

CLEOPATRA

Pilot

by
Michael Seitzman

Network Draft
November 20, 2012

di Bonaventura Pictures Television

©2012, ABC Studios. All rights reserved. This material is the exclusive property of ABC Studios and is intended solely for the use of its personnel. Distribution to unauthorized persons or reproduction, in whole or in part, without the written consent of ABC Studios is strictly prohibited.

ACT ONE

1 **EXT. EGYPT - NIGHT**

1

The desert at night. Dense stars hover over blue sand.

TEXT ON SCREEN:

Episode 1: Two Dead Pharaohs

49 BC. Egypt is the only nation in the Mediterranean yet to be devoured by the Roman Empire, thanks to Pharaoh Auletes friendship with Pompey, Consul of Rome.

But the bloody Roman civil war has just ended with the decisive victory of Julius Caesar over Pompey's forces, sending Pompey fleeing for Egypt to seek Pharaoh's protection. Caesar has sent a detachment to intercept, led by a young centurion named Mark Antony.

Meanwhile, the Pharaoh is ill and his teenage son waits to assume the throne. Pharaoh has three daughters as well, including a 20-year-old headstrong beauty named Cleopatra.

We descend from the night sky and settle on a secluded mud hut, flickering from the firelight within.

2 **INT. MUD HUT - NIGHT**

2

A 70-year-old, white-haired priestess named ADYET stands over a fire, its sparks and smoke rising to a hole in the ceiling above them. A cloaked figure sits beside the fire. The shadows and the hood over her head make it difficult to see her. She is Princess CLEOPATRA, 20.

ADYET

The sands of this desert will soon tremble. In the coming days, three men will arrive from Rome. The death of one will ignite a chain of events that will lead you into the arms of each of the other two, only one of whom is your true love. Which one, the flames do not say. But, how you choose could result in the granting of your every wish... or be the instrument of your death.

(MORE)

(CONTINUED)

2 CONTINUED:

2

ADYET (CONT'D)

Only one thing is certain. These events will change the face of the entire world as we now know it.

Adyet senses an unspoken question.

ADYET (CONT'D)

No, my child, you can not stop it. For it has already begun.

3 **EXT. BEACH, ALEXANDRIA - SUNSET**

3

MARK ANTONY, 25, rides a stallion up over the dunes, along with his close friend AEMILIUS, and TEN Roman SOLDIERS, burgundy uniforms billowing in the wind.

Young and dashing, chest broad, shoulders proud, a mischievous glint in his eye, Antony signals a halt as he takes in a remarkable sight before them... ALEXANDRIA. Perched on the edge of the sea, its towering LIGHTHOUSE beckoning and warning all who approach.

AEMILIUS

There she is, Antony. The city of tomorrow.

MARK ANTONY

Oh, for the sake of the Gods, Aemilius, will you shut up already. *The Pearl of the Mediterranean, The Bride of the Sea, The City of Tomorrow.* It is a city like any other. Priests, politicians and plebes. I prefer gamblers and whores, myself.

AEMILIUS

You are unimpressed by the Lighthouse. It uses a mirror to reflect the sun! Ships can see it from across the horizon!

MARK ANTONY

And what about at night?

AEMILIUS

They burn a fire of animal dung!

MARK ANTONY

That must remind you of home.

Antony smiles and rides on.

4 **INT. CANOPUS TAVERN - NIGHT**

4

A rough bar full of all manner of bruisers, soldiers, whores, and cackling madmen. Aemilius shakes his head.

MARK ANTONY

Never judge a city by its monuments. You must go to its taverns. This place is famous all the way to Rome.

AEMILIUS

What is it famous for? Most pungent smell of piss and vomit?

MARK ANTONY

Didn't your mother win that award?

They turn at the sound of a YOUNG WOMAN squealing at a table in the corner. We might recognize her as Cleopatra, though no one else does. She's just won money at a game of SENET, and is scooping gold coins into a calf-skin pouch. There are six PLAYERS at the table, all men except for her. One is a pirate, named FLORIAN, who just lost all of his gold.

Cleopatra's friend, CHARMION, a beautiful young woman standing behind her, whispers in her ear. Cleopatra giggles. Florian reacts, dumping the table and extending a broadsword to her throat. Charmion trembles. But, not Cleopatra.

CLEOPATRA

Long sword, pirate. Compensation for the one in your pants?

FLORIAN

Big mouth for a dead girl.

Mark Antony is fascinated and walks over to join the crowd watching. Aemilius steps up behind him.

CHARMION

(whispering)
Just give him back his money.

CLEOPATRA

I can not give him his money, because it is not in fact his anymore.

(to Florian)

(MORE)

(CONTINUED)

CLEOPATRA (CONT'D)

However, you are clearly
distracted over your horrid luck,
so I will give you something.
Charmion, hand him my dagger.

