

HOUSE OF FEARS

PINK
4/10/07

Screenplay by
Steven A Lee

WGA #1183695
copyright-2007

BLACK

The sound of MUFFLED VOICES and SLEDGE HAMMERS POUNDING AGAINST ROCK are heard as a wall breaks away revealing a hidden cave.

1 INT. CAVE -- DAY

1

Shafts of light pierce through the opening into the room.

Two AFRICAN WORKERS stare into the darkness with their head lamps.

Their lights search the cave silhouetting different artifacts scattered throughout the area.

Speaking in an African dialect, the Workers turn around and call others over. More WORKERS appear at the cave opening.

They are joined by a rough looking SUPERVISOR.

He takes a flashlight and shines it in. His light comes to rest on a STATUE.

It stands over a foot tall, and has been carved out of an dark stone. The body of the statue is that of a man, but the head is oversized, with a nefarious expression and hollowed out eyes. There is something innately disturbing about the wrath filled effigy.

The voices of the workers start overlapping, taking on a frightened tone.

2 EXT. AFRICA, DESERT ROAD -- DAY

2

A beat up Land Rover travels down a long dirt road, kicking up clouds of dust. The open desert behind it.

SUPER: KARKAAR MOUNTAINS, AFRICA

3 EXT. DIG SITE -- DAY

3

The truck pulls up and comes to a stop.

From out of the truck steps CYDNEY NEAL, early 40's, an attractive woman with long black hair. Her GUIDE steps out of the drivers side and leads her toward the dig site.

GUIDE

(in broken English)

Have your money ready. I think you will find something to your liking.

(CONTINUED)

3 CONTINUED:

3

They come around the bend to find random holes that have been dug, then abandoned.

The guide and Cydney look around the site. A few older vehicles are parked. Shovels and equipment have been discarded on the ground. There is not a soul anywhere. It is uncomfortably silent.

The Guide looks confused.

CYDNEY

They knew we were coming, right?

GUIDE

Yes, of course, yes.

The Guide walks towards the site. He calls out in an African Dialect.

No response.

Cydney looks around. She sees a table that is covered with various artifacts.

4 EXT. CAVE ENTRANCE -- DAY

4

The Guide nears the cave opening, he can not see much further beyond the entrance. Next to a crate of tools he picks up a discarded flashlight.

He notices some blood along one side of it. FRESH BLOOD. This concerns him. He quickly turns and looks back to Cydney.

She is still looking over the artifacts on the tables.

The Guide turns back towards the cave entrance. He cautiously steps forward. He stops. Something doesn't feel right.

5 EXT. DIG SITE -- DAY

5

Cydney is still looking over the artifacts.

She sees something under the table OBSCURED by some crates. She bends down for a better look. She can see a statue partially buried in the sand. We've seen it before. This is the same statue that the workers found in the cave.

6 INT. CAVE ENTRANCE -- DAY

6

The Guide shines the light deep into the bowels of the cave.

He can see what appears to be freshly burnt clothes laying of the ground.

(CONTINUED)

6 CONTINUED:

6

Beyond that lies blood, darkly rich in color, soaked deep into the sand.

Then the flashlight finds something familiar looking. It is some kind of TWISTED shape near a rock outcrop.

As he stares at it intently he realizes what it is -

In the foreground, OUT OF FOCUS is a human form. DEAD.

The pale expression on the Guide's face indicates something insufferable has happened to the workers.

7 EXT. DIG SITE -- DAY

7

Supporting herself against the table, Cydney reaches as far as she can through the crates. Unable to see the statue from this position she let's her fingers try to find it.

Finally her hand comes to rest on the statue.

She starts to pull it towards her, discovering some resistance. She pulls harder, not seeing...

a RIGOR MORTIS HUMAN HAND is holding onto the statue.

She continues to pull at the statue until it is free. She stands and turns around to face-

The Guide.

He startles her. Visibly bothered, he walks in the direction of the truck.

GUIDE

We must go.

CYDNEY

Why, what's happened?

GUIDE

We must go, please.

Cydney holds up the statue. The guide pays her no attention.

CYDNEY

How much for this?

The guide is completely occupied with leaving as quickly as possible.

GUIDE

It's worth nothing. Take it.

8 EXT. DIG SITE, LAND ROVER -- DAY 8

A crate is placed into the bed of the truck. On the side of the crate is stenciled: HANDLE WITH CARE.

The tailgate of the truck is SLAMMED INTO POSITION as we-

SMASH CUT:

OPENING TITLES: HOUSE OF FEARS

9 EXT. HOUSE OF FEARS, PARKING LOT -- NIGHT 9

The reflection of a full moon is visible in a puddle of water. Mercury-vapor lights illuminate the wet ground.

SUPER: ROCK SPRINGS, CALIFORNIA

A lone vehicle resides in the parking lot with the word "Security" plastered on the side.

HAMADI, mid 30's, African American moves through the grounds with his guard dog, CAMPINO. He wears a well pressed security uniform; no gun or taser, just a flashlight and some keys. It is obvious that there is a good relationship between the man and his dog.

Just beyond them stands the remains of a castle-like structure, used now as a SPOOK ALLEY called the "House of Fears." Sheets of translucent plastic drift hauntingly along the sides of the building, which is currently under renovation. *

Campino GROWLS, low and deep. *

HAMADI

Campino.

Campino continues to growl, pulling at his leash.

Hamadi pulls out his flashlight and shines it towards the building. The wind blows the overgrown weeds against the walls of the building. No sign of anyone. *

Hamadi bends down next to Campino. He pats the dog and pulls him close. There is a strong bond between them. *

HAMADI (CONT'D)

What is it? What ya smell, huh?

Hamadi starts to undo the leash. The dog growls again, and Hamadi snaps the release. *

(CONTINUED)

9 CONTINUED: (2)

9

The dog charges off into the night. Hamadi's flashlight follows him until the dog disappears beyond the plastic sheeting.

HAMADI (CONT'D)

It better not be that damn cat.

Hamadi starts after his dog. Campino BARKS, somewhere off in the darkness.

10 EXT. HOUSE OF FEARS, STEPS -- NIGHT

10

Hamadi moves in through the hanging sheets of plastic. His flashlight scanning from side to side as he ascends the stone steps.

As Hamadi continues toward the building, he finds the dog scratching at the main door. He rubs the dog's neck.

HAMADI

What's the problem, boy?

11 EXT. HOUSE OF FEARS, MAIN ENTRANCE -- NIGHT

11

A large wooden door reinforced with metal bars stands in the center of two large ominous statues. Fire torches attached to the building illuminated the entrance.

Hamadi pulls his keys off his belt and unlocks it.

Campino charges inside. Hamadi shines the flashlight behind him, taking one last look around before he enters.

12 INT. WORKSHOP -- NIGHT

12

The only light in the room comes from the green glow of an exit sign overhead.

HAMADI

Campino.

No answer from his dog. He shines his flashlight throughout the workshop revealing props, costumes, several boxes and crates.

HAMADI (CONT'D)

Campino. Where are you?

His flashlight finds a desk littered with papers, a cordless phone base and a computer.

Hamadi moves across the room and switches on the overhead light.

(CONTINUED)

12 CONTINUED:

12

He hears the sound of something sharp SCRAPPING on wood.

Walking around a large shelf, he finds Campino scratching the side of a wooden crate.

HAMADI (CONT'D)

What's the matter, boy?

Hamadi picks up a clipboard from off the top of the crate.

He looks over the packing slip. It reads: CYDNEY NEAL. CARE OF "HOUSE OF FEARS". The crate labels indicate that it has been shipped from Africa.

Something stirs inside the box. There is a faint muffled sound.

Campino continues to growl at the box.

Hamadi picks up a hammer from the workbench and starts to PRY THE CRATE OPEN.

He squeezes his fingers inside the opening and works it until the nails give and the lid comes off.

Campino BARKS at the crate and backs away.

Hamadi pulls the sisal back to reveal something wrapped in an old weathered cloth.

As he removes the cloth, his face washes with fear as he sees what it contains

It is the SAME STATUE that we saw at the dig site.

He stumbles backwards trying to distance himself from the crate. Campino barks louder.

A frightening sound begins to ENVELOPE the room.

In the nearby darkness, Campino cowers like a frightened puppy.

HAMADI (CONT'D)

Campino!

The sound grows louder as the overhead light becomes intensely bright and then EXPLODES, sending sparks down to the floor leaving Hamadi in COMPLETE DARKNESS.

Hamadi's breathing becomes fast and frantic.

He quickly turns on his flashlight. The beam darting through the room, as he backs up against the wall. He pulls out a small cross on a necklace and mutters a half heard prayer.

(CONTINUED)

12 CONTINUED: (2)

12

Hamadi's breathing stabilizes, his eyes never leaving the crate.

Then from the darkness Campino slowly emerges. Hamadi swings the flashlight onto the dog. Something is not right. Campino watches Hamadi with a predators glare.

Without warning, Campino ATTACKS.

Hamadi instinctively raises his arm to block the unwarranted assault as his flashlight drops to the floor.

BLACK.

13 EXT. HOUSE -- NIGHT

13

A street light illuminates a suburban neighborhood. The trees sway gently in the wind. The lights to a moderate home are on.

14 INT. GIRL'S BEDROOM -- NIGHT

14

SAMANTHA, 17, pretty -- but trying hard not to be, in a baggy sweatshirt and reading glasses, sits at her desk doing homework. Her face has a soft, innocent quality. Her eyes bright and alive.

HAILEY, 17, slender and attractive, bursts into the room surprising her. She is wearing a short fitted top and a pair of women's lingerie "Boy Shorts."

She charges over to a hamper full of clothes sitting at the end of the bed. Without a word, she begins going through the basket, throwing the nicely folded clothes out to one side.

She finally finds her form fitting jeans and holds them up.

HAILEY

I don't know why your mom thinks
that these would belong to you.

Hailey slips into the jeans. They fit nice and tight.

Checking herself in the mirror, she notices Samantha in the reflection.

HAILEY (CONT'D)

Did you do something with your hair?

SAMANTHA

No.

HAILEY

You might wanna think about it.

(CONTINUED)

14 CONTINUED:

14

Hailey goes and opens the window.

SAMANTHA

What are you doing?

HAILEY

None of your business. And don't say anything to my dad.

Hailey looks around and slips out the window.

15 EXT. HOUSE -- NIGHT

15

Hailey climbs out and skirts along the side of the house.

As she nears the front, she hears a noise from behind her.

She SPINS AROUND to face -

Her dad, MARK, early 40s, stern faced, dressed in a nice shirt and tie.

HAILEY

(startled)

What are you doing out here?

MARK

I should be asking you that question.

She fumbles for an excuse.

HAILEY

Well, I just...

MARK

Save it. Where are you going?

HAILEY

A friend's party.

MARK

Which friend?

HAILEY

Sarah Pritchard.

MARK

Inside.

HAILEY

Dad, it's her birthday.

MARK

My insurance doesn't cover hormones.

(CONTINUED)

15 CONTINUED: 15

Mark points towards the front door.

16 INT. HOUSE, LIVING ROOM -- NIGHT 16

Hailey sits down on the couch looking annoyed. Mark is standing nearby.

MARK

Samantha, can you come in here?

She walks in.

Samantha's mom, LYNN, late 30's, pretty, also walks into the room dressed in a fitted cocktail dress. Mark turns to Samantha.

MARK (CONT'D)

Is there a party tonight at Sarah Pritchard's?

Hailey looks at Samantha and pleads with her face. Samantha looks from Hailey to Mark.

SAMANTHA

I think so.

HAILEY

You only turn eighteen once, Dad.

MARK

That's what worries me.

LYNN

(sympathetic to the girls)

Mark.

Mark looks at Lynn, then back to the girls.

HAILEY

Dad, please.

MARK

If you want to go to the party we'll drive you.

Hailey is about to object.

MARK (CONT'D)

And, you're taking your sister with you.

(CONTINUED)

16 CONTINUED:

16

HAILEY
(adamantly)
Step sister.

SAMANTHA
I don't have to go.

LYNN
(to Samantha)
I think you should go. It will be
good for you to spend more time
together.

Mark looks at Hailey as he puts his arm around Lynn and they
head for the front door.

MARK
We'll be waiting in the car.

HAILEY
Why are you trying to punish me?

Mark looks back at her from the doorway.

MARK
I thought you were trying to punish
me.

Mark leaves and closes the door behind him. Hailey looks
over to Samantha.

HAILEY
Can you at least change?

17 EXT. PARTY HOUSE -- NIGHT

17

Mark's car pulls up in front of the house. The music is loud
and can be heard from the street. A few KIDS are entering
the party.

The car door opens and Hailey and Samantha step out.

LYNN
Call us when it's over.

HAILEY
(sotto)
This is so embarrassing.

Mark turns and hits the horn "on accident."

MARK
Oops my bad. Have fun girls.

(CONTINUED)

17 CONTINUED: 17

Hailey forces a smile.

HAILEY

Thanks dad.

She slams the passenger door and hurries up the walkway.
Samantha follows behind her.

18 INT. PARTY HOUSE -- NIGHT 18

The party is in full swing. Dozens of bodies fill the house
moving to the music.

Hailey makes her way through the crowd and turns back to
Samantha.

HAILEY

You gonna hang on me all night?

SAMANTHA

Of course, that's what sisters do.

Samantha scans the room spotting CARTER, 18, a good looking
guy with a trusting face. He is socializing with others.

Samantha smiles, interested.

HAILEY

Don't even think about it.

SAMANTHA

Why not?

HAILEY

I could start with your hair, but it
wouldn't matter. He's mine.

SAMANTHA

Really?

HAILEY

Yes, really.

SAMANTHA

At some point you might want to
mention that to him.

19 INT. PARTY HOUSE -- NIGHT 19

Carter is standing talking to a couple guys when ZANE, 18,
walks up carrying drinks. He hands one to Carter. Zane
downs his drink and hands the cup off to a kid passing by,
who doesn't know what to do with it.

(CONTINUED)

19 CONTINUED:

19

CARTER

Have you even asked her yet?

