

ANGEL

"Bloodlust"

Written by
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TEASER

FADE IN:

1 INT. WHITE ROOM - WOLFRAM & HART - NIGHT.

1

The harsh light sets in around two FIGURES. One, sits in a chair that rocks back and forth, calmly. The other, HOLLAND MANNERS, walking back in his previous steps, repeating --

HOLLAND

This is unacceptable. If Angel deciphers the text in those volumes, the Senior Partners plan will be thwarted. We can not allow it.

From him, we catch the OLD MAN, continuously rocking back in his chair --

OLD MAN

Why, you talk as if we are a team.

HOLLAND

We're fighting for the same thing!

OLD MAN

Well. Yes. But you are nothing but the pieces of a chess board, that we move around as time goes on. You have no free will. Therefor, you can not be working with us. Only for us.

Holland sighs.

HOLLAND

I've been doing this for a long time. I know how this place works. And I know Angel.

(beat)

He can stop us!

The old man stands, a FLASHING BLUR and he is in front of Holland, holding him by the throat.

OLD MAN

Bite your tongue! Do you have no respect for our higher leader!

(beat)

The Wolf, Ram and Hart!

Holland is dropped to his feet.

HOLLAND

Of course I do. There is no question about my loyalty.

(MORE)

(CONTINUED)

1 CONTINUED:

1

HOLLAND (CONT'D)

For god sakes, would I be doing all this for so many years if I didn't believe in them?! If I didn't respect them?!

The Old Man smiles.

OLD MAN

You disappoint them, Manners. They appear to be angry at you.

(beat)

You were supposed to kill him.

HOLLAND

But why? I want answers. I thought they wanted him for the big apocalypse. I thought he was an asset to the Partners. A vital part of their plan. But now it seems like Wolfram & Hart is the big apocalypse.

OLD MAN

The apocalypse ... is coming.

HOLLAND

And so are they! I need to know what the hell is going on.

The Old Man laughs.

OLD MAN

Stupid mortal.

Revealing a small blade in his hand he RUNS it through Holland, stabbing him. Holland SPITS a large amount of blood up, coughing.

HOLLAND

I ... am far from ... mortal.

Holland pulls himself off the blade, GRUNTING. The Old Man is shocked. He tilts his head.

OLD MAN

I see.

Holland's wound seals up, healed.

OLD MAN (CONT'D)

They want Angel dead. They don't want him disbanded from his soul.

(beat)

That was then. And this is now. And now, he will die. And I know just how to get rid of him.

(CONTINUED)

1 CONTINUED: (2)

1

Holland smiles; the good news brings joy to him, and we --

SMASH CUT TO:

2 INT. HYPERION HOTEL - ANGEL'S OFFICE - NIGHT.

2

Tight on the three books, we slowly begin to RETRACT, revealing them to be on a table in an office. Looking over them, ANGEL is revealed, deciphering the text.

A small sigh of stress, and he SLAMS his fist down onto the desk, enraged by his uselessness.

ANGEL

Damn it. I'm getting nowhere here.

A small BEAT and we hear the sound of FOOTSTEPS. Angel turns away from the desk, jaw dropped, waiting. The steps draw closer and he steps out of his office, picking up the sharp BATTLE AXE that sits by the wall.

CUT TO:

3 INT. HYPERION HOTEL - LOBBY - NIGHT.

3

Out of his office, he proceeds into the lobby. Heading closer towards the entrance that was wide open. He tightens his hold on the axe before a hand reaches in and taps him on the shoulder. A loud BEAT and he spins with the axe, SWINGING it --

CONNOR

Whoa!

Catching the axe, CONNOR, comes into view, out of the shadows into FRAME:

ANGEL

Connor? What are you doing here?

CONNOR

Getting my head chopped off is what it looks like.

Angel pulls the axe back, throwing it down and shaking it off. He looks awkwardly at his son.

ANGEL

Sorry.

CONNOR

Jeez. And I thought it couldn't get more stressful than mid terms.

ANGEL

You're back in school?

(CONTINUED)

3 CONTINUED:

3

Connor nods.

CONNOR

Figured I should go back. Had to do some catch up work, but its all good.

ANGEL

So, again I ask, what are you doing here?

Angel WALKS away from Connor, heading back into his office. With a short sigh, Connor follows in foot.

CUT TO:

4 INT. HYPERION HOTEL - ANGEL'S OFFICE - NIGHT.

4

Connor enters, Angel is already at the books again, trying to figure them out, with no such luck.

CONNOR

What I am doing, is spending some quality time with my bloodsucking father.

A small COUGH, to tell him that's inappropriate.

CONNOR (CONT'D)

Sorry. Bloodsucking-American.

ANGEL

I do not suck blood!

CONNOR

(sighs)

I'm only kidding. Try to relax, ok.

ANGEL

Relax? I've got the apocalypse coming, Wolfram & Hart on the way, and to top that off, I've got a business to run!

Connor sits down.

CONNOR

Oh yeah. I heard you re-opened Angel Investigations. How's that going?

ANGEL

Not very well.

CONNOR

Well, where's the team. You can't have a business running without a team to help you. Where are they?

(CONTINUED)

ANGEL

I gave them the night off.

Angel steps around his desk, taking a seat in his chair, with a sigh.

CONNOR

I've missed a bit since I left, haven't I?

ANGEL

Sure have.

CONNOR

Look. I'll make it up to you. Maybe I can help crack this code or --

Connor STOPS, looking at a single page of the book.

CONNOR (CONT'D)

(shocked)

I think I just cracked the code.

Angel PERKS up --

ANGEL

Really?

CONNOR

Its an Algorian text. One of the first languages ever spoken, and written. Died out years back.

(then)

Nowadays its used to off put the reader. Like misguide them, and make it look like its not understandable.

Connor places all books around to Angel.

CONNOR (CONT'D)

The text is defined as a *language that speaks in riddles, yet is so clear*. Cryptic, huh.

Taking a closer look, Angel puts all three books together, so it all reads as one.

ANGEL

That's it. You've done it.

CONNOR

I don't want to brag. But I am in college, you know.

ANGEL

This text follows onto this page, then concludes in the final volume.
(MORE)

(CONTINUED)

ANGEL (CONT'D)

(beat)

God I hate the Senior Partners!

CONNOR

So I was wondering. Do you think I could crash here at the hotel for a few weeks. Just until I get mid terms done. Been kinda hectic at school lately.

ANGEL

Come to spend quality time with your dad, that's a good one.

(then)

Of course you can stay here, Connor. You're always welcome here.

CONNOR

Okay, awesome. I'll go unpack.

Rising up from the chair, he goes to leave. Angel stands, surprised.

ANGEL

What?

CONNOR

Oh, yeah, well I figured you'd say yes, so I brought my things with me.

ANGEL

What would you have done if I said no?

CONNOR

I'd tell you that I have all my bags outside, and you'd have to let me in. Either that or threaten you with a pointy, wooden implement.

He exits. Angel sits back down, and looks at the volumes once again. He begins to flip, more towards the back. A large message, appears on each book. The first "THEY" the second "ARE" the last one being "COMING". He JOLTS back.

ANGEL

They're coming.

On a TIGHT shot of Angel we --

BLACKOUT:END OF TEASER

ACT ONE

FADE IN:

5 EXT. HYPERION HOTEL - LOS ANGELES - DAY. 5

The sun rises over the hotel, illuminating this establishing shot we begin to close in on. Reaching somewhat of the entrance, we --

FLASH CUT TO:

6 INT. HYPERION HOTEL - ANGEL'S ROOM - DAY. 6

Seated by the bed, Angel glares at the books. He is reading passage, through to passage, of each volume, trying to understand everything about the Wolf, Ram and Hart.

