nestles by his side, tittering softly and tickling his neck. Jack does his best to ignore her. Oona grows more playful, whispering and giggling at Jack's annoyance.

GUMP

Shhhh!

OONA

You shush.

JACK

What is it?

GUMP

Something's coming.

Indeed, an animal can clearly be heard approaching the glade; a crunch of footfalls on the frozen ground and the icy crack of branches snapping. Jack and his companions

peer around the tree trunk.

JACK'S POV

A shaft of pale sunlight pierces through the cloud-cover and angles down into the glade at the moment the mare unicorn steps out of the underbrush. The light glows on her milk-white hide and her rounded, swollen flanks. Slowly, with modesty and a certain dignified stride, the mare moves to the center of the glade and settles herself down, drawing her legs beneath her.

SCREWBALL (O.S.)
What's she doing?

JACK (O.S.)
I think she's about to foal.

JACK AND THE FAERIES

as they stare in awe at the resting unicorn. Even the demented Screwball has a silly smile on his face.

GUMP
Pregnant, is she?

JACK
It would appear so.

OONA
How wonderful.

They are suddenly interrupted by the LOUD HOWLING of wolves. The plaintive WAIL stabs through the cold air like a cry from Hell.

GUMP
Wolves!

OONA
No!

SCREWBALL
They want the mare.

Jack draws his gleaming sword.

JACK
Damn them!

GUMP
Careful, lad.

The wolves' HOWLING grows LOUDER.

JACK
Evil brutes. Shant work their

mischief here.

GLADE

Sword in hand, Jack steps out into the clearing. The mare unicorn is startled by his sudden appearance but makes no effort to rise.

JACK

It's all right, girl. I won't hurt you.

The unicorn is soothed by Jack's words and seems to recognize him.

Jack places the tip of his sword on the ground and stands waiting, hands folded on the pommel, patient as a statue. Ghostlike in their silent stealth, the wolves materialize along the edge of the glade. Large and gray, their amber eyes glowing, the wolves begin to circle, moving closer to their prey. Jack readies himself, holding his sword in both hands.

With his tail curled high, the leader of the pack snarls and rushes for the mare. Jack cuts him off, sending him flying with a swift sword stroke.

The leader's charge provokes an all-out attack. The wolves close in HOWLING from all sides. Jack wields his great sword like a berserk, chopping and slashing, driving the furious wolves away from the mare. Busy fighting three of the brutes, he doesn't notice the wounded leader creeping behind him.

The leader springs, jumping on Jack's back, tearing at his neck with his fangs.

SCREWBALL IN TREETOP

Screwball has climbed one of the surrounding trees, bringing his bow and arrows with him. He SEES the wolf attacking Jack.

SCREWBALL

(calling out)

Steady, Jack.

Screwball draws his bow, aims quickly, and shoots.

JACK

is powerless against the huge wolf mauling him from behind. Only the golden armor he wears protects him from the terrible claws. Screwball's arrow finds its mark, straight between the animal's shoulder blades. The wolf cries out once and drops lifeless from Jack's back.

Jack waves gratefully at the faerie.

JACK
(calling)
I'm in your debt, Screwball.

SCREWBALL (O.S.)
(calling back)
Watch behind or I'll never collect
on it!

Jack spins about in time to see the leader's mate charge savagely. The wolf leaps, a high, acrobatic arc whose trajectory moves from a blur of gray fur to the precise delineation of cold yellow eyes, lolling tongue and wicked, gleaming fangs.

Jack lifts his sword as the wolf lands on his shoulders and chest. Falling backwards, Jack thrusts up and the tip on his blade impales the wolf as they drop to the ground.

Tossing the squirming animal as a farmer would a fork-load of hay, Jack flips the wolf over his head. Scrambling to his knees, he delivers the death-stroke with swift efficiency.

Standing over the dead wolves, sword in hand, his breastplate drenched in their blood, Jack is terrible to behold. The others in the pack sense they have been beaten and slink whimpering back into the woods, tails abjectly hooked between their legs.

Gump, Screwball and Oona dart from their hiding places. They jump and leap about Jack, chattering happily.

GUMP
Well done, lad. Stout heart.

SCREWBALL
Wolf-slayer, worm-sticker... give a
cheer for the champion!

OONA
Were I a mortal girl, Jack, methinks
I'd be in love with you.

JACK
Then I'd kiss you without turning my
garments inside-out and sewing bells
all over.

OONA
No need for bells, Jack. I'll nay
enchant ye.

Oona stops her teasing and points to the unicorn, a look of utter wonder replacing the mischief on her face.

OONA

Oh, look!

THE UNICORN - OONA'S POV

A baby unicorn has been born; coal black with the first stump of a horn showing on his forehead. The foal lies beside his mother, who licks the blood from his shining, moist coat.

OONA (O.S.)

Isn't he beautiful.

FAERIES AND UNICORN

Jack and the faeries move closer to the unicorn. There is something holy about the scene, like an Adoration.

GUMP

A wee stallion.

Jack drops to his knees before the mare.

JACK

Praise be to God.

SCREWBALL

Small miracles better than no miracles...

OONA

Such a sad world, be there no unicorns to brighten it.

JACK

No fear of that now.

GUMP

Aye. This wee stud'll beget a line of champions.

The faeries kneel with Jack before the unicorn and her foal. The mare regards them without fear, recognizing friends. Stretching out her neck to Jack, she allows him to pet her and scratch behind her ears.

JACK

You're shy and pretty, little mother... You deserve a pretty name... I'll call you Sapphire, for your eyes shine so...

EXT. FAERIES' CAMP - DAY

The SOUND of swords clashing and the SHOUTING of tiny

voices CARRIES OVER to the faeries' make-shift military camp. Colorful tents stand under frozen trees, pennants snapping in the icy wind. A small army of elves, imps, goblins, gnomes and faeries has gathered, all decked out in various odd bits of armor recovered from the dragon's lair. Groups of these tiny folk are engaged in martial training, practicing with swords, lances and bows.

As we MOVE through the camp amid this mock mayhem, certain isolated incidents attract our attention:

Two goblins duel furiously, sweating and panting under the weight of their ill-matched armor. They are clearly exhausted. As the other elves continue slashing at one another, these two take time out; one leaning against a tree trunk while the other folds his arms in repose. But, their swords CONTINUE to duel, alone in mid-air, the blades crashing together MAGICALLY like iron birds.

Another group practices archery, aiming their tiny arrows at a straw scarecrow some distance away. They are extremely accurate, puncturing the dummy in a dozen vital spots. When the last arrow strikes, instead of retrieving them, the faeries stand their ground. One-by-one, the arrows PULL FREE from the scarecrow and FLY back unaided through the air to land safely in their owner's quivers.

Two huge knights, each over seven feet, slug it out in full armor with battle axes. They bash away at one-another, until a fearsome blow literally cuts one in half. The upper portion of the bisected knight topples to the ground with a LOUD CLANG. The two armored legs remain erect, swaying slightly like trees in the wind. Suddenly, a tiny head appears above the left cuisse. It is an elf. He is LAUGHING. Another elf pops his head out of the right-hand cuisse and the two "legs" hop off in opposite directions.

The fallen armor also comes apart: one gnome in the breastplate; another lifting the helm from the gorget.

The victorious "knight" likewise begins to disassemble, revealing a number of LAUGHING elves within, like clowns performing a carnival prank.

EXT. HILL ABOVE CAMP - DAY

Jack surveys his elfin army from the crest of the hill. He is mounted bareback on Sapphire, the mare unicorn, and rides easily without reins or bridle. The tiny black foal trots alongside his mother, and beside it pants an angry Gump.

GUMP

Don't see why I can't ride, too!
I'm second in command, damn it!

JACK

The colt's still too small.

GUMP

I'm small... and I can make myself smaller still... Small as a bee! Small as dust...! Want to see me do it?

JACK

We've no time for tricks this day, Honeythorn Gump.

GUMP

Tricks, is it? Why I'll trick ye! Ungrateful whelp! I'll sour your milk and bird droppings'll fall from the sky wherever ye walk.

JACK

Save your mischief for the Black Baron.

GUMP

Aye! That too.

JACK

You'll need more than bird droppings for Blackheart.

GUMP

I'll drop a cow on the knave!

JACK

Drop a mountain on him and we won't need our troops.

They laugh together, feeling confident.

GUMP

Fine-looking army.

JACK

We march on Castle Couer de Noir within the hour.

GUMP

How do you plan on finding this here castle, if ye don't mind me asking?

JACK

A true and troubling question, Gump... We'll start from where the unicorn was killed. The Baron must have left a trail.

GUMP

Track the demon to his lair.

JACK

Aye. And hang his foul hide up like
dirty laundry for the drying.

EXT. THE FROZEN WOODS - DAY

The rag-tag army of faeries on the march. Jack rides at the head of the column on Sapphire. Gump has had his way and is mounted on the colt, who trots obediently by his mother's side. The other elves and faeries are either on foot or mounted on an odd array of wild animals. Deer, foxes, rabbits, each serves as a steed for a tiny warrior. Bright banners undulate from numbers of lance tips. A variety of armor glistens in the pale wintry sun.

Overhead, Oona and several other small nymphs ride on flying songbirds.

As they march and ride, all the faerie folk are singing, their voices high and clear, shimmering like wind over a moonlit lake; precise as birdsong; haunting as an echo.

FAERIE TROOP (ALL TOGETHER)

(singing)

The sky is high, the world is wide,
Beneath the flowers faeries hide.
The ocean's deep, the moon's asleep;
In Oberon's care our souls will keep.

The stars are cold, the Gods are old,
Our heroes all be brave and bold.
The Devil's sly, the end is nigh,
Wicked ogres too must die.

EXT. ESTUARY - DAY

The SINGING CARRIES OVER as the faeries move out of the woods onto the frozen estuary. Jack urges the mare unicorn ahead of the procession.

FAERIE TROOP (ALL TOGETHER)

(singing)

The trees are green; spirits unseen,
The world we know is but a dream...

THE DEAD UNICORN

Jack rides Sapphire near where the body of her mate lies decomposing. As before, a black raven perches on the stallion's skull. The bird emits a vile CROAK as Jack approaches.

Alarmed by the raven and the sight of her dead mate, the unicorn rears on her hind legs. Jack clings to the animal's mane. The raven CROAKS.

C.U. RAVEN

The large bird spreads his wings, RASPING and CROAKING at the rearing unicorn and rider. For a single, horrifying moment, the raven appears to alter and change, transmuting into a HARPY. In place of the bird's head and bill is a visage resembling both skull and snake. Talons appear to be gnarled feet and a pair of distinctly human breasts sprout from between the sooty feathers.

HARPY
Beware... beware...

The harpy takes wing, CROAKING.

JACK

struggles to control the frantic unicorn. Gump and the other faeries ride up as Jack quiets the animal.

GUMP
Trouble, Jack?

Jack points at the raven flying high over the treetops.

JACK
We must follow that bird.

GUMP
Whatever for?

JACK
Jenny Greenteeth said: "Follow the raven in her flight..."

GUMP
Aye. Said to follow it to the edge of night. But is this the right bird?

JACK
I'm sure. It spoke to me.

GUMP
Birds speak to me all the time. What did it say?

JACK
Beware.

GUMP
Sounds like the bird we want.
(calling to troops)

All right lads, follow yon raven!

The troop of faeries shout and laugh, eagerly pursuing the raven.

EXT. EDGE OF THE FOREST - DAY

The faerie troop rides to the edge of the wintry forest. Their spirits are still high, but something about the mood of the place takes hold. The singing stops. Bright laughter fades.

Screwball, a WORRIED ELF and a NERVOUS GOBLIN ride side-by-side into the frightening forest. They make an odd trio, mounted as they are upon a fox, a hare and a badger. Arthritic tree branches twist grotesquely above them in the gloom.

WORRIED ELF

Something I don't like about this place.

SCREWBALL

Me too. No babies to pinch. Haven't pinched a baby in so long, probably lost my touch.

NERVOUS GOBLIN

Everything's a joke, Screwball? Laugh your life away.

SCREWBALL

Laugh's better'n stubbing your toe.

NERVOUS GOBLIN

Go on. Joke it up while evil magic weaves a spell about you.

SCREWBALL

What's the matter? Fraid of the big, dark woods?

WORRIED ELF

(pointing)

Look!

The elf points to a gnarled tree trunk. At a second glance, it appears to be the body of a man, twisted in petrified pain, his mouth open and howling a silent scream.

The three riders draw up short, staring in amazement at the curious shapes of the trees surrounding them.

NERVOUS GOBLIN

Over there! Another!

WORRIED ELF

This is sorcerer's work!

All the trees bear an uncanny resemblance to human figures contorted by severe pain. These are not the curious deformities of nature but actual, living beings transformed into trees.

Terrified, Screwball gallops his fox frantically back to the rear of the column.

SCREWBALL

Help! Jack! Gump! Preserve poor me!

The other two faeries are quick to follow.

NERVOUS GOBLIN

Wait!

REAR OF COLUMN

Jack and Gump ride at the rear of the column, threading single-file along the narrow trail through the dark, forbidding woods.

GUMP

How do we follow a raven we can't even see?

JACK

Send Oona up above the tree tops. She be our eyes.

GUMP

Good plan that.

All at once. Screwball and his two frightened companions come charging down the trail, causing the other faeries to scramble out of their way. This precipitates a certain grumbling: "Watch out! Be careful! Mind where you're going, etc."

SCREWBALL

Master Jack! Master Jack! These woods are alive! They're alive!

JACK

Of course they're alive. All nature is living.

GUMP

Barely living, from the looks of it.

SCREWBALL

No, no, no... this is different!

NERVOUS GOBLIN
This is evil! Black magic!

WORRIED ELF
Sorcery!

JACK
Where?

SCREWBALL
Up ahead!

JACK
Come on, Gump, let's have a look at
this witchcraft.

Jack nudges the mare unicorn and she sprints ahead in a gallop. Gump is right behind, trotting on the colt. The other three follow, less enthusiastically, on their animal mounts.