ZANE

I'm working on it.

Carter looks around.

CARTER

Where is she?

ZANE

Right there.

Zane points and Carter's eyes follow until he sees CANDICE, 18, gorgeous. She wears a short skirt and a small top, showing off a lot of belly.

She glows with sweat as she dances. Carter pushes Zane in her direction.

CARTER

Hurry up and ask her, we need to get going.

Carter walks off.

20 INT. PARTY HOUSE -- NIGHT

20

Hailey is talking with some friends. Samantha stands off to the side, feeling out of place.

Hailey feels hands sliding around her waist. She giggles as Carter pulls her close. She turns around unable to hide her excitement as she looks at him.

HAILEY

Sorry I'm late. I had to deal with my dad.

CARTER

No sweat. Zane is still trying to find a date.

Zane joins Candice dancing. He's too much a goofball to take serious.

CANDICE

What do you want, Zane?

ZANE

A few of us are going to the House of Fears. Sneak preview. You wanna come?

(CONTINUED)

20 CONTINUED:

20

Candice stops dancing and catches her breath.

CANDICE

Sneak, as in sneak in?

ZANE

I have keys but yeah pretty much...
You in?

CANDICE

Sure. Sounds fun.

ZANE

All right. Cool.

CANDICE

Let me grab Devon.

Before Zane can come up with a retort, she has turned and left.

ZANE

Not cool.

Zane watches Candice walk over to a few guys sitting on some chairs. She talks to DEVON, 19. His slouch and smirk let us know how cool he is.

21 INT. PARTY HOUSE -- NIGHT

21

Hailey and Carter are sitting together on a couch. Zane walks over and sullenly drops down beside them.

CARTER

And?

ZANE

She's coming.

Carter can see Zane's frustration.

CARTER

But?

ZANE

She's bringing Devon.

Carter laughs.

CARTER

I thought they were over...again.

ZANE

Yeah! So did I.

(CONTINUED)

21 CONTINUED:

21

CARTER

That sucks. Sucks for you.

Carter sees Samantha. He turns to Hailey.

CARTER (CONT'D)

What about Samantha?

HAILEY

What about Samantha?

CARTER

She's kinda cute.

Zane looks over at Samantha, not sure what to make of her.

HAILEY

Don't bother. She wouldn't be into it.

ZANE

I don't want to ask her, dude.

CARTER

Ask her you homo. You need a date.

Samantha watches the three talking on the couch, but can't hear what they are saying.

Carter motions for her to come over. Hesitantly, she does.

SAMANTHA

Hey.

CARTER

We're getting a private tour of the House of Fears. Wanna come?

Samantha and Candice share a look.

SAMANTHA

I don't know.

Carter strains to hear over the music.

CARTER

What?

Samantha leans in closer to Carter.

SAMANTHA

I said, I don't think I should come.

Carter leans in even closer to her.

(CONTINUED)

21 CONTINUED: (2) 21

CARTER
Come on. I promise, you'll have a
good time.

22 EXT. PARTY HOUSE -- NIGHT 22

Zane unlocks his car. Carter opens the side door for the girls.

CARTER
Sam, this is Zane.

SAMANTHA
I know.

ZANE
You know me?

SAMANTHA
Ya. I sit behind you in science.
When you decide to show up.

ZANE
I take science?

Hailey climbs into the back seat. Carter holds open the front passenger door.

CARTER
(to Samantha)
Here, you ride shotgun.

Samantha gets into the front seat. Zane gives Carter a cringed look. Carter plays it off as he gets into the back seat with Hailey. Zane slides into the drivers seat and closes the door. *
*
*

Devon's car pulls up next to Zane's. Devon is behind the wheel. Candice sits close to him.

DEVON
So we gonna sit here all night?
Let's move chief.

Devon leans back, cranking up the music. Zane rolls his eyes knowing that Devon is going to be a thorn in his side. *
*

23 EXT. HOUSE OF FEARS -- NIGHT 23

The cars wind up a long empty road. They pass a sign that reads, "WELCOME TO THE HOUSE OF FEARS". *
*

Beyond the sign they can see the castle-like building. *

*

24 EXT. HOUSE OF FEARS -- NIGHT

24

As they get out of their cars, Candice looks up at the building in the background.

CANDICE

House of Fears.

DEVON

This is going to blow so hard.

CANDICE

I haven't been in one of these places since I was ten.

DEVON

You're not missing much.

ZANE

(evil voice)

Welcome to the House of Fears. You are now on unholy ground, a place where nightmares are made and your worst fears realized. Inside...

CARTER

Dude, save it.

ZANE

(deflated)

What, it took me forever to get that down.

They move towards the building.

25 EXT. HOUSE OF FEARS, STEPS -- NIGHT

25

The group ascend the long stone steps.

ZANE

Everybody is afraid of something. The "House of Fears" likes to remind you of what you are afraid of. There are nine fears inside: Death, Ghosts, Monsters, the dark, Clowns, Bats, Spiders, loosing your mind and my personal favorite, sharp knives.

HAILEY

(sarcastic)

Sounds romantic.

(CONTINUED)

25 CONTINUED: 25

SAMANTHA

Are you sure that we're not going to get into trouble?

Zane shows off a set of keys.

ZANE

I got keys. Not a problem.

26 EXT. HOUSE OF FEARS, MAIN ENTRANCE -- NIGHT 26

The group stands outside a large metal door. As Zane unlocks it with he's keys, a CAT BOLTS OUT.

Hailey SCREAMS and jumps, which causes Samantha and Candice to SCREAM as well.

Carter and Zane laugh.

ZANE

This is going to be more fun than I thought.

Devon rolls his eyes.

DEVON

I can already feel a headache coming on.

27 INT. HOUSE OF FEAR, MAIN ENTRANCE -- NIGHT 27

The six enter a dark stone room.

The group looks around as Zane closes the door and locks it with keys from the inside.

SAMANTHA

You're locking us in?

ZANE

Have to. Kids try and break in here all the time.

SAMANTHA

Isn't that what we're doing?

ZANE

Relax would ya. The security guy knows we're here.

27A INT. HOUSE OF FEARS, LOBBY -- NIGHT 27A

They enter another room.

(CONTINUED)

27A CONTINUED:

27A

In the middle of the room sits a large stone fountain. A stone gargoyle is perched on top. Moss hangs from the ceiling. There is a small archway to the right. A chain is strung in front of it with a sign that reads, "Do Not Enter."

Devon notices a poster on the wall of a beautiful woman wrapped in Mummy garb.

DEVON

I wish all mummy's looked that good.

ZANE

That's the owner. Miss Cydney Neal. She's overseas buying who knows what for this place.

(CONTINUED)

27A CONTINUED: (2)

27A

Zane steps over the chain in front of the small archway. The others start to follow. Samantha hesitates.

CARTER

(to samantha)

You cool? Something wrong?

SAMANTHA

Places like this just...I don't know.

Samantha and Carter follow the others, leaving the "Do Not Enter" sign SWINGING in the foreground.

28 INT. WORKSHOP -- NIGHT

28

Zane flips the light switch, but nothing happens.

He quickly walks over and turns on a small light on one of the work benches.

ZANE

There are a lot of expensive things in here. So don't, and I mean don't, touch anything, I'll be right back.

Devon looks around the room, bored.

Hailey steps over to Samantha.

HAILEY

What do you think about Zane?

SAMANTHA

I don't.

HAILEY

You two could really hit it off.

SAMANTHA

I know you don't want me here. I'm more than happy to stay out of your way, just don't patronize me.

29 INT. WORKSHOP, BACK ROOM -- NIGHT 29

Zane opens a control box, flipping all of the switches to the "ON" position.

30 INT. VARIOUS ROOMS -- NIGHT 30

Various rooms inside the spook alley light up throughout the building. Each has its own unique, eerie, yet carnivalesque sound and feel.

31 INT. WORKSHOP -- NIGHT 31

MUSIC AND SCARY NOISES are heard throughout the building.

Devon finds the open crate and sees the African statue laying inside. He reaches inside and pulls it out to show the others.

DEVON

Hey, check this guy out. He looks pissed.

The others look on as Zane reenters the room and sees Devon holding the statue.

ZANE

Dude, what did I just say?! Don't screw with this stuff.

DEVON

It's just a stupid statue.

Zane sees smeared blood on the floor next to the crate and flashlight as well as the broken glass from the shattered light bulb.

ZANE

What the hell happened here?!

DEVON

I don't know.

CANDICE

It was already there.

ZANE

Well it wasn't there when I left work today!

Zane walks over to a shelf and pulls one of the Walkie-talkies out of its charger. Several other chargers are on the shelf.

(CONTINUED)

31 CONTINUED:

31

Zane switches the hand radio on and presses the call button.

(CONTINUED)

31 CONTINUED: (2)

31

ZANE (CONT'D)
(into walkie-talkie)
Zane to Hamadi.

No response. He tries again.

ZANE (CONT'D)
Zane to Hamadi. Hamadi, Are you
there?

Zane tries switching to the other channel on the radio. He
shakes his head.

ZANE (CONT'D)
Hamadi? Come in. It's Zane. Are
you there?

He is getting nothing. STATIC.

ZANE (CONT'D)
(sotto)
Hamadi, quit screwing with me man.
I know you're here and we got a
problem.

Carter puts his arm around Zane and takes him aside.

CARTER
Dude, there's nothing you can do
about it now. Just talk to him about
it later.

Zane thinks about it for a moment.

CARTER (CONT'D)
Come on, lets go scare some girls.

ZANE
Yeah, okay. Lets go scare some girls.

Zane clips the radio onto his belt and turns to the group.
He immediately notices that Devon is still holding the
statue.

ZANE (CONT'D)
(annoyed)
Will you put that down!

Devon carelessly drops the statue back into the box.

Carter puts a reassuring hand on Zane's shoulder.

CARTER
Okay everyone, let the fun begin.

(CONTINUED)

31 CONTINUED: (3) 31

As the group walk out of the room, the camera pushes slowly in on the crate. The frightening sound returns.

32 INT. TICKET AREA -- NIGHT 32

Zane leads the group through a large open room. A ticket booth sits at the far end of the area. *

ZANE

This place is state of the art. Everything is animatronics, that way it takes less workers to keep it running. Monday is opening day. So, hopefully we'll have all the bugs worked out.

Above an archway is written, "What's your fear?" Zane stops and faces the group. *

ZANE (CONT'D)

(evil voice)

You are about to have nine of your darkest fears realized.

(pointing to Hailey)

You! What is your darkest fear?

She hesitates for a moment, trying to come up with a response.

DEVIN

My fear is that we're going to have to hear that sucky voice all night.

ZANE

Bite me. Hailey?

HAILEY

I'm claustrophobic, if that counts?

CARTER

Please, you can do better than that.

HAILEY

Oh really? What's your big fear?

CARTER

Being struck by lighting in the crotch.

DEVON

Yeah. He's right, that would be scary.

ZANE

Candice? What about you? *

(CONTINUED)

32 CONTINUED: (2)

32

CANDICE
Being buried alive.

Zane nods.

ZANE
Yes. That's a good one. Samantha?

HAILEY
Make up. She's too afraid to wear
it.

Hailey thinks she's funny.

CARTER
Some girls don't need to.

Sam gives Carter an appreciative look.

ZANE
What about you Devon?

DEVON
Waking up and looking like you.

ZANE
You could only be so lucky.

Zane winks at Candice as he leads them under the archway to
the next area.

33 EXT. HAUNTED HOUSE -- NIGHT

33

They find themselves in front of a large facade of a haunted
house that has been built inside the building.

The house is surrounded by a rusty wrought iron fence. The
wood siding on the house is rotting and covered with soot
and grime.

They walk up to the front porch towards a thick wooden door
intricately carved with designs.

Zane gives an animated speech.

ZANE
Do you remember what it's like? The
pure unadulterated feeling of fear?
Mouth dry, stomach tight, hair on
end, shivers racing up your spine as
you wonder, which door, which step,
which corner it's coming from. You'll
try and-

Devon cuts him off.

(CONTINUED)

33 CONTINUED:

33

DEVON

Hey num-nuts. Just open the door.

ZANE

That's cool. This could be a really good evening, but whatever.

Zane rings the bell. They hear it ECHO throughout the house.

As they rest near the door, a VINCENT PRICE-LIKE VOICE echo's around them.

CREEPY VOICE

Welcome to the House of Fears. As you wander the halls of this building, you will see horrors that you have only seen in your darkest dream.

DEVON

What kind of lame voice is that?

CREEPY VOICE

As you enter...

The voice slowly becomes more dark and sinister.

CREEPY VOICE (CONT'D)

...through this portal you will leave your world behind you.

SAMANTHA

Actually, it's kind of creepy.

Candice takes Devon's arm and pulls him close. Zane notices and is visibly unhappy about it.

Hailey grabs onto Carter's hand. Samantha and Zane are the odd couple out.

CREEPY VOICE

You will enter at your own risk.

The voice laughs.

DEVON

(sarcastically)

I think I just wet myself.

The large mansion door CREAKS LOUDLY as it slowly opens.

34 INT. FOYER -- NIGHT

34

The six kids enter the room. It is small and covered in hideously old wallpaper.

(CONTINUED)

34 CONTINUED:

34

Another door at the far end of the room opens slightly and then slams shut in front of them. It startles the group for a moment.

(CONTINUED)

34 CONTINUED: (2)

34

DEVON
(more sarcasm)
This is great Zane.

ZANE
Just wait.

As the group continue on, the front door slowly shuts behind them.

35 INT. STUDY -- NIGHT

35

Zane leads the group into the room.

The small room has a door to the far side, and a large bookcase. A painting of a woman hangs on the wall. Large red drapes cover the windows.

A BUTLER STATUE stands behind an empty old chair. His face is bloated and gray, bald on top.

A large plant sits atop a pedestal. The top of the pedestal lifts up and the HEAD OF A CORPSE pops out. It makes the girls jump.

Devon tries the far door. It won't budge. Zane watches him struggle for a moment.

ZANE
Come on. Push like you got a pair.