CHARMION

You want me to give him another
weapon?

Cleopatra glances at her, causing Charmion to reluctantly
pull the beautiful knife from her robe and hand it over.

CLEOPATRA

Its handle is pearl and the blade
was forged by the Priests of
Tauret.

Florian takes the shorter blade. He immediately lowers
his sword, pulls Cleopatra in close and holds the dagger
to her throat.

FLORIAN

Maybe I cut this pretty throat
with your own knife and take my
gold from your lifeless body.

CLEOPATRA

Surely you can think of something
that a warm body could provide you
that a cold one could not.

The crowd practically swoons. As does Mark Antony. And
Florian, of course, who slides his hand over Cleopatra's
breast, inadvertently softening his grip on the dagger.
And that's when she STRIKES, kneeling him in the balls and
cracking a clay pitcher across his head, knocking him
down to the floor.

She smiles proudly... until Florian inexplicably RISES to
his feet, bleeding, furious, ready to snap her neck.
Mark Antony grabs his arm.

MARK ANTONY

I think that's enough, now.

Florian smiles and slams a PUNCH across Antony's face.
Antony punches back. Florian's friend slams into Antony.
Aemilius rolls his eyes, as he now has to join the fight.

(CONTINUED)

A full blown brawl breaks out in the bar. Cleopatra finds herself backed up against a wall, and a moment later Antony is thrown toward her, stopping himself with his hands against the wall on each side of her head, her face against his chest. She looks up at him. He looks down at her. In the frozen moment between them, Florian picks up a chair and is about to slam it down on Antony's back, when...

The FRONT DOOR of the BAR BURSTS OPEN and TEN EGYPTIAN SOLDIERS march in. Florian turns, as does everyone.

FLORIAN

What in the name *Duat's Dark* is this?

The soldiers are led by a giant of a man named APOLLODORUS, whose sword is immediately on Mark Antony.

MARK ANTONY

Hey, hey, hey... wait, wait...

CHARMION

No, Apollodorus! The Romans were defending the princess from him!

She points to Florian. Apollodorus turns his sword.

APOLLODORUS

You dare put your filthy hands on your living God!

Those words sends a hush across the room with whispers of "*Cleopatra.*" Everyone begins to drop to their knees. Aemilius releases the man he's just beaten, and Antony is stunned silent. No one, though, is as surprised as Florian, who turns slowly to her.

CLEOPATRA

Horrid luck, indeed, pirate.

She steps aside as two of the soldiers step toward him.

MARK ANTONY

Your Highness...

CLEOPATRA

Roman, so that we're perfectly clear, had you not stumbled into my affairs, I would have easily cut that pirate in two.

(off his look)

You doubt me?

(CONTINUED)

MARK ANTONY

No. I believe that tongue of
yours can cut any man to pieces.

She looks him up and down, comes very close to him and
whispers in his ear, sensual and taunting.

CLEOPATRA

You have no idea how right you
are, Roman. And you never will.

She tosses the pouch of gold coins, her winnings, to the
TAVERN OWNER.

CLEOPATRA (CONT'D)

With love from your princess....
everybody drinks!

The crowd roars and Cleopatra leaves. Charmion,
Apollodorus, and the soldiers follow. As Antony watches
her float out of the bar...

AEMILIUS

(mimicking)

*Aemilius, a relaxing drink before
meeting the Pharaoh.*

INT. ROYAL COURT OF THE PALACE OF ALEXANDRIA - DAY

Cleopatra drags herself into the court, led by her loyal
Apollodorus. She finds her siblings already seated on
golden chairs flanking an empty throne. They are PTOLEMY
(TOLLY), 14; ARSINOE, 16; BERENICE, 22. Cleopatra takes
the empty chair next to Ptolemy.

Also here are the two men tasked with preparing young
Ptolemy for his eventual ascendancy to the throne. They
are POTHINUS, a eunuch, and ACHILLAS, a military general.

CLEOPATRA

Pothinus, why am I here?

Pothinus stands behind young Ptolemy. We will learn
later that Pothinus is his tutor.

POTHINUS

Your father would like all of his
children present for an important
decision. Of course, normally, it
is only the prince who is included
in such matters...

(CONTINUED)

CLEOPATRA

Are you saying father's lessons
are wasted on the rest of us?

POTHINUS

Of course not, Your Highness.
Forgive me. I only meant...

CLEOPATRA

Calm yourself, Pothinus. I don't
entirely disagree with you.

PHARAOH (O.S.)

Arsinoe, remind us what Socrates
said about lessons.

PHARAOH AULETES enters slowly, walking with a cane,
helped by two slaves and the great wise man, SOSIGENES.
He's clearly weak, but shakes them off when they try to
assist him.