In enters, CORDELIA.

CORDELIA

Well, if it isn't tall dark and brooding. So much for taking the night off, handsome.

ANGEL

What do you want, Cordelia.

Cordelia sits down beside him, but on a chair.

CORDELIA

When are you going to come downstairs, huh? Been waiting for you.

ANGEL

Party going too slow.

Angel stands, getting up and walking away from her.

CORDELIA

What's the matter with you? Why are you so angry all the time?

ANGEL

'Cause I'm freaking out, Cordy! Do you know how freaked out I am right now? Do you? No, of course you don't. You think you're invincible just because you overcame death. Well not all of us come back from the grave, Cordy. Some of us --
(pause)
Some of us don't --

A small SIGH and he loses his balance. Falling to the wall, he shudders. Cordelia can see something's wrong.

(CONTINUED)

CORDELIA

You need to breathe, Angel.

Angel looks at her, eyebrows raised.

CORDELIA (CONT'D)

(from Angel's face)

Oh, right. You and the whole *vampire* aspect. Can't breathe.

(laughs; nervous)

I get it. Don't have to tell me twice. Ha. I'll just --

Slowly making her way out, she exits his room, and begins to track down the HALLWAY and out of sight. We slowly PULL BACK in on:

Angel. With another sigh, he reaches for his drink. A glass full of blood. He SKULLS it down fast, and exits, following on. As he exits the room, we --

CUT TO:

7 INT. HYPERION HOTEL - HALLWAY - DAY.

7

Chasing up Cordelia, Angel grabs her, just as she meets the stairs. Turning her around to face him, he speaks.

ANGEL

Cordy, look. I really didn't mean what I said. I've just been so stressed out lately and I can't seem to think. I've got Wolfram & Hart coming to kill me. I've got a whole business to --

CORDELIA

(interrupting)

You talk as if you're alone in this.

Angel STOPS.

ANGEL

I-I am alone in this, Cordy. Who else can fight them, huh? Who else can take care of things? Not you!

(beat; then)

Not Gunn. Or Spike. Or Kate! Heck, not even Illyria who has been a total embodiment of human emotions ever since Wesley died!

CORDELIA

You need to calm down. You hear me, Angel? Take a nap. Go brood in a corner. Just calm things down, now!

(beat)

(MORE)

(CONTINUED)

7 CONTINUED:

7

CORDELIA (CONT'D)

I can't deal with a hyper hero right now. No one can deal with that. We need your help. And you need ours. We can fight this thing.

Angel laughs.

ANGEL

You talk as if we're a team.

Angel PUSHES passed her, and heads down the stairs. A closing shot of Cordelia and we FOLLOW on --

CUT TO:

8 INT. HYPERION HOTEL - LOBBY - DAY.

8

Rushing down the stairs, Angel enters FRAME, before soon leaving it and hiding out in his office. Reaching the bottom of the stairs, Cordelia returns to view. She shakes her head at him, turning off and running into CONNOR.

CONNOR

Whoa. What's up with you?

CORDELIA

I don't want to talk, Connor. I just don't want ... to talk right now.

CONNOR

Fine with me.

Connor walks around her, carrying the big boxes of stuff in his hands. The hotel is really busy! PULL BACK to:

GUNN. He stands by the office window, in the lobby, talking with two demonic beings. They are here for some detective work. The dialogue is drowned out by another conversation in which we PUSH FORWARD and over to:

KATE. Standing with her arms folded, leant against the wall, she is talking with the miserable Cordy, who stands beside her, whimpering.

CORDELIA

Life sucks.

KATE

I think you should rephrase that, to *our lives suck!*

CORDELIA

Its not just us. It can't be. If it is, then I hate life.

KATE

I hated life a long time ago.

(CONTINUED)

CORDELIA

Great. Now we're fighting of who hated life first. Where the hell is Wolfram & Hart when you need them. Its about time they showed up and killed us.

Loud, intentional COUGHS are heard by the entrance, and the two look up over to it. There stands two SUITED LAWYERS, entering with caution. Following in behind them, is the one and only Holland Manners.

Kate looks to Cordelia.

KATE

Be careful what you wish for.

The whole team gathers. Standing in a bundle, looking on as the members of Wolfram & Hart step down towards them. The customers, demonic and non, exit the room, frightened by their presence. As for Angel, he stays dormant in his office.

HOLLAND

Well, this is Team Angel. I've heard so much about you. Screwing up Wolfram & Hart's plans.

CORDELIA

Its what we live for!

GUNN

Got that right. Man, we love ruining your lives.

HOLLAND

Hmm. Charles Gunn. Quite the rogue vampire slayer in the early days.

(beat)

What happened to you? Heard you got the love of someone's life killed, all because of a pesky contract.

Gunn LAUNCHES his fist out, smacking Holland in the jaw. He stumbles back and the two lawyers pull out GUNS, aiming them at him.

LAWYER #1

Move again, and we'll put a bullet through your head.

Holland smiles.

HOLLAND

Violence, gets you nowhere, *Gunn*. In fact, its all about the brains.

(MORE)

(CONTINUED)

8 CONTINUED: (2)

8

HOLLAND (CONT'D)

All about how much knowledge you have stored up in your noggin. All the non-implanted knowledge, anyways.

GUNN

You better think twice before saying stuff like that 'round here, boy. I don't have to listen to crap like that.

The guns are COCKED, and Gunn stops in his path.

HOLLAND

Where is he?

GUNN

Who?

HOLLAND

Who else would I be talking about?!

The team SEPARATE, revealing Angel already standing in the doorway of his office. Stepping out, he brings a long BROAD SWORD up into view.

ANGEL

So, Manners. What brings you here?

HOLLAND

I've been sent by the --

ANGEL

(interrupting)

Senior Partners, I assume! Well whatever they told you to get. Whatever they told you to do. Its not happening. You will leave this hotel, and if you don't, well, I guess I'd just have to kill you.

Holland looks shocked.

ANGEL (CONT'D)

Two can play at this game, Holland.

HOLLAND

Well. Look at you. What are you fighting for, vampire? Lately, I can seem to tell you apart from --

(beat)

Angelus.

ANGEL

Get out.

(CONTINUED)

Holland smiles as Angel draws the blade of the sword closer up towards him. With a small SIGH, he continues --

ANGEL (CONT'D)

Take your little buddies here and get out.

Holland begins to turn around.

HOLLAND

I'm sorry --

The three of them begin to head out, and Team Angel turn their backs from them. A small BEAT and Holland turns back around, a tranquilizer in his hand; pulled out from his jacket.

HOLLAND (CONT'D)

(beat)

But that's just not an option.

BANG! Angel goes down hard, a large dart in his back. The team SPIN AROUND, shocked. A second BANG and smoke begins to rise around the gun. The bodies drop and we stick TIGHT on their unconscious bodies. Closing in closer, we can't help but PULL BACK on:

Holland.

HOLLAND (CONT'D)

Round up the bodies. I want them all over this perimeter.

LAWYER #2

What about the vampire?

HOLLAND

I'll take care of him. Now go!

SMASH CUT TO:

A staggering FIGURE drops into the alley, short of breath. A familiar face, WINIFRED BURKLE, shocked at what's behind her. She picks up her legs, continues to run, attempting to find a speck of daylight, but it was too late.

She gets YANKED back, hits the wall, and is pinned up against it by a vampiric fiend.

VAMPIRE

(with a lisp)

Sorry, darlin'. But this is where it ends for you.

(CONTINUED)

FRED

Already dead, genius.