Devon tries again, putting some shoulder into it.

DEVON
It's locked.

ZANE
What do you mean it's locked?

Zane goes over to the door and tries it.

ZANE (CONT'D)
I don't understand. It shouldn't be locked.

Zane steps back leaning against the bookcase, which gives way. He fakes surprise as the bookcase SWINGS OPEN revealing a hidden door.

The group moves on as Zane holds the door open for them.

CARTER
Very sly, Mr. Wonka.

(CONTINUED)

35 CONTINUED: 35

Devon walks by Zane giving him a vengeful look.

DEVIN
After you, Mr. Wanker.

36 INT. PORTRAIT HALLWAY -- NIGHT 36

The narrow, dark hallway is lined with portraits of ominous looking people on both sides. The walls are red with wood paneling.

CANDICE
I barely see a thing.

As they continue to walk forward they keep their hands on the walls to feel their way.

Hailey's hand runs along one of the paintings. It bends inward. She pulls her hand back quickly, then pushes it in again.

HAILEY
Check this out.

The others begin pushing on the different paintings. They all can bend.

CANDICE
Oh! That's sick.

Samantha notices Zane is missing from the group.

SAMANTHA
Zane? Where are you?

At the far end of the hall a dim light comes. Samantha turns to see a ghostly form of Zane floating toward them.

The other turn to face the apparition.

ZANE
(ghostly voice)
Turn back now or meet your fate.

CANDICE
How is he doing that?

ZANE
Candice, this is your last warning.
Leave Devon, he's a hermaphrodite.

Devon steps forward towards Zane's ghost.

DEVON
Funny, dumb ass.

(CONTINUED)

36 CONTINUED:

36

He throws a punch at Zane and SMACKS his hand into a glass screen. The light goes off and Zane's ghost vanishes.

Zane steps over into the main hall from a small side hall with an lantern in hand.

CANDICE

How did you do that?

ZANE

There's a mirror behind the screen.

He points down the hall.

ZANE (CONT'D)

You stand back there in the dark hall, then turn the dimmer up on the light. The mirror picks up the reflection and projects it on this screen.

CANDICE

Cool.

DEVON

(sarcastic)

Yeah, really cool.

A DEATHLY SCREAM is heard down the hall. It startles everyone but Zane.

SAMANTHA

What was that?

ZANE

Your next fear.

The DEATH SCREAM sounds again.

ZANE (CONT'D)

Walk this way.

Zane leads them into another small hallway.

The DEATH SCREAM grows louder. They come to a pair of thick red drapes.

Zane stops.

ZANE (CONT'D)

Ladies first.

The girls are hesitant, waiting to see which one dares to go.

(CONTINUED)

36 CONTINUED: (2) 36

Hailey musters the courage to go first and steps through the drapes.

37 INT. PARLOR -- NIGHT 37

The first thing Hailey sees as she enters the Parlor is a large coffin. It is open and empty. A skeleton chandelier dimly lights the room. Another coffin is on the opposite side of the room.

The others enter the room behind her.

A few portraits are on the walls. There is a large mirror on the far end.

She turns to face the others.

HAILEY

Where was the scream coming from?

Behind her, the cushions of the open coffin lift up an ANIMATRONIC HEAD pops up making a DEATHLY SCREAM.

Hailey SCREAMS as she jumps away from the coffin.

CARTER

You move pretty fast.

Hailey starts coughing and laughing at the same time.

HAILEY

I swallowed my gum.

Devon crosses the room to the far end.

DEVON

I thought you guys said this would be scary. The only thing I'm scared of is that I'm wasting a perfectly good night.

ZANE

You know what? I don't recall inviting you.

Suddenly the room goes PITCH BLACK.

A LOUD CLAP OF THUNDER SOUNDS and LIGHTENING FLASHES to REVEAL AN EERIE FACE close to Devon's.

Startled, Devon JUMPS back. The lights slowly flicker back on.

It's quickly revealed that it is nothing more than a DUMMY on the other side of a two-way mirror.

(CONTINUED)

37 CONTINUED:

37

Devon has quickly lost his bravado. Everyone gets a laugh at his expense.

ZANE (CONT'D)

Congratulations. You've made it through your fear of ghosts. Eight fears left.

38 INT. SPINNING TUNNEL -- NIGHT

38

It is a large, forty foot long spinning cylinder of kaleidoscopic-like colors. A metal walkway with railings runs through the middle of the giant tube.

Zane leads them to the opening of the room.

ZANE

The trick is to make it to the other side without touching the railing.

They look at the spinning tunnel.

DEVON

It can't be that hard.

ZANE

It's harder than you think.

DEVON

Whatever.

ZANE

Twenty bucks says that you can't do it.

DEVON

Twenty bucks. I'll take your money.

Devon starts through the tunnel.

DEVON (CONT'D)

Get your money out.

Devon makes it about half way before he starts to lose his balance. He begins to sway.

ZANE

I see Mr. Jackson coming my way.

DEVON

Screw you! I am still standing.

Devon fights against his senses, until he finally loses his balance and smashes into the railing and then onto the metal walkway.

(CONTINUED)

38 CONTINUED:

38

ZANE

Oh yeah!

Devon struggles until he finally makes it the rest of the way across. He leans over the railing, trying not to puke.

Zane steps out onto the bridge.

He closes his eyes and starts walking. The others watch as he walks all the way though without any trouble.

He turns back to the group with his eyes open.

ZANE (CONT'D)

Who's next?

Devon looks up to Zane.

DEVON

If I puke, I'm aiming for your new shoes.

Hailey steps up to the platform.

HAILEY

I'm next.

Before she is half way across, she is weaving and stumbling. Carter and Samantha exchange a glance.

CARTER

Go ahead. I'll follow you.

Samantha smiles, and begins across.

Carter follows with Candice close behind. They all have trouble staying up but eventually make it across.

CANDICE

Are you okay, Devon?

DEVON

I need to sit down for a minute.

39 INT. VOODOO SWAMP -- NIGHT

39

The room is covered in vines. A rope bridge spans the room leading to a small cabin in the background.

Devon sits on a rock, not looking well.

In front of them perched on a large wooden pole sits a SCARECROW. It is large in stature with a pillow sack head, It is wearing a dark duster coat and a tattered brim hat.

(CONTINUED)

39 CONTINUED:

39

Around its neck hangs a sign that reads "No Trespassing."

(CONTINUED)

39 CONTINUED: (2) 39

Samantha looks up at the menacing expression of the scarecrow.

It stares down at her almost MAWKISHLY. It makes her uncomfortable. She walks away.

40 INT. VODOO CABIN - NIGHT 40

Carter talks to Hailey near the doorway. Zane is leaning against a table.

CARTER

What's up with you and Sam?

HAILEY

I didn't want her to come.

CARTER

She's your sister.

HAILEY

Step-sister and I didn't want that either.

CARTER

What's the big deal?

HAILEY

You wouldn't understand.

CARTER

Fine, whatever. But it wouldn't hurt to be a little nicer to her.

HAILEY

You sound like my Dad.

Hailey walks out of the cabin.

Carter looks to Zane as he moves to the doorway.

CARTER

I don't think it's going to work with you and Candice.

They look over and see Candice smothering Devon, trying to make him feel better.

ZANE

You think?

41 INT. VOODOO SWAMP - NIGHT

41

Hailey walks up to Samantha who is standing at the end of the bridge.

HAILEY

Having fun?

SAMANTHA

A blast.

HAILEY

Look, this isn't easy for me either.

SAMANTHA

You mean leaving you're school and friends to go live with a step sister that despises you?

HAILEY

It's not you. I'm mad at my dad because he married your mom. Nothing against Lynn, but it's not fair to me or my mom.

Zane and Carter watch Hailey and Samantha.

CARTER

Losers can't be choosers, my friend.

ZANE

Your so damn funny.

Zane looks to Samantha.

ZANE (CONT'D)

She's not my type.

CARTER

Neither is Candice, apparently.

ZANE

Yeah, well I don't see you complaining about Hailey. In fact, you said that you weren't even that into her.

CARTER

Well you don't know where something's going to go until you give it a try.

ZANE

You know what? If you think Sam's so nice, why don't we switch dates? You can invest a little time in getting to know her.

(CONTINUED)

41 CONTINUED:

41

Carter thinks about.

41 CONTINUED: (2)

41

CARTER

Okay.

He starts to walk in the girls direction.

ZANE

I wasn't serious.

CARTER

Yeah you were.

ZANE

Hailey won't go for it.

Carter turns back to Zane for a beat.

CARTER

Why not? We're just friends, she said so herself.

Carter turns back to Hailey and Samantha.

CARTER (CONT'D)

Ladies. Zane has an idea.

ZANE

It's not my idea.

CARTER

We're going to swap dates?

HAILEY

What?

SAMANTHA

Who said this was a date?

ZANE

It wasn't my idea.

CARTER

Let's try it out. You don't mind, do you Hailey?

Hailey isn't happy about the plan, as she shoots a quick glare at Samantha.

SAMANTHA

I don't think...

Carter takes Samantha by the hand.

CARTER

Great.

(CONTINUED)

41 CONTINUED: (3) 41

Carter turns to Devon.

CARTER (CONT'D)
You ready?

Devon stands up.

CARTER (CONT'D)
Sweet, game on.

Carter leads the way, holding Samantha's hand. Devon and Candice follow suit.

Hailey scowls as she watches them leave the room. Zane tries to take Hailey's hand. She quickly pulls away, leaving him standing alone.

Zane watches her leave.

He then gets a wicked smile, and pushes against a panel on the wall, revealing another hidden door.

42 INT. SECRET PASSAGEWAY -- NIGHT 42

Zane enters a long corridor stretching off into the darkness.

The walls are unfinished backs of stage flats. He takes a flashlight from a nearby nook. He begins to walk along the passageway.

43 INT. VODOO BARN -- NIGHT 43

Carter leads the way through an old barn looking area. Overhead lights shine through slated wood creating long finger-like shafts of light.

SAMANTHA
Why are you messing with Hailey?

CARTER
We're just friends.

SAMANTHA
Does she know that?

CARTER
She's the one that said she didn't want to be tied to one person.

SAMANTHA
She said that to you?

CARTER
Oh yeah.

(MORE)

(CONTINUED)

43 CONTINUED:

43

CARTER (CONT'D)

She loves to play the game as long as the rules bend her way. Sometimes that's not how things go.

SAMANTHA

I don't like being your pawn.

CARTER

You're not.

SAMANTHA

But you're changing the game to get her attention.

CARTER

I would actually like to get to know you.

44 INT. HALL OF KNIVES ENTRANCE -- NIGHT

44

The group comes to a doorway that has a large carved knife over the entrance.

SAMANTHA

What's this?

CARTER

Fear of knives, I think.

45 INT. HALL OF KNIVES -- NIGHT

45

A long hallway is lined with mannequins all dressed as strange looking killers.

Each killer has a different type of sharp killing object. They stand motionless, looming over the five kids as they pass by.

One particular mannequin wears a gas mask, Mechanic's overalls and black gloves. A wicked looking beet topper knife is held menacingly in its hand.

Just as Hailey near the "Gas Mask" killer mannequin, it moves quickly in front of her.

Hailey instantly KICKS it in the crotch and SMASHES it across the face with a closed fist.

GAS MASK KILLER

Owww...

The Masked Killer doubles over into a heap on the floor.

(CONTINUED)

45 CONTINUED:

45

Pulling the mask off, Zane reveals himself. His nose bleeds down his face.

Devon laughs.

DEVON

You just got your ass kicked by a girl.

ZANE

Oh man. What'd you do that for?

HAILEY

You scared me!

Zane wipes the blood from his nose and gets up slowly.

ZANE

I need to get cleaned up. Carter take everyone to the Mummy's Tomb and I'll meet you there.

Carter agrees and takes the group forward.

Zane picks up the gas mask off the floor and heads the other direction.

46 INT. MUMMY HALL -- NIGHT

46

The entrance is a big brass doorway with scorpions engraved on each side.

The light flickers from the flames of the torches. On each side of the hall are six tombs that contain the remains of MUMMIFIED CORPSES.

Candice leans in close to one of the mummies.

CANDICE

Everything looks so real.

Carter touches one of them.

CARTER

They feel real too.

CANDICE

Well, I'm not going to find out.

CARTER

Come on.

Candice reaches out to touch one of the corpses. Without warning, it moves. Candice jumps back and holds tight to Devon.

(CONTINUED)

46 CONTINUED:

46

Carter and Devon exchange a glance. Devon is starting to enjoy this.

Samantha looks back the way they came.

SAMANTHA

Maybe we should wait for Zane?

Carter takes her by the hand, leading the group on.

CARTER

He'll catch up.

47 INT. MUMMY'S TOMB -- NIGHT

47

The group enters into a large stone room with a giant sarcophagus in the middle. A few urns are above the sarcophagus. Two large pillars are on each side of the room.

Oil Lamps flicker, throwing shadows on the walls.

A small stand with a large book on it sits across from tomb at the top of some stone steps.

Samantha noticing Hailey standing in the doorway, rubbing her sore wrist. She's not happy.

SAMANTHA

(to Carter)

I think you upset Hailey.

48 INT. SECRET PASSAGEWAYS -- NIGHT

48

Zane steps into the narrow hall. He hears an ALMOST IMPERCEPTIBLE SOUND OF SOMEONE FOLLOWING HIM from within the shadows.

He stops and shines his light around. Nothing.

49 INT. MUMMY'S TOMB -- NIGHT

49

Carter walks over next to Hailey.

CARTER

Your hand okay?

She doesn't respond.

CARTER (CONT'D)

What's up?

HAILEY

That's what I should be asking you.

(CONTINUED)

49 CONTINUED:

49

Carter glances away.

CARTER

Wait a minute. Maybe I'm not reading your signals right, but I remember you saying that we ought to date around.

HAILEY

You can't just swap dates half-way through the night. And definitely not with her.

CARTER

It's not a big deal.

HAILEY

Maybe for you.

CARTER

What's that suppose to mean?

Hailey looks away out of frustration.

HAILEY

Let's just get the night over with.