ARSINOE

Education is the kindling of a
flame, not the filling of a
vessel.

PHARAOH AULETES

Each of my children must *learn* to
lead so that they will be *inspired*
to lead.

CLEOPATRA

As long as you have a living son
and an eldest daughter, of which I
am neither, I don't see why I must
do anything at all, except stand
in support of darling Tolly.

She reaches out to take his hand, but he yanks it away.

PTOLEMY

I hate when you call me Tolly.

BERENICE

And to what do we owe your
graceful insouciance, Cleopatra?

CLEOPATRA

Are you suggesting I have motives?

BERENICE

In this family you're born with
motives.

(MORE)

(CONTINUED)

5 CONTINUED: (2)

5

BERENICE (CONT'D)

Surely, you want something in exchange for your undying devotion.

CLEOPATRA

You're right Berenice. I want The Nile. You can keep the surrounding land, of course.

ARSINOE

You want the whole Nile?

CLEOPATRA

Why? Are you saying you want it?

ARSINOE

Want it? No, I just... it's a river, it belongs to the gods...

CLEOPATRA

You are a wily negotiator, Arsinoe. Fine, we will share it.

BERENICE

Why do you continue to invite Cleopatra to court, father, when she only makes a mockery of it?

Cleopatra looks at Arsinoe and winks. Arsinoe smiles, loving being part of her sister's fun. Pharaoh gives Cleopatra a faux-scolding look. She's always amused him. He signals Sosigenes that he's ready to begin.

6 INT. WAITING CHAMBER, ROYAL COURT - CONTINUOUS

6

Antony and Aemilius pace the ornate chamber.

AEMILIUS

Have you ever met a king before?
(off his *no*)
Know what you're gonna say?

MARK ANTONY

I'm working on it.

AEMILIUS

You've had a week on the desert and you're just now working on it?

The massive doors open, revealing...

7

INT. ROYAL COURT OF THE PALACE OF ALEXANDRIA - CONTINUOUS

7

Antony and Aemilius walk inside the ornate room. Antony glances up at the five thrones - Pharaoh, his children, including Cleopatra. Antony smiles slightly as Cleopatra registers his face from last night.

SOSIGENES

Centurion Marcus Antonius of Rome is given audience by the merciful Ptolemy Neos Dionysos Philopator Theos Philadelphos, Pharaoh Auletes, God Beloved of his great and glorious Egypt. Speak now.

Aemilius stands dutifully at attention behind Antony.

MARK ANTONY

Your Highness, I bring salutations from Consul Gaius Julius Caesar.

PHARAOH AULETES

Caesar has named himself Consul.

MARK ANTONY

Your Highness, with respect, Caesar has been named Consul by the Senate after defeating Pompey Magnus and finally, at long last, reunifying the Republic.

PHARAOH AULETES

Please extend my congratulations to Consul Caesar on his victory.

MARK ANTONY

Your Highness can congratulate Caesar himself in a week's time.

SOSIGENES

Caesar comes to Egypt? To what do we owe this pleasure?

Pothinus and Achillas share a look between them.

MARK ANTONY

We pursued Pompey all the way to the sea, where he boarded a ship for Alexandria, to seek protection and quarter from Your Highness. On Caesar's orders I secured a fast boat to intercept and detain Pompey until the legion arrives.

(CONTINUED)

SOSIGENES

An entire legion for one man.

MARK ANTONY

Pompey waged war against, not only Rome's greatest hero, but the Roman people, as well. He must return to answer for his crimes.

PHARAOH AULETES

I see. The legion doesn't come for Pompey. The legion comes for me, in the event I defy Caesar.

SOSIGENES

Is that true, centurion? Do you bring with you a threat?

MARK ANTONY

Your Highness, Caesar is respectful of your friendship with Pompey, but he believes that Rome and Alexandria have a friendship that will outlast all men.

CLEOPATRA

You are not speaking to a man, Roman. You speak to a living god!

Everyone turns, including Sosigenes and her father, both of whom are pleasantly surprised that she has spoken.

CLEOPATRA (CONT'D)

And why does he not kneel? This soldier comes before the Pharaoh to ask a favor and yet...

MARK ANTONY

I do not ask for a *favor*.

Gasps fill the room. Aemilius whispers to him.

AEMILIUS

Easy, now.

MARK ANTONY

And I do not kneel, Princess, because I am a centurion and kneel only before Rome.

Cleopatra looks to her father to say something, but he's intrigued by Antony more than he is angered.

(CONTINUED)

7 CONTINUED: (2)

7

PHARAOH AULETES
 Mark Antony, is it? Very well,
 Centurion Antony, you will be
 moved to the palace at once, where
 you will stay as our guest as I
 consider this matter.

Cleopatra nearly jumps to her feet in protest, but
 contains herself. Barely.