The vampire steps back from her, letting go.

VAMPIRE

(with a lisp)

Darn it! You a vampire?

FRED

Worse.

VAMPIRE

(with a lisp)

Oh yeah?

MORPHING into her god-like figure, ILLYRIA scratches to the surface, awakening.

ILLYRIA

I'm a god!

Planting her fist through the vampire's heart, he completely erupts into dust. Illyria stumbles back, blinded, before a hand GRABS her from behind. She SPINS around to see:

SPIKE. Taking the hit that came from Illyria's elbow, a reaction from the surprise.

SPIKE

Bloody hell, Blue! What was that for? God!

ILLYRIA

I was caught off guard. You should make your presence known before grabbing my attention.

SPIKE

What are you doing out here anyway?

ILLYRIA

Overcoming grief. Its a disgusting emotion. One in which I do not wish to endure. I wish to stop this so --

SPIKE

That you can what? Beat up vampires at the bar?

ILLYRIA

Bar?

SPIKE

Yeah. Its right in there.

(CONTINUED)

ANGLE: DOOR

A shot of the door, a huge sign hung on it, flashing, although not as bright in the middle of the day.

ILLYRIA

I should have smelt the demonic filth from a mile away. Something must be affecting my minimum power.

SPIKE

Minimum. Here I thought you gods were supposed to be all high and mighty ... in that department anyway.

ILLYRIA

I was. Until you and Angel stripped me of my birthright. My heritage.

SPIKE

Suck it up, Blue. You're one of us now. Team Angel.
(unenthusiastic)
Yay.

Illyria notices the harshness of it.

ILLYRIA

One of you? I will not sink so low.

SPIKE

You already have, luv. Here you are, in the middle of the day, pretending to be her, to draw in prey before putting the whammy on them. That's low, even for a vampire like me.

ILLYRIA

I wish to do violence. I wish to rid myself of the pain Wesley has dawned onto me. I wish --

SPIKE

I get it, pet. You want the bleedin' sod back. So do I. You don't see me beating up the forces of darkness for a good thrill.

ILLYRIA

How do you deal with such loss? In my world, we burnt the corpses, and danced in the smoke that fled from their broken carcass.

(CONTINUED)

SPIKE

Well here on ... Earth. We don't do that sorta thing, alright.

ILLYRIA

What do you do?

JUMP CUT TO:

10 INT. DEMON BAR - LOS ANGELES - DAY.

10

The two champions are sprawled on their seats, glass in hand, completely wasted. Illyria slams her cup down and looks positively drunk!

ILLYRIA

I don't ... enjoy this feeling of --
(pause; gags)
This is supposed to ... take the pain away?

SPIKE

Does everytime, pet.

ILLYRIA

I feel. I feel --

Illyria passes out on the bartender's bench, and we --

SMASH CUT TO:

11 EXT. HYPERION HOTEL - LOS ANGELES - DAY.

11

Holland Manners is seen, locking the last entryway/exit of the Hyperion Hotel, stepping down and approaching Lawyer #1.

LAWYER #1

Everything in place?

ANGEL

He's sedated. When he wakes up, he'll be craving blood like we humans crave food. Before you know it, he'll be killing every single member of his crew.

(beat)

And he'll be swimming in it.

LAWYER #2

(entering view)

We managed to separate them all throughout the building. Whether they'll wake up before him, or after, we don't know. But they seemed pretty jittery when we left.

(beat)

(MORE)

(CONTINUED)

ANGEL "Bloodlust"

16.

11 CONTINUED:

11

LAWYER #2 (CONT'D)

Maybe they were starting wake up
right then and there, I dunno.

HOLLAND

Lets get outta here. This whole
place is gonna turn into bloodshed.
We can't afford three lawyers of
Wolfram & Hart to be seen here. The
company's reputation has suffered
enough. Come on.

The three LAWYERS exit from view, and we --

CUT TO:

12 INT. HYPERION HOTEL - BASEMENT - DAY.

12

An unconscious Angel is in our view. We slowly begin to
close in on him, a TIGHT shot of his motionless body.
Coming in on his face, he lay asleep.

A small BEAT and --

HE AWAKENS. A smile broadens on his face; turning into a
demonic, vampiric sort. His true colours. A VAMPIRE.

And he was HUNGRY --

BLACKOUT:

END OF ACT ONE

ACT TWO

FADE IN:

13 INT. HYPERION HOTEL - LOBBY - DAY. 13

Awakening in the lobby, Kate rises up into view. All the lights are off, with few lamps turned on. She SHAKES her head, a bit out of it. Stepping over towards the light switch, she tries to FLICK them back on. But they have been cut. A small SIGH and she rushes over into --

14 INT. HYPERION HOTEL - ANGEL'S OFFICE - DAY. 14

Entering, she heads to the phone. Picking it up, there is no DIAL. She looks at the power cord. It has been cut.

KATE

Son of a bitch. Why are they doing this?

Placing the phone back down, she steps back out into the --

15 INT. HYPERION HOTEL - LOBBY - DAY. 15

Stepping back in she spots Angel, already arriving up onto the lobby floor. Which lies on the first floor of this hotel. Rushing over to him, she begins to panic.

KATE

Angel! It looks like Wolfram & Hart has made the first move. Phone line is cut, and so is the power. I'm guessing this place is sealed up tighter than my Aunt's skin.

Angel is HISSING, not looking at her, back to her --

KATE (CONT'D)

(beat)

Angel? You alright?

Turning around, Angel GROWLS. Already VAMPED OUT he grabs her, PULLING her in. Kate SCREAMS, and he goes down on her neck. A small GRUNT, as his teeth meet her, and she KNEES him in the groin. Angel SHRIEKS, stumbling back and freeing Kate from his grasp. She SPINS AROUND, leg in air, coming back around with a mean ROUNDTHOUSE kick.

THWACK!

Angel is knocked back. He hits the wall, back arching in pain, before looking back up at her with a smile.

ANGEL

You smell so nice.

(sniffs)

(MORE)

(CONTINUED)

15 CONTINUED:

15

ANGEL (CONT'D)

I would love to taste your blood
dripping down my throat.

KATE

What the hell is wrong with you?

Angel smiles.

ANGEL

Angel's gone, Kate. You're dealing
with the big guns, now.

A loud LEAD UP BEAT, and we push in on Kate, as she
whispers, fiercely.

KATE

Angelus.

ANGEL

That's right. I'm back baby. Which
means --

Angel REACHES out, grabs her, and THROWS her away. Kate
LAUNCHES into the air, flies across the room, and hits the
weapons cabinet. It SMASHES on impact, and she falls to the
ground. Angel isn't too far behind.

KATE

God, I hate this hotel.

Kate rises back up, picking the sword up with her, and
SPINNING in to meet Angel with a SLASH of it --

Angel DUCKS, stands back up with his leg FLICKING out at
her. Kate is kncked back into the wall, beside the
cabinet, and dropping the sword. Before meeting the ground,
Angel wields it in his own hands. A small SPIN with the
catch and he RUNS it through Kate, pinning her against the
wall. A large chunk of blood SPITS out of her mouth and
onto Angel's face. He licks it off, with a smile.

KATE (CONT'D)

A-A-Angel.

ANGEL

Bet you're wishing you killed
yourself now, huh, Kate.

A loud laugh, and he begins to walk away.

ANGEL (CONT'D)

I'll be seeing you.

Turning away from her, he faces us.

ANGEL (CONT'D)

I've got other fish to fry.