50 INT. PAINT ROOM -- NIGHT

50

Zane stands over the paint shop sink. He looks in the dirty mirror and checks out his nose. The bleeding has stopped.

A NOISE from the back of the shop, turns him around.

ZANE

Hello. Hamadi.

Zane's voice echoes across the room. There is no reply.

For a moment nothing, then an empty paint can rolls slowly across the floor.

He is the only one in the room. His nerves get the better of him. He turns off the sink and leaves.

51 INT. MUMMY'S TOMB -- NIGHT

51

Candice looks around at all the intricate details.

CANDICE

This place is a lot scarier than I thought it was going to be.

(CONTINUED)

51 CONTINUED: 51

DEVON

Yeah, maybe. It's not bad.

She starts to walk over to the large stone coffin.

52 INT. HALL OF KNIVES -- NIGHT 52

Zane is placing the costume and mask back onto a mannequin. He lifts it up to put it back into it's spot.

Zane finishes arranging the costume on the mannequin and turns around to leave.

The GAS MASK Killer's head slightly ROTATES in his direction.

Zane notices, walks back to the mannequin. He slides the head back to it's original position.

He begins to leave when the Gas Mask Killer's head rotates slightly again in same direction.

Zane steps back, leans in close to it, surveying the mannequin. He can see his distorted reflection in the mask's dark eye piece.

53 INT. MUMMY'S TOMB -- NIGHT 53

Candice steps over to the sarcophagus and peers in. Just then the Mummy POPS UP directly at her. In it's hand it holds a knife that GRAZES her side. Cutting her.

Candice screams in pain.

Devon instinctively grab's onto Mummy's fiberglass knife arm jamming it from retracting back into it's original position.

Carter doesn't realize Candice is hurt.

CARTER

Hey don't break it! Now you're going to have to pay for that.

Devon looks close at the blood that has formed around the cut.

DEVON

That could have killed her. She's bleeding!

*

Carter looks at the knife. He can tell it's sharp.

CARTER

That shouldn't have happened.

(CONTINUED)

53 CONTINUED: 53

CANDICE
Well it did.

54 INT. HALL OF KNIVES -- NIGHT 54

Zane lifts the mask to see a chalky white mannequin with it's eyes closed.

THE EYES OPEN, revealing milky white eyes.

Startled, Zane steps back and glances down just in time to see the deadly BLADE SLASH OUT at him.

55 INT. MUMMY TOMB -- NIGHT 55

Samantha hears the faint sound of a SCREAM OF PAIN from somewhere within the building. She turns to the others.

SAMANTHA
Did you hear that?

There is a second SCREAM, this time louder.

SAMANTHA (CONT'D)
Zane?!

Carter's face shows concern.

CARTER
This isn't something we planned.

CANDICE
That actually sounded real.

DEVON
It sounds like he's screwing with us.

SAMANTHA
Maybe he's really hurt. Zane!

CANDICE
I've had enough of his pranks.

Carter heads back the way they came. The rest follow.

56 INT. HALL OF KNIVES -- NIGHT 56

Carter steps into the hall.

CARTER
Zane?

The others are right behind him.

(CONTINUED)

56 CONTINUED:

56

CARTER (CONT'D)

Zane?! Quit screwing around.

Carter SLIPS on something and falls hard to the ground.

HAILEY

Carter!

The group hurries over to him.

SAMANTHA

Are you okay?

Carter looks down at his hand. It is covered in something wet.

He looks down at the puddle he is sitting in. Under the dim erratic light, he realizes it is a puddle of blood.

CARTER

What the...?

Blood is everywhere...but no Zane.

Samantha looks around the room.

SAMANTHA

Zane!

Carter struggles to get up without slipping in it.

The back of his pants are SOAKED and his jacket is splattered with blood. It is all over his hand and arms.

DEVON

Is this another one of his stupid tricks?

CARTER

It's real blood.

DEVON

Yeah. Right.

Carter holds out his hand to Devon.

CARTER

Look at it.

Devon is not sure what to think.

CARTER (CONT'D)

I know stage blood, and this isn't it.

(CONTINUED)

56 CONTINUED: (2)

56

Samantha feels the blood. Concern washes across her face.

CANDICE

Sam?

SAMANTHA

I don't know. It could be.

HAILEY

Carter. Tell me this isn't a joke.

CARTER

I swear.

CANDICE

What are we going to do?

DEVON

Zane's just messin' with us. Look,
there is no blood trail.

They look around the room and see that he is right. There is a large puddle, but no trail leading anywhere.

A SHADOW FLATS OVER them from the rooms entrance. Candice senses it and turns towards the entrance. *Are her eyes playing tricks on her?*

CANDICE

Did you see that?

CARTER

What was it?

CANDICE

I don't know. Somebody is back there.

CARTER

Zane!

CANDICE

This isn't fun anymore.

HAILEY

Don't over react. You know Zane.

Candice turns to Devon.

CANDICE

I want to go.

DEVON

Now?

(CONTINUED)

56 CONTINUED: (3)

56

CANDICE

Yes, now!

HAILEY

Candice, don't leave.

Candice takes Devon by the arm and pulls him.

CANDICE

Let's go.

Candice and Devon leave the room.

HAILEY

Great.

57 INT. VODOO CABIN -- NIGHT

57

Devon walks with Candice. Candice is in a hurry.

DEVON

So does this mean we can go to your house and make out?

CANDICE

Shut up, Devon.

Devon stops her, pulling her close.

DEVON

(sincere)

I know you're scared. But I'm here for you, alright?

She relaxes a little at his touch.

58 INT. HALL OF KNIVES -- NIGHT

58

Carter takes off his jacket and uses it to wipe the blood off his hand and arm. He throws the jacket on the ground.

SAMANTHA

What do we do?

CARTER

We need to find Zane.

HAILEY

What? No. This is totally something Zane would do.

Carter is very serious.

(CONTINUED)

58 CONTINUED:

58

CARTER

He wouldn't let it go on this long.

He starts for the entrance.

SAMANTHA

You think someone did this? That there is somebody locked in here with us?

CARTER

I don't know.

59 INT. VODOO CABIN -- NIGHT

59

Devon holds Candice tight.

DEVON

You feeling any better?

CANDICE

Yeah, a little.

He draws her close, trying to kiss her. She resists slightly.

CANDICE (CONT'D)

Kissing doesn't solve everything.

Devon smiles.

DEVON

Most things.

60 INT. VODOO BARN -- NIGHT

60

Carter steps back into the barn.

CARTER

Zane!

Samantha and Hailey follow.

CARTER (CONT'D)

Zane! Come on man!

HAILEY

I will be so pissed if this is a joke.

SAMANTHA

I hope that's all it is.

61 INT. VODOO CABIN -- NIGHT

61

Devon still holds Candice close. He continues kissing her.

(CONTINUED)

61 CONTINUED:

61

CARTER (O.S.)

Zane!

Candice tries to pull back from Devon's grip.

DEVON

C'mon, now.

CANDICE

They're coming.

Candice looks behind Devon and her eyes grow big with fear -

SHE SCREAMS.

Devon whips around to face -

AN EMPTY ROOM.

Confused, Devon turns back around to face Candice as she THRUSTS HER KNEE FULL FORCE INTO HIS GROIN.

Devon's eyes water, his knees buckle and he drops to the ground, holding what's left of his boys.

CANDICE (CONT'D)

You are such a jerk!

She stands over Devon, who wallows in pain on the ground.

CANDICE (CONT'D)

I'm really scared and you try to take advantage.

Devon stands, slowly.

DEVON

Don't act like you want it then.

CANDICE

You only wish.

Carter, Samantha and Hailey rush into the room.

CARTER

What happened?

CANDICE

Dick-O, was trying to cop a feel.

A STARTLING NOISE turns the attention of the group to the previous hall.

62 INT. VOODOO SWAMP -- NIGHT

62

The group crosses back over the rope bridge towards the scarecrow and the opposite entrance to the room.

CARTER

Zane!

Samantha looks around apprehensively.

As they pass the scarecrow She notices that it is wearing gym shoes. She turns and looks up in shock -- A DEAD BODY... ZANE'S DEAD BODY is strung up in front of her. His face is bloody and grotesque.

Samantha SCREAMS LOUDLY.

CARTER (CONT'D)

Zane!

DEVON

It's just another joke.

SAMANTHA

No it's not!

DEVON

Carter?

Carter is already trying to find a way to get Zane down. Devon realizes that this is real.

He quickly starts to help Carter get Zane down.

SAMANTHA

Hurry! Get him down!

Devon and Carter lower Zane's body.

HAILEY

Is he...dead?

Devon feels for a pulse. He looks up at the girls and nods his head.

CANDICE

What the hell is going on here?

SAMANTHA

Who would do this?

CARTER

I don't know.

Hailey pulls her cell phone out.

(CONTINUED)

62 CONTINUED:

62

HAILEY

I'm calling the police.

She punches in 9-1-1, and holds the phone up to her ear. No service.

HAILEY (CONT'D)

I don't have service.

Mounting panic. Samantha looks around at the faces of disbelief.

Carter reaches into his pocket and pulls out his cell phone and tosses it to Samantha.

CARTER

Here, use mine.

She checks for service.

SAMANTHA

No service.

Candice quickly takes the phone and looks for some signal bars. None.

CANDICE

Me either.

Devon pulls his phone out as well. He doesn't have service either.

Carter looks around the room.

CARTER

The building walls are too thick.

DEVON

Who else knew we'd be here tonight?

CARTER

No one.

Pandemonium starts to break out.

HAILEY

Somebody must.

CARTER

Zane set it up with the security guard.

DEVON

Maybe he's the one that did this.

(CONTINUED)

62 CONTINUED: (2)

62

HAILEY

What are you talking about?

DEVON

Who else would it be?

SAMANTHA

What are we going to do?

CARTER

I don't know. We're gonna...

Carter tries to think of a solution. He sees the Walkie-talkie on Zane's belt.

He grabs it and presses the call button.

CARTER (CONT'D)

Can anyone here me?

No response.

SAMANTHA

Try a different channel.

Carter switches channels.

CARTER

Hello. Anyone? Anyone read me?
Answer if you can hear me.

GARBLE comes from the hand radio: STATIC and NOISE and INHUMAN VOICES.

Alone, each sound would raise the hair on your neck. Together, they are unbearable.

Carter turns down the volume on the radio and the group look at one another frightened and confused.

DEVON

What was that?

The sound returns and then mercifully cuts off to STATIC.

HAILEY

We need to get out of here.

Carter turns off the radio.

Samantha points to Zane.

SAMANTHA

We can't just leave him.

(CONTINUED)

62 CONTINUED: (3)

62

Devon stands and steps to Samantha.

DEVON

Do you want to end up like him?

Carter grabs something to cover Zane up with.

CARTER

Devon's right. There's nothing we
can do for him. We need to get out
of here and find help.

Carter reaches inside Zane's pocket and pulls out the keys
to the front door.

63 INT. SPINNING TUNNEL -- NIGHT

63

The exodus quickly hurries back through the tunnel.

64 INT. PARLOR -- NIGHT

64

They move into the parlor. Candice sees a flash of movement
at the other end of the room as something disappears behind
the far doorway. She stops.

CARTER

What is it?

CANDICE

(half whispering)

I saw someone!

HAILEY

Who?

CANDICE

I don't know. We need to find another
way.

DEVON

There is no other way.

(CONTINUED)

64 CONTINUED:

64

CARTER

There are hidden passageways between the rooms. The workers use them to get around backstage.

HAILEY

Where are they?

Carter starts pushing different sections of the wall.

CARTER

There is supposed to be one in nearly every section.

The others join in checking the walls as they make their way back out of the Parlor.

Candice keeps an eye at the far end of the room as she searches.

Devon finds one of the doors.

DEVON

Here's one!

The others turn around.

Devon pushes the door open and steps through. The others follow.

65 INT. SECRET PASSAGEWAYS -- NIGHT

65

They enter the narrow hall. Samantha *strains to see, she scans her surroundings.*

SAMANTHA

Which way?

Carter quickly looks both directions.

CARTER

I don't know.

DEVON

What do you mean, you don't know!

CARTER

I think we should go this way.

HAILEY

Are you sure?

CARTER

Yeah. I'm sure.

(CONTINUED)

65 CONTINUED:

65

A HORRID SHAPE streaks past in the foreground.

DEVON

C'mon, go.

They start down the left corridor.

66 INT. SECRET PASSAGEWAYS -- NIGHT

66

The group moves through the backstage area. They come to a junction. They start down the left passageway.

At the far end of the passageway, Carter senses someone or something is watching them in the shadows. He stop, not daring to go forward.

He slowly starts to back down the hall.

CARTER

Turn around.

DEVON

Why?

CARTER

Turn around. Someone's down there.

The group hurries back and takes the the right passage way.

Candice looks over her shoulder deep into the shadows.

CANDICE

Faster.

The group runs faster.

Candice looks back again. While looking over her shoulder, she trips and falls.

Looking down the hall, she can see the shadowy figure getting closer. Quickly, she scrambles to her feet.

The others are getting farther away from her. They too are becoming nothing more than silhouettes in the dimly lit area.

The group turns down another another passageway. Candice hurries to catch up. She looks over her shoulder-

She is still being followed.

She rounds the corner where the others had gone only to find junction in the passageway.

CANDICE (CONT'D)

Guys! Where are you?!