MARK ANTONY
 Your generosity is legendary, Your
 Highness.

Antony turns as he hears the doors open, signalling that
 he's dismissed. Antony bows, respectfully. He turns to
 Cleopatra and does the same, but she only glowers.

8 INT. WAITING CHAMBER, ROYAL COURT - CONTINUOUS

8

As Antony and Aemilius exit.

AEMILIUS
 We'll be lucky if they don't kill
 us in our sleep.

MARK ANTONY
 I think she likes me.

9 INT. ROYAL COURT OF THE PALACE OF ALEXANDRIA = SAME

9

CLEOPATRA
 Arrogant ass.

PHARAOH AULETES
 Courageous. To stand so tall
 before a king. I can see why
 Caesar chose him for this task.

(beat)
 Ptolemy, do you have an opinion on
 what to do about Pompey?

The boy looks to Pothinus for the answer. Pothinus
 whispers to the boy, but Auletes doesn't approve.

PHARAOH AULETES (CONT'D)
 I gave you advisors so they could
 help inform your opinions, not to
 supplant them with their own.

(CONTINUED)

PTOLEMY

By right of battle, Pompey's head
belongs to Caesar. But if Caesar
is willing to pay, we should
demand a very high price.

PHARAOH AULETES

That is your opinion, then?

PTOLEMY

Yes, father.

Sosigenes doesn't approve and waits for his Pharaoh to
admonish the boy. But it's Cleopatra who does.

CLEOPATRA

You are kinder than that, Tolly.
Pompey has been our friend as long
as I can remember. If we toss
that over our shoulder because the
wind has changed direction, we
deserve what comes back in our
face when the wind shifts again.

Sosigenes is proud of her, as is her father.

BERENICE

Perhaps we should leave the men to
discuss this.

CLEOPATRA

Really, Berenice. Nefertiti just
spun in her tomb.

Pharaoh notices Pothinus whispering to Ptolemy.

PHARAOH AULETES

Pothinus, perhaps you'd like to
share with me your whispered
instructions to my son.

POTHINUS

I was only expressing my
concurrence with Princess
Berenice. This type of matter is
best deliberated among men.

CLEOPATRA

But, where would that leave you,
eunuch?

Sosigenes lets out a laugh, but stifles it quickly.
Pothinus fumes.

10

EXT. PHARAOH'S APARTMENT, PALACE OF ALEXANDRIA - EVENING

10

Cleopatra finds her father in bed, reading a scroll of papyrus. Out the doors to the balcony, the city of Alexandria's windows glow from the lanterns within.

CLEOPATRA

You sent for me, father?

He pats the bed for her to sit. When she does...

PHARAOH AULETES

Cleopatra, why do you run from the person you truly are?

CLEOPATRA

Oh, father, must we?

PHARAOH AULETES

Are you blind to your destiny or do you simply ignore it?

CLEOPATRA

Did you send for me to provoke a quarrel?

PHARAOH AULETES

Your brother is too young to lead.

CLEOPATRA

Are you planning on dying today?

PHARAOH AULETES

No. But, I do plan on dying.

CLEOPATRA

I won't listen to this.

PHARAOH AULETES

You will be queen, Cleopatra.

CLEOPATRA

Ha! Even if I wanted that, which I don't, I can't be queen. Ptolemy is next in line. And after him it goes to Berenice.

PHARAOH AULETES

After Ptolemy it goes to Ptolemy's wife.

It takes a moment for Cleopatra to realize what he's saying, but when she does, she jumps to her feet.

(CONTINUED)

CLEOPATRA

Oh no... absolutely not!

PHARAOH AULETES

It's only ceremonial, you know that. Our family has done it for hundreds of years.

CLEOPATRA

I'm not marrying my brother!

PHARAOH AULETES

You can still choose any man you want, you just can't marry him. This is the only way you will have the authority to protect my son, your brother, and the country I've built. There are dark forces in any royal court, Cleopatra. At best, they will manipulate him. At worst... they will kill him.

CLEOPATRA

Why not Berenice?

PHARAOH AULETES

We both know better than that. And Arsinoe is too young.

He pats the bed again. Reluctantly, she sits.

PHARAOH AULETES (CONT'D)

The gods have quite a sense of humor. You are in so many ways the son I asked them for.

CLEOPATRA

I'm going to take that as a compliment.

PHARAOH AULETES

You have the wonderful gifts of thought, of strength, of integrity. You deny it, Cleopatra, but as Dionysus is within me, Isis is within you.

CLEOPATRA

Father, don't ask me to do this.

PHARAOH AULETES

I'm not asking.

(CONTINUED)

10 CONTINUED: (2)

10

She turns and looks out at the flickering lights of the city she could rule. If only she wanted to.

11 **EXT. PALACE COURTYARD - NIGHT**

11

Pothinus stands in the shadows with Achilles, his co-conspirator.