(CONTINUED)

ANGEL "Bloodlust" 19.
15 CONTINUED: (2) 15

On that we --

SMASH CUT TO:

16 INT. HYPERION HOTEL - KITCHEN AT HOTEL - DAY. 16

Waking up, near the pots and pans that all hung on the racks, Gunn appears to be uninjured. He slowly rises up to his feet, with a small SHUDDER, and looks around at his surroundings.

GUNN

This place had a kitchen? Well I'll be damned!

He looks out the window to see the back alley. Heading to the door, he goes to open it. It is locked. Possibly jammed. He turns back to the other window.

ANGLE: GUNN'S P.O.V

Cordelia. Slowly walking in the HALLWAY of the hotel, close to the bedrooms. She passes a window, and spots Gunn. PULL BACK to:

Gunn. He is waving about, trying to get his attention. He finally does and SIGHS with relief. He tries to open the window but can't.

GUNN (CONT'D)

Damn it. Never gonna get outta here.

Cordelia continues to look out at him as he searches for something to write on. He can't find anything. He rushes through every item in the kitchen, before turning back to the window.

ANGLE: GUNN'S P.O.V

Cordelia is trying to break through the window. She too can't open it. A FIGURE from behind SWOOPS into view. It was Angel, vamped out. His eyes widen and we PULL BACK to:

Gunn. He SLAMS his fist onto the window.

GUNN (CONT'D)

Cordelia! Behind you! Cordy! He's behind you! For god sakes, girl, turn around! Cordelia!

CUT TO:

17 INT. HYPERION HOTEL - HALLWAY - DAY. 17

Cordelia looks irritated. She looks on, trying to read his lips, but can't. She SIGHS, giving up. Turning around, she falls into the arms of Angel.

(CONTINUED)

ANGEL "Bloodlust" 20.
 17 CONTINUED: 17

He goes down on her, taking a huge chunk out of her neck. A loud roaring SCREAM from Cordy and we --

CUT BACK TO:

18 INT. HYPERION HOTEL - KITCHEN AT HOTEL - DAY. 18

Gunn steps away from the window, SHOUTING with a ROAR of anger. He can't believe it! He reaches the pit on the stove and SLAMS it into the window. A small CRACK appears, and he knows what he has to do.

CUT TO:

19 INT. HYPERION HOTEL - HALLWAY - DAY. 19

Pushing him off of her, Cordelia breaks free from his hold. Angel hits the wall and she FLINGS her leg up, clobbering him in the face. A small GRUNT of anger and she SPINS back in with a PUNCH to the head. Angel falls towards the door.

ANGEL
 I love it when a girl fights back.

CORDELIA
 That's why you love me.

Cordelia pulls her arm back before unleashing the biggest UPPERCUT she's ever pulled off. Angel SMASHES through the door, fumbles over a piece of it, sticking up, and takes a huge FALL down the stairs. He ROLLS out of sight, back in the BASEMENT, and Cordelia RUNS off --

PULL BACK TO:

20 INT. HYPERION HOTEL - KITCHEN AT HOTEL - DAY. 20

Gunn sighs. Stepping back. Cordelia is safe. Approaching the wall, he slides down it, out of breathe. The suspense of watching his friend being attacked took it out of him. He was slightly traumatised. Remembering his sister, and how she died so brutally.

On the painful shot we --

SMASH CUT TO:

21 INT. HYPERION HOTEL - LOBBY - DAY. 21

Hanging against the wall, with a sword PLUNGED through her chest, Kate begins to slip in and out of consciousness. She tries to stay awake, knowing if she falls asleep, it will be a very long nap. One in which she'll never wake up.

KATE
 (to herself; motivating)
 Come on, Lockley. You can do this.
 (MORE)

(CONTINUED)

21 CONTINUED:

21

KATE (CONT'D)

Yuo've taken worse hits than this.
Worse wounds as well. Have to stay
awake. You have to --

Cordelia enters FRAME, running down the stairs, having
spotted Kate.

CORDELIA

Oh my god, Kate!

Approaching her, she doesn't dare touch the sword. Walking
up to her, she begins to shake, FRIGHTENED.

KATE

Cordy. You're here. You're still
alive. You're still --

CORDELIA

I think you've beat me in the *who's
life sucks* competition.

Kate smiles, a small laugh. It aches too much to laugh. She
HISSES with agony.

KATE

Speaking of ... sucking. What
happened to you.

ANGLE: CORDELIA'S NECK

A large bite mark is shown on her neck, still bleeding out.
A hand, her hand, touches it. Still trembling. PULL BACK
to:

Cordelia.

CORDELIA

Angel's lost it. His soul, this
time, not his mind. Although, that
too seems to be missing.

(off track; back on)

Sorry. Look, I've got to get us out
of here.

KATE

What about everyone else?

CORDELIA

I only saw Gunn. He's off in the
Kitchen, near the end of the hotel.
Its like a small cubicle area,
reaches out the side of the
building. He'll be fine. Doubt Angel
will get to him.

Cordelia grabs the sword and Kate STOPS her!

(CONTINUED)

KATE

No, don't. I'll bleed out! It'll kill me.

CORDELIA

You can't stay here. Not like this. He's bound to come and kill you.

KATE

Better off dead, aren't I?

CORDELIA

Which is why --

Cordelia PULLS the sword out of her, and Kate falls into her hands. Throwing the sword away, she leans Kate against the wall, checking if she's alright.

CORDELIA (CONT'D)

...I had to do that. Are you okay?

KATE

I've just been stabbed, Cordy. How do you think I am?

CORDELIA

Right, lets go.

The two turn around to see Angel, blood around his mouth with a smile.

ANGEL

You're not going anywhere, sweetheart.

A loud BEAT and the two women stop in their path. On their initial shock, we --

SMASH CUT TO:

22 INT. WOLFRAM & HART - HEAD OFFICE - DAY.

22

Holland enters his office, looking down as he approaches his desk. A small CREAK of his chair, and he looks up to see:

The Old Man.

HOLLAND

You? What are you --

OLD MAN

It seems the Senior Partners have released my essence from the white room. At least for now.

(CONTINUED)

HOLLAND

Why?

OLD MAN

I don't know. You'll have to ask them, boy.

HOLLAND

Don't call me, boy. I'm almost as old as you are. At least, in looks.

OLD MAN

(beat)

I had a vision.

Holland STOPS. We close in on his astonishment.

HOLLAND

You ... had a vision? Well, what did you see?

OLD MAN

Death. With the blood on Angel's hands. A human life ... taken.

HOLLAND

Looks like our plan is working then.

OLD MAN

You could say that. But you won't survive it this time, Holland.

HOLLAND

Excuse me?

OLD MAN

Within my vision I saw a portal. Rippling through into our world, unleashing all hell onto this Earth.

HOLLAND

You're visions' a rerun. We just got back from hell, genius.

OLD MAN

(beat)

Hell is coming back! This time, its not going to bother dragging us in there. Its coming here. And its going to kill us all.

FLASH CUT TO:

23 INT. LOS ANGELES - HELL - DAY.

23

A quick shot of WESLEY. He is walking through the streets, burning. He SHRIEKS, flames shooting out of his mouth.

(CONTINUED)

23 CONTINUED:

23

A large rope drops from high up, wrapping around one arm, then again and again, before he's tied up off his feet.

WESLEY

No. Oh please no. Help! Somebody
please help me --

A large HELLHOUND leaps into view, landing in front of Wesley with its eyes glowing a fiery red. Three other fiendish hellhounds land around him, GROWLING, at his fear.

WESLEY (CONT'D)

Stay back! Go away! Please don't --
(beat)
Help!