Once again, the other faeries have to make way on the trail. This time there is fist shaking and outright epithets as they charge through.

OTHER FAERIES
Swine...! Toad eaters...!
Maggots...! Vermin...! etc. etc...

EXT. DEFORMED TREES - DAY

Jack pulls the mare to a stop in the grove of malformed trees. He jumps to the ground and has a closer look at these curiosities. Gump and the others ride up behind.

SCREWBALL
You see! You see!

GUMP
These chaps'll need a woodpecker to
pick their teeth.

Jack pauses before a familiar tree, studying the grieved features molded into the bark.

JACK
Why, this is King Godwin, Princess
Lili's father. King Godwin and all
his mounting party... even the
hounds. See the lymers and alaunts!

Jack points to several tree stumps shaped like frantic hounds.

SCREWBALL

Never cared much for dogs. Always chasing the wee folk, they are... Think I'll lift my leg on one; see how he likes the tables turned.

Screwball saunters over to a dog-shaped root, untying his cod-piece as threatened.

Jack draws his gleaming sword.

JACK
This is ogre's magic.

GUMP
Blackheart?

JACK
Aye. He's enchanted the lot of them. His reward for delivering the unicorn.

GUMP
Foul fellow, this Couer de Noir.

JACK
The foulest. Mayhap I can cut them free.

GUMP
(shouting)
Jack, don't!

Gump's warning comes too late. Jack swings his mighty sword, driving the blade deep into a tree trunk resembling one of the hunters. The air is rent by a piercing SCREAM. Bright red blood gushes from where the sword cut the bark, flowing in a crimson stream down the trunk.

JACK
Dear God, forgive me.

The sight of the rushing blood unnerves even the boldest faerie. Screwball fumbles with his cod-piece, full of embarrassment and fear.

SCREWBALL
Oh dear... oh dear... I hope dogs have shorter memories than trees.

Jack scrambles on the ground, grabbing up handfuls of moss and mud.

JACK
Hurry! Gump, lend a hand.

Gump rushes to assist him and they press gobs of moss into the flowing wound. At first it is like attempting to stem

the flood of a leaking dam, the blood continues to ooze through their fingers and pour down the tree. The contorted expression of the hunter imprisoned within the bark looks evermore tormented.

GUMP
(grunting)
Worse than the battlefield.

JACK
What know you of fields of war?

GUMP
Ofttimes, the wee folk come out to
tend the wounded... staunch bleeding
with cobwebs... give a parched mouth
a sip of dew... cool a fevered
brow...

The applications of mud and moss begin to work. The bleeding from the bark abates.

JACK
There... it seems to quit... I'll
wager that war held other
attractions quite apart from
nursing.

GUMP
Well... if the knight be already
dead; what harm is there in...
borrowing a thing or two?

JACK
Stealing his arms?

SCREWBALL
What can you steal from a man
already lost his life?

JACK
His honor, I suppose... seeing he no
longer can defend it.

Jack is disgusted with the faeries. He picks up his sword and stalks away, leaving Gump and Screwball perplexed by his piety.

EXT. SKY - EVENING

The feeble sun is setting, like the pale-yellow yolk of a diseased egg. A small, swift bird, perhaps a swallow, clips along erratically through the cloudless, pearl-gray sky.

C.U. BIRD

Oona clings to the back of the darting bird. Her own gossamer wings, still and half-folded now, resemble those of an exotic butterfly. She rides the bird as one would a flying horse, hanging on to the neck feathers and shading her eyes with her free hand as she strains to observe something moving in the distance.

OONA'S POV

She is watching the raven, which no longer resembles a harpy, but is now simply a large, black bird. It flies with determined wing-beats, straight for a sharply pointed stone pinnacle rising above the treetops. The raven circles this monument once, then lands on the uppermost crag, folding his wings for the night.

OONA AND THE BIRD

Holding tight with both hands, Oona urges the bird into a sharp dive. It swoops like a falling arrow straight into the tangle of tree branches below.

EXT. FOREST TRAIL - EVENING

Jack rides silently at the head of the procession. He seems locked deep within himself. Gump and Screwball trot alongside, obviously uncomfortable with Jack's somber brooding. Neither of the faeries has the heart to break the oppressive silence.

All at once, the bird darts down out of the trees above, circles twittering, and glides in for a perfect landing on Jack's shoulder. Oona dismounts; rather, she herself flutters delicately into the air and flies over to Jack's other shoulder. She caresses his cheek and whispers softly into his ear.

GUMP
(impatiently)
What's she say...? What's she say?

Oona makes a disagreeable face at Gump. Jack reaches up and she hops into his hand with a smile.

JACK
Oona tells me the raven has roosted
for the night on a sharp stone spire
some half a mile distance.

GUMP
That would be Devil's Needle. Last
landmark I know in these woods.

SCREWBALL
Ogg lives there...! And Thurgis!

GUMP
Screwball! Be quiet...! We have
friends live 'neath the Needle.
They'll no doubt provide safe refuge
for the night.

JACK
Good.

GUMP
Beyond Devil's Needle, all is
unknown.

EXT. CAVE MOUTH AT BASE OF NEEDLE - EVENING

The Needle towers up above the trees straight and smooth,
a curiosity of nature resembling a man-made structure.
At the base of the rock is the opening to a cave. With
its yawning shape and sharp overhanging row of teeth-like
stalactites, it has the appearance of a gigantic,
devouring mouth.

The faerie troop rides up and dismounts. A number of
human skulls litter the ground, grinning through the
curved spokes of several bleached ribcages.

JACK
Twould appear other travelers
precede us.

GUMP
Nay, Jack, tis not what you're
thinking.

JACK
I trust our own welcome will be more
hospitable.

GUMP
Jack, Jack, it's dwarves live here.
Hard-working chaps. Hammering in
the forge all the live-long day.
Make the most wondrous things, they
do.

Jack stoops, picking a skull off the ground.

JACK
And this? Some of their handiwork?

GUMP
Nay. That's but to distract the
casual visitor. A dwarf is too busy
to suffer fools gladly.

JACK

Better to kill than be disturbed.

GUMP

Your imagination runs away with you,
Jack... Those bones be but
battlefield gleanings, like I
mentioned. A wee bit of carrion to
frighten off the uninvited.

JACK

Here is a bold champion's reward; to
serve as a dwarf's doorstep.

Jack tosses the skull back to the ground, his face flushed
with anger.

SCREWBALL

What care the bones when the soul is
free?

JACK

(scornfully)

Bah! You faeries have the morals of
ferrets.

GUMP

You do the ferrets grave injustice,
Jack.

(staring into the
cave)

But come... best settled 'fore dark.
This is inhospitable country at
night. All manner of spriggen and
banshee and bogies walk these woods
after sunset.

Gump leads the way into the cave. Jack and the others
follow.

INT. CAVE - EVENING

Stalactites twist down like fangs from above as Gump leads
the way through the underground labyrinth. Screwball
walks at his side, a flaming candle-stub stuck to the top
of his outlandish Roman helmet. Jack is right behind and
the other faeries are strung out in the rear, some
carrying torches, some candle-lanterns, others merely
lighting the way with their own mysterious foxfire glow.

Turning a final corner, the procession comes to a huge
golden gong hanging on the cave wall, a wooden mallet
beside it.

GUMP

We wait here. Those that come this

far be considered guests. The others... well, many false twists and turns lure them astray.

Gump delivers the gong a smart mallet blow. A surprisingly musical note echoes and re-echoes down maze-like passages.

JACK
Nice piece of work.

GUMP
Pure gold it is... plays a different note every time.

Gump strikes the gong again. The pure, musical sound is indeed different as it reverberates among the stalactites.

GUMP
See?

Gump strikes it a third time. Another note, even more beautiful, echoes with the sound, forming a melodic chord within the cave.

From around the bend a dwarf suddenly appears. This is OGG. He is short, muscular fellow with a gray, waist-length beard covering his naked chest. His leather blacksmith's apron reaches all the way to the ground, concealing his feet.

OGG
Enough... enough... Do you mean to deafen us with your infernal hammering?

Gump steps forward and takes the dwarf fondly by the hand.

GUMP
Friend Ogg. Excuse our enthusiasm, occasioned as it was by a fondness for you.

OGG
Honeythorn Gump, is it? I've not seen your ugly face since you sold me a jug of cow piss claiming it was dragon's tears.

GUMP
Well, bygones're bygones, I always say.

OGG
Or was it the time you and Jimmy Squarefoot stole the golden apples I'd forged.

GUMP

Twass Jimmy done that, I merely stood
for the blame unfairly... but, here
now, Ogg, this be no time to rehash
old differences, I've friends along
in need of safe haven for the night.

OGG

Who might these friends be?

GUMP

Screwball you know, and many other
of the wee folk. We serve as escort
for our grand champion, Jack o' the
Green.

Gump nods at Jack who bows politely.

JACK

Honored to make your acquaintance.

OGG

Grand champion, is it? And what
great cause leads you to me?

JACK

We seek the ogre, Baron Couer de
Noir. He slew a unicorn and plunged
the world into eternal winter.

OGG

Thought the weather terrible of
late.

GUMP

We seek to undo the curse.

SCREWBALL

Gonna make ogre-stew!

OGG

Any enemy of Blackheart's a friend
of mine... Come on then, there's a
bit of soup left and clean straw to
lie in.

Ogg vanishes, abruptly as he came. Gump motions for the
others to follow, leading them around the corner.

INT. FURTHER ALONG THE CAVE - NIGHT

Ogg is far in the distance. Although his looks are
deceptive, he is very agile and makes much better time
underground than the other faeries.

Suddenly, Jack stops short. He grabs Gump's arm and points to the sandy cave floor.

JACK
My God! Look!

GUMP
Something the matter?

JACK
(pointing)
Ogg's footprints!

C.U. FOOTPRINTS

Etched cleanly in the sand are Ogg's peculiar footprints, leading forward into the depths of the cave. They are quite obviously the three-pronged prints of a large bird, such as a goose.

GUMP (O.S.)
Shhh! Not so loud, mayhap he'll hear ye.

JACK AND GUMP

GUMP
Dwarves be very sensitive about their feet.

JACK
Certainly understandable.

GUMP
Very secretive, they are. Keep their feet covered up. Best if you don't mention it.

Far down the passage, Ogg waves his arm impatiently.

OGG
(calling)
Step lively now!

JACK
His feet shall never cross my lips.

GUMP
I should hope not!

JACK
Gump, you're putting words in my mouth.

The two hurry along the passageway to catch up with Ogg and the others.

GUMP

Words be a far sight better than a
dwarf's foot.

INT. DWARVES WORKSHOP - NIGHT

An underground Medieval factory. A row of glowing open hearth furnaces cast a vivid molten light across a dozen forges. Everywhere, dwarves are at work, hammering on anvils, heating metal with tongs, pumping bellows and trip-hammers; all wearing beards and floor-length leather aprons. The ROAR and CLANG of industry fills the air.

The faerie troops recline in shadowy niches along the back wall, eating and getting ready for sleep. Candles flicker, contrasting with the occasional will-o-the-wisp dazzle of faerie light.

Ogg guides Jack and Gump on a tour of the workshop, past bellows and furnaces without a word. Jack has a bowl of gruel and a wooden spoon. He eats with relish. Gump slurps at a dripping honeycomb.

INT. THURGIS' FORGE - NIGHT

Ogg leads Jack and Gump to a forge set somewhat apart from the others. THURGIS is a hunch-backed dwarf busy shaping a white-hot sword blade on his anvil. A barely perceptible nod is his only greeting to the visitors.

Rows of impeccably finished weapons, spears, swords and axes, stand stacked along the wall. Hanging above are magnificent golden shields and helmets. Jack puts down his bowl and examines the weapons as Thurgis plunges his glowing blade into a vat of blood. The HISS of steam is like a cry of pain.

OGG

(to Jack)

Can't beat dragon's blood for curing
a blade... Cousin Thurgis be co-
master here.

Thurgis studies the newly-tempered sword-blade, then arches an eyebrow as he regards Jack inspecting the finished goods.

THURGIS

Each fit for a hero... My uncle
fashioned a hammer for Thor. Twas
he named it Mjolnir. Grandfather
forged Excalibur... You won't ever
see finer craftsmanship.

JACK

Oh, but I have.

Smiling, Jack draws his sword and hands it, pommel first, to Thurgis. The dwarf examines the weapon, admiring the keen edge.

THURGIS
How came you by this blade?

JACK
I slew the Lindfarne Worm with it.

GUMP
Jack's a grand champion.

THURGIS
He wields a champion's sword, true.
I know the work... fine work...
Stagnar's work. This is the sword
called "The Avatar."

Thurgis hands Jack back the sword. He regards it with wonder.

JACK
The Avatar. I like the sound of it.

THURGIS
Sigurd the Volsung slew Fafnir with
that blade... See the line where
Regin welded the break?

Jack runs his thumb over the weld.

JACK
(in awe)
Sigurd's sword...

OGG
Another hero's hand-me-down...
Thurgis, note the armor; tis Greek
work.

Thurgis runs his hands over the decorative bas-relief hammered into Jack's breastplate.

THURGIS
Uhm... fine work.

JACK
Achilles wore it before the gates of
Troy.

THURGIS
You're well equipped, I'd say.
Legendary arms...

OGG

Takes more than a good sword to make
a hero.

Jack slides the sword back in its scabbard.

JACK

I pray always to be worthy of it.

GUMP

Stoutly spoke, lad. These dwarves
be sore grouches... Pay no heed to
their spiteful grumbling.

Gump grabs Jack by the arm and leads him away from the
forge.

JACK

(calling back)

I do thank you for your hospitality.

The dwarves make no reply, but stand solemnly watching as
Gump and Jack leave the workshop.

INT. JACK'S SLEEPING NICHE - NIGHT

Jack sits on the straw-pile unbuckling his breastplate.
Gump helps him to remove his greaves. The fabled sword
leans an arm-length away.