(CONTINUED)

- 66 CONTINUED: 66
- No response.
- She glances over her shoulder. She can't see anything behind her, but she can hear FOOTSTEPS GETTING CLOSER.
- She has to make a decision. She chooses the left passageway and runs.
- She continues running. The SOUND OF HER PURSUER is not far off.
- 67 INT. SECRET PASSAGEWAYS, DEAD END -- NIGHT 67
- Candice rounds another corner only to find that she is trapped in a dead end.
- The footsteps are getting closer.
- She quickly looks around and sees a panel marked on the wall that read, "Mummy's Tomb." She pushes the door open.
- 68 INT. MUMMY HALL -- NIGHT 68
- Candice finds herself inside the Mummy Hall. She moves quickly down towards the Tomb.
- 69 INT. MUMMY TOMB - NIGHT 69
- Candice rushes into the Mummy's Tomb and goes around the sarcophagus towards the far entrance.
- Before she can get to the entryway, the entrance slides shut. She pushes on the wall. It doesn't budge.
- She turns around trying to hurry back the way she came. As she moves to the exit, the wall SLAMS SHUT, trapping her in the room.
- Several STREAMS OF SAND begin to pour into the room from the ceiling, some of it dumps onto her shoulder as it rapidly covers the floor.
- 70 INT. SECRET PASSAGEWAYS -- NIGHT 70
- The group continues down one of the passageways.
- DEVON
- Guys, wait.
- They stop running.
- DEVON (CONT'D)
- Candice!

(CONTINUED)

70 CONTINUED:

70

HAILEY

What?

DEVON

She was right behind me.

Samantha calls down the hall.

SAMANTHA

Candice!

CARTER

She must have taken a wrong turn
back there.

DEVON

We've got to find her.

HAILEY

But someone's back there?

Devon picks up a discarded two-by-four off the floor.

DEVON

I'm not going to leave her.

Devon heads back the way they came, followed by Carter and
the girls.

71 INT. MUMMY'S TOMB -- NIGHT

71

Sand continues to pour from the ceiling. Candice stands in
the sand that has risen up to her knees. She cries out for
help.

CANDICE

Somebody, help me!

The sand continues to wash over her. Looking over at the
sarcophagus, she makes her way over to it and climbs on top.

CANDICE (CONT'D)

Devon! Carter! Can you here me?!

72 INT. SECRET PASSAGEWAYS -- NIGHT

72

The group rounds a corner.

DEVON

Candice!

(CONTINUED)

72 CONTINUED:

72

CANDICE (O.S.)
(muffled)
Help me. Please! Get me out of
here!

SAMANTHA
I hear her.

The begin down the passageway towards the sound of Candice's
voice.

73 INT. MUMMY'S TOMB -- NIGHT

73

The sand has nearly reached the top of the sarcophagus.
Candice stands on top of it crying. She tries to stop the
sand with her hands.

Suddenly, it stops coming down.

Candice looks around, uncertain of what to expect.

DEVON (O.S.)
Candice!

CANDICE
I'm in here!

74 INT. SECRET PASSAGEWAYS, DEAD END -- NIGHT

74

Devon leads the others to the wall that says, "The Tomb."
He pushes open the hidden door and they enter-

75 INT. MUMMY'S HALL -- NIGHT

75

Devon quickly moves down the hall to find the entrance to
the Mummy's Tomb blocked by a large stone-like door. He tries
to force the it open.

DEVON
Candice?

CANDICE (O.S.)
I'm in here. Open the door!

DEVON
We can't get it open!

CANDICE (O.S.)
Hurry, let me out!

Carter uses his two-by-four and tries to wedge it open.

CARTER
Help me pry it open.

(CONTINUED)

75 CONTINUED: 75
Devon helps Carter.

SAMANTHA
Candice, Hang on!

76 INT. MUMMY'S TOMB -- NIGHT 76
Candice starts to crawl across the sand over to the doorway. She is only a few feet from the sarcophagus when suddenly--
MUMMY HANDS push up through the sand around her, grabbing onto her clothes. She SCREAMS as the hands start to pull her down.

77 INT. MUMMY'S HALL -- NIGHT 77
The others hear Candice scream.

DEVON
Candice! Hold on! We're coming!

78 INT. MUMMY'S TOMB -- NIGHT 78
The hands continue to pull her down into the sand.

CANDICE
Help! Help!

79 INT. MUMMY'S HALL -- NIGHT 79
Carter and Devon try to force the door open, to no avail.

DEVON
Candice!

80 INT. MUMMY'S TOMB -- NIGHT 80
Only Candice's shoulders and head are still above the sand. Mummy Hands continue to grab and pull her farther down.
Pure terror as Candice claws to stay above the sand.

CANDICE
Please!

Her arms flailing madly as...

The Mummy hands continue to pull her down until all but one hand is under the sand.

Candice's hand grasps desperately a few more times before it too disappears under the sand.

81 INT. MUMMY'S HALL -- NIGHT 81

Devon and Carter continue to work at the door. It starts to give a little.

SAMANTHA

Candice, we're coming! Candice?!

82 INT. MUMMY'S TOMB -- NIGHT 82

The sand starts to drain, revealing the motionless body of Candice.

83 INT. MUMMY'S TOMB -- NIGHT 83

Finally the door gives, and they are able to push it open. The four rush in to find Candice lying face down on the floor.

SAMANTHA

Candice?

Devon rushes to her side.

DEVON

She isn't breathing.

Samantha moves quickly to help.

SAMANTHA

Turn her on her back.

Devon does so.

Samantha tips Candice's head back and tries to administer CPR. No air gets in.

Samantha turns Candice to her side and sand trickles from her mouth.

DEVON

What's wrong with her?

Samantha sticks her finger down Candice's throat and cleans it out.

She turns her back into position and begins CPR. She counts it out as she tries again and again, but to no avail.

Samantha keeps trying, refusing to face the inevitable.

(CONTINUED)

83 CONTINUED:

83

HAILEY

Samantha.

Samantha continues the CPR, trying even harder.

SAMANTHA

Come on!

HAILEY

Samantha. It's no use.

Samantha finally gives up, tears running down her face. She looks to Carter.

Devon goes to Candice's body and holds her.

CARTER

We've got to get out of here. Now.

SAMANTHA

This isn't happening.

CARTER

Listen to me. We've got to get out of here.

HAILEY

Carter's right. Devon. We need to stay together.

Devon gently sets Candice down.

84 OMITTED

84

85 INT. HOUSE OF FEARS, MAIN ENTRANCE -- NIGHT

85

Carter holds up the set of keys as he makes his way to the door. There are a lot of keys on the ring.

(CONTINUED)

85 CONTINUED:

85

Carter starts trying the keys. None of them will fit into the hole.

DEVON
Come on, hurry up.

Carter continues trying. He is running out of keys to try.
Hailey has her cell phone out again.

HAILEY
Still no reception.

He finally gets one of the keys to slide in, but it won't turn. Hailey can see the confusion in his face.

HAILEY (CONT'D)
What is it?

CARTER
It won't turn.

DEVON
Push it in farther and turn it.

CARTER
It won't turn!

DEVON
Let me do it.

Devon tries to grab the key.

CARTER
I got it. It won't turn.

Carter tries to turn it, but it doesn't move.

DEVON
You haven't got it in far enough.
Push it in!

Devon maneuvers his way into Carter's position. Carter steps off.

CARTER
Fine, Devon, why don't you try?

Devon tries with all his strength.

The key TURNS.

HAILEY
Did you get it?

(CONTINUED)

85 CONTINUED: (2)

85

Devon yells out in frustration and throws the keys.

SAMANTHA

What did you do that for?

(CONTINUED)

85 CONTINUED: (3)

85

Carter sees that the key broke off and is stuck in the hole.

CARTER
He broke the key!

HAILEY
WHAT?!

DEVON
It wasn't on purpose, so shut up!

Devon channels his anger and takes it out on the door with his foot. Kicking it over and over again. Finally, he stops, out of breath.

CARTER
Are you finished?

The entire room is plunged into COMPLETE DARKNESS.

WE HEAR THE SOUNDS OF SUDDEN COMMOTION, VOICES. STRUGGLING AT THE DOOR.

SAMANTHA
Carter!

A SHALLOW BREATHING can be heard.

HAILEY
Who's in here? Someone else is in here.

CARTER
Stay together.

The BREATHING grows louder. One of the girls SCREAMS.

CARTER (CONT'D)
Shut up! Just stay together.

Silence.

HAILEY
Who is this?

SAMANTHA
It's me. Don't let go.

CARTER
Devon. Devon. Are you close?

DEVON
I'm right here.

(CONTINUED)

85 CONTINUED: (4)

85

CARTER

Where?

DEVON

Right next to you.

CARTER

Does everyone have someone?

HAILEY

We're all together.

CARTER

We're going to make our way to the workshop. Just hold tight and don't let go.

The group maneuvers their way in the darkness.

86 INT. WORKSHOP -- NIGHT

86

Devon, Carter and the two girls make their way into the partially lit shop.

Carter hurries over to table. He finds the cordless phone base, but no phone.

CARTER

The phone's gone.

SAMANTHA

Try paging it.

Carter pushes the pager button.

CARTER

Everyone be quiet. Can anybody hear it?

They all listen. Nothing.

CARTER (CONT'D)

We need to figure this out. Make a plan.

DEVON

What's there to talk about? Someone else is in here with us and we need to get out! Now!

Devon is frustrated and walks away.

Samantha notices the computer on the desk. She quickly walks over and turns it on.

(CONTINUED)

86 CONTINUED:

86

SAMANTHA
Maybe this will work.

They gather around her.

CARTER
Does it have the internet?

The computer boots up.

The screen lights up and asks for a password.

SAMANTHA
It needs a password.

DEVON
You gotta be joking!

Devon walks over to the security officer's desk. He thumbs through several items on the desk.

HAILEY
Type something.

SAMANTHA
What?

HAILEY
I don't know. What's the owner's name?

CARTER
Cydney.

Samantha types it in. Wrong.

CARTER (CONT'D)
Try House of Fears.

Samantha types it in. Wrong.

CARTER (CONT'D)
Halloween.

Samantha types it in. Wrong.

SAMANTHA
This isn't working.

Carter looks around the room. He notices a map on the wall. He quickly walks over to it and begins to look at it.

Samantha and Hailey continue to try passwords.

(CONTINUED)

86 CONTINUED: (2)

86

Devon pulls open a few drawers on the desk. He notices a pistol in one of the drawers. Several bullets are scattered throughout the drawer.

Carter is running his hand over the map.

Devon notices the girls are watching Carter. He pulls the pistol and a handful of bullets out of the drawer. He starts loading the bullets one at a time.

Hailey turns and sees Devon loading the gun.

HAILEY

And what do you plan on doing with that?

Carter and Samantha turn to see Devon with the gun.

DEVON

Cover my ass.

Carter turns back to the map, examining it intently.

Devon finishes loading his gun and grabs another handful of bullets and stuffs them into his pocket.

CARTER

There's another way out of here.

HAILEY

Where?

Hailey, Devon and Samantha walk over as Carter rips the map off the wall.

Carter points to the exits on the map.

CARTER

(pointing at the map)
Look. Right there.

HAILEY

Just get us out of here, okay?

SAMANTHA

How do we get there?

Carter traces the way to other exit.

CARTER

We have follow the passageways and then cut through the spook alley in a few places.

(CONTINUED)

86 CONTINUED: (3)

86

HAILEY

I am not going back in there. Can't we just stay in the passageways?

Carter continues to study the map.

CARTER

It looks like most of those passageways only go from room to room. Other's are just dead ends. So we have to cross through some of the rooms.

Carter glances over at Devon.

DEVON

Fine. Let's just get the hell out of here.

Carter folds up the map.

CARTER

It's very important that we all stay together and if anything unexpected happens we remain calm. Grab something to use as a weapon.

They search the room for anything they can use.

Carter pulls Devon aside.

CARTER (CONT'D)

Look, it's up to us to take care of the girls.

Devon glances over at Samantha and Hailey and then nods to Carter in agreement.

CARTER (CONT'D)

I've got to know that you're okay.

DEVON

(cool, detached)
I'm fine.

CARTER

You're sure?

DEVON

I said, I'm fine, alright.

Samantha sees a cordless skillsaw laying on the counter. She grabs a new battery from the charger and slaps it into the skillsaw.

(CONTINUED)

86 CONTINUED: (4) 86

They find three flashlights.

87 INT. SECRET PASSAGEWAYS -- NIGHT 87

Our four survivors cautiously maneuver down the hall as their flashlights flood into total darkness.

Devon leads the way down the hall gun in one hand, flashlight in the other.

He is followed by Hailey, who holds another flashlight.

Samantha tightly grips the skillsaw and the last last flashlight.

Carter is just behind her holding a wooden baseball bat in one hand, trying to make sense of the map as they carefully move through the darkness.

Samantha turns around and looks past Carter. Carter passes her and slows down.

CARTER

Stay close.

Samantha takes one last look over her shoulder and stays close to Carter.

88 INT. SECRET PASSAGEWAY -- NIGHT 88

Devon leads them down the row followed by Hailey and Carter. Samantha stays close behind.

Samantha hears something behind her. She stops and turns around.

She strains to see down the dark. She can hear something, but can't see it.

No movement.

She turns around to leave and steps into -

Carter. They startle each other.

CARTER

What is it?

Samantha is really scared.

SAMANTHA

I saw something.

Carter takes the flashlight from Hailey. He shines the flashlight down the hall. No movement.

(CONTINUED)

88 CONTINUED:

88

CARTER

Are you sure?

SAMANTHA

There was something there.

Both look around. Just dead silence.

Carter looks harder. He gets close to Samantha.

CARTER

Look at me. There is nothing down
there, okay?

Carter looks her in the eye.

CARTER (CONT'D)

Okay?

Samantha nods her head.

CARTER (CONT'D)

Come on, let's go.

Carter hands the flashlight back to Hailey.

89 INT. GRAVEYARD -- NIGHT

89

Carter leads them into a large open area, one the biggest in
the building. It's dark and musty.

CARTER

There is a long passageway just across
here.

They cross the graveyard towards a large catacomb.

Hailey looks all directions as she crosses, using her
flashlight to see. On the ground is a open wooden coffin.
In it are the remains of what looks like a human skeleton.

She turns around to face the UNDERTAKER.

He is very large and wears all black. His skin is strange,
grayish in hue. Dark eyes harbored in an inhuman head.

Devon takes her by the arm.

DEVON

Everybody stay together.

(CONTINUED)

89 CONTINUED: 89

As they enter the catacomb, the Undertaker turns to watch them leave.

89A EXT. INSANE ASYLUM -- NIGHT 89A

Above the doorway it reads, "Insane Asylum".