The hellhounds begin to CLAW at him, SLASHING off his skin as the flames consumed the city behind him and we --

BLACKOUT:

END OF ACT TWO

ACT THREE

FADE IN:

24 EXT. LOS ANGELES - CITY - NIGHT.

24

The moon rises over the city, falling into night. Our establishing shot soon becomes an overhead shot of the gorgeous city. ZOOMING down into it, a large FLICKERING light from a street lamp irritates the screen, and we can't help but --

FLASH CUT TO:

25 INT. HYPERION HOTEL - LOBBY - NIGHT.

25

Being hurled across FRAME, Cordelia appears. Screaming as she loses gravity, she hits the wall. It SMASHES and she collapses to the ground. Slowly leaning up, she fears of what may happen to --

Kate. She reaches into her jacket pocket, pulling out a small HANDGUN. Angel steps closer and she FIRES --

BANG! Several bullets ring out, all piercing through Angel, and slowly pushing him back as they met with his chest.

KATE

Damn it!

Running out, she throws the gun away and lifts her leg up, kicking Angel in the shoulder. He GRUNTS and stumbles back another step. She spins back in and throws three huge punches, each in the gut before finishing him off with a mean ROUNDHOUSE KICK.

THWACK! He gets SPUN around and hits the wall, falling down hard to the ground. Kate turns around, LIMPING over towards Cordelia. Helping her up, the two RUN off of FRAME and we --

SMASH CUT TO:

26 INT. HYPERION HOTEL - ANGEL'S ROOM - NIGHT.

26

Waking up, Connor begins to rise up into view. A GASP of breathe, struggling from the effects of the gas. He stands, a bit dizzy, but makes it to the door. Opening it, he steps into the --

27 INT. HYPERION HOTEL - HALLWAY - NIGHT.

27

Blood is all over the floor, and window. He follows the blood to a broken door. Looking down it, he see's the basement. He is confused.

CUT TO:

28 INT. HYPERION HOTEL - UPSTAIRS - NIGHT.

28

Approaching the start of the stairs, he looks down to the LOBBY, in which an unconscious Angel lies motionless on the floor. Another look and he see's Kate and Cordelia running towards the second hallway, on the bottom floor lobby; in which leads upstairs - but is a much longer way.

CONNOR

Guys, wait up!

CUT TO:

29 INT. HYPERION HOTEL - LOBBY - NIGHT.

29

Connor LEAPS off the rails, SCALING down a great distance. Hitting the floor, he ROLLS and leaps back up to his feet, racing over to them who SPIN AROUND with a GASP --

CORDELIA

Ah! Connor! My god you're alive!

Cordelia HUGS him, the two caught on that. She STOPS, slowly pulling away.

CONNOR

Deja vu.

CORDELIA

Oh shut up! I was possessed last time, and I was only hugging you.

KATE

Looked like something else was going on there, Cordy.

CORDELIA

Don't make me barf!

Cordelia walks off, and the two FOLLOW on.

CUT TO:

30 INT. HYPERION HOTEL - SECOND HALLWAY IN LOBBY - NIGHT.

30

The three of them enter the hallway.

CONNOR

What the hell is going on? Why is dad knocked out back there?

KATE

Wolfram & Hart's put the whammy on him. Its not Angel, its --

CORDELIA

Angelus.

(CONTINUED)

CONNOR

No way. I thought he had to be like all happy and --

CORDELIA

That's one way. Another is to get rid of his sould, which I so hope they didn't do. 'Cause that'll mean we'd have to kill him.

CONNOR

I'd kill him.

CORDELIA

Is that the new you talkin' or the old you?

CONNOR

What?

CORDELIA

Oh come on. The old you would jump at a chance to kill Angel. The new you, well, I'm not so sure about him yet.

CONNOR

Its not my fault I lost my memory, then got it back in one big bang!

(beat)

Sure, I remember ... everything that happened that year. Those years. But its not who I am now.

CORDELIA

Good to hear it.

KATE

What's our plan, exactly?

CORDELIA

Gunn's in the kitchen. I'm not sure how to get there, but we can't leave him there.

KATE

So, we're not trying to find a way out of here?

CORDELIA

No. We're trying to find a way to save someone's life.

KATE

I doubt even Angel knows how to get out of here, Cordy. Isn't it best to just find a window and ... you know.

(MORE)

(CONTINUED)

30 CONTINUED: (2)

30

KATE (CONT'D)

Hit it with something big and --

(beat)

Well ... big.

Cordelia STOPS --

CORDELIA

Nobody gets left behind. You hear me? Nobody.

CONNOR

No, I think Kate's right.

Cordelia looks SHARPLY at him.

CONNOR (CONT'D)

Hear me out. We could use some muscle right. To fend off Angelus.

(beat)

One of us can break out, find Spike and Illyria; bring them back and take Angelus out for good.

CORDELIA

We are not killing Angel!

KATE

If we don't, we're dead, Cordelia.

CORDELIA

We are not going to die!

A drawn out GROWL is heard from behind. They all turn around to see Angel --

ANGEL

I beg to differ!

CONNOR

Go! Run! I'll take care of him!

Connor LUNGES at Angel as the women run off behind him. Flying in with a wide KICK, Angel gets thrown to the wall by it. Connor lands only to get planted in the face by a large punch. The two break out in intense battle.

Grabbing Connor, he SLAMS his knee into his chest, again and again, throwing him up to the ceiling, causing him to fall down hard onto the ground. He SPITS out blood and SPINS around, sticking his leg out, tripping over Angel.

He falls to Connor who stands back up. Grabbing Angel he SLAMS him into the wall. PULLS him back in only to punch him in the face, and then THROWS him out into the --

31 INT. HYPERION HOTEL - LOBBY - NIGHT. 31

Angel comes FLYING into view. He hits the ground, SLIDES over towards the wall, and hits it. Large CRACKS appear on it, once colliding into it --

PULL BACK TO:

32 INT. HYPERION HOTEL - SECOND HALLWAY IN LOBBY - NIGHT. 32

On Connor. He looks out over to Angel, looks back the other way to where the girls ran, and goes to run to find them. He STOPS. Looking back with determination, running out to --

33 INT. HYPERION HOTEL - LOBBY - NIGHT. 33

Connor RUNS into view, reaching Angel and picking up him, STAKE in hand. Pinning Angel to the wall, his face is no longer VAMPED OUT --

He awakens.

ANGEL

C-C-Conner? Wh-what is going on?

Connor drops him, shocked.

CONNOR

You ... don't remember?

Angel shakes his head. Tears welling up in his eyes.

ANGEL

N-No. I-I-I don't remember anything.
I don't remember --

He STRUGGLES.

CONNOR

You're really you? I mean, soulful
and all that --

ANGEL

Yeah, why, what happened?

CONNOR

It doesn't matter.

Angel slowly stands up to his feet.

ANGEL

Where's Cordelia?

A loud KNOCK at the door. We catch Spike and Illyria, trying to get back in. They continuously knock on the door, and Connor runs to them.

(CONTINUED)

CONNOR

Its locked, Spike! From the outside.

SPIKE

Well I don't have a soddin' key!

CONNOR

You're a vampire. Punch through the damn thing!

Spike PLANTS his fist through the glass, SHRIEKING afterwards as shards pierce through his hand. He pulls it back, shaking it.

SPIKE

Bloody hell!

Angel POPS up behind Connor, unbeknownst to him. His face, VAMPED OUT, smiling. Spike looks up, shocked --

SPIKE (CONT'D)

Connor! Look out!

Angel WRAPS his hand around Connor, blocking his mouth. He goes down on his neck, plunging his teeth into him. Spike begins to BANG on the door, but can't get through. Illyria SPINS AROUND, throws out her leg and kicks the door off its hinges. It meets with Connor and Angel, knocking the two down. Connor rolls into FRAME, unconscious --

As for Angel. He ROLLS back, and up to his feet.