POTHINUS

The old fool is shrewder than I thought. He wants the wedding within days, before anyone can conspire against it.

ACHILLAS

It doesn't matter. As long as the boy is ours, the throne is ours.

POTHINUS

And what of Cleopatra?

ACHILLAS

She has shown no tendency toward ruling.

POTHINUS

She says that now, but she is too spirited to simply fade away.

ACHILLAS

What do you suggest we do?

POTHINUS

Pharaoh has altered the battlefield. So, we must adapt.

ACHILLAS

Kill her?

POTHINUS

Not yet. The people would revolt if anything happened to their precious Cleopatra.

ACHILLAS

Then what do we do?

POTHINUS

We make them despise her.

END ACT ONE

ACT TWO12 **INT. CLEOPATRA'S BATH - NIGHT**

12

Cleopatra's massive bath steams from its surface. She stands before it, her arms out to her sides, so that her servants can disrobe her. Charmion, her friend, is also her handmaiden. She scents the water with perfumes.

CHARMION

The prince didn't take it well?

CLEOPATRA

Do you blame him? Why should he want to share power?

CHARMION

That and he's at an age where girls are more interesting to him and now he's told he has to marry his wicked old sister.

BERENICE (O.S.)

Cleopatra!

CLEOPATRA

Oh dear.

Berenice storms in and stares at Cleopatra in the bath.

BERENICE

I am positively livid. Father has no right to force this on you!

CLEOPATRA

Ah, I see. Very crafty.

BERENICE

What are you talking about?

CLEOPATRA

I'm touched by your concern.

BERENICE

You know what I'm thinking?

CLEOPATRA

That we both go tell father that you will agree to marry our brother in my stead.

(CONTINUED)

12 CONTINUED:

12

BERENICE

We really are sisters. It is like you can see inside my mind.

CLEOPATRA

Yes, well, there is one problem with your generous offer. The only thing that disturbs me more than the notion of sitting on father's throne is the spectre of kneeling at the foot of yours.

Berenice's eyes narrow in fury. Cleopatra sinks into the water of the steaming bath as Berenice storms out.

13

INT. GYMNASIUM, PALACE OF ALEXANDRIA - DAY

13

Clack-Clack-Clack, the 6' staffs whack each other as Ptolemy and a sparring partner go at it. Pothinus watches Ptolemy training in the Egyptian martial art of Tahtib.

PTOLEMY

Fight harder! Do not think of me as your prince! I am your enemy!

Ptolemy stops and turns to speak to Pothinus. When he does, his opponent customarily drops to his knee, keeps his head bowed low, and holds his staff to the ground.

PTOLEMY (CONT'D)

Cleopatra is not even the eldest!

POTHINUS

Yes, you've said. Several times.

Ptolemy continues sparring as Mark Antony and Aemilius appear at the door.

POTHINUS (CONT'D)

You received my message. Good. I thought we would meet privately.

Antony nods to Aemilius who moves off to a corner of the room so Pothinus and Antony can be alone.

The prince continues to spar with his partner.

POTHINUS (CONT'D)

You are not to know this yet, but Pompey's ship has arrived and sits at anchor just off the coast.

(CONTINUED)

MARK ANTONY

What is he waiting for?

POTHINUS

He has sent a messenger by skiff to request permission to land. He will be granted that permission and preparations will be made to formally receive him.

MARK ANTONY

That is unwise.

POTHINUS

Pharaoh is always wise. Though not immune to the tests of age. You can tell Caesar that a new pharaoh, our young stallion, will soon sit the throne, and will be a more amenable partner than his father.

Antony looks out at the boy prince fighting an opponent moving at half-speed and a quarter-strength.

MARK ANTONY

A stallion. I can see that.

Ptolemy stops and turns to Antony. Again his opponent drops to his knee and holds the staff to the floor.

PTOLEMY

You dare ridicule me, Centurion?!

In one move, Ptolemy twists his staff, releasing the sheath that covered the sharp BLADE on its end. He lifts the staff in the air and without turning to his sparring partner, he STABS BACKWARD INTO THE MAN'S THROAT.

Antony is shocked and steps forward. He looks at Aemilius, who shakes his head slightly, a warning to his friend not to intervene.

The man chokes on the blood filling his mouth and falls to the floor, a crimson pool pluming from beneath him.

PTOLEMY (CONT'D)

I am a friend to Rome, but never mistake friendship for weakness.

(CONTINUED)

13 CONTINUED: (2)

13

MARK ANTONY

No, you are clearly powerful, Your Highness. So powerful you can kill a man on his knees.

14 INT. PALACE CORRIDOR - CONTINUOUS

14

Antony and Aemilius walk down an outdoor corridor along side a lush courtyard.