GUMP

Don't let this talk of heroes upset
you, Jack. Sigurd's sword is no
great thing. The Volsung killed
Fafnir. You killed Lindfarne.
That's one worm apiece... I'd say
you and Sigurd were neck-and-neck.

JACK

We're not in a tournament, Gump.

(lying back in the
straw)

Ah, but a sword twice tempered in
the blood of living dragons...

GUMP

Tis not the sword that counts, but
the man what swings it.

(Gump rises to leave)

Rest easy, Jack.

JACK

God protect you, Honeythorn Gump.

GUMP

Your strong right arm's all the

protection I'll need this night.

Gump wonders off. Jack arranges his bedding so it suits him. He places his sword close by the pillow and turns to blow out the candle. He is distracted by the glow of faerie light and a musical presence. This is Oona.

OONA

Do you always sleep with your sword,
Jack?

Oona kneels beside his bedside.

JACK

Never even had a sword in my hand
until yesterday.

OONA

Then, tis not for chastity?
Methought you kept a naked blade
twixt you and any maiden chanced
spend the night.

JACK

I live in an abandoned fox den neath
the roots of a thousand-year-old
oak. My bed is pine boughs and
rabbit skins. There's no need of
weaponry to keep the maids away.

OONA

I'm partial to oaks, as are all
faerie folk. Mayn't I come visit
sometime?

JACK

I'd be honored.

OONA

Only that?

JACK

And charmed, of course.

OONA

Fie! Don't speak of charms. I
should charm you for being so dull-
witted.

JACK

I had no thought of offending you,
Oona.

OONA

Do I not please you, Jack?

JACK

In every way.

OONA
And am I not fair?

JACK
Wondrously so.

OONA
Then why do you speak sweeter words
to Jenny Greenteeth?

JACK
That was in jest.

OONA
Jest with me then.

JACK
How so?

OONA
Tell me I'm fair, as you did the
hag.

JACK
You are fair as the first new flower
of spring...

OONA
And sweet?

JACK
Sweeter than bee pollen on a summer
wind.

OONA
Pray you be sweet as your words,
dear Jack.

Oona moves close to Jack, kissing his lips as a soft
cocoon of faerie light engulfs them. Nearly enchanted,
Jack pushes away.

JACK
Nay, Oona, tis not possible.

OONA
A faerie's love makes anything
possible.

JACK
I'm promised to another!

OONA
What shape I take matters not. Long
you for another? I'll give you your

heart's desire.

The faerie light burns brightly around Oona, surrounding her like a chrysalis as she alters and shifts, transforming into a grown woman. When she steps forward, parting the curtain of light like a niade stepping through a waterfall, it is the Princess Lili who appears.

JACK

Lili!

OONA/LILI

Come then, Green Jack, you've promises to keep...

Oona/Lili moves closer to Jack, running her hand behind his neck, embracing him.

JACK

No... this isn't real...

OONA/LILI

Oh, but it is... I'm warm and alive and happy to be in your arms.

Furiously, Jack thrusts her aside.

JACK

I'll not be enchanted! This is foul magic...! What an abhorrent creature would I be to dally with faeries guised as my beloved when the Princess herself has suffered God knows what fate.

C.U. OONA/LILI

OONA/LILI

(harsh and spiteful)

I wish I could show you that fate... Your precious princess! I wish you could see her now!

CUT TO:

INT. BARON'S CASTLE - NIGHT (C.U. LILI)

Lili has completely transformed into a savage beast. Fur covers her face, her ears are pointed. Sharp fangs punctuate her lips. Only her eyes still seem human and afraid.

LILI

(very frightened)

Please... kill me if you must... It would be a gift.

PULL BACK to show the dark room, windows shrouded by heavy black drapes. Thousands of candles drip and sputter, casting a flickering light across the clammy stone walls. The Baron stands before the cowering Lili, wearing his mask and wrapped in his cloak. In his gloved right hand he holds a whip.

BARON

My generosity is not so large as that.

LILI

What do you want with me?

BARON

Your love.

LILI

Your words sting more sharply than your whip.

BARON

I speak of love, and you think only of the lash.

LILI

You are cruel! Your heartless jesting worse than torture! How can you speak of love when you see what I am!

BARON

I like well what I see. It pleases me.

LILI

But I'm hideous!

BARON

You're magnificent.

LILI

Grotesque... monstrous...

BARON

On the contrary! The puling, pallid creature you were before was truly something disgusting. Now you are splendid... a fierce goddess... the embodiment of all that is strong and beautiful.

LILI

You lie! You wish to humiliate me, as if the form I'm forced to bear were not punishment enough!

BARON

You should glory in your animal nature. It is your triumph! None know that better than I!

The Baron rips off his mask. Beneath is a savage face, half-wolf, half-goat, with a pair of curling horns poised above. Lili SCREAMS.

LILI

God protect me.

BARON

Not from me, surely...

LILI

You... you're a beast!

BARON

We're all of us beasts, my dear. Only most are afraid to show it.

LILI

And you... are you not also afraid?

BARON

I am afraid of nothing.

LILI

Then why hide behind a mask? You are ashamed!

BARON

(laughing)

I know no more of shame than I do of fear. I wear this mask not for concealment but protection.

LILI

Protection?

BARON

I am a creature of darkness. I require the shadow's solace and the black of night... Sunlight is abhorrent to me... I cover myself completely whenever I venture forth in daylight... Sunshine is my destroyer.

LILI

Like some vile toadstool.

BARON

I prefer to think, more like the sagacious owl.

LILI

Do you feed on mice and rats?

BARON

I prefer a plump capon, but will happily serve you rats if they're to your liking.

LILI

Why have you brought me here?

BARON

To be my bride, of course.

LILI

I'd soon die.

The Baron uncoils his sinister whip.

BARON

That is your choice, my dear. A wedding will be far more swift, I assure you.

The Baron strikes out at Lili with his whip. It cracks in the air close by her and she leaps back.

LILI

Damn you!

BARON

We're both of us damned, my beauty.

Lili rushes to the window and pulls apart the heavy black drapes. A shaft of sunlight knives across the shadowy room and strikes the Baron like a bolt from Heaven. He reels from the force, grimacing in pain. There is a note of triumph in Lili's shrill laughter.

LILI

(laughing)

Toadstool!

The Baron cringes in the light. He lifts his thick cloak to shield himself and quickly pulls on his mask. This done, he retrieves his whip and advances on the cowering princess.

BARON

Bold and plucky. I admire your spirit, Princess, almost as much as I lust for your savage, feline beauty.

Princess Lili jumps up onto the window ledge, glancing down at the rocks far below.

LILI

I'm not afraid to jump. I'd prefer
that to being with you!

The Baron makes no reply, but strikes unexpectedly with his whip. The lash coils around Lili's neck and pulls her off balance, yanking her back into the room. She falls on her knees at the Baron's feet.

BARON

When the time's come, you won't need
to jump, I'll throw you out myself!

LILI

Do it now!

BARON

No. Now is the time for discipline.
Some lessons in obedience for the
future Baroness.

The Baron slashes Lili cruelly with the whip. She CRIES
OUT in pain.

BARON

Not as sweet as my caress.

The Baron strikes her again.

LILI

Jack... Oh, Jack... Help me...

BARON

Too bad your precious Jack can't
hear you... the damsel in
distress... A rescue attempt would
be most amusing... We could flay
sweet Jack alive as an after-dinner
entertainment...

The Baron punctuates each bitter phrase with a stroke of
the lash. Lili lies bleeding on the floor, WEEPING
helplessly.

DISSOLVE TO:

INT. JACK'S SLEEPING NICHE - NIGHT

The SOUND of Lili's weeping CARRIES OVER as we SEE Oona,
huddled in the corner of Jack's niche, crying softly to
herself. She has resumed her faerie shape and the light
which emanates from her fragile wings and body is of a
tender, delicate hue. Jack kneels solicitously before
her.

JACK

Oona... don't cry... please, you
mustn't...

OONA
(weeping)
You... you... you mortal you!

JACK
Please...

OONA
(sobbing)
Why should I feel such pain? Should
be the other way round... I could
vex you... make you dance your life
away...

JACK
Threats won't make me love you. Tis
not the way of the human heart.

Oona rises in a rage.

OONA
What care I for the human heart!
Such a soft, spiritless thing it is.
I prefer the hearts of hawks and
wolves; fierce and free and keen as
steel!

JACK
And as barren of love as stone.

OONA
I would build a wall around me with
such stone, so the likes of you
might never enter.

JACK
Be fair, Oona.

OONA
You beware, Jack! You and your
porridge-pot heart!

There is a bright whirlwind of faerie light, and in a
brilliant, pyrotechnic moment, Oona is gone.

JACK
Oona...? Oona, are you still here?
Blast!

Jack arranges his cloak as a bed-cover and settles down
for the night, drawing his sword and resting it beside
him.

JACK

Hard enough to fathom a women's
mind, what chance has one with a
faerie?

Jack blows out his candle. Blackness.

INT. CAVE MOUTH - DAY

It is the next morning. The faerie army is preparing for the march, donning armor and putting a keen edge on this weapons. Jack is mounted on Sapphire, resplendent in Achilles' armor. Gump brushes the coat of the foal. Ogg, Thurgis and several other dwarves have assembled to see them off.

JACK
(calling out)
Make haste! We've a hard day's
march ahead.

GUMP
Be gentle with them, Jack. They
only march to please you. Were this
a faerie journey, we'd ride the wind
on thistledown and ragwort stems.

Thurgis and Ogg approach. Thurgis carries a large, round golden shield. Ogg has something concealed behind his back.

THURGIS
(clearing his throat)
Ahem...! I'm naught for fancy
words, work as I do with my hands.
The world needs champions and I
favor that...

Thurgis hands the gleaming shield up to Jack.

THURGIS
I wrought this shield for noble
Tristan ere fate o'ertook him... No
blade nor axe can dent it. I
believe it will serve you well.

Jack straps the shield over his back.

JACK
I pray always to be worthy of it and
thank you well, Thurgis.

Ogg steps forward and hands two glittering objects to Gump.

OGG
Baron Couer de Noir is a blight

'gainst all nature. We dwarves be not fighters; still we are with you in this battle. Some of our handiwork may be of assistance.

GUMP
We be honored, friend Ogg.

OGG
There's a coil of golden thread fine as spider web yet naught can break it... and a silver key no lock can resist.

JACK
You're with us in battle.

THURGIS
May God protect you.

OGG
Aye, and valor select you.

Oona flies down abruptly from above the trees. Without looking directly at Jack, she addresses the assembled faerie warriors.

OONA
The raven has taken to wing and flies due north!

Jack waves his arm at the assembled troop of faeries and urges the unicorn to the head of the column.

JACK
Onward to victory!

The entire troop gives out with a rousing CHEER as it sets forward on the final trek through the forbidding forest.

EXT. DEEP IN THE FOREST - DAY

The trees are twisted and grotesque. A dense undergrowth of tangled vines studded with six-inch thorns block the troop's progress like over-sized concertina wire. Jack rides at the head of the column, hacking a pathway through the vines with his enchanted sword. Gump rides just behind, doing his best with his tiny battleaxe to clean up the excess.

GUMP
... this rate... we'll all be in our graves... 'fore we reach the Baron's fortress...

JACK

We'll surely be in our graves if we don't.

GUMP

Going grows slower... we've not made... half a mile in two hours...

Jack continues slashing at the serpentine vines. A final, vigorous sword-stroke reveals a frozen meadow; broad, open, and inviting.

JACK

Gump, look!

Jack urges the unicorn forward into the meadow. Gump and the remainder of the troop follow. At the far end of the clearing a row of cliffs stand like the ramparts of a city. Sheer and impassable, save for a narrow defile across which something very like a vast silver curtain hangs.

GUMP

God's blessing.

JACK

(pointing)

There's the way, mates.

Jack gallops forward across the meadow, followed close behind by the cheering faeries.

EXT. DEFILE IN CLIFFS - DAY

The faerie troops rein in a hundred yards from the opening. The silver curtain is now quite clearly SEEN as a gigantic spider web, the gossamer strands inches thick.

GUMP

What make ye of that, Jack?

JACK

It bodes evil.

Oona swoops down from above, hovering in the air before the faerie column.

OONA

(scolding)

Is this a May Day pageant? Are you all off on a lark...? The raven passed this way hours ago!

JACK

Heading north still?

OONA

True north...
 (she points)
Straight up that pass, through the
net.

 GUMP
Is it a net, then?

 OONA
Some sort of net... I'll see.

Oona flies rapidly away, straight towards the web.

 JACK
 (alarmed)
Wait!

 GUMP
Willful creature, that one...

OONA'S FLIGHT - JACK POV

Oona makes a bee-line for the web. She drives fearlessly ahead, without caution, flying straight into the center of the weave. Landing on the strands, she is immediately stuck.

OONA IN WEB

The more Oona struggles, the more entangled she becomes. Like a trapped fly, her frenzied attempts set the entire web trembling.

 OONA
 (calling out)
Help! I'm stuck...! Oh please
help!

A giant spider the size of a man makes his way along the web towards the helpless Oona. There is something especially repulsive about the creature's monstrous shape. His movements are a coordinated ballet of evil.

 OONA
 (screaming)
Please...! Jack! Help me...!
Don't let it touch me...!

JACK AND THE FAERIES

Jack draws his sword, calling to his troops.

 JACK
Hurry! Save her!

Suddenly, a staghorn beetle large as a rhinoceros lumbers out of the concealing bushes at the base of the cliff.

Its black, armored wing-plates gleam like polished steel.
The forked, six-foot horn towers above its head.

JACK

Lance!

A young goblin lance-bearer hurries forward with Jack's lance, handing it up to him.

JACK

Archers! Bring down that spider!
I'll deal with this other creature...

GUMP

Stay on your guard, Jack. The bug
is enchanted surely.

Jack sheathes his sword, lowers his lance, and spurring the unicorn with a kick of his heels, charges straight at the giant beetle.

The goblin archers rush forward shouting towards the cliff.

Jack rides straight at the big beetle. His lance strikes the hard carapace of the thorax and glances off, doing no harm.