90 INT. INSANE ASYLUM, RECEPTION AREA -- NIGHT 90

They enter the two doors, which take them into the reception area. The walls and floors are muted greens and yellows.

A reception counter is to the left with a metal grate for a window. The ceiling tiles are rotting away and drooping down. The floors are filthy with dirt and grime. Rust covers the drinking fountain and sinks. A patients' bed is covered with dried blood.

Hailey looks down and sees the blood trail.

HAILEY

Is that real blood?

Carter reaches down and touches it. The blood is dry.

CARTER

It's just fake.

Devon looks behind him, toward the two wooden doors.

DEVON

We need to keep moving.

The group moves deeper into the asylum.

Devon grips the pistol firmly, ready to use.

90A INT. INSANE ASYLUM HALLWAY -- NIGHT 90A

Carter moves past a padded cell with barred windows. Samantha is right by his side.

A HAND reaches out from within the room and grabs Samantha firmly.

She SCREAMS and tries to pull away.

SAMANTHA

Get it off me! Get it off!

Carter turns and hits the arm with the bat. The hand pulls away.

Devon points his gun into the padded room, ready to fire.

(CONTINUED)

90A CONTINUED:

90A

He sees a MAN huddled in the corner. It's Hamadi.

Hamadi mumbles something to himself.

(CONTINUED)

90A CONTINUED: (2)

90A

SAMANTHA (CONT'D)

Wait.

Devon keeps the gun on Hamadi.

DEVON

(to Hamadi)

You move and I'll shoot.

Hailey tries to see in the room.

HAILEY

Who is he?

Carter looks in.

CARTER

I don't know.

DEVON

Who are you?!

Hamadi keeps repeating the same thing over and over.

HAILEY

What is he saying?

SAMANTHA

(sotto)

Help me.

She steps past Devon into the doorway of the padded cell.

Devon lowers the gun, but remains cautious.

91 INT. PADDED CELL -- NIGHT

91

Hamadi stays in the corner in the fetal position. Carter moves behind her.

SAMANTHA

I think he's saying, "Help me."

CARTER

Don't get close to him.

SAMANTHA

It's okay. We're not going to hurt you.

She reaches out to touch him.

(CONTINUED)

91 CONTINUED:

91

CARTER

Sam, don't.

Samantha puts her hand up, gesturing that she knows what she is doing.

SAMANTHA

My name is Samantha. We want to help you.

He doesn't respond. She notices his arm is wrapped in a blood stained bandage.

SAMANTHA (CONT'D)

What happened to you?

She looks at his torn security shirt and notices his name badge. It reads "Hamadi."

His spastic eyes look at their faces.

SAMANTHA (CONT'D)

Are you Hamadi?

Hamadi mumbles something.

HAILEY

What is he saying?

SAMANTHA

I don't know.

92 INT. INSANE ASYLUM HALLWAY -- NIGHT

92

Devon's attention is turned to the reception area. He senses something.

Samantha continues to try and talk to Hamadi.

Devon leaves the group, and walks cautiously back towards the entrance, holding the gun firmly.

92A INT. INSANE ASYLUM, RECEPTION AREA -- NIGHT

92A

He looks around. Nothing.

He kicks the door closed. He reaches for an old radio on the nearby counter. *

He rips out the cable, using it to wrap around the main door handles, lashing it tight.

He cautiously begins back towards the group.

93 INT. PADDED CELL -- NIGHT

93

Hamadi mumbles some more. Samantha leans in close.

(CONTINUED)

93 CONTINUED:

93

SAMANTHA

I think he's saying something about
a stone...

She listens, as Hamadi babbles quietly to himself.

SAMANTHA (CONT'D)

No a statue. Something about a
statue.

Hamadi mutters more.

HAMADI

Death. Statue of death.

SAMANTHA

Hamadi. That's your name, right?

Hamadi recognizes his name. He nods slowly.

CARTER

The guys on drugs or something.

SAMANTHA

Who did this to you?

HAMADI

Sharue.

CARTER

I'm sorry? What?

Hamadi starts to mutter again.

Devon stands at the far end of the hall where he can watch
the reception area doors.

DEVON

This is not helping. He's obviously
lost it.

Samantha takes Hamadi's hand. He starts to pull back, but
she is persistent.

SAMANTHA

Hamadi. What about Sharue?

Hamadi looks at Samantha. For a brief moment, he is able to
grasp some semblance of stability.

HAMADI

The statue...can reincarnate your
fears.

(CONTINUED)

93 CONTINUED: (2)

93

SAMANTHA
Where is this statue?

(CONTINUED)

93 CONTINUED: (3)

93

Hamadi puts his finger into the dirty floor. He begins drawing a picture in the grime.

He finishes and Samantha looks at the drawing. It vaguely resembles the statue in the crate.

Hamadi's eyes distance themselves. His mind is somewhere else.

A realization hits Carter.

CARTER

If it's not the security guard, then who are we dealing with?

HAILEY

Who did this to him?

SAMANTHA

I think it has something to do with that statue.

DEVON

What are you talking about? What statue?

SAMANTHA

The one you pulled out of the crate back in the workroom.

DEVON

What are you saying?

Samantha is trying to figure it out herself.

CARTER

Something is wrong with this place. Can't you feel it?

Nobody answers.

SAMANTHA

Hamadi said that the statue could bring our fears to life.

CARTER

Think about what you're saying.

SAMANTHA

I am.

DEVON

Forget the statue, we've got to get the hell out of here.

(CONTINUED)

SAMANTHA

What did Candice say her fear was?

DEVON

I don't know.

HAILEY

(thinking)

Being buried.

(now she's sure of it)

Being buried alive.

CARTER

That's right, that's what she said.

Devon is getting agitated at the conversation.

DEVON

So.

SAMANTHA

Candice suffocated from inhaling the sand.

Devon doesn't know where she's going with this.

DEVON

And?

Samantha turns to Carter.

SAMANTHA

What was Zane afraid of?

CARTER

I don't know. He was stabbed to death.

Samantha's starting to put it together.

SAMANTHA

What are the fears Zane said?

CARTER

Ghosts...sharp knives...

HAILEY

Spiders.

SAMANTHA

Loosing you mind.

They look to Hamadi who still cowers in the corner.

(CONTINUED)

93 CONTINUED: (5)

93

CARTER

What else?

HAILEY

I don't know, the dark.

SAMANTHA

There was more than that.

Devon shifts uncomfortably at the end of the hallway.

DEVON

Clowns.

HAILEY

And bats. Bats, right?

SAMANTHA

This Sharue, or whatever it's called,
that statue is bringing our fears to
life.

DEVON

That's not possible.

CARTER

Devon, what are you afraid of?

DEVON

I'm not afraid of anything.

Carter turns to Sam.

CARTER

Sam, what is your fear? You've got
to tell me what you fear is.

Then a slow, horrible dawning washes over Samantha. Her
face grows pale and her eyes widen.

Before she can open her mouth to speak-

THWUMP! Something RAMS hard into the reception room doors
behind them. The wrapped cord holds, giving just a little.

Hamadi's entire face fills with fear. Before any of them
can think what kind of nightmare it must be-

*
*

93A INT. INSANE ASYLUM, RECEPTION AREA -- NIGHT

93A*

THWUMP! THWUMP! THWUMP! The door shakes violently, *echoing*
across the hallway. With enormous weight, whatever is out
there takes another try at smashing the door in.

*

93B INT. INSANE ASYLUM HALLWAY -- NIGHT

93B*

(CONTINUED)

93B CONTINUED:

93B

HAMADI

Your fear...will kill you.

Hamadi cowers against the wall. He starts muttering incoherently.

The doors are SLAMMED into again.

Hamadi's eye are wide with panic.

CARTER

We need to go.

93C INT. INSANE ASYLUM, RECEPTION AREA -- NIGHT

93C*

The door is hit again. The wrapped cord starts to slowly give a little more. *

Devon FIRES ONE ROUND at the door. The LOUD BANG startles everyone.

93D INT. INSANE ASYLUM HALLWAY -- NIGHT

93D*

Samantha turns to watch two more GUN FLASHES fill the long hallway.

Devon reappears at the end of the hallway.

DEVON

We gotta get the hell outta here!!

He looks back towards the intruder. He levels the gun.

Samantha tries to help Hamadi up. Hamadi is too scared to come with him. He babbles incoherently.

CARTER

Come on!

93E INT. INSANE ASYLUM, RECEPTION AREA -- NIGHT

93E

A large clocked arm SMASHES through the door, making a hole big enough to fit an arm through. It reaches in trying to undo the wrapped cord.

Devon fires another TWO ROUNDS at the arm. The bullet tears into the arm with no lasting effect. *

93F INT. INSANE ASYLUM HALLWAY -- NIGHT

93F

CARTER

Samantha, now!

SAMANTHA

Hamadi. We've got to go.

(CONTINUED)

93F CONTINUED:

93F

Hamadi cowers back more.

Carter grabs Samantha pulling her with him.

Now! CARTER

*
*

93F CONTINUED: (3)

93F

They run down the hall. Devon runs around the corner pushing them on, Samantha gets a brief glimpse of a man dressed in a long coat chasing them.

*
*
*

His face covered by a burlap sack. It's the SCARECROW that she encountered when they first entered the Spook Alley.

*

Samantha's eyes grow so wide, they start to swell with tears.

*

The Scarecrow passes right passed Hamadi without even looking at him.

*
*

Hamadi watches the Scarecrow leave.

He then hears the familiar sound. He turns to find Campino slowly approaching from dark hallway.

The dog charges into the padded cell as Hamadi tries to find away to escape.

94 INT. AUTOPSY ROOM -- NIGHT

94

The four charge into a room with stained dirty walls. An operating table is in the middle of the room. One wall is covered with cadaver drawers.

They move quickly through the room as they hear Hamadi's SCREAMS behind them.

His SCREAM is cut short.

A rotting corpse that has been laying on the table, mechanically springs up. It stops inches from Hailey's face.

She SCREAMS and runs out of the room. She is filling with fear as she runs faster.

CARTER

Hailey!

They hurry after her.

95 INT. TILTING ROOM -- NIGHT

95

Hailey runs around a corner into the Tilting Room.

Chains dangle from the ceiling. Mannequins wrapped in straight jackets and tied to posts at both sides of the room.

(CONTINUED)

95 CONTINUED:

95

They move back and forth with their DISFIGURED FACES. The only way across the room is a metal walkway.

Hailey momentarily hesitates before starting across the walkway. She covers her face with her arms and hurries through.

Hailey makes it across.

Carter, Samantha and Devon enter the Tilting Room and see Hailey run out at the other end.

CARTER

Hailey!

They hurry across the metal walkway.

CARTER (CONT'D)

Hailey! Stop!

Hailey races through some translucent hanging plastic and into-

96 INT. "TEXAS CHAINSAW MASSACRE" MEAT LOCKER -- NIGHT

96

Hailey runs into one of the hanging sides of beef. She SCREAMS AGAIN. She hits one hanging beef, then another.

Carter, Devon, and Samantha follow. The meat swings in front of them.

CARTER

Hailey. Slow down!

Hailey keeps running.

The other three make their way through the meat locker.

97 INT. SLAUGHTER HOUSE LOCKER ROOM -- NIGHT

97

Hailey races into a room lined with lockers on both sides. A METAL ROLL DOOR is at the end of the hallway.

Carter races in and catches her.

CARTER

Hailey, stop. Calm down. You gotta calm down.

Carter sets down his bat and wraps his arms around her.

Hailey starts to cry.

She reaches up and holds onto Carter, sobbing.

(CONTINUED)

97 CONTINUED:

97

Everyone looks at one another as they try and catch their breath. Beads of sweat drip down their faces.

Carter wipes away Hailey's tears.

Samantha looks back the way they came. Carter can see the fear in her face. *

CARTER (CONT'D)
You saw something. What was it?

Samantha is too afraid to put it into words.

CARTER (CONT'D)
Sam. What did you see?

Sam keeps a firm grip on the skillsaw. She speaks keeping her eyes out the door, anticipating. *

SAMANTHA
When I was kid, growing up in Wisconsin, my family had a farm. My dad was late for dinner one night and my mom asked me to go out in the field to find him. He had tripped while plowing and hit his head. When I found him, I thought he was playing a trick on me. I tried to wake him, but he didn't respond. He was dead, I was petrified. I couldn't call out for help and couldn't move. Looming above us was an old tattered scarecrow. It was like it was staring down at me, mocking me.

She finally takes her eyes off the entrance and turns back towards Carter.

CARTER
Was it a Scarecrow? Is that what you saw back there?

Samantha nods her head. *

(CONTINUED)

97 CONTINUED: (2)

97

HAILEY

What are we going to do? We're never going to get out here.

CARTER

Don't say that Hailey. We're going to get out.

Samantha turns to Carter. They look at each other, sharing the concern of the unknown that lies ahead.

Devon moves back to the doorway to check if they are still being chased. He sees nothing

Devon pulls out a handful of bullets to reload the gun. He dumps the empty

*
*

Devon turns from the doorway back to the group just as the UNDERTAKER from the graveyard, appears behind Devon.

Hailey SCREAMS when she see The Undertaker move into the light.

He raises a beastly looking HAMMER high. He pushes Devon hard into the lockers.

Bullets fall and SCATTER onto the floor in every direction.

Samantha, Carter and Hailey back away as the Undertaker moves in their direction.

The Undertaker charges. Devon quickly snaps the gun.

He FIRES the only bullet in the gun. It slices through The Undertaker through his back and out the front.

The Undertaker swings the hammer and Hailey falls to the ground as she dodges out of the way. The hammer smashes into the lockers, SPARKS FLY.

Hailey struggles to get back to her feet as the Undertaker prepares to strike again.

Hailey grabs Carter's bat off the floor to defend herself as the Undertaker swings.

She blocks the swing of the hammer down on her as she is holding the bat at each end. She uses her feet to push herself back.

Devon tries to come in to help as the Undertaker swings again.

Devon dodges, but not fast enough and is cut in the arm by the sharp end of the hammer.