AEMILIUS

What about Pompey? He's the sole reason we were sent here.

MARK ANTONY

Thank you, Aemilius, I hadn't remembered that. However, there's a more immediate issue before us.

Across the courtyard, Cleopatra and Charmion walk along the adjacent corridor. Antony crosses to them.

AEMILIUS

Uh-oh...

Antony intercepts Cleopatra.

MARK ANTONY

May I have a word, Your Highness?

CLEOPATRA

You may not.

MARK ANTONY

It regards your father's safety.

Cleopatra stops walking. He wants to speak alone. Cleopatra nods to Charmion, who thinks this is a terrible idea, but can only watch as Antony and Cleopatra walk together across the courtyard. Charmion turns and finds Aemilius next to her. He smiles. She does not.

AEMILIUS

Shall we sit while we wait?

Charmion turns back to watch Cleopatra and Antony.

CHARMION

I can feel your eyes on me.

AEMILIUS

Right. Sorry.

(CONTINUED)

14 CONTINUED:

14

He looks away, but it's difficult. She's pretty.

15 **EXT. PALACE COURTYARD - SAME**

15

Cleopatra walks with Antony.

CLEOPATRA

Because my brother disagrees with my father you think they are plotting against him?

MARK ANTONY

It was made plain to me that the eunuch thinks your brother will soon be king.

CLEOPATRA

Even if that were true, they would still have to contend with me. Especially after the wedding.

MARK ANTONY

Yes, the wedding to your brother.

CLEOPATRA

Don't let your imagination soil itself, Roman. It's merely ceremonial.

MARK ANTONY

So, once you're married if anything were to happen to your father you would be queen?
(off her shrug)
You don't want that?

CLEOPATRA

No, but apparently the gods do.

MARK ANTONY

The gods. You believe that?

CLEOPATRA

Be careful, Roman. They hear every word.

MARK ANTONY

Yet they don't strike me down.

(CONTINUED)

CLEOPATRA

There are people who say the darkest places on earth lie beneath the sea. Those people have not been to the desert.

MARK ANTONY

Then why aren't you taking this seriously? If I'm right and they're plotting against your father, it stands to reason they'd be plotting against you, as well.

CLEOPATRA

Your concern is almost charming.

She looks at him closely. She steps closer to him. He's confused, but before he can say anything, she kisses him on the mouth. She finally pulls away nonchalantly.

CLEOPATRA (CONT'D)

I was curious. Good night, Roman.

And she leaves him as she probably leaves most men - frustrated, intrigued, smitten. She walks past a shocked Charmion, who turns and follows her. Antony watches her go, then notices Aemilius' scolding look.

AEMILIUS

What's the matter with you?

MARK ANTONY

Me?! What did I do?

16 INT. PTOLEMY'S BEDROOM - NIGHT

16

Ptolemy stands at the foot of his bed, a slave girl peeling his robe from his naked body. Berenice silently appears behind him, dismissing the slave. Ptolemy turns, surprised but unemotional when his older sister drops her own robe and presents her NAKEDNESS to him.

BERENICE

May I keep you warm tonight?

He looks at her and suddenly slaps her face.

PTOLEMY

I'm sure there are ways you can serve me, sister, that are more... appealing.

(CONTINUED)

16 CONTINUED:

16

She slaps him back, but immediately a LONG STICK CRACKS across the back of her legs, sending her to the floor. One of the prince's BODYGUARDS stands over her. She scrambles to her feet and runs out in shame.

17 **EXT. BEACH - DAYBREAK**

17

TEN EGYPTIAN SOLDIERS on horseback wait stoically on the calm beach at sunrise. About a mile offshore a ship sits at anchor. One of the soldiers, THEODOTUS, uses a piece of polished metal to reflect the sun and signal the ship. A moment later a glint is seen in response.

18 **INT. PALACE - DAY**

18

Cleopatra stands alone in a corridor, looking out a window at the crowds gathering. She wears a stunning, bejeweled bridal gown. Sosigenes approaches.

SOSIGENES

You look like the goddess you are.

CLEOPATRA

This gown was supposed to be worn at an actual wedding.

SOSIGENES

I wasn't sure you were still a romantic.

CLEOPATRA

If I have any romance left in me at all, it will certainly be extinguished by day's end.

SOSIGENES

Your father and I had many discussions over many months about today and...

CLEOPATRA

You and my father discussed this?

SOSIGENES

Who else would he consult about this type of matter?

CLEOPATRA

This type of matter? This is my life, Sosigenes.

(CONTINUED)

SOSIGENES

No, Cleopatra. If I taught you one thing in all those years of tutelage it is that it is most certainly not your life.

CLEOPATRA

You were more than my tutor, you were my friend. And if my friend was having these discussions, he should have told me. I should have had a say in this!