Jack wheels the unicorn around and charges a second time. The lance hits the wing-casing and shatters. Jack is thrown from his mount. The evil beetle closes on him, pincers opening and closing like some grotesque engine of war.

THE WEB

The spider is nearly upon Oona as the archers line up below. A hail of arrows hit the mark. The spider reacts with spasms of pain as they stud into him.

OONA

... Kill it... Kill it!

The arrows don't stop the spider and it reaches Oona, biting her in the leg. She screams into unconsciousness. The spider sets to work spinning filament and wrapping the stunned faerie up like a cocoon.

JACK AND THE BEETLE

Jack scrambles to his feet, drawing his sword just as the beetle is upon him. A furious backhand slash lops off one of the insect's antennae. This doesn't slow it down; it continues to pursue the back-pedaling Jack, pincers clicking together like twin scythes. Jack parries and stabs, slashing at the beetle with his sword.

A well-aimed thrust takes off half the beetle's foreleg. Quantities of foul, black blood gush forth onto the ground.

THE ARCHERS

The goblin marksmen continue to pour a steady rain of arrows into the spider. The swollen abdomen bristles with dozens of accurate hits.

Two oversized wasps, each with a six-foot wingspan, dive down on the archers. They scatter much as soldiers of a later age will react to a strafing by aircraft.

One unfortunate pixie bowman is seized by a wasp and borne aloft. The wasp curls his abdomen beneath him. The barbed stinger emerges like a harpoon. The helpless, screaming pixie is stung through. The wasp releases the lifeless body and it drops back to earth.

JACK AND THE BEETLE

Jack continues to retreat before the beetle's advance, slashing with his sword. The second antennae is neatly amputated, without any effect on the giant insect.

Stepping backwards, Jack's foot goes into a hole and he is twisted off-balance and falls. The big bug's shadow darkens over him. The wicked pincers CLINK.

THE MARE UNICORN

as she lowers her horned head and charges the beetle. Running straight and true as a fighting bull, the unicorn drives into the side of the bug. The long, spiraling horn catches the joint between abdomen and thorax, sliding easily into the creature's side. The massive insect whips about in agony, snapping at the unicorn. Sapphire dances adroitly back out of harm's way.

The interlude gives Jack the time to regain his feet. Rushing forward, he stabs his sword into the space between the insect's head and thorax. The pincers open and close helplessly. It is all over. Jack stabs the sword in a second time. The big bug collapses.

Jack runs to Sapphire and vaults onto her back. With a victorious WAR CRY he charges forward to help the beleaguered archers.

ARCHERS AND WASPS

Jack is attacked from above by one of the wasps. It hovers above, seeking either to sting him or pluck him from his mount. Jack wheels the unicorn about in a tight circle. The wasp circles overhead. With a sudden, overhand slash, Jack strikes the wasp's basketball-sized

head from his droning body. The head drops like a stone. The body continues to fly in erratic circles, like a pilot-less aircraft, until it crashes, BUZZING, to earth.

The disorganized faeries CHEER loudly as Jack rides up to assist them. The surviving wasp harasses them from above.

JACK
(shouting)

Don't aim for the body, the armor is
too strong... aim for the chinks...
shoot at the spaces between...

The archers rally and aim as Jack instructed. Although the first arrows miss the mark, a second round is more accurate. The wasp is hit repeatedly between its body sections. Mortally wounded, it falls thrashing to the ground.

JACK AT THE WEB

Jack urges Sapphire to the base of the cliff as the goblin archers dispatch the wounded wasp. Sword high, he leaps down and rushes to where several of the web's anchor strands are fastened. From his life in the wild, Jack knows certain strands are not sticky so the spider won't get caught in his own contrivance. Jack checks a strand but gets stuck and only pulls free with difficulty. He tries another and finds it clean.

Sheathing his sword, Jack climbs the web, hauling himself up the uncoated strand like a sailor ascending the ratlines of a ship.

The spider, though wounded, spins a shroud for the hapless Oona and does not notice Jack's approach. Jack draws his sword and thrusts up into the arachnid's arrow-studded belly. The huge spider whips about in pain. Jack strikes him again, slicing off one of his eight legs. Frantic, the spider charges. The Green Man stands his ground and splits the spider's head in two with a mighty stroke.

The spider drops, falling past Jack, hanging-up in his own web below. Jack climbs to where Oona is bound, cutting her cocoon free from the web.

Jack carries the silken-wrapped Oona back down.

JACK AND FAERIES

Jack lays Oona's shrouded form on the ground and is immediately surrounded by the faeries.

GUMP
Well done, lad.

SCREWBALL

Three cheers for our champion.

The faeries give out with a hearty HOORAY as Jack works deftly with his sheath-knife, slicing the gossamer webbing from around the unconscious Oona. He severs the last strand and lifts her from the confining cocoon.

GUMP
Is she... dead?

JACK
No, thank the Lord, but she be sore
envenomed by the spider's bite.

GUMP
We're blind now. Oona was our eyes
and ears. How do we find the Castle
Couer de Noir without her?

JACK
We'll find it.

GUMP
Easily said... the raven passed this
way hours ago.

JACK
Heading true north. We continue in
that direction.

GUMP
Never knowing when it takes a turn
or changes course.

JACK
We'll trust in faith, Gump.

GUMP
Aye, lad... we've little else to go
by.

The goblins and faeries have prepared a small litter from two lances and a woolen cloak. Three faeries lift Oona and place her on the litter. Her face is serene, as if she were sleeping.

JACK
Gently, boys... go easy with her.

Jack draws his sword and chops through the bottom of the web, opening a passage into the defile.

GUMP
(barking)
All right, men! Let's bury our dead
and be on our way!

EXT. DEFILE - DAY

The column of armed faeries marches steadily up the defile. Jack rides at the head; Gump beside him on the colt. Four faeries bear the litter, carrying Oona on their shoulders. In the distance behind them are four small, flower-decked mounds: the freshly dug graves in which their fallen comrades lie buried.

EXT. BARON'S CASTLE - NIGHT

Like some deformed and dying organism, the towers and twisted turrets of the Baron's castle are silhouetted against the night sky. Utterly sinister in its malformed splendor, the building's shape suggests the embodiment of pure evil. High in the uppermost tower, a single light gleams through a slitted window.

Winging silently towards the castle, the coal-black raven glides through the night like an angel from Hell.

INT. TOWER ALCHEMICAL LABORATORY - BARON'S CASTLE - NIGHT

Dripping tallow candles cast flickering shadows across the mossy walls of the Baron's lab. All manner of arcane instruments; astrolabs, crucibles, retorts and furnaces, are crammed into the narrow room. Stuffed owls and crocodiles hang from the ceiling. The Baron, unmasked and wearing the flowing black robes of a master magician, is busy with an experiment. The table he works on crawls with toads and lizards; a large crucible drips blood. Several IMPS and DEMONS serve as the Baron's assistants, scurrying about the lab like characters from a Bosch painting. All are deformed, mutant creatures. They crackle and snigger like the inhabitants of a zoological madhouse.

The Baron takes up a glass container filled with eyeballs and pours them into his bloody cauldron, muttering to himself, his horned, lupine head fierce as Lucifer.

BARON
(muttering)
Blind eyes, blind eyes, what do you
see...? The future's secrets belong
to me...

A deformed imp with the head and goggling eyes of a fish, fidgets at the Baron's side. His evil master cuffs him and barks an order:

BARON
Batwing...! Bring me batwing, oaf.
Be quick about it!

The imp scampers off, searching among the musty jars and canisters.

BARON

And leper's thumb...! Be swift,
before the mixture cools!

All at once, the raven flies into the room, flapping in circles around the lab before coming to rest on the Baron's shoulder.

The raven rasps into the Baron's ear like a back-fence gossip. The Baron listens and nods, completely familiar with the language of birds. His reaction is one of vast amusement.

BARON

(laughing)

An army of faeries...! How very droll... Do they carry flowers instead of spears?

(the raven croaks)

Oh, real spears, they mean to be taken seriously...

(the raven croaks
again)

A boy riding a unicorn...? Things are getting serious indeed.

The Baron paces his laboratory, the raven riding on his shoulder. He pauses by a shelf where a bouquet of black roses stands in a vase crafted from a human skull. The Baron selects a single ebony blossom and sniffs it pensively.

BARON

So... the faeries are marching... if by some miracle they get past the insects... we'll have a surprise ready...

The Baron crushes the black rose in his fist. When he opens his hand, the blossom has been magically transformed into a hideously deformed bat. The bat unfolds its wings, revealing toad-like gargoyle's features and a long, forked reptilian tail. The grinning mouth is studded with tiny, needle-sharp teeth.

BARON

Yes... you'll do nicely... very nicely. Just the sort of creature to rip a faerie to shreds...

The bat-demon takes wing and circles the lab, diving suddenly at the fish-headed imp, who SCREAMS in terror. The bat fastens himself on the shrieking imp, tearing with

his tiny teeth. The imp waves his arms frantically in a futile effort to dislodge the creature. Blood flows. The Baron's cruel LAUGHTER ECHOES in the vaulted room.

DISSOLVE TO:

EXT. FOREST - DAY

A heavy mist shrouds the twisted trees, blunting their agonized shapes as if in pity. The Baron's demonic LAUGHTER CARRIES OVER and merges with the raucous CALLING of crows. A flight of the black birds passes through the fog, appearing suddenly, then fading just as abruptly into the gray.

The SOUND of marching men is HEARD. A moment later, the faerie troop is glimpsed, trudging forward out of the mist. Jack and Gump ride at the head of the dispirited column.

JACK

Why not admit it, Honeythorn Gump.
We've lost our way entirely.

GUMP

Long as we don't lose heart, Jack...

JACK

We'll never find the Baron's castle.

GUMP

Once you thought we'd never find the
Greek's armor and look at ye now,
decked out like a proper hero.

JACK'S POV

The wind parts the mist ahead on the trail and for just a moment a hideous form is glimpsed. Shaped like a hunchback with overlong arms, the creature has the head of a boar, with a long, flattened snout and curved tusks. This is JIMMY SQUAREFOOT.

JACK (O.S.)

Hold! What manner of demon be this?

JACK AND GUMP

Jack draws his gleaming sword.

GUMP

Wait, Jack.

JACK

Nay. This time we strike first!

Jack kicks the unicorn's flanks and gallops ahead down the

trail, brandishing his sword.

GUMP
(shouting)
Jack, no!

Gump urges the colt into a fast run and hurries after Jack.

The pig-headed creature darts off the trail and sprints into the woods. Jack is right behind, the unicorn swift as the wind. Which-ever way the creature turns in his frantic effort to escape, the unicorn leaps ahead, cutting him off.

A projecting tree-root catches the creature's foot and sends him sprawling. Jack leaps down, sword in hand and rushes up for the kill.

The creature snuffles and grunts with fear as Jack stands over him, poised for the killing thrust.

JIMMY
No hurt Jimmy, sir... oh no, please,
sir...

JACK
I'm sending you back to Hell!

Gump gallops up breathlessly on the colt.

GUMP
Hold, Jack! Don't strike!

JACK
Nay. I show no pity to imps and
fiends.

GUMP
I know the rogue, Jack. Tis Jimmy
Squarefoot.

JIMMY
Yes, poor Jimmy... never hurt no
one...

GUMP
He be a frightful-looking sod, tis
true, but harmless for all that.

JACK
Is he a friend, then?

JIMMY
Yes, yes... Jimmy Squarefoot good
friend to one and all...

GUMP
He's no enemy, that's sure.

Jack relents and sheathes his terrible sword.

JACK
Forgive my blood haste, Jimmy
Squarefoot, but I want no more
surprises from Couer de Noir.

JIMMY
The Black Baron, you say?

GUMP
Aye. We be on a quest to set the
world aright --

JACK
But seem to have gotten lost on the
way.

JIMMY
Lost?

JACK
Much good we do the world, for all
our noble quest...

JIMMY
Jimmy Squarefoot no lost.

GUMP
Well, clap yourself on the back
then, mate, and point the way to
Castle Couer de Noir.

Jimmy Squarefoot gets to his feet, dusts himself off with
dignity, and with exaggerated formality, extends his arms
and points into the distance.

JACK
(laughing)
Simple as that, eh?

JIMMY
Castle Couer de Noir built with
magic... simple as death... strong
as hate...

JACK
(bewildered)
You do know where it is?

GUMP
Hear him out, Jack.

JIMMY

Many time Jimmy Squarefoot try find
a way inside... many, many time...
Plenty treasure there, oh plenty,
plenty... It a bad place... blacker
than the Baron's heart...

JACK
Can you show us the way?

JIMMY
To Castle Couer de Noir?

JACK
There'll be spoils aplenty if you
guide us there. Once we breach the
walls, help yourself to all you can
carry.

JIMMY
That very nice.

GUMP
Will you do it, Jimmy?

JIMMY
No way over walls... too much
magic...

JACK
Let that be our problem, just get us
there.

JIMMY
You follow.

Jimmy Squarefoot starts off in the direction he pointed,
his odd, loping gait more animal than human. Jack looks
doubtfully at Gump.

JACK
Can we trust him?

GUMP
No... but what choice have we?

JIMMY
Follow Jimmy Squarefoot.

Jack waves his arms, signaling the troops to advance.

JACK
On to Castle Couer de Noir!

The troop follows Jack and Gump as they ride after Jimmy
Squarefoot into the fog-shrouded woods.

INT. DUNGEON - BARON'S CASTLE - NIGHT

The SNAP of a whip is as abrupt as the change of scene.

A vile stone cellar, walls dripping with moss and slime. Human bones litter the earthen floor. Chains and shackles hang between the instruments of torture: there is an Iron Maiden, a rack and a charcoal brazier heating various tongs and pincers.

The whip CRACKS again as the SHADOW of the Baron moves across the wall.

Princess Lili is chained to a stone pillar. Clothed only in tatters, her glossy pelt striped with bloody welts from the lash, she huddles helplessly before the fury of the Baron.

The Baron strikes again with the whip. Semi-conscious, Lili can do little more than whimper when she is hit.