(CONTINUED)

97 CONTINUED: (3)

97

Carter rams his shoulder into the Undertaker, knocking him back.

Samantha grabs Hailey and help her up.

(CONTINUED)

97 CONTINUED: (4)

97

Carter grabs the Undertaker by the wrists, pulling him off balance.

Devon jumps onto the back of the Undertaker and wraps his arms around the Undertaker's thick neck. Devon's arms clamp down like an vise.

He squeezes.

The Undertaker pushes back violently. Devon and Carter hold on tight as they are taken across the room.

They come to a hard stop as Devon's back gets rammed into the lockers.

The Undertaker pulls away and then SLAMS Devon harder against the lockers. Devon somehow manages to hold on.

Samantha starts the skillsaw holding it out for protection. Hailey stands behind her as they make their way towards the other door.

The Undertaker spins, taking Devon and Carter into another wall. The IMPACT is too much for Devon and he loses his grip and falls to the floor.

The Undertaker stumbles and goes to the ground with Carter. Carter lands on the hammer and cries out in pain.

Samantha and Hailey help the boys up. Carter grabs the bat and map and they hurry out of the room.

98 INT. LONG CORRIDOR -- NIGHT

98

The four find themselves facing a long dark corridor. They hurry down the hall. Carter holds his leg and limps. They pass through a door.

99 INT. FRANKENSTEIN'S LAB -- NIGHT

99

To find themselves in a large laboratory. A large operating table is in the middle of the room. A STROBE LIGHT flashes in the room. The NOISE is very LOUD.

At the far side of the room, a large wire mesh fence is in front of a large electric conductor, A TESLA COIL. It SPARKS to life send electric current through the air. It LASHES out against the wire fence.

Carter looks behind him.

(CONTINUED)

99 CONTINUED:

99

DEVON
Is he behind us?

CARTER
I don't see him.

Everyone tries to catch their breath.

CARTER (CONT'D)
Is everybody okay? Is everybody
okay?

Carter looks over Devon and sees that his arm is bleeding.
He goes to help.

DEVON
Don't touch me! I'm fine.

SAMANTHA
Yes, I'm okay.

CARTER
Hailey, are you hurt?

HAILEY
No, I'm fine.

Samantha looks at Carter's leg.

SAMANTHA
You're bleeding.

Carter looks down at his leg to see his pant leg torn. Blood starts to soak through his jeans. He covers the tear with his hand. Blood comes through his fingers.

Hailey takes off her shirt revealing a tank top.

She rips a sleeve and hands it to Devon.

HAILEY
Tie it around your arm.

She rips the other sleeve and starts to tie it around Carter's leg.

HAILEY (CONT'D)
(to Devon)
Make sure it's really tight.

DEVON
Who's fear was that?

Hailey ties the bandage down tight on Carter's leg. He cringes.

(CONTINUED)

99 CONTINUED: (2)

99

HAILEY

We're all going to die.

SAMANTHA

No we aren't. We can make it.

Samantha turns her head into the lab and strains to hear something.

SAMANTHA (CONT'D)

Do you hear that?

The others try and listen over the loud sounds of the room.

CARTER

What? What do you hear?

Samantha shushes him and stands. She walks around the room. She hears a faint BEEPING sound.

SAMANTHA

Can you hear it?

Hailey stands.

HAILEY

I hear it.

CARTER

Yeah, what is that?

HAILEY

It's a phone.

DEVON

Where is it coming from?

Samantha looks up and sees a ladder leading to a higher level in the room.

She sets the skill saw down starts to climb up the ladder.

SAMANTHA

I think I see it.

She looks above to see the phone next to an open tool box and lots of wiring.

She climbs the rest of the way up and reaches for the phone.

From the shadows steps the Scarecrow who lashes out grabbing onto her. The phone is knocked loose and falls past her to the floor and breaks.

(CONTINUED)

99 CONTINUED: (3)

99

Sam SCREAMS and the Scarecrow tries to pull her up. She is able to escape his grip as she falls backwards of the ladder.

She quickly gets up and scrambles for the Skillsaw.

The Scarecrow leaps to the ground. He moves towards her ready to finish her off.

Carter lunges at the Scarecrow with his bat and connects with a powerful blow. The Scarecrow is knocked back.

Samantha scurries to her feet and away from the Scarecrow.

The Scarecrow quickly rises to its feet.

Devon dumps the shells from his gun and starts to load it again.

Carter's hands tighten around the handle of the bat as he walks forward. He stops. He shifts his weight to his back foot.

The Scarecrow starts towards him.

Carter's shoulders turn with staggering speed and strength as the bat slices through the air and connects with the head of the Scarecrow.

Carter hits him again across the back.

The Scarecrow turns toward Carter to see a blur of wood as the bat SMASHES him in the face and knocks him to the ground.

Devon almost has all the bullets loaded.

The Scarecrow moves with incredible speed and grabs Carter by the ankle and takes him off his feet.

Carter uses the bat to try and beat the Scarecrow away as it climbs up him.

Devon finishes loading the gun and points it at the Scarecrow and Carter.

(CONTINUED)

99 CONTINUED: (4)

99

HAILEY

Shoot it!

Devon tries to aim, but Carter is in the way.

SAMANTHA

Take the shot!

Devon can't get a clear shot.

DEVON

I don't want to hit Carter.

The Scarecrow wraps its hands around Carter's throat. Carter COUGHS and GAGS from the pressure.

The Scarecrow lifts Carter up off the floor.

Carter struggles to get free.

Carter pounds his fists into the Scarecrow's forearms repeatedly. The Scarecrow spins him and the CRASH into the counter, breaking and knocking things over.

Carter pushes off the counter and they fall back into the mesh fence.

A CURRENT of ELECTRICITY lashes through them.

The lights in the room FLICKER as the power is directed in to the mesh fence.

SAMANTHA

CARTER!!!

Carter and the Scarecrow fall to the ground. Both are still. The Scarecrow is burned and smoldering.

They hurry over to Carter. They turn him over to find him dead.

HAILEY

Carter. No... No no no.

Samantha looks at the Scarecrow, seeing that it is not moving.

Samantha looks from Hailey to Devon. Devon holds his head in frustration.

*
*

HAILEY (CONT'D)

What are we going to do?

*

Hailey holds Carter.

(CONTINUED)

99 CONTINUED: (5)

99

Samantha sees the phone on the ground. She grabs the battery and puts them back together. *

She holds the phone to her ear.

SAMANTHA

It still works.

She dials 911.

She hears it ringing, but there is a lot of static. Some one answers on the other end, but it is hard to make out what they are saying. *

SAMANTHA (CONT'D)

Hello. Hello. Can you hear me? *

She hears the static voice again.

SAMANTHA (CONT'D)

We're at the House of Fears, someone is trying to kill us. Three people are dead. Please send help. *

More static voice.

SAMANTHA (CONT'D)

Can you hear me? Please send help.

More static, until the phone finally cuts out.

DEVON

Do you think they heard you?

SAMANTHA

I don't know.

Samantha sets the phone down.

HAILEY

We need to go back to the main entrance and wait there. Maybe someone will come. *

Samantha picks up the map.

SAMANTHA

We can't go back. We have to keep pushing forward. *

DEVON

She's right Hailey. *

SAMANTHA

If we stay here, we will die. *

(CONTINUED)

99 CONTINUED: (6) 99

Hailey says good-bye to Carter and the three leave the room. *

The camera pushes in as we slightly see the Scarecrow move. *

100 INT. CAROUSEL ROOM -- NIGHT 100

Samantha leads the way through a small carousel. A railing on each side takes them up a ramp onto the carousel.

Devon passes a small evil looking clown, called SHORTY, who sits crumpled at the entrance. *

The floor starts to spin backwards as Samantha steps on it. The room is an octagon shape with mirrors on the walls. In front of the mirrors are the skeletal remains of CREEPY CLOWNS that are impaled on giant steel posts.

Devon looks around the room. Fear washes over his face. *

DEVON
Let's find another way. I don't like this. *

Samantha looks over the map. *

SAMANTHA
This is the only way.

Devon is quite adamant.

DEVON
We can't go through here. *

SAMANTHA
There are no other options, we have to go this way. *

Devon begins to back out of the clown area. *

DEVON
I can't. *

Samantha and Hailey turn back to him.

SAMANTHA
Devon, we need you to stay with us. *

He finally decides to step onto the revolving platform. *

He is doing all he can to remain calm. As he steps off the other side he looks back to doorway - *

SHORTY IS NO LONGER LYING THERE *

(CONTINUED)

100 CONTINUED:

100

SAMANTHA (CONT'D)
What's wrong?

(CONTINUED)

100 CONTINUED: (2)

100

DEVON
 (pointing)
 He was right there.

Samantha and Hailey enter into the next room pulling Devon
 with them.

*
*

101 INT. CLOWN TENT -- NIGHT

101

The walls have large frightening clown paintings everywhere.
 Black lights make the clowns even more hideous.

*
*

The room is a small maze with different doorways and passages
 go off in random directions.

*
*

Devon follows behind Hailey and Samantha as they try to find
 the way out.

*
*

Devon see a blur of a human form down one of the hallways.
 He quickly readies the gun. He quickly turns as something
 flashes behind him.

*
*
*

He spins to catch a glimpse of Shorty before he disappears.

*

Samantha notices something isn't right

*

SAMANTHA
 Devon, c'mon. Hurry.

*
*

Devon spins and points his gun at Shorty as he appears down
 another hallway.

*
*

Devon squeezes off three rounds.

*

BAM! BAM! BAM!

Shorty is remarkably fast and quickly moves disappearing
 behind a doorway.

*
*

Samantha runs back to Devon.

*

SAMANTHA (CONT'D)
 Where is it?

Devon holds the gun, ready to fire.

He sees it to his right. He turns and fires.

ABM!

*

Shorty disappears behind another corner.

*

SAMANTHA (CONT'D)
 Let's go! Come on!

(CONTINUED)

101 CONTINUED:

101

Samantha pulls on Devon. They hurry out of the room.

102 INT. MIRROR MAZE -- NIGHT

102

The three enter a maze of mirrors. Dozens of their own images look back at them.

SAMANTHA

Just stay together.

Samantha takes a hold of Devon's hand, who takes hold of Hailey's hand.

They start through the maze.

With her free hand, Samantha feels for the mirrors, trying to find the path.

The Undertaker steps in front of them, startling them.

Devon and the girls spin around looking for the Undertaker.

They see him down the hall or is it his reflection. He quickly moves and his reflection disappears from the mirror.

Devon and the girls move quickly.

Hailey is ripped from Samantha's grip.

SAMANTHA (CONT'D)

Hailey!

Hailey CRIES OUT as she is pulled back. Her multiple reflections vanish.

Devon and Samantha hear her SCREAMS fade as she is taken farther away.

DEVON

Hailey!

They try and find her, but loose her in the maze.

103 INT. MIRROR MAZE -- NIGHT

103

Hailey is being dragged by her hair by the Undertaker.

She struggles to free herself.

104 INT. MIRROR MAZE -- NIGHT

104

Devon and Samantha continue to look.

DEVON

Hailey!

105 INT. MIRROR MAZE -- NIGHT 105

Hailey knocks away the Undertaker's grip of her hair.

She scrambles to her feet and uses her hands against the mirrors as she tries to find her way.

Hailey looks around. Everywhere she turns is her own reflection.

No sign of the Undertaker.

HAILEY

Help me!

106 INT. MIRROR MAZE -- NIGHT 106

Devon and Samantha turn to her cry for help.

DEVON

Hailey! Where are you?

They see her, down the hall.

DEVON (CONT'D)

Hailey!

Hailey turns to them.

Devon and Samantha start toward her.

DEVON (CONT'D)

We're coming!

They are almost to her.

The Undertaker rises up behind Hailey and grabs her. She is pulled back again. She can be heard SCREAMING...then a muffled sound, and then silence.

Devon and Samantha follow after her screams.

107 INT. SECRET PASSAGEWAYS -- NIGHT 107

The Undertaker pulls her along through a backstage passageway.

Her fingernails scrape along the side of the flats.

108 INT. SECRET PASSAGEWAYS -- NIGHT 108

The Undertaker rounds a corner, slamming Hailey's head against the wall as he goes. She is out cold.

109 INT. SECRET PASSAGEWAY -- NIGHT 109

Devon and Samantha run into the secret passageway.

SAMANTHA

This way.

She points in the direction that the last scream came from. She starts to race off, followed by Devon. Their flashlight illuminates the hall as they run down.

The disappear around the corner, leaving the hall in COMPLETE DARKNESS.

110 INT. COFFIN -- NIGHT 110

BLACK.

We hear SOFT BREATHING. Someone takes a big gasp of air.

SOUNDS OF STRUGGLE.

A hand holds a cell phone open. The SMALL BLUE LIGHT illuminates the darkness. Hailey moves her phone around.

Hailey is literally entombed alive. Her breathing picks up as she moves the light around the small space. Wood on all sides.

Something POUNDS on the coffin from the outside. The SOUND echoes through her body.

The light on her phone goes out.

The BLACKNESS and CLOSENESS of the space choke her as her breathing becomes frantic as she starts to struggle.

We can only see the WHITES of her petrified EYES.

Another POUND, just as loud. Followed by another, then another. One nail slams through the lid, close to Hailey's face.

111 INT. GRAVEYARD -- NIGHT 111

A nail is pressed against a panel of wood. A hammer drives the nail into the wood with one powerful hit.

The Undertaker stands over a wooden coffin. He drives in another nail.

112 INT. COFFIN -- NIGHT 112

The sound reverberates through the coffin. Hailey pounds her fist against the wood. She SCREAMS for help.

113 INT. GRAVEYARD -- NIGHT 113

The Undertaker pounds in another nail. Hailey's screams are muted by the coffin.

114 INT. SECRET PASSAGEWAY -- NIGHT 114

Devon and Samantha run down the hall. They take several turns and then slow to a stop.

SAMANTHA

Where did he take her?

DEVON

Listen.

They can hear the distant sound of POUNDING and MUFFLED SCREAMS.