SOSIGENES

The great irony of your birthright is that you don't have a say unless you wear the crown. Today guarantees that you will.

(beat)

You're angry, but please know that my loyalty has been and will always be to you.

CLEOPATRA

Leave me now.

Sosigenes doesn't move. He's startled by her tone.

CLEOPATRA (CONT'D)

I may have been your student once, but that was a long time ago. I command you to leave. Now!

She turns her back to him, which wounds him deeply. He backs away and leaves her alone.

EXT. PALACE OF ALEXANDRIA - DAY

Flags snap in the wind, musicians play, as Antony and Aemilius thread their way through the swelling crowd, all trying to find a place to watch the ceremony. Aemilius points up to the two raised walkways above the crowd, converging on a common walkway that leads to an altar.

AEMILIUS

They enter from opposite sides and meet in the middle, where they take the final walk together to the priestess.

19 CONTINUED:

19

MARK ANTONY

Sounds very special. I hope
they'll be happy together.

Apollodorus and two of his MEN push through the crowd.

MARK ANTONY (CONT'D)

You there! You're Cleopatra's
man, right? Apollodorus?

The giant stares down at Antony.

MARK ANTONY (CONT'D)

Give the princess my regards.

APOLLODORUS

I will not.

Apollodorus and his men continue on about their business.
Antony looks at Aemilius.

AEMILIUS

I see you've made a friend.

20 **EXT. BEACH - DAY**

20

Theodotus and his soldiers sit on their horses, watching
the small boat, still a mile away, row towards shore.

21 **INT. PHARAOH'S APARTMENT - DAY**

21

In his "apartment" in the palace, the Pharaoh is dressed
by his servants for the wedding. Berenice enters.

PHARAOH AULETES

Berenice. You look lovely.

BERENICE

I look like the sister of the
bride, father.

PHARAOH AULETES

You look like a princess.

Berenice watches as the two servants drape her father in
jewels. A long necklace is placed around his neck.

BERENICE

Mother had that one made for you.

(beat)

(MORE)

(CONTINUED)

21 CONTINUED:

21

BERENICE (CONT'D)

I have prayed to Ma'at so that I
could forgive you, father. And
she has finally shown me the way.

He turns and sees her tears. He takes her in his arms as
she sobs into his chest. He shouts at the slaves.

PHARAOH AULETES

Leave us!

22 INT. CLEOPATRA'S ROOM, PALACE - SAME

22

Cleopatra is silent, as the priestess Adyet burns incense
and coaxes the aromatic smoke to encircle the bride.

ADYET

You have met the first of the
three men in the prophecy, yes.

CLEOPATRA

I don't know, have I?

ADYET

Which one is he? The one who
dies, the one to grant your every
wish, or your one true love?

CLEOPATRA

Are you going to tell me or not?

Adyet just shrugs and continues to bellow incense.

23 EXT. BEACH - DAY

23

The boat bursts over the surf, as Theodotus watches four
of his soldiers go out to greet it.

24 INT. PALACE OF ALEXANDRIA - SAME

24

The crowd just outside, Pothinus and Ptolemy prepare.

PTOLEMY

Are you certain this is right?

POTHINUS

We do not need to be certain. We
exist at the pleasure of the Gods.

We HEAR HORNS bellowing outside.

ACT THREE28 **EXT. PALACE OF ALEXANDRIA - SAME**

28

Cleopatra is at the altar, where Adyet has her hands raised above a fire, chanting to the Gods. Approaching the altar from the other side is Ptolemy. He looks back at Pothinus, who smiles reassuringly. Adyet throws something in the fire, making it burst in flames.

Adyet suddenly seems to see something in the flames. She looks closer, as if listening to an unseen voice. She looks up sharply at Cleopatra.

CLEOPATRA

What is it?

Adyet's lips don't move, yet Cleopatra can hear her voice clearly inside her head.

ADYET (V.O.)

Cleopatra, you must leave here at once.

CLEOPATRA

Did you say someth...

ADYET (V.O.)

Go, now!

At that moment, Achillas emerges from the palace...

ACHILLAS

The Pharaoh has been murdered!!

Antony and Aemilius trade looks, both realizing what's about to happen. Cleopatra looks back at Adyet, but she's gone.

Cleopatra turns to her brother, Ptolemy, who stares back at her with ice in his eyes. Pothinus steps up onto the platform on one side, soldiers step onto the other.

MARK ANTONY (O.S.)

Cleopatra! Jump!

She looks down and sees Antony. She JUMPS INTO HIS ARMS.

MARK ANTONY (CONT'D)

We have to get you out of here!

(CONTINUED)

CLEOPATRA

Not without Arsinoe and Charmion!

MARK ANTONY

I thought you might say that.

He points behind her, where Aemilius shoves his way through the crowd, Charmion and Arsinoe in tow.