BARON

Your moans seem almost pleasurable,
my dear... developing a taste for
the lash?

LILI

(groaning)
Kill me... I want... so nice...

BARON

Why should I kill you?
(strikes her again)
A simple course in etiquette...
something your parents sadly
overlooked.

The Baron slashes at her with the whip.

LILI

No more... please...

BARON

I can keep a victim alive for
weeks... months, if I desire it...
it's an art. They beg for death...
I keep it just out of their reach.

(he strikes her with
the whip)

The pain remains constant.

LILI

Don't please... I'll do what you
desire...

The Baron coils his whip.

BARON

Sweet Princess, you begin to sound most reasonable.

LILI

What do you want from me?

BARON

At the moment, very little. Your company at my table...

The Baron beckons and a squat imp with the features of a bullfrog scurries out of the shadows and unfastens the shackles binding Lili.

BARON

We'll get you cleaned up, find a suitable gown... I imagine you'll enjoy a good meal?

LILI

Oh, yes...

BARON

A few day's nourishment will see your strength returning.

LILI

And then?

BARON

Yes?

LILI

What will become of me then?

BARON

When you are ripe for my pleasure, I will enjoy the harvest.

LILI

I see...

BARON

I'm pleased you're not troubled by the prospect...

LILI

Do as you wish with my body, you'll never possess my soul!

BARON

Your soul...? Why should I bother with such a paltry trifle?

LILI

I don't expect you'd understand.

BARON

My dear Princess, the human soul is a highly elusive commodity. I suggest you spend some hours before the glass. Contemplate your intriguing reflection and consider whether such a creature as yourself could possibly possess something as fine and beautiful as a soul.

The Baron pulls a hand-mirror from beneath his robe and hands it to Lili. She refuses to look at herself, casting the glass aside in a rage.

LILI

You're a beast!

BARON

Indeed I am, my dear... that makes us a pair!

The Baron's lupine features appear even more demonic as he LAUGHS.

EXT. CAMP IN THE FOREST - NIGHT

A small fire blazes under an ice-coated tree. The faerie troop huddles about it in their robes for warmth. Deformed like a torture victim, Castle Couer de Noir is silhouetted against the frozen sky.

Gump and Jimmy Squarefoot sit on a fallen log next to Jack, who stares gloomily at the hideous fortress beyond the trees.

GUMP

(shivering)

Never felt so cold in all me born days...

JACK

The chill is worse this night.

JIMMY

It be the castle... we feel the castle... it be that close...

JACK

A castle's but stone and mortar --

JIMMY

Nay. Castle Couer de Noir is Devil's work... built with sorrow and grief...

GUMP

Don't like the feel of it, Jack.

JACK

It's your own fear troubles you...
We're here, aren't we? For all the
dark magic protecting it.

JIMMY

The walls be glued together with
blood and tears... the wind in the
basement cries with pain...

GUMP

Mayhap the Baron wanted us to find
him. What good is magic if you
don't make use of it.

JACK

Give in to despair and all is lost.

GUMP

It feels wrong, Jack... like a trap.

JACK

There's more than one way to spring
a trap.

GUMP

Aye, so long as you're not too
greedy for the bait.

JIMMY

Plenty treasure inside... Jimmy seen
it once.

JACK

You've been inside?

JIMMY

In a dream.

JACK

Don't speak to me of dreams! I feel
I've been dreaming since the unicorn
was killed.

GUMP

That be so, better you pinch
yourself now, Jack.

JACK

On the morrow I'll be awake enough
to see if dreams come true.

GUMP

Pray they don't turn out to be

nightmares.

Jack ponders this morbid thought as he and his companions stare silently into the dwindling fire.

DISSOLVE TO:

EXT. FOREST CAMP - MORNING

The dying embers of the campfire CARRY OVER and BLEND into the blood-red blaze of the rising sun. Swathed in mist and fog, the day star gleams dully, like the glowing eye of some half-mad creature.

VARIOUS ANGLES

The faerie warriors prepare for battle. Moving like ghosts in the mist, they gather weapons and carefully hone their swords and spear-tips.

SOUNDS of HAMMERING and CHOPPING, as the elves and goblins work at building ladders and siege equipment.

A pair of faeries fits together a catapult, the parts of which were painfully transported all this distance.

Jack and Gump stand on a small rise overseeing the activity. As the sun's warmth dispels the mist, the massive walls of Castle Couer de Noir materialize before them.

CASTLE - JACK AND GUMP'S POV

Shreds of mist are stripped away by the wind, like dead flesh peeling from a corpse, as the true nature of Castle Couer de Noir is revealed for the first time. The massive walls of the deformed fortress are constructed not of blocks of stone but with human bones. Like the catacombs of Paris, the skulls and bones, millions and millions of them, are arranged in geometric and decorative patterns, stacked one upon the other, an ossuary reaching to the sky.

JACK (O.S.)

The battlements of Hell...

GUMP AND JACK

The Green Man and the faerie stare in mute horror at the walls of the castle. The monstrosity of the evil dwarfs them.

GUMP

Tells you something 'bout him what lives there...

JACK

We'll need more siege machinery and longer scaling ladders.

GUMP

Why not mine the damned walls?

JACK

We do both. Our frontal attack a diversion whilst we drive a tunnel under...

Gump is cheered by Jack's decisiveness and the boldness of his plan.

GUMP

I'll set the dwarves to digging.

Gump hurries off down the hill, muttering and chuckling to himself.

GUMP

Together unto the breach... storming the bastions of darkness...

EXT. CASTLE TOWER - DAY

His black cloak whipping in the wind, masked and gloved, the unicorn horn mounted as a sword and strapped at his side, the Baron stands gazing down from his tower at the frenzied faerie activity below. At his side are two FISH-HEADED DEMONS, made more hideous by the deformed armor they wear.

BARON

(laughing)

An army of mites... see them scurry...

THE FAERIES - BARON'S POV

From the height of the tower, the faeries indeed seem to be mites, frenzied in their tiny activity. A battery of catapults is aligned, scaling ladders laid out in even rows. Gump barks orders as the faerie soldiers form ranks.

BARON (O.S.)

Even a wolf has fleas...

BARON AND DEMONS

The Baron leans against the parapet, the armored demons at his side.

1ST DEMON

Why so few?

BARON
Faith.

2ND DEMON
What?

BARON
Delusion... a kind of magic which
works against the magician.

1ST DEMON
Fool's magic.

BARON
Precisely. Faith has persuaded them
a pygmie with a sling can kill an
armed giant.

2ND DEMON
Dumb magic. Giant smash peewee.

BARON
Always.

2ND DEMON
We go out, smash 'em now?

BARON
No. Smashing is not required. I
have a surprise for our tiny
invaders... Raise that hatch!

The Baron points to an iron grill covering a skylight.
The demons scuttle over and lift it off. Immediately, the
DRONE of thousands of tiny wings is HEARD within.

1ST DEMON
I love surprises.

The DRONING grows LOUDER and LOUDER until a dark swarm of
fanged frog/bats rushes from the keep like a dark
whirlwind.

2ND DEMON
Birdies... pretty...

BARON
I doubt the faeries will admire
their beauty... Come, this will be
fun to watch.

The demons lurch back to the parapet, peering over with
the Baron as the black cloud of SCREAMING frog/bats
descends like an angry tempest on the faeries gathered
below.

EXT. FOREST CAMP - DAY

A FANFARE of trumpets as the faerie soldiers form ranks on the plain before Castle Couer de Noir. Rows of catapults, siege towers and scaling ladders are arranged along the edge of the icy forest. Gump strides up and down in his armor before the assembling troops, barking orders like a sergeant-major.

GUMP

Step lively now...! Pick up the pace, lads... This is war, not baby-pinching or curdling milk...

Splendid in his armor, Jack rides the unicorn in review as the faerie soldiers stand in proud formation before him.

JACK

Well done, Gump. A braver-looking host I can't imagine...

JACK

Men, I'm not much on pretty speeches. In a short while, the heat of battle will test us all, and I know that each of you will prove true and --

Jack is interrupted by the DRONE of thousands of wings growing EVER-LOUDER. A shadow falls across the assembled soldiers. Jack looks up to see the cause.

THE SKY - JACK'S POV

Like a tornado of utter evil, the dark storm cloud of frog/bats swirls down from the castle tower, their high, falsetto SCREECHING rising above the DRONE of wings.

JACK (O.S.)

What calamity be this?

THE FAERIE TROOP

The cloud of fluttering frog/bats envelops the ranks of faerie soldiers. Fluttering, screaming, the tiny winged creatures swarm into the ranks biting and scratching. The faeries strike futilely at them with swords and spears. It is like fighting gnats with a teaspoon. There is no way to keep order. In a moment, it's every man for himself. The formation is broken.

VARIOUS ANGLES

Screwball has a frog/bat attached to his face, the tiny teeth ripping. He tears at the creature and falls to the ground, rolling over and over and SCREAMING in pain.

A frog/bat zooms down on Gump. SEEN C.U., the gaping frog-mouth with its row of needle-sharp teeth is genuinely terrifying.

Gump is already having problems with a half-dozen clinging frog/bats. They bite and tear through his clothing as he swats at them.

The entire formation of faerie soldiers is in disarray. They mill about in frantic confusion, helplessly fighting the swirling myriads of frog/bats surrounding them.

In his armor, Jack is relatively well-protected from the infuriating creatures. Sword in hand, he hacks flying frog/bats from the the air as skillfully as a tennis player returning a serve. Several of the evil winged creatures land on the unicorn's rump, biting and drawing blood. Sapphire rears and whinnies in fear and pain. Jack swats them off with his free hand, doing his best to soothe his mount at the same time.

JACK

Easy girl... easy now, Sapphire...
calm yourself, they're no worse than
horse-flies in summer...

(calling out)

Men! Defend yourselves...! Form a
shield wall... hurry! Form a shield
wall!

THE FAERIE TROOP

Struggling in panic against the aerial onslaught of the frog/bats, the faerie soldiers take heart from Jack's command. They rally with encouraging cries of: "Come on lads, hop to it." "Get your shields up." And "All together now, form the wall."

The savage flying cloud continues its torment as the beleaguered faeries muster together and form a large shield wall. The troops in the center lift their shields above their heads, forming an armored ceiling against the dive-bombing frog/bats. The outer perimeters are also ranked with over-lapping shields. The entire phalanx closes itself in behind a solid wall of iron shields.

Jack and Gump, among the last to join the formation, hurry to its protection as the fury of the frog/bats swirls about them. Jack jumps down from the unicorn and pulls his mount with him under the protection of the shield wall.

INT. UNDER THE SHIELD WALL - DAY

Jack urges Sapphire to kneel among the troops. He wipes

the blood from her flanks and calms her.

JACK

Down girl... kneel, my darling...
it's all right now... you're safe in
here.

A steady, gong-like CLANGING resounds under the shield
wall. It is the SOUND of hundreds and hundreds of
frog/bats diving into the uplifted shields.

Gump, his clothing torn and face bloodied, crawls over to
Jack between the stalwart shield-holders.

GUMP

A fine mess this is... horrid,
nipping creatures... What do we now,
Jack?

JACK

Defend ourselves. We've bested far
worse already.

GUMP

Easily spoken...

JACK

Don't loose heart... Assemble the
archers. Have everyone not holding
a shield man a bow. Shoot the
damned things as they fly.

GUMP

There aren't enough arrows.

JACK

Never mind. Just do it! Retrieve
the arrows somehow.

Gump thinks it's helpless but nevertheless musters up a
determined expression and begins barking commands in his
most military manner.

GUMP

Here we go then, lads. You heard
Jack. Every man with a bow, front
and center... Aim up through the
shields. Send these damn gad-flies
to hell...

The archers scramble into position, kneeling between the
shield holders and aiming up through the intervening
spaces at the frog/bat tempest fluttering above them.

EXT. CASTLE TOWER - DAY

The Baron and the demons watch the frenzied commotion below. The Baron enjoys the spectacle immensely.

BARON

(laughing)

Fight's over before it's begun... soon the survivors will be in full retreat.

1ST DEMON

Then we smash 'em?

BARON

Anything left for smashing you may happily smash.

2ND DEMON

We watch... good fun...

BARON

Indeed, the best of fun... Enjoy yourselves.

The Baron wraps his cloak about him and starts for the stairs.

1ST DEMON

You go? Not watch fun?

BARON

I have something far more pleasant awaiting me.

2ND DEMON

More fun win battle?

BARON

This is another victory, my friends. What began with the lash shall be concluded with a caress.

2ND DEMON

(leering)

You go to lady now?

BARON

To finish last evening's delightful work.

1ST DEMON

We come watch... we come watch...

BARON

Nay. This is a private affair, no audience welcome... Better you watch the dismantling of our enemies... and, look you, see the moat is set

aflame.

1ST DEMON
Fire moat... why do that?

BARON
Purely a precaution...

The Demons bow low.

DEMONS
As you command, sire...

The Baron stalks off, sweeping down the circular stairs into the keep.

INT. CASTLE PASSAGEWAY - DAY

The passage is dark and windowless, lighted by occasional flaming torches. The Baron strides the length of the hall. He strips off his protective black garments, casting them aside in his impatient lust. First, the heavy gloves, then the wolf-mask, last, with a flourish, the floor-length midnight cloak.

Stripped to a simple under-gown, the Baron pauses before a thick iron-bound door. He is panting now, his nostrils dilated, flecks of spittle frothing his whiskers. His eyes narrow as he flings open the unbolted door and steps forward into darkness.

INT. UNDER THE SHIELD WALL - DAY

Beneath the shield wall is a world of shadows, the shield-bearers dark and solid as tree trunks; the archers moving between them like silhouettes of Sagittarius. Beams of light stab down through the openings. The archers kneel, aim and fire upwards into the light. The DRUMMING of dive-bombing frog/bats rumbles like thunder.

The archers encourage one another with boasts and compliments. "Good shot." "Right between the eyes!" "Bullseye!" etc. etc.

Screwball kneels and fires next to Jack and Gump.