ANGEL

Damn it, Spike! You've always ruined my fun!

SPIKE

What the bleeding hell is wrong with you? You trying to kill him?

Angel looks down at Connor, his face UNVAMPING --

ANGEL

I'm hungry. I can't control myself.
I can't --

(pause; fighting it)

God. He's coming back. Wolfram & Hart were here. Holland did something to me, he --

(beat)

Aargh! I can't take it anymore!

Angel VAMPS OUT again, leaping and tackling Spike to the ground. The two ROLL about on the floor, punching each other, with the occasional HEADLOCK and HEADBUTT.

Illyria steps in, throwing the door off of Connor, and pulling him up to his feet.

CONNOR
Bastard bit me!

ILLYRIA
That's what vampire do.

CONNOR
Uh. Uhm. So. Did you err --
(pause)
Did you make that costume yourself
or was it like --

Illyria sighs, walking off. We DRIFT over to Spike who hovers over Angel, pulling him up to his fist --

THWACK! He punches him back down.

Angel FLINGS up his legs, clobbering Spike into the face and hurling him off of him. Spike hits the broken weapons cabinet, and REBOUNDS off it, falling to the ground. Illyria turns around.

ILLYRIA
Don't make me end you.

ANGEL
Give it your best, secondhand Fred.

Angel kicks a BATTLEAXE up into his grasp, and we --

SMASH CUT TO:

34 INT. HYPERION HOTEL - KITCHEN AT HOTEL - NIGHT.

34

Gunn can't take it anymore. He starts looking around for a way out, spotting a VENTILATION SYSTEM. The large caged area, he RIPS off, CROUCHING down and CRAWLING through it.

On his disappearance into the small vent, we --

CUT TO:

35 INT. HYPERION HOTEL - LOBBY - NIGHT.

35

Angel SWINGS the axe, slicing Illyria across the gut. She stumbles back, making sure it wouldn't slice her in half. He comes back int, SLASHING it. She catches it, and THWACKS it across his head, throwing it aside.

Illyria throws a punch, Angel ducking and coming back in with an uppercut. Illyria is THROWN up in the air. She hits the doorway of his office, and falls onto her hands and knees. Looking up and GRUNTS with anger --

(CONTINUED)

ANGEL

You're weak. You're not a god.
You're a whiny little bitch who's
obsessed with becoming human.

(beat)

You're just like Angel! You could
never amount to anything. All you
want to do is become something
you're not!

ILLYRIA

How dare you insult me. I am a King.
I am a warrior. I am your god!

Illyria LUNGES at him. She manages to beat the crap out of
him with few punches, before SNAPPING his back onto her
knee. It CRACKS out of place and she THROWS him out of her
sight.

ANGEL

That's more like it.

Angel SNAPS his back into place, and RISES back up to his
feet.

ILLYRIA

You are pathetic.

Illyria picks up the Battle Axe and SWINGS it down on
Angel. He catches it, just as it was about to decapitate
him, pulling it back, Illyria with it. He HEADBUTTS her,
and she is caught off guard. He takes hold of the weapon,
swinging back in and PLUNGING it into her --

ILLYRIA (CONT'D)

Aargh!

The axe lies deep in her chest. She PULLS it out, falling
back, losing balance. The axe falls to the ground and so
does she, eyes closed, chest bleeding out.

Angel SNIFFS, us closing in on him.

ANGEL

I spy with my little eye. Something
beginning with *F*.

Connor looks up from the unconscious Spike, scared of Angel
as he approached closer.

CONNOR

Stay back!

ANGEL

Sorry, wrong answer. Its food.

(CONTINUED)

ANGEL "Bloodlust" 33.
35 CONTINUED: (2) 35
Angel grabs Connor and we --
SMASH CUT TO:
36 INT. HYPERION HOTEL - BASEMENT - NIGHT. 36
The vent SMASHES off its hinges, and out comes Gunn. He pants, out of breathe, and runs up the stairs and into the--
37 INT. HYPERION HOTEL - HALLWAY - NIGHT. 37
Entering the hallway, Gunn looks both ways in complete fear. He hears the fight breaking out in the lobby, but isn't interested in that at the moment. He RUNS off and we can't help but FOLLOW --
CUT TO:
38 INT. HYPERION HOTEL - SECOND FLOOR - NIGHT. 38
Up on the second floor, the elevator doors open. Racing out onto it, Gunn reaches FRAME.
ANGLE: GUNN'S P.O.V
Two SHADOWED figures. One is laid out on the floor, obviously unable to go on, whilst the other hangs over them, sobbing. PULL BACK to:
Gunn. He runs forward, over to them.
GUNN
Cordelia? What happened?
Cordelia looks up, Kate is completely out of it.
CORDELIA
She's dead, Gunn. Sh-sh-she's really dead. I-I can't --
Gunn sits down with her.
GUNN
Look, we'll get her to a hospital, alright. No one is going to die on us. This is only a game Wolfram & Hart is playing on us. We can make it through this.
CORDELIA
Its not. Its not a game. People are dying. Angelus is back. And there's not a damn thing we can do about it.
GUNN
We can fight. We can't give up. We never give up. So why start now.

(CONTINUED)

Cordelia stands.

CORDELIA

Because we're facing a war that we can't fight! We can't, Charles! The war is coming and we're being picked off one by one. No one is doing a damn thing to stop them. No one!

(beat)

We are letting them kill us, Charles. We're letting them!

GUNN

Cordy --

CORDELIA

No. Don't *Cordy*, me. I did not come back from the dead, just to watch everyone I ever cared about, die.

GUNN

We're not going to die.

CORDELIA

Look at her, Gunn. She's dead. She's...she's --

(beat; pause)

I can't do this. I can't keep doing this. I just --

Gunn holds her.

GUNN

Cordelia. Shut up!

Cordelia looks quite shocked by his yelling.

GUNN (CONT'D)

Whatever issues you have right now, get over them! We have to get out of here. We are going to get out of here. Kate is going to survive this. You are going to survive this. We all are. Now get her, and come with me. Got it?

CORDELIA

Go team?

On that we --

BLACKOUT:

END OF ACT THREE

ACT FOUR

FADE IN:

39 EXT. WOLFRAM & HART - ATTORNEY'S AT LAW - NIGHT. 39

A large establishing shot of the lawfirm, Wolfram & Hart as we close in on at. Coming in on the entrance we --

FLASH CUT TO:

40 INT. WOLFRAM & HART - HEAD OFFICE - NIGHT. 40

The Old man continues to spin around in Holland's chair. The two stare off each other.

HOLLAND

Are you going to leave anytime soon?

OLD MAN

How disrespectful of you, Manners. I am an old one. An ancient being of answers. Riddles. And information that you could not wish to concieve of. I am --

HOLLAND

A pain in the ass. Now please, I have work to get to.

The Old Man stands.

OLD MAN

Shut you're mouth, you imbecile. I am your connection to the Senior Partners, and if you ever wish to learn what they are doing, then you will respect me, and them.

He suddenly GASPS, a vision hitting him and we --

FLASH CUT TO:

41 INT. VISION - NIGHT. 41

A series of FLASHES, consisting of several different scenes. The first shot being Wesley. He is chained up in a hell dimension, spending eternity of torture. On his screams we FLASH TO the next scene --

Angel. He brings his hands up to him, stained with blood. He looks on to see a dead body, shadowed in darkness. A loud FLASH and we are onto the next scene --

The city. A portal begins to RIPPLE through, growing, spreading. Flames break through and hordes of demons rush out.