MARK ANTONY (CONT'D)

(pointing)

Look! It's Apollodorus!

Above the heads of the crowd, they see Apollodorus driving a carriage pulled by four horses. He stops and waves his hands, beckoning Cleopatra.

MARK ANTONY (CONT'D)

You trust him?

CLEOPATRA

With my life.

From the other direction, soldiers charge through the crowd toward them.

MARK ANTONY

You'll have to. Go!

Both Antony and Aemilius draw their swords and engage the marauding soldiers, as Cleopatra pulls Charmion and her sister through the crowd toward Apollodorus.

MARK ANTONY (CONT'D)

(to Aemilius)

You understand we're raising swords against the lawful king of Egypt?

AEMILIUS

(clang! clang!)

Yes, I realize that!

MARK ANTONY

I'm saying there will be hell to pay, so if you would rather...

Aemilius drives his sword into the heart of one of the soldiers. He turns to Antony.

AEMILIUS

If I would rather what?

(CONTINUED)

28 CONTINUED: (2)

28

Clang! Aemilius smiles and fights off another.

Cleopatra finally reaches the carriage. Apollodorus lifts Arsinoe inside, followed by Charmion, and Cleopatra. As Cleopatra climbs into the carriage, the opposite door swings open. She turns sharply with a dagger to strike whomever is there, but finds a breathless Sosigenes.

SOSIGENES

As I said, my loyalty is to you.

Up top, Apollodorus snaps the reins and the carriage yanks forward.

Back with Antony and Aemilius: They continue to fight valiantly, until a palace door opens and a crowd of Egyptian soldiers come running and screaming at them.

MARK ANTONY

Uh-oh...

AEMILIUS

Uh-oh...

Sometimes it's better to run! Mark Antony and Aemilius high tail it through the crowd, the pile of Egyptian soldiers chasing them.

They suddenly stop, as a pair of soldiers on horseback are coming straight at them. A crowd behind them, horses in front. They climb up onto the raised platform and run straight at the horseback soldiers. They both dive at the same time, each hitting one of the soldiers, knocking them off the horses, falling to the ground themselves. They both get up quickly and mount the horses.

MARK ANTONY

Ha!

They both kick the horses in the bellies and gallop through the crowd, swinging their swords at the attacking Egyptian soldiers, as they head toward the carriage careening down the narrow streets of Alexandria.

29 INT. PALACE OF ALEXANDRIA - SAME

29

Ptolemy marches down the corridor, followed closely behind by Pothinus and Achillas.

PTOLEMY

She got away!

(CONTINUED)

ACHILLAS

She will be found easily.

POTHINUS

It's better this way.

PTOLEMY

Better, how?

POTHINUS

The people love their princess and will refuse to believe that she is a villainess. That is until we begin showing them evidence of her crime. The murder weapon, secret writings...

PTOLEMY

What secret writings?

ACHILLAS

The writings we will have found, in which she plots the murder of her father.

POTHINUS

Your Highness, for the people, the death of their Pharaoh is a difficult meal to swallow. They must digest it and mourn, turning to you for support in their grief. Then they can become hungry again, this time for vengeance, which we will deliver to them on a stick.

They round a corner and stop walking. Standing before them in the center of the corridor is Berenice. She is clearly drunk.

BERENICE

All hail the new Pharaoh.

The carriage rides along the lonely desert road, toward a palm-tree lined oasis ahead. The carriage is driven by Apollodorus. Sitting next to him is Sosigenes. On horseback, behind the carriage is Antony and Aemilius.

31 **INT. CLEOPATRA'S CARRIAGE - MAGIC**

31

Cleopatra sits with her head against the plush upholstered wall of the carriage. Arsinoe lays across her lap. Charmion sits across from her.

CLEOPATRA

She's finally asleep.

She strokes her sister's hair.

CHARMION

You think Berenice was involved?

They both know the answer. Cleopatra turns back to the slowly descending sun over her desert.

CLEOPATRA

My father wasn't born with the name Auletes. It was given to him when he was a child. It's a Greek word. It means 'pipes player.'

Tears well up in her eyes as she thinks about him.

CLEOPATRA (CONT'D)

Can you imagine a little boy who loved music so much they gave him a new name?

Another tear traces its way down her cheek. Charmion turns away and cries quietly.

32 **EXT. DESERT OASIS - MAGIC**

32

The carriage passes the palm trees and arrives at the small mud home. Sosigenes climbs down, as Cleopatra emerges from the carriage and Antony and Aemilius dismount their horses.

SOSIGENES

This was my childhood home. I never had the heart to sell it when my parents died.

Cleopatra is still wrestling with her grief and anger.

CLEOPATRA

How dare they accuse me of killing my own father!

(CONTINUED)

MARK ANTONY

We need to decide our next course of action. We won't