SCREWBALL
(muttering)
Steady... steady...
(he fires)
There! Straight on... straight...
(his eyes widen with
delight)
Bloody marvelous shot!

Something CLANGS on the shields above. Screwball's arrow drops at his feet. Three frog/bats are impaled upon the shaft like shishkabob.

Screwball grabs up the arrow and waves his trophy in front of Jack and Gump.

SCREWBALL

Look at that shot! Three at once!
I can't miss!

GUMP

Very thrifty. Even got your arrow
back.

All at once, a bright BLAZE of orange LIGHT brightens the interior of the shield wall.

SCREWBALL

Sweet slippers of Oisin!

GUMP

They've fired the moat!

JACK

Water doesn't burn...

GUMP

And frog don't fly and bite like
tomcats. It be magic, Jack...
powerful ogre's magic.

JACK

There isn't much time!

GUMP

Been telling you that all along,
lad.

JACK

What magic have we on our side?

GUMP

Faerie magic's no match for a
sorcerer's power... We have Ogg's
gifts, the key and the --

JACK

That's it! The unbreakable line!
We'll tie it to an arrow and fire it
up into the timbers above the
portculis... then, I'll climb up
and chop down the drawbridge.

GUMP

Will you chance a miss?

JACK

There must be some way to get it up there.

Gump eyes Screwball, aiming through the shield-wall, and a sly smile spreads across his elfin features.

GUMP

Now, Jack, methinks I have the perfect solution...

EXT. PLAIN IN FRONT OF CASTLE - DAY

A wall of bright flames surrounds the macabre walls of the Baron's castle, the black smoke blending with the swirling cloud of frog/bats. Cowering beneath all this fury, the faeries' shield wall seems a meager fortress at best.

INT. BARON'S BEDROOM IN CASTLE - DAY

It is very dark. A small fire on the hearth provides the only light, casting bold, flickering shadows across the spartan chamber.

Something moves in the shadows. Something sleek and swift. There is another movement, sensual and predatory; a hunting animal.

The shadows dance; animal forms glide through the flickering light. They are not hunting, but mating. Their fur shines in the firelight. Tails SWISH in erotic sinuosity. The low, growling MOAN of their love language is the SOUND of pure, primal pleasure.

Glimpsed through the shadows, the sensuous sliding animal movement of the Baron and Lili becomes a passionate ballet. Their dark bodies writhe and merge, a collision of clouds -- the mating of shadows.

Lili is no victim here, but a willing and eager participant. She seems utterly feminine and feline, her back arched, a vibrant MOAN purring from her throat.

The Baron mounts her, proud as a stallion, and their rhythmic coupling casts lyric shadows across the bare stone walls.

EXT. SHIELD WALL - DAY

Drifting smoke swirls over the uplifted shields as Jack, Gump and Screwball break from the cover and protection of the phalanx. They sprint across the open plain. The smoke covers them. Their escape goes unnoticed by the furious frog/bats.

EXT. EDGE OF FOREST - DAY

At the crest of the hill where the plain meets the wooded forest, the faeries' siege machinery stands in martial ranks facing Castle Couer de Noir. A row of catapults is front and foremost. Jack and Gump run up the hill towards the engines of war. Screwball lags behind, complaining.

SCREWBALL

Why me, that's all I ask...? Why not Gunner or Floki...? Someone who doesn't bruise so easy...

Screwball reluctantly joins the others at the first of the catapults.

SCREWBALL

Someone like Floki... or Squarefoot... or --

GUMP

(full with authority)
You'll do it because I am you liege and I command you to do it!

Screwball gulps back a complaint and kneels before Gump.

SCREWBALL

Aye... my Lord...

GUMP

Rise, Screwball, and into the basket with you.

Screwball gets slowly to his feet, and just as slowly climbs into the launching basket of the catapult.

SCREWBALL

Maybe there's a better idea... What about birds... get a lift from some friendly bird...

JACK

Haven't heard a bird sing in days...

SCREWBALL

Or a kite...! We could make a kite... Let the wind do the work --

GUMP

Shut up!

Screwball is instantly silent. Gump hands him the dwarves' golden rope.

GUMP

Start acting like you're worthy of this mission... Here. Whatever you do, don't dare drop it.

SCREWBALL

Nay, Sire, I'll cling to it as to life itself...

GUMP

Good, lad... Here, Jack, give me a hand with the windlass... There's a good fellow...

Together, Jack and Gump labor at winding back the windlass on the catapult. As they turn, the launching arm is drawn slowly back, a cowering Screwball fearfully clutching the golden line in the woven-leather basket.

JACK

One more turn...

GUMP

That's it!

The launching arm is bent back into a taut arch. Screwball clenches his eyes shut. Jack stands by the release lever.

JACK

Have the engineers corrected for alignment and trajectory?

GUMP

Aye. Before the wee pesties attacked.

JACK

Then it's Godspeed, Screwball.

GUMP

(loudly)
Fire away!

SCREWBALL

Oberon's hump protect me-eeeeeeee!

Jack pulls the lever releasing the windlass and the arm whips forward, catapulting Screwball high into the air over the castle. His cry is lost on the wind as his form diminishes into a tiny dot arcing over the walls above the flaming moat.

EXT. CASTLE COURTYARD - DAY

A lean-to roofed with thatch is build along the inside

wall, sheltering a stable. The courtyard is deserted as Screwball comes hurtling like a meteor. He lands in the thatch and sinks from sight.

After a moment, Screwball's pixie face appears out of the straw.

SCREWBALL

Someone what doesn't bruise, says
I... glorious mission, says they...

A CLATTER of armored FOOTFALLS alerts Screwball to the approach of the Baron's demonic troops. A squad of hideous Heironymous Bosch imps, fearful combinations of reptiles and swine, long-beaked birds with insect wings, feathered rodents, deformed jackals, trots NOISILY across the cobbles below.

Screwball ducks into the thatch.

SCREWBALL

Dear... oh, dear... straight from
Hell by the looks of 'em...

The grotesque armor the imps wear adds to their sinister appearance. They JABBER LOUDLY at one-another in a fearful GOBBLEDYGOOK. The wicked points of their partisans glitter, passing at eye-level as Screwball burrows deeper into the thatch.

After a moment, the echoes of the imps passage fades. Screwball pops up out of the straw and has a look around, the coiled golden line clutched tightly in his grasp.

SCREWBALL

Bet they eat elves for breakfast...

Screwball clambers to the top of the lean-to roof and climbs up the protruding bones and skulls to the top of the wall.

EXT. TOP OF WALL - DAY

Screwball stares down the dizzying abyss into the flaming moat. He waves at his beleaguered companions, but is hidden from view by drifting smoke. This is a good thing, for another squad of imp-goons troops across the courtyard below.

SCREWBALL

Get moving, Screwball, 'fore they
serves you up on a piece of toast!

Screwball scampers along the ridge of the wall, hopping over the crenelations like a squirrel.

EXT. LEDGE - DAY

The wall abuts into the curving battlements of the central keep, towering above. A narrow ledge leads away from the top of the wall, arcing around the keep to the portculis.

Screwball begins the traverse like a mountaineer, edging one sliding foot at a time along the ledge, trying not to look down into the flame and smoke, nor across at his comrades huddles under the shield wall.

EXT. EDGE OF FOREST - DAY

Jack and Gump wait by the catapult, straining to see through the smoke shrouding the facade of the ghastly castle.

GUMP
(pointing)
There he is... out on the keep!

THE CASTLE - GUMP'S POV

At the distance, Screwball seems quite helpless, inching along the outer wall of the keep like a mouse on the back of a sleeping lion.

JACK (O.S.)
I see him.

JACK

as he stares, hawklike, at Screwball.

JACK
He'll be atop the portculis ere long.

GUMP
Best get down close to the moat, lad.

JACK
Aye. We're good as inside.

GUMP
It's what we'll find there worries me.

Using the drifting smoke for cover, Jack runs down the open hillside towards the flaming moat.

EXT. LEDGE - DAY

Screwball continues his cautious progress across the curving facade of the keep.

SCREWBALL

I should be out sippin' fresh cow's
milk straight from the udder...
that's what I should be doing...

Screwball's progress takes him under a sealed iron shutter. The SOUND of GROWLS and MOANING brings him up short.

SCREWBALL

What's this now?

Hooking his fingers into the eye-sockets of a convenient skull, Screwball gets a good grip and clambers up the wall to the window sill. Hanging like a bat, he peers through the tiny slit between the bottom of the shutter and the sill.

INT. BARON'S BEDCHAMBER - DAY (SCREWBALL'S POV)

The SOUNDS of MOANING are LOW and VIBRANT. The room is masked in shadows. Items of torn, discarded clothing lie in contorted positions about the flagstone floor. The coals on the hearth glow like the eyes of a demonic beast. Not far away, the unicorn horn leans against the wall, bathed in the ember's glow. Lili and the Baron lie together amidst a tangle of quilts and featherbeds. They MOAN softly, bodies wrapped in sinuous ease. Their dark fur gleams. Very tenderly, they lick one-another, like cats.

EXT. LEDGE - DAY

Screwball carefully lowers himself back to the ledge, grinning like a pixie.

SCREWBALL

Found the alicorn, I did, I did...
Found the Baron, too... hee, hee...

Screwball tip-toes away on the ledge, more sure of himself now.

SCREWBALL

Won't be the first caught on love's
horns.

EXT. ROOF OVER PORTCULIS - DAY

A copper-sheathed arch rising over the entranceway. The

drawbridge is drawn-up tight underneath and serves as a massive gate.

Screwball hops off the ledge onto the roof. A gargoyle rivaling the Baron's impish cohorts juts out of the wall just beneath. Screwball ties one end of the golden line around it.

EXT. EDGE OF MOAT - DAY

Jack hurries along the moat-edge, flames licking past him. He looks up and spots Screwball tying the line to the gargoyle above.

JACK
Screwball, down here!

Screwball waves at Jack.

SCREWBALL
(calling down)
Hello, Jack.

JACK
Done like a champion. Can you reach
me with the line?

EXT. ROOF OVER PORTCULIS - DAY

Screwball ties his sheath-knife to the other end of the line.

SCREWBALL
Easy as eating pancakes.

Screwball tosses the weighted line out over the moat. It clears the flames and lands at Jack's feet.

EXT. CASTLE WALL - DAY

Jack jumps with the line and pendulums across the moat through the leaping flames. He lands with his feet against the bones of the wall and proceeds to haul himself up, hand over hand.

EXT. DRAWBRIDGE WINCH - DAY

Jack reaches the top of the drawbridge. He walks the rope like a man on a leash and gets a leg over the top. On a small platform under the open roof stands a large wooden winch. The thick cable securing the drawbridge is wound around it.

Jack climbs onto the platform and draws his sword. In three swift strokes he hacks through the cable. The winch spins wildly as the chain holding the drawbridge rattle out through embrasures.

Amid the clatter, the drawbridge slowly descends.

EXT. CASTLE - DAY

The drawbridge gathers speed and lands with a LOUD CRASH across the flaming moat.

EXT. SHIELD WALL - DAY

Batting away bombarding frog/bats, Gump rushes up to the shield wall, shouting for joy.

GUMP
(shouting)
Lads... Look...! The drawbridge is
down... The walls be breached...

The faeries under their shields give out with a single, exultant victory CHEER, breaking ranks and running pell-mell down the hill towards the lowered drawbridge. The frog/bats fly after them like a swarm of pursuing bees.

High above the portculis, Jack waves his sword in the air, cheering them on.

EXT. DRAWBRIDGE - DAY

SHOUTING and YELLING like invading Vikings, the faerie soldiers swarm across the drawbridge, swords and spears on high. They are met by an alarmed contingent of the Baron's household guard. A nightmare battle is joined, faeries against fiends. The CLASH of steel on steel RINGS through the stone courtyard. Sapphire gallops into the thick of the fray, impaling a mole-faced imp on her long, spiraling horn.

The frog/bats, swarming in under the open portculis, make no distinction between friend and foe, biting and harassing the Baron's troops as indiscriminately as the faerie soldiers. This adds an additional element of confusion to the conflict. The faeries gain ground, hacking and stabbing into the inner reaches of the castle.

EXT. ROOF OVER PORTCULIS - DAY

The ROAR and HOWL of battle drowns Jack's enthusiastic CHEERS as he urges his men on from atop the roof over the portculis.

We SEE Screwball eagerly telling what he observed in the keep, but the SOUNDS of the conflict below COVER his actual words. It is obvious from Screwball's enthusiastic gestures that he describes the location of the unicorn horn. Screwball points along the ledge to the shuttered window in the keep.

A tremendous CRY OF VICTORY rises from below as the faeries break through the ranks of imps and surge forward into the castle.

INT. BARON'S BEDROOM - DAY

The room is dark. Lili lies in the Baron's arms surrounded by tangled bedclothing. He strokes her soft fur gently. A muffled CRY is HEARD outside and Lili, alarmed, sits up abruptly.

LILI

What was that? Did you hear that?

BARON

It's nothing. My men take great delight in routing the enemy. Don't trouble yourself, beauty.

LILI

It sounded like it came from the courtyard.

BARON

From the parapets most likely. The men are amused by a battlefield entertainment of my own contriving.

LILI

Might we watch, too?

BARON

Later, beloved... Now I wish only to be with you...

Lili snuggles against the Baron's chest, running her fingers through the silky hair covering him.

LILI

And I with you... I never dreamed life held such pleasures...

BARON

Pleasure is for those who seize it! Do you think those insipid, pale-skinned mortals will ever know such rapture?

LILI

It's odd... when I first found myself... changing... I was sick with loathing and disgust. I thought I was so ugly I wanted to die...

BARON

And, now?

LILI

Now I want to live forever. I've never felt so strong or happy.

BARON

Or looked so beautiful...

LILI

Yes. I feel that, too. Weakness is what is ugly.

BARON

Precisely, my darling. Your animal strength, your primitive power has surfaced... you are what you desire.

LILI

To be strong and free... that is all I desire.