Another flash and we see a large run down of heaps of different things, all happening really fast, some unable to follow because of the hard flashes.

SERIES OF FLASHES:

- Cordelia and Angel run to each other, sharing an embraceful kiss.
- Angel stands by a grave, brooding.
- Spike drops to his knees. His soul disbanding his own body. Hovering out of him.
- Holland drops to the ground, bite marks on his neck.
- LORNE turns to Frame, looking on at us in terror.
- Angel cradles a familiar person, dead in his arms; but not by his own hands. He cries over them.
- Back on Lorne, who lay down, dead or unconscious in a room of the hotel.
- Final Flash: we catch Angel, running towards the Wolf, the Ram, and the Hart, their army not too far behind them. As they CLASH we --

FLASH TO:

42 INT. WOLFRAM & HART - HEAD OFFICE - NIGHT.

42

The Old One comes out of the vision, GASPING in awe.

HOLLAND

What is it? What did you see?

OLD MAN

I saw. The end of the world. It coming. And we will all die.

HOLLAND

Does evil prevail?

OLD MAN

Yes.

FLASH CUT TO:

43 INT. HYPERION HOTEL - LOBBY - NIGHT.

43

Falling to his knees, Connor is half dead. Blood is rushing out of his mouth, cuts are all over him, and he is more or less about to pass out. Angel steps in.

ANGEL

You are nothing to me, Connor. Never were. Could blame Holtz, but really, the man that ruined our relationship is dead. And he deserved it.

(beat)

Which is why it doesn't pain me to do this.

(CONTINUED)

43 CONTINUED:

43

Angel SPINS around, THWACKING Connor across the face with his leg. Connor hits the ground, unconscious. And not getting back up this time.

The elevator RINGS, a loud noise DING, and Angel spins around with a jolt. He RUSHES out of the room, via the smashed entrance, disappearing. His jacket whips around, like a cape, and, as the doors open to the elevator, Gunn, Cordelia, and an unconscious Kate, who lay in Gunn's arms, come into view.

Cordelia runs to Connor first, dropping to her knees, and lifting his head up.

CORDELIA

My god. Connor.

GUNN

Cordy, be careful. Angelus could still be in the building.

CORDELIA

I don't care. We need to get these guys out of here.

Cordelia picks Connor up, carrying him out --

FLASH CUT TO:

44 EXT. HOSPITAL - LOS ANGELES - NIGHT.

44

An overhead shot of the hospital, coming down fast on the large RED CROSS. As we reach it, closer, too close, we --

FLASH CUT TO:

45 INT. HOSPITAL - HALLWAY - NIGHT.

45

The elevator doors open and out step Gunn and Cordelia. In their arms are their friends. Kate lies, completely out of it, slipping and out of consciousness several times, whereas Connor lay in Cordelia hands, motionless.

GUNN

Yo! Doctors! We need some help in here, now!

The doctors all look up, see the blood and rush to them, on that we --

FLASH CUT TO:

46 INT. WOLFRAM & HART - HEAD OFFICE - NIGHT.

46

Turning away from his desk as the alarm ROARS through the offices in the lawfirm, fear overtakes him. Holland is waiting for the worst. The Old Man rises.

(CONTINUED)

OLD MAN

What is that? What's that noise?

HOLLAND

There's a vampire in the building.
My guess is --

BANG! Two bodies HURL through the doors, dead, and in steps an angry, vicious Angelus.

ANGEL

Hello, Holland. Long time no see.

HOLLAND

I spoke with this morning.

ANGEL

You spoke with Angel. The son of a bitch that has kept me bottled up in his mind for o' so long. Well I'm back, baby. And I'm gonna wreak me some havoc!

Holland smiles.

ANGEL (CONT'D)

Starting with you.

His smile drops and Angel VAMPS OUT --

HOLLAND

Why, Angel, we don't have to overreact here.

ANGEL

Who's overreacting? I'm hungry, and you're human. That usually leads to someone dying, and seeing as I'm already dead --

(beat)

Well, I think you get the point.

HOLLAND

Stop it, Angel.

ANGEL

Its Angelus. No soul, no Angel.

HOLLAND

You still have your soul, you idiotic vampire!

ANGEL

What?

HOLLAND

We never took your soul. We only toyed with your mind so that you would crave the urge to feed. To kill.

ANGEL

How did you ... why did you --

HOLLAND

It only lasts a couple more minutes. Soon you'll revert back to your normal, ensouled state of being.

ANGEL

(laughs)

You're lying. Trying to distract me so that you can escape.

HOLLAND

Do I look like I'm plannin' on running, Angel? Do I look like I'm going to survive? No. I know this is where it ends for me. But really, if you kill me, it will haunt you.

(beat)

That was the plan all along. The Senior Partners want you dead, and by doing this, you'll be miserable.

(then)

You probably killed some of your friends, too. They'll never be the same around you. And that'll kill you deep down in side. Once you've lost all hope, Wolfram & Hart will take you out as easily as breaking a nail. Which I hear, is quite painful.

ANGEL

Angel is dead. He's gone. You're lying!

Angel turns around, about to head out, and Holland puts his nose back into it --

HOLLAND

Keep telling yourself that, Angel. You're really just the monster you started out to be. There's nothing you can do to change that.

ANGEL

Why don't I start, by killing you!

Angel STEPS back in. Grabbing Holland by the throat, simply SNAPPING his neck.

(CONTINUED)

He goes back down, BITING HIM and drains his blood completely. Dropping the body, Holland falls dead, drained and empty.

Angel looks up to the Old Man.

ANGEL (CONT'D)

What about you? Huh? What side do you stand on.

OLD MAN

You wouldn't stand a chance against me, vampire. I would turn around and walk away, if I was you.

ANGEL

You know what. Sounds good to me.

Angel turns his back, and heads out. As his cape WHIPS on his exit, we --

FLASH CUT TO:

47 INT. HOSPITAL - KATE'S ROOM - NIGHT.

47

Entering the room, Cordelia looks on to see her friend, Kate, hospitalized, and injured.

CORDELIA

This whole hospital look, doesn't suit you.

Kate sits up, a smile broadening.

KATE

No. But it suits my life.

CORDELIA

Oh, here we go again. I get it. You're life sucks worse than mine. Can we drop it.

KATE

Done. Subject dropped.

CORDELIA

Can't believe he's still out there.

KATE

What do you think he's doing?

CORDELIA

Probably teaming up with Wolfram & Hart.

KATE

Think he would do that?

(CONTINUED)

CORDELIA

I don't know. Its Angelus. He's up for anything if it comes with a good time guarantee.

KATE

Let me guess, you've seen Angelus before?

CORDELIA

Well, twice. The first time, was when I was Ms. Popular over at Sunnydale High. The other time was when I wasn't really in control of my own body.

KATE

Do you mind repeating that, for me?

CORDELIA

Its a long, complicated, slightly boring story. I don't really like telling it.

KATE

Come on. Maybe you'll beat me in the *who's life sucks more*, category.

Cordelia laughs.

CORDELIA

I thought I said drop the topic.

Kate gives off a small CHUCKLE, before Gunn enters.

CORDELIA (CONT'D)

Gunn? How's Connor?

GUNN

He's fine. Still out of it, but the doctor's say he'll be fine.

CORDELIA

What's wrong with him?

GUNN

Aside from the fact he got the crap beaten out of him by fang boy, Angelus, his got broken ribs, and fractured bones. So much for Wolfram & Hart being our greatest enemy.

(beat)

Now we gotta look out for this bozo too. Does this mean we gotta get red head wicca back into the mix?