SAMANTHA

Where is it coming from?

DEVON

Here, hold this.

Devon takes the map from Samantha and hands her the gun.

He puts the map on the floor and holds the flashlight over it.

Samantha points the gun down the hall.

Devon frantically searches the map.

Samantha turns back to look at him. Behind her, Shorty comes crawling around the corner on the side of wall and up towards the ceiling.

Devon looks up past Samantha to see Shorty coming at them.

DEVON (CONT'D)

Holy ...

Before he can get the word out, Samantha squeezes off several rounds. All hitting their target.

Shorty falls off the ceiling and hits the ground hard. He springs back up to his feet.

She pulls the trigger back.

No BOOM! The gun is empty.

Samantha turns to Devon. He reaches into his pockets for more ammo, but finds none.

(CONTINUED)

- 114 CONTINUED: 114
- Samantha drops the gun as she turns and runs followed by Devon.
- 115 INT. SECRET PASSAGEWAYS, DEAD END -- NIGHT 115
- They come to a dead end. They look back and don't see Shorty, but they can hear him coming.
- DEVON
- Use the saw.
- Samantha starts the saw and cuts a hole in the wall. They wood, making a hole. They look though.
- About twenty feet away is the EMERGENCY EXIT DOOR.
- SAMANTHA
- There it is.
- Samantha crawls through first. Devon follows. Samantha reaches out to help him through.
- He is ripped from her grasp and pulled back into the dark hall.
- Samantha looks back through the hole to see Devon being dragged along the floor by Shorty.
- 116 INT. SECRET PASSAGEWAYS -- NIGHT 116
- Flailing arms and legs-
- Devon struggles with Shorty and the flashlight is dropped behind them, silhouetting them.
- SAMANTHA
- Devon!
- Shorty pounces on top of Devon, grabbing him with both hands on the face and gets nose to nose with him. The horrible eyes take a bead on him.
- 117 INT. SECRET PASSAGEWAYS, DEAD END -- NIGHT 117
- Samantha hears Devon's SCREAMS. She turns around and hurries to-
- 118 EXT. EMERGENCY EXIT ROOM -- NIGHT 118
- Samantha rests her hand on the EMERGENCY DOOR. Freedom is just on the other side. She starts to open the door. Dead silence, then she hears it -
- Hailey's faint CRIES FOR HELP.

(CONTINUED)

118 CONTINUED: 118

HAILEY (O.S.)

Samantha!

Samantha closes her eyes, suppressing the desire to escape from the building. Her eyes open. The decision has been made.

119 INT. SECRET PASSAGEWAYS -- NIGHT 119

Samantha cautiously peers out through the hole in the wall, looking around.

EMPTY in both directions.

Samantha picks up the SKILLSAW off the ground. Holding it tight, she makes her way down the dark hall.

She picks up the FLASHLIGHT, trying to be brave. She shines the beam down the passageway where she finds -

DEVON'S DEAD BODY.

Again, she can hear Hailey's DISTANT PLEA somewhere off in the dark.

She steps over Devon's body and moves off in the direction of the voice.

120 INT. SECRET PASSAGEWAYS -- NIGHT 120

Samantha turns a corner and hurries down another passageway. Out of breath, she looks around.

HAILEY (O.S.)

Sam...

121 INT. COFFIN -- NIGHT 121

Hailey has all but given up. She whimpers in the darkness.

HAILEY

(Whispering a plea)

Please...help me...

122 INT. GRAVEYARD -- NIGHT 122

A shovel is SLAMMED into a pile of dirt.

Muffled cries can be heard from inside the coffin as the Undertaker, with shovel in hand, starts to cover it with dirt.

From a nearby Catacomb, the doors swing open and Samantha comes bursting out with the skillsaw raised, blade SPINNING.

(CONTINUED)

122 CONTINUED: 122

The Undertaker turns to face her.

123 INT. COFFIN -- NIGHT 123

Hailey hears YELLING and then a VICIOUS FIGHT taking place outside of the coffin.

Something heavy SMASHES DOWN onto the coffin. Pieces of wood splinter and crush inward. Dirt filters down through the cracks.

Suddenly, all goes quiet. Hailey strains to hear.

VIOLENTLY, the skillsaw CUTS THROUGH the roof of the coffin.

Hailey SCREAMS.

The saw creates a small opening, light pours in, illuminating Hailey's face. A hand reaches through the hole and pulls back part of the wood. Samantha's face looks into the coffin.

SAMANTHA

Hailey!

Hailey is barely coherent. She gasps for air as Samantha tries to break away more of the wood.

HAILEY

(faint)

Help me.

SAMANTHA

I'll get you out. Hold on.

124 INT. GRAVEYARD -- NIGHT 124

Samantha looks around the coffin and finds the hammer that the Undertaker was using. She uses it to pry off the lid.

SAMANTHA

Hailey, it's me!

HAILEY

Help me!

Hailey is delirious.

SAMANTHA

Hailey, it's Samantha. Hailey, it's me. It's Samantha. It's Samantha. Come on.

Samantha breaks away some more boards and helps Hailey out.

(CONTINUED)

124 CONTINUED:

124

SAMANTHA (CONT'D)

Come on.

She helps Hailey to her feet.

Hailey starts coming back to reality. She looks down to see the DECAPITATED MANNEQUIN-BODY of the Undertaker.

SAMANTHA (CONT'D)

Come on, Hailey.

Samantha leads her back to the catacomb.

SAMANTHA (CONT'D)

Over here. We've got to go this way.

Samantha looks at the other end of the Graveyard and sees the Scarecrow coming toward them.

SAMANTHA (CONT'D)

Now!

Still carrying the flashlight and skillsaw, Samantha pulls Hailey into the Catacomb.

CUT TO:

125 INT. SECRET PASSAGEWAYS -- NIGHT

125

Samantha leads Hailey down the halls.

SAMANTHA

Okay, Hailey, come on.

HAILEY STUMBLES TO THE GROUND

SAMANTHA (CONT'D)

Hailey, get up.

Samantha looks past Hailey and sees the SCARECROW enter the passageway. She picks her up and they head around the next corner.

SAMANTHA (CONT'D)

Run! Faster! Hurry!

Hailey struggles as Samantha keeps her moving.

The Scarecrow continues to pursue them.

SAMANTHA (CONT'D)

Come on, Hailey! We've got to go!
Keep going! Keep Going! Hurry!
Come on!

(CONTINUED)

125 CONTINUED: 125

Samantha finds another door. They takes it.

126 INT. PAINT ROOM -- NIGHT 126

Samantha slides the bolts on the door closed. Behind them is darkness.

CRASH! The Scarecrow hits the door from the other side.

Hinges SQUEAL.

Samantha pulls Hailey through the maze of pallet jacks and shelves.

Hailey slips to the floor. Samantha is no longer able to support her.

HAILEY

(faintly)

Just go.

Samantha crouches beside her, grabbing onto her arm.

SAMANTHA

I'm not leaving you. Move!

She drags Hailey to her feet and she staggers on.

Hinges SHATTER and the door is hurled inward, slamming hard to the ground.

Samantha turns off the flashlight. Samantha and Hailey crouch and move quietly through the pallets.

The Scarecrow steps forward and scans the darkness.

Samantha passes the skillsaw to Hailey.

SAMANTHA (CONT'D)

(whispering)

Here, hold this. Use it.

Hailey inadvertently knocks over a number of pipes. The Scarecrow's eyes swivel as he hears the sound.

Samantha picks up ones of the pipes. The Scarecrow approaches.

Samantha and Hailey back towards another door. They try to open it, but find it locked.

SAMANTHA (CONT'D)

Come on!

(CONTINUED)

126 CONTINUED:

126

They double back to escape. The Scarecrow steps in front of them, cutting them off.

SAMANTHA (CONT'D)

Run!

She pushes Hailey roughly out of the way. Samantha raises the pipe as the Scarecrow advances.

SAMANTHA (CONT'D)

Run!

Hailey hesitates, backing away.

Samantha SWINGS the pipe. It smashes against the Scarecrow with little affect. Samantha strikes again, but is knocked back. She hits hard on the floor.

Samantha tries crawling away, but the Scarecrow grabs her by the leg and PULLS HER BACK.

He grips his massive hand around her throat and LIFTS HER OFF THE GROUND. He tightens his grip on Samantha. She begins to choke from the intense pressure.

Suddenly, THE SPINNING BLADE of the skillsaw comes down onto the Scarecrow's arm, severing it.

Samantha falls to the ground. Hailey stands over her, holding the saw.

The Scarecrow is momentarily disoriented.

Samantha grabs the pipe off the ground and SMASHES it through the Scarecrow's chest.

Samantha grabs Hailey and they run.

127 INT. RAFTER STAIRCASE -- NIGHT

127

Samantha leads Hailey up the stairs into a small room with a wooden ladder that leads into the rafters.

They try and find another way out. A SHADOW moves towards them from the bottom of the stairs.

They are trapped.

Samantha tries to use the skillsaw to defend them, but the saw batteries die before she can cut more than a few inches.

She looks up the ladder to the top of the structure.

SAMANTHA

Climb!

(CONTINUED)

127 CONTINUED: 127

Samantha pushes Hailey up and they start climbing the wood ladder.

128 INT. RAFTERS -- NIGHT 128

Hailey and Samantha pull themselves up onto the top of a wood platform. They carefully move along the top of the sets, avoiding falling the areas that are not reinforced by 2 x 4's and the large metal beams.

They cross to the end of the structure.

Hailey moves closer to the ledge and looks down. It's at least 15 feet down into the darkness below.

Samantha can see the glow of the emergency exit door across the top of the sets. A metal ladder is bolted into the wall near it.

SAMANTHA

Hailey, look.

Samantha looks around and sees the only way across is to step off of the wood walkway and carefully cross a metal beam that spans 20 feet to the next platform.

SAMANTHA (CONT'D)

We can make it.

She steps carefully out on to the beam and begins walking. Moving slowly, she stretches out her arms on either side.

Samantha steps off onto the other side.

HAILEY

I can't do it.

SAMANTHA

Yes you can. You have to.

Samantha motions with her hands for Hailey to come.

Hailey puts one foot onto the plank.

SAMANTHA (CONT'D)

That's it. One foot in front of the other, c'mon.

Her eyes drift downward past her feet and the metal beam to the darkness below.

SAMANTHA (CONT'D)

No, Hailey. Keep your eyes on me. Don't look anywhere else.

(CONTINUED)

128 CONTINUED:

128

A NOISE from behind them in the shadows startles her.

HAILEY

He's coming!

Hailey turns to the approaching sound. Up onto the set emerges the Scarecrow.

SAMANTHA

Hailey, hurry!

Hailey stands there motionless, crying accepting her fate.

Samantha quickly crosses back over the beam, passing Hailey.

She grabs a piece of scrap wood off the top of the set to use as a weapon.

Stepping forward to attack, the ceiling gives way. She crashes down quick and hard through -

129 INT. WORKSHOP -- NIGHT

129

Samantha smashes onto a table and then rolls off onto the hard floor. The space is dark and dusty.

She looks up through the hole in the ceiling.

She sits up. Cut and scraped. Dazed.

HAILEY (O.S.)

Sam!

Samantha tries to find a way back up.

SAMANTHA

Hailey!

Before she can make a choice the Scarecrow comes CRASHING DOWN through roof landing on floor behind her. Ceiling pieces land around it.

She turns just as the Scarecrow lunges at her. It grabs her by the hair and wrestles her to the ground.

With his one arm, he grabs her by the throat.

Samantha swings with all her might, smashing her fists into the Scarecrow, but its grip won't loosen.

Her hand reaching for anything she can use against him.

She sees the Statue in the crate and tries for it.

(CONTINUED)

129 CONTINUED: 129

Her fingers barely touching it. She finally grabs it, smashing it into the head of the scarecrow repeatedly.

The Scarecrow STANDS, lifting Samantha with her.

His prey tightly in hand, pins her against the wall, the sheet rock crushing in behind her body.

Her feet dangling in the air.

A pale face of terror.

She continues to smash the Scarecrow with the statue. Her attempts are in vain. Samantha's face is starting to change colors.

It holds on tight as he leans in. Samantha finds herself nose to nose with its sewn on face.

130 INT. RAFTERS -- NIGHT 130

Hailey peers down through the hole in the ceiling, unsure of what she can do.

HAILEY
SAMANTHA!!!

131 INT. WORK ROOM -- NIGHT 131

Samantha's swings become weaker as her oxygen is being cut off.

Unable to fight, her arm drops to her side.

Her eyes roll to the back of her head. She looses her grip of the statue.

The statue FALLS from her hand-

Tumbling to the ground.

The Scarecrow watches as the statue falls.

The Statue hits the cement and SHATTERS upon impact.

The Scarecrow's head droops foreword. It releases its grip on Samantha.

They both topple over and fall to floor.

Samantha lies on the floor for a few moments as she tries to get her wits back about her. Looking around, she slowly picks herself up.

(CONTINUED)

131 CONTINUED:

131

Climbing back onto the desk, she tries to find way to climb out the hole.

Hailey reaches down through the hole.

HAILEY

Thanks for not leaving me.

Samantha smiles at Hailey and takes her hand. She starts to pull her up as we-

MATCH CUT:

132 EXT. EMERGENCY EXIT -- MORNING

132

Hailey pulls Samantha out the door. They cover their eyes from the bright sun which has just risen over the mountains.

Hailey turns to Samantha.

HAILEY

We made it.

Samantha nods at Hailey as she puts her arm around her sister.

SAMANTHA

Let's go home.

The camera CRANES UP as Samantha and Hailey walk toward the city, leaving the House of Fears behind them.

FADE OUT:

END CREDITS

133 INT. WORKSHOP -- NIGHT

133

The head of the broken African statue lies on the floor, scattered pieces around it.

Slowly, we start to hear the frightening sound we heard before. It begins to ENVELOPE the room.

One of the pieces of the statue starts to VIBRATE, then another.

In the background we see some pieces start to move back towards the head of the statue as if they are being summoned.

CUT TO BLACK.