BARON

So you shall be... Like our brothers, the hawk and the wolf, our spirits know no master... we are created in the pure image of the savage God that set our turbulent universe in motion.

Lili stretches languidly, rubbing against the Baron.

LILI

And what savagery would please you most, my Lord?

The Baron's talons rake Lili's fur as he hauls her into a rough embrace.

BARON

Mating with you, beloved... to share that exquisite pain once more.

The Baron bites her shoulder. Lili YIPS with animal delight.

The iron shutters are thrown open with a loud CRASH. A swath of sunlight stabs into the darkened chamber. Sword in hand, Jack stands on the window sill, silhouetted

against the brightness outside.

The Baron SHRIEKS and falls off the bed, GROANING with pain on the floor.

BARON
The light...! The light...!

JACK
Yield, Couer de Noir, or I grant no quarter!

The Baron scrambles on all fours across the floor, seeking to avoid the light. He snatches up the unicorn horn leaning against the wall and ducks into the shadows.

BARON
Protect me, beloved...! I need your help!

LILI

as she reacts to the Baron's plight. Her eyes narrow; her ears tuck back; a low GROWL rumbles from her throat as she bears her fangs.

BARON (O.S.)
Defend me...! My darling, you must defend me!

With the ROAR of a savage jungle cat, Lili leaps down off the bed as Jack jumps into the room.

JACK
Afraid to fight, Baron?

Claws hooked and gleaming, Lili stalks GROWLING between Jack and the cowering Baron. Jack doesn't recognize her, so monstrous in her savage appearance. He backs away a step, holding his sword in front of him.

JACK
Any closer and I'll cut you down.

Lili GROWLS. With a sudden leap, she is upon Jack, raking his face with her claws as she sinks her fangs into his neck where the bare flesh shows above his breastplate. Jack SCREAMS in surprise and pain, falling back under Lili's attack.

Jack and Lili fall to the floor, rolling over and over in a fierce struggle.

In the shadows, the Baron takes advantage of this distraction. He creeps to the side of the fireplace and pulls a hidden switch. A secret panel swings away from the wall. Quickly, the Baron scurries inside the dark

passageway beyond. The panel slides closed behind him.

Jack pulls free from the wild creature assaulting him. He struggles to his feet, grabbing up his sword where he dropped it in the attack.

Lili crouches, SNARLING as Jack backs away. With a wild CRY, she springs at him again. Jack thrusts defensively with his sword. Lili is impaled, the gleaming blade run completely through her body. MOANING, she sags into Jack's arms, his golden armor drenched in her blood.

JACK AND LILI

as she trembles in Jack's unwilling embrace, Lili's features alter and transform. The fangs and claws disappear. Her fur is gone. She is just a naked girl again, dying in her lover's arms.

JACK
(shocked)
Lili! No!

LILI
Jack... Forgive me...

As gently as possible, Jack pulls the sword from Lili's body. He drops the weapon to the floor and lifts the gravely injured Princess in his arms.

JACK
What have I done?

LILI
Only what's right...

Jack carries Lili over to the bed and lays her gently down.

JACK
I thought you were dead... I --

LILI
I was bewitched... it's better this way...

JACK
They told me you were dead.

Lili is weakening.

LILI
I wish I were... will be soon...
Don't be troubled, Jack, tis a great
gift you've given me...

Jack buries his face in the bed-clothes, sobbing.

JACK

No! I won't let it happen...

LILI

You've freed me, Jack...

JACK

It's the Baron's damnable work! Too cowardly to stand and fight... he used you to save himself.

LILI

No... it's not you he's afraid of, it's... light...

JACK

What?

LILI

Sunlight... It destroys him.

JACK

Sunlight?

LILI

That's why he goes masked during the day...

JACK

So, he's hiding in the dark...

LILI

In the dark... where I join him...

JACK

No! Don't let go... you mustn't! I love you!

LILI

And I... love you...

The door to the bedroom crashes open and Gump, along with Screwball and several other armed faeries, enter excitedly.

GUMP

Jack! The courtyard's been taken... The Baron's forces are besieged in the south tower. No sign of... Jack? Do you hear what I'm saying? We've won, lad.

JACK

It doesn't matter.

GUMP

Nonsense! Course it matters.

JACK

... the Princess Lili... I've killed her.

Gump approaches the bed and examines the wounded Princess.

GUMP

She's sore hurt, Jack, tis true, but not dead yet.

JACK

The wound is mortal.

GUMP

Nay. You've not reckoned with the powers of faerie medicine.

JACK

Can you save her?

GUMP

Easily... The question is, can we save ourselves? Be a shame to win the battle only to lose the war.

JACK

I don't... understand.

GUMP

The alicorn, lad. Come to your senses! Unless we find Baron Couer de Noir and bring back the horn the world is doomed.

Jack is himself again, eager for action. He grabs up his fallen sword and starts for the sealed secret passage.

JACK

The Baron hides in the dark in a passage under the Castle... Quick, give me the dwarf's key... the one which opens any lock...

GUMP

In the dark, lad? Why should he do that?

JACK

Because sunlight will kill him. Quickly now, give me the key.

GUMP

Sunlight, you say?

JACK

Aye. Hurry now, Gump, the key!

GUMP
Mean you to seek him out below?

JACK
I'm not afraid of the dark.

GUMP
I admire your valor, Jack. By all means, seek him out... But first, we needs visit the kitchen.

INT. KITCHEN - DAY

On stout shelves along the masonry walls are rows and rows of brightly polished plates and pots. All sizes and shapes; gold, silver and copper kitchen utensils shine and sparkle.

JACK (O.S.)
The kitchen?

JACK AND GUMP

They stand by the huge hearth, staring up at the cookware shining all around them.

GUMP
The kitchen be the most important room in a palace, for if the victuals ain't right, little else is likely to be so.

JACK
Did you bring me here to sup?

GUMP
Nay, lad, we're here to collect a weapon you'll need fighting the Baron.

JACK
What weapon?

GUMP
Sunlight.

JACK
Plan on carrying some away in a kettle?

GUMP
Easier than that, Jack.
(to Screwball)
Screwball! Fetch me down a couple

of them plates.

Screwball scurries up to a nearby shelf and brings down two large golden plates.

SCREWBALL

How're these?

GUMP

They'll do nicely.

Gump takes a plate and polishes it on his sleeve. He points to the far side of the room.

GUMP

Stand over there and hold your plate... like this.

Gump demonstrates how he wants the plate held. Screwball grips it with both hands, holding it up before Jack like a mirror.

JACK

Will you explain what's going on?

GUMP

Patience, lad.

Gump moves to where a beam of sunlight angles through the high kitchen window. He holds his plate in the light, trying different angles, until at last he manages to reflect the sunlight, beaming it straight at the plate Screwball holds. Instantly, it is reflected off Screwball's plate and strikes Jack straight in the eye, blinding him.

JACK

Hey! Stop it! I can't see.

GUMP

Ah, but you will. And so will the Baron, when we bring a little light to his dark hideaway.

Gump aims his platter at Jack. A BLAZE of reflected sunlight FILLS THE SCREEN with dazzling whiteness.

INT. SECRET PASSAGE - DAY

A DAZZLE OF SUNLIGHT FILLING THE SCREEN.

GUMP (O.S.)

Very nice, Goldenrod.

A very young elf struggles to hold a giant golden salver, sending a beam of sunlight scintillating down the

meandering tunnel.

Gump and Jack hold torches at the next bend. Gump positions a lovely niade with a copper pot lid, stealing a kiss on her fair shoulder in the process.

GUMP
Stand here, my dear... that's
right...

Gump stands behind the niade, guiding her arms so that the pot lid catches the sun-beam properly.

GUMP
Turn it just a wee bit...

The beam bounces on down the tunnel.

PASSAGEWAY

zig-zags up through the interior of the castle, steep stone stairs leading from level to level. Faeries stand at every bend, passing the sunlight one to another like an astral bucket brigade. Standing in a long soup-kitchen line in the darkness alongside, is a file of elves, faeries and gnomes, each holding a platter, bowl or pot lid.

JACK AND GUMP

Drawn sword in hand, torch up-lifted, Jack stands at the head of the procession, impatiently stepping forward into darkness.

JACK
Can't we move any faster?

GUMP
Tis a delicate operation, lad.
Requires a bit of engineering...
Next!

A hunched, long-bearded GNOME hurries forward, clutching a copper frying pan polished to a mirror-finish.

GNOME
Brown Tom o' Kirkdale reporting for
duty, sir.

GUMP
Stand easy, Brown Tom... Right here
is good...

JACK - FURTHER DOWN THE TUNNEL

Jack moves quite a good way down the tunnel, a corona of torchlight surrounding him in the darkness.

JACK
(calling back)
Seems to be some sort of vaulted
chamber up ahead...

GUMP
(yelling back)
Don't get too far!

JACK
Hurry up!

INT. VAULTED CHAMBER - DAY

Torch in hand, Jack moves cautiously out of the passageway into a vast underground room spacious as the nave of a cathedral. Stone columns thick as tree-trunks rise into the shadows above. Jack never relaxes his guard. He turns to check behind him every third step.

From a distance, Jack shines like a multi-faceted jewel. His every surface winks with reflected light: breastplate, shield, helmet, even the long, tapered sword held before him.

Gump's voice ECHOES from FAR AWAY:

GUMP (O.S.)
Ja-ack...

Jack is mid-way into the chamber. He moves like a canny warrior, pivoting, checking his rear, light on his toes.

ANGLE

The sibilant HISS of a sword-blade rending the air. The CLANG of contact as the torch is knocked from Jack's grasp and sent tumbling to the floor.

Jack whirls to face the challenge. It is the Baron. Enormous in the flickering light of the fallen torch, like some horned bear on his hind legs, the Baron advances, the unicorn horn gripped in his sword hand.

Jack hauls his shield off his back, stepping forward to meet the challenge. The Baron swings with both hands gripping the horn hilt. Jack parries with the "Avatar." When steel hits the alicorn it is as if lightning strikes. Sparks fly. A second exchange has Jack in retreat.

The Baron lunges with the alicorn. Jack receives the thrust on his shield. The curling point of the horn punctures the dwarf's handiwork like an arrow through a target. For a moment, the two combatants are locked together, face-to-face. Secure in his armor, Jack swings

his sword at the unclad Baron. He leaps back with the agility of a wild beast, wrenching the shield from Jack's grip and flinging it clattering aside into darkness.

Jack backs away as the Baron renews the attack. Again, the lightning CLASH of swordplay. Jack strives valiantly to withstand the onslaught but the Baron is too powerful. The swordplay comes faster. Jack stumbles to one knee. The Baron disarms him with a mighty blow. The "Avatar" RINGS musically as it tumbles out of reach into the shadows.

The Baron's leering face is made more demonic by the unsteady torchlight.

BARON

So, boy... Pray while there's still
breath in you...

The Baron draws back his arm for the death stroke. The torch flickers out.

The Baron's CRY RESOUNDS in the BLACKNESS.

BARON (O.S.)

Die...!

ANGLE

A blinding FLASH of LIGHT. The Baron SCREAMS, a wail of utter pain as the beam of sunlight hits him.

SCREWBALL

stands by a pillar holding a silver plate. He directs the sunlight at the Baron, following him as he twists and writhes in agony.

JACK

scrambles across the floor, seizing his fallen sword. He leaps to his feet and rushes at the cringing Baron, caught in the light like a hapless moth.

It is Jack's turn to wield a death-blow. He draws back to strike and the LIGHT WOBBLER. The BEAM STRIKES Jack in the eyes. He is momentarily blinded. He swings and misses, his sword carving the empty air.

JACK

Damn!

GUMP

rushes up to Screwball, cuffing him sharply on the back of the head.

GUMP
Dolt!

SCREWBALL
Sorry.

The CLATTER of HOOF-FALLS is HEARD galloping in the distance.

Jack rushes up, sword in hand.

JACK
He's getting away! He was at my mercy!

GUMP
Never show mercy!

JACK
I could have struck off his head just now!

SCREWBALL
Sorry, Jack.

JACK
It's done... we'll never catch him.

GUMP
Ever wondered why Jenny Greenteeth said you needed the fastest steed on earth?

JACK
Sapphire!

Gump turns brusquely to Screwball, grabbing his tunic.

GUMP
Fetch the unicorn... pass it along...

Screwball runs up the vast chamber to an elf standing at the entrance to the passageway.

SCREWBALL
(panting)
... Fetch the unicorn... pass it along...

The elf turns abruptly and runs up the tunnel.

INT. SECRET PASSAGEWAY - DAY

From elf to dwarf to goblin the word is passed. The wee folk scurry like moles in the dark tunnel, their PIPING

VOICES taking up the cry:

VARIOUS FAERIES

... fetch the unicorn... pass it
along... fetch the unicorn... pass
it along... fetch the unicorn...
pass it along...

The tiny VOICES MERGE and BLEND as the message is transmitted more and more rapidly. The words are lost in the steady rhythm. It is like the CHIRPING of crickets on a summer evening.

INT. VAULTED CHAMBER - DAY

The CHIRPING VOICES CARRY OVER and become the CLIP-CLOP of hooves. A graceful elf leads Sapphire, the mare unicorn, out of the darkness to where Gump, Screwball and several other faeries stand waiting.

GUMP

Swift as thistledown on the wind,
that's the faerie way...

Jack has recovered his shield, now slung across his back. He vaults effortlessly aboard the unicorn, clutching the long mane.

JACK

Easy, Sapphire...

Gump hands him up a blazing torch.

GUMP

Ride like wild fire, Jack.

JACK

He'll not escape me.

GUMP

You're on your own... like a true
champion.

Jack stabs his heels into the unicorn's flank and is lost from sight as a single leap carries him into darkness. Gump and the others stand watching as the SOUND of hoof-clatter FADES.

GUMP

... champion...

INT. CAVE - DAY

Jack gallops out of the vaulted chamber through a tall portal leading into a winding cave. Torch held high, Jack

races between the tapered spines of stalagmites. The shadows of the stalactites, hanging like daggers, shift on the stone walls as the unicorn thunders past.