(CONTINUED)

CORDELIA

Who, Willow? No, I don't think so.
But it wouldn't hurt to call. We've
been through too much to waste time
trying to fight him.

(pause; then)

While we're on it, why don't we get
Buffy and her gang over here so she
can fight the bloody Senior
Partners!

KATE

Buffy?

CORDELIA

Slayer. Blonde Hair. Whines a lot --

Kate is clueless.

CORDELIA (CONT'D)

Ack. Never mind.

GUNN

Cordelia, can I speak with you
outside for a moment.

CORDELIA

Yeah, sure.

(to Kate)

I'll be right back.

The two exit FRAME and we have to FOLLOW on --

CUT TO:

48 INT. HOSPITAL - HALLWAY - NIGHT.

48

Gunn and Cordelia enter FRAME, leaning against the wall,
talking. Gunn seems distressed.

GUNN

What happens now?

CORDELIA

What do you mean?

GUNN

Angel's out of the picture, Cordy.
The Wolf, Ram and Hart are on their
way. What happens now?

CORDELIA

We fight. That's what happens.

GUNN

You've got to be trippin'.

(CONTINUED)

CORDELIA

No, I am not *trippin'*. Alright, I am looking at this from a different perspective. Yes, Angel's gone. But remember when he fired us. Remember how we thought that we needed Angel to fight the good fight. Then what happened.

Gunn begins to remember; coming through.

GUNN

We kicked demon ass, is what happened.

Cordelia smiles.

CORDELIA

Damn straight. So that's what we're going to do. We're going to nip this Wolfram & Hart thing in the butt, and be done with it. They can't stop us, Gunn. We've been doing this for six years, no way they can stop us.

GUNN

You know, you're probably right, Cordy. We can do this. We can.

Cordelia touches his shoulder, showing comfort. Her smile widens and he smiles back.

GUNN (CONT'D)

I'll be back. Gotta take a leak.

Cordelia pulls her hand away.

CORDELIA

Ack. There goes that touching moment.

Gunn laughs, walking off. Stepping back into the room, Cordelia also exits FRAME. But, as they leave, another figure enters view. Angel. He looks on, seeing Cordelia and Gunn. He makes a choice: follow Gunn.

SONG: HOW TO SAVE A LIFE - the Fray.

The song picks up volume, causing us to --

SMASH CUT TO:

49 INT. HOSPITAL - BATHROOM - NIGHT.

49

Entering the restroom, Gunn stops at the sink. A long SIGH and he looks at himself closely. He is tired. Really tired.

(CONTINUED)

49 CONTINUED:

49

Has been for a while now. Turning away, he enters the cubicle, closing the door behind him.

ENTER ANGEL.

He GLIDES in like a ghost, unable to be heard, nor seen. His jacket SLIDES softly across the floor and he disappears from sight.

CUT TO:

50 INT. HOSPITAL - KATE'S ROOM - NIGHT.

50

Cordelia sits back down, by Kate. The two continue to talk.

KATE

What was all that about?

CORDELIA

Uh, nothing. Gunn's just worried about, you know, everything that is going wrong lately. Wolfram & Hart, Angelus, Holland Manners.

KATE

Are you worried?

Cordelia STOPS, stumbled on the question.

CORDELIA

(long pause)

I, uhm. I am worried. But I don't have any doubts about whats going to happen. I know, deep down, that I'm not going to survive, Kate. But I know some people who are.

KATE

Yeah? Really? Who?

CORDELIA

You. You're going to survive this. You, and Gunn and Connor.

(then)

Possibly that blue chick that talks funny.

Kate laughs.

KATE

You really think I'll make it?

CORDELIA

I'm positive.

Kate's smile lights up. She stays, motionless, looking at Cordelia. She begins to shake.

(CONTINUED)

CORDELIA (CONT'D)

Kate? You okay?

Blood begins to drip off the bed, catching Cordelia's eye. Her mouth widens; shocked.

CORDELIA (CONT'D)

Oh my god, Kate!

Bleeding out through the sheets, Kate GASPS. Her head drops back and starts to FLATLINE.

Cordelia steps out of the room.

CORDELIA (CONT'D)

Hey! I need some help in here!

FLASH CUT TO:

51 INT. HOSPITAL - BATHROOM - NIGHT.

51

The cubicle door opens and out steps Gunn. He reapproaches the sink, washing his hands. He splashes some up onto his face, another SIGH escaping him. The sound of FOOTSTEPS startles him. He turns around to face:

Angel. His eyes widen in shock --

ANGEL

Hey, Gunn. Didn't think I forgot about you, did I?

GUNN

Angelus.

FLASH CUT TO:

52 INT. HOSPITAL - EMERGENCY ROOM - NIGHT.

52

Kate's BODY is put onto the emergency room table, her arms sprawled; still shaking. Cordelia looks on in total fear, scared for Kate.

The doctors are speaking, ordering each other around, but its all drowned out, from Cordelia's perspective. She can't believe it.

DOCTOR

(echoing)

Clear!

BANG!

(CONTINUED)

52 CONTINUED:

52

Kate's body BOUNCES up from the charge, and she SLAMS back down onto the bed. Cordelia GASPS, turning away, jaw dropped and scared.

SMASH CUT TO:

53 INT. HOSPITAL - BATHROOM - NIGHT.

53

Angel smiles, VAMPING OUT. Gunn stumbles back in shock, completely frightened. He tightens his fists.

(S.M)

Gunn through a punch, but Angel grabs his fist. He places his other hand on Gunn's shoulder and SLAMS him into the mirror. Shards of glass SHATTER everywhere, and Gunn drops to the ground. He looks up, over taken with fear.

SMASH CUT TO:

54 INT. HOSPITAL - EMERGENCY ROOM - NIGHT.

54

The doctor charges up the paddles once again, going in and placing them on her chest. She BOUNCES off the bed again, slightly, and falls back down. The line continues to be straight, no heartbeat found.

CORDELIA

Oh god. Oh god no. Please, no!

The doctors have almost lost hope too. They charge up the paddles one more time and we --

SMASH CUT TO:

55 INT. HOSPITAL - BATHROOM - NIGHT.

55

Loud SCREAMS of agony and pain ROAR through. Our attention off of the event. Slowly DRIFTING into it, we catch Angel dropping Gunn, a huge chunk taken out of his neck.

He lay, motionless on the floor, bleeding to death.

Angel's head SNAPS up into view, smiling with Gunn's blood running off his mouth. He reverts back to his human face, and a smile broadens.

Gunn begins to choke on his own blood as it pools around him. Angel stands, rising up, away from him.

GUNN

A-A-Angel --

Gunn reaches out to him, calling for his help. Angel turns his back. His eyes suddenly FLASH YELLOW and he is back to his ensouled, normal self. It suddenly hits him --

(CONTINUED)

He looks down at his hands, the SONG BEGINS TO FADE OUT, and he see's the blood dripping off of them. He turns around, looking down to see Gunn, still reaching out for his help --

ANGEL

Gunn?

Angel DROPS to his knees, the taste of blood still in his mouth. He grabs Gunn, pulling him up and holding him off the floor. He looks down --

ANGEL (CONT'D)

Oh no. I didn't mean --

He STRUGGLES.

ANGEL (CONT'D)

What have I done. Gunn. Don't die.

Please. Gunn. Stay with me.

(beat)

Charles!

Gunn's eyes ROLL BACK, and on a TIGHT SHOT of his face, we can't help but --

BLACKOUT:

END OF ACT FOUR
END OF EPISODE

ANGEL

"Bloodlust"

Written by
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