Up ahead, a distant gleam of natural light beckons.

EXT. CAVE MOUTH - DAY

Jack and Sapphire burst from the mouth of the cave in a spray of dust. Jack wheels the mare around to a halt as he studies the barren ground. A distinct set of hoof-prints leads off into the distance. Jack urges Sapphire into a gallop along this track.

EXT. DEMONIC LANDSCAPE - DAY

VARIOUS ANGLES

It is a landscape of Death, like some Breughel vision of Hell. Ravaged by war and pestilence, all of the trees are stripped bare. The houses are in ruins, broken walls and tumbled towers stand like rotten stumps. Bones protrude from the muck. Corpses lie bloated and moldering.

Wagon wheels are set atop naked trees, skeletons tied spread-eagled across them. Like hooded inquisitors, vultures perch hunched along the rims.

Villages smolder in ruins in the distance. Smoke drifts like fog between the blasted trees. Resolutely, Jack keeps up the chase. The unicorn flies like a specter across the moribund landscape. Jack is riding towards the very gates of Hell itself.

EXT. EDGE OF THE WORLD - DAY

The landscape is barren now even of destruction. Mud volcanoes belch steam and fire. Grotesque buttes hunch under an unforgiving sky.

A wall of sulfurous flames leap like a vast curtain behind the sudden precipice cleaving abruptly from the edge of the earth.

The Baron stands alone like a Titan at the edge of this cliff, his mount dead at his feet. His silhouette is terrible against the flames. He holds the alicorn like Zeus gripping a thunderbolt.

Jack trots forward on Sapphire to meet him. At twenty paces distance, he dismounts and draws his sword.

The Baron smiles.

BARON

Welcome, Jack... I knew you'd be along.

Holding his shield before him, Jack closes on the Baron.

BARON

You are Jack, are you not...? The Princess has told me so much about you...

Jack grimaces at the mention of Lili.

JACK

You cursed her!

BARON

I gave her a taste of such joy as her wildest dreams never provided... even now my seed takes hold in the fiery furnace of her womb.

Jack rushes at him in anger.

JACK

You lie!

Jack swings wildly. The Baron parries with the alicorn. Sparks FLASH on contact. Jack is driven back.

BARON

Foolish boy! I take what I want and so I took your Princess!

JACK

Damn you!

Jack leaps to the attack but the Baron holds him back, SPARKS FLYING.

BARON

Yes... exactly... damnation! Don't you know me, Jack? Don't you know from whence I come?

The Baron's form alters hideously. Huge leathery wings sprout behind him. His eye glow like coals. Talons form on his hairy hands. Lizard scales armor his chest. He truly appears to be a demon from Hell.

BARON

I bring your head as a gift to my Lord Lucifer.

Alicorn gripped in both hands, the Baron rushes forward. He swings with all his might. Jack parries with the "Avatar." There is an EXPLOSION of LIGHT. Jack's sword

is broken in two. The force of the blow knocks him to his knees. He is helpless.

The Baron raises the alicorn to strike.

BARON
For you, oh my master, Satan!

ANGLE

As the Baron stands, sword/horn uplifted like a sacrificial priest, the storm-darkened heavens suddenly part. The clouds open and a ray of sunlight strikes the Baron like a bolt from God.

The Baron contorts with pain in the bright light. The unicorn horn glows white-hot. The fur on his hand smokes and he drops the alicorn, SCREAMING with pain.

Without warning, Sapphire gallops up behind the Baron and spears him through the middle. The unicorn lifts his writhing form high in the air, impaled like some kicking insect. With a toss of her horn, she hurls him to the ground.

The Baron hunches on his knees, gripping his mid-section in a futile attempt to keep the foul black bile from spilling out of him like a discharge of sewer water. He rears back his fanged head and SHOUTS in pain:

BARON
(crying out)
Lord Satan... protect me!

JACK

jumps to his feet. In three swift strides he has snatched-up the alicorn. It is no longer incandescent with heat.

Without pausing, Jack delivers a round-house swing, lopping the Baron's head from his shoulders. A fountain of black filth spews from his truncated neck as the body topples.

The severed head bounces off the edge of the cliff, tumbling out of sight past circling buzzards into the haze of smoke.

Jack looks over and grins at Sapphire, who rears and whinnies in triumph.

The Baron's body sags like a deliquescent pumpkin, leaking rottenness. Smoke swirls around the cliff edge. Jack wipes the alicorn clean of the Baron's black blood.

JACK

He's dead, Lili... he can't hurt you
any more...

The Baron's body continues to melt away, seeping into the
dry dust like bubbling tar.

Sapphire sidles over and rubs against Jack. The Green Man
wraps his arm around the unicorn's neck. The two
companions stand at the edge of earth, staring out into
the swirling flames.

EXT. HILLSIDE OVERLOOKING CASTLE COUER DE NOIR - DAY

The world is lush and green once again. The trees billow
like deciduous cumuli. Bold spring flowers polka-dot the
emerald meadow. In the distance, the Castle Couer de Noir
is in flames, thick, black smoke staining the azure sky.

The faerie army marches across the meadow, singing
jubilantly. They carry their wounded away on litters.
Foremost of these are the biers bearing Oona and Lili.
The Princess' litter is festooned with blossom; heaps of
wild-flowers blanket the unconscious girl.

FAERIES (ALL TOGETHER)
(singing)
They sky is high, the world is wide,
Beneath the flowers faeries hide...

Mounted on Sapphire and her foal, Jack and Gump pause on
the crest of the hill to look back on the faerie
procession and the burning castle. Jack carries the
alicorn like a marshall's baton. The SOUND of the
faeries' SINGING drifts musically up across the meadow.
Jimmy Squarefoot staggers along under an armload of booty.

JACK
A good day for singing...

GUMP
I've not heard a note out of you.

JACK
Not in the mood, I'm afraid.

GUMP
Listen to him. Not in the mood...

GUMP
On a day like none other the blessed
earth has ever seen... A day so fair
as forty springtimes --

JACK
I'm not denying it's a joyous day --

GUMP

Where's your joy if you cannot sing?

JACK

Were the Princess Lili to join me I
would sing till my lungs burst!

GUMP

She lives... isn't that worth
singing about?

JACK

She lives like all the world before
the Baron's curse lifted. Now the
world's reborn, yet still she
sleeps...

Across the way, the castle Couer de Noir collapses in upon
itself in a spasm of sparks and fire. Only the outer
walls and the keep remain. Cracks appear as the final
ramparts begin to crumble.

GUMP

You're too impatient... See how long
the castle burns. Think you evil be
purged in an instant...? And
remember: the quest is not
concluded.

Jack runs his hands along the spiraling length of the
alicorn.

JACK

Aye... We'll fetch it back, praise
God.

EXT. MARSHSIDE MEADOW - DAY (C.U. UNICORN SKULL)

The skull of the slain unicorn has been reunited with his
horn. A band of silver filigree conceals the repair-work.
Bedecked with flowers, the skull rests on a velvet pillow.
It is being carried in a procession.

FUNERAL PROCESSION

There is nothing somber or sorrowful about the ceremony.
Screwball, dressed in flowers, carries the pillow bearing
the unicorn's skull. Behind him, beautiful winged faerie
maidens in gossamer gowns carry long, serpentine festoons
of flowers. Other elves and goblins toss handfuls of
petals and pollen into the air. They all sing happily as
Sapphire and her colt prance along with them.

FAERIES (ALL TOGETHER)

(singing)

The trees are green, spirits unseen,

The world we know is but a dream.
The flowers sing; all birds take wing,
Life and Death are an endless ring.

The procession approaches an underground faerie tomb, beautifully constructed of fieldstone. The opening is like a well, leading down to the beehive chamber beneath the earth. At the bottom, on a blanket of blossoms, the unicorn's bleached alabaster bones are precisely arranged.

Two winged faeries take the pillow from Screwball and fly with it down into the tomb, placing it at the head of the skeleton. A shaft of sunlight makes the skull and horn gleam like polished ivory. All the elves and faeries, laughing and singing, cast the flowers they carry down into the tomb.

JACK AND GUMP

With the happy SOUND of the funeral as a counterpoint, neither Jack nor Gump appear particularly overjoyed. They stand beside Princess Lili's litter. Her still, pale form and the surrounding profusion of flowers bear too close a resemblance to the ceremony in the BACKGROUND. Jack and Gump mourn the living.

JACK

The quest's at an end and where's
the good of it? A faerie festival
over a pile of bones?

GUMP

Tis not the wound, that's sure. Not
a scar remains... we're talking
about a spell; harder to repair than
sword-work.

JACK

I'll do anything... face any
challenge!

GUMP

Might not need a gesture quite so
grand. What were you doing the very
moment the Baron's curse fell on the
world?

JACK

I was with the Princess.

GUMP

Where?

JACK

By the pond. She was teasing me.

GUMP

Go on... go on...

JACK

She tossed her ring in the pond and bid me fetch it. Said she'd marry me if I did.

GUMP

And did you?

JACK

Nay. It was lost. When I came up for air the pond was frozen over.

GUMP

That's it then... the ring!

EXT. POND - DAY

As beautiful and serene as when first we SAW it. The Princess is laid out under a tree, cushioned by thousands of flowers. All the faeries stand about the edge of the water watching Jack remove his armor.

Jack unbuckles the golden breastplate of Achilles and stacks it next to his gleaming shield and helmet. Gump helps him unfasten the greaves.

GUMP

You must find the ring... It completes the cycle; answers the riddle...

JACK

I'll try.

GUMP

You're good at riddles... Find the ring and the spell is broken.

Jack stripes down completely. He steps to the edge of the pond, pausing for a moment to look fondly at his faerie friends gathered around him.

JACK

Your fond wishes give me strength, dear friends.

SCREWBALL

(hooting)

No speeches! What's a little swim after sticking worms and ogres?

The faeries applaud and CHEER. Blushing, Jack dives into the water.

EXT. UNDERWATER - DAY

The cheering is silenced by the rush of water as Jack streaks down, streams of air-bubbles in his wake.

Jack strokes deeper and deeper, past undulating weeds and curious fish.

At the bottom, he moves carefully, trying not to stir up the muck. He gently parts the drifting tendrils, searching among the weeds.

A winking gleam catches his eye. He reaches out an eager hand to seize whatever it is.

A cloud of silt issues from his grasp as he opens his fingers. Centered on his palm, golden and perfect, is the ring.

Jack turns and strokes for the surface, a shining ceiling of light far above him.

EXT. POND - DAY

Jack breaks the still surface with a happy SHOUT. He holds the ring triumphantly above his head.

JACK
(exultant)
I did it! I found it!

LAUGHING joyously, Jack swims for the shore. The banks are deserted. Not a single faerie remains. But Jack seems not to notice. He takes hold of a tree-root and hauls himself back on land. The golden armor of Achilles is gone. In its place are Jack's old fur and leaf vestments.

JACK
And will my lady honor her word in
exchange for this bauble?

Jack stops short when he sees the Princess asleep under the tree. There is no trace of the heaps of flowers upon which she rested. Nor of the jeweled gown she wore on the litter. She looks just as before. Only asleep.

JACK
Well, I see what an exciting
spectacle I've provided...

Tossing the ring abstractly up and down, Jack pulls on his fur trousers and approaches the sleeping Princess. He kneels before her, lifting her hand to his lips.

JACK

Beggars on horseback come courting
the crown...

Jack slips the ring on Lili's finger. Her eye-lashes
flutter. She is awake, looking him straight in the face.

LILI

Oh! Green Jack! What a dream I've
had... proper nightmare.

JACK

Whilst you were sleeping, I fetched
your ring.

Lili looks at her ring and smiles.

LILI

Sweet Jack. I'm so sorry you found
me asleep. Don't know what came
over me.

JACK

I can't have been under much more
than a minute.

LILI

Seemed like weeks and weeks. Such a
terrible dream... I could never tell
you...

JACK

Is what you said about the ring but
another dream?

LILI

Oh no, dearest Jack... I meant every
word.

JACK

You're teasing still.

Lili wraps her arms around his neck, kissing him.

LILI

Nay, dearest Jack... you are to be
my husband. I want none other.

JACK

But... I am a Green Man. I have no
title, nor lands... scarce even a
few vines and threads to keep the
cold from my body.

LILI

You wear your weeds as well as
golden armor, Jack. Like a true

Prince... a champion!

JACK
Lili... I love you!

LILI
And I love you, my husband.

They fall eagerly into each other's arms. Their long, passionate embrace is interrupted by an unseen pest.

JACK
Ow!

Jack swats at his legs.

LILI
What's the matter?

JACK
Ouch! Something's biting me.

LILI
Biting you?

JACK
Pinching me!

LILI
Pinching? Where?

JACK
Everywhere! Ow!

LILI
I can't see a thing.

JACK
Nor can I. Damn! It's buzzing all around me. Ouch! I can hear it like a fly trapped inside my ear... Says its name is Oona!

LILI
Oona? Do you suppose it's a faerie?

JACK
Ow! Whatever it is, it hurts.

Princess Lili takes Jack by the hand and starts running, pulling him along with her.

LILI
Hurry up then, Jack o' the Green...
You'll be safe in the castle...
We'll hand out bells and crosses...
strew the floors with flax and

salt...

EXT. FOREST PATH - DAY

Lili and Jack run together holding hands down a sunlit forest path. The DIALOGUE is CONTINUOUS:

LILI

No faeries in the palace... We have our own magician, knows lots of spells... First, we'll tell my father the news... you'll like my father, Jack. He's not like most kings...

Watching from a high bank, unseen by Lili and Jack, the mare unicorn and her black colt stand in sun-dappled silence. The colt rubs against his mother's flank as she gently blows on his mane with her delicate sea-shell nostrils.

Below, Jack and Lili run together up the path into a BLAZE of sunlight.

LILI

... and we won't have to stay in some stuffy manor all the time. When the weather's fair we can live in the woods... I'll wear homespun like shepherdess...

They disappear into the GLARE and the screen goes WHITE.

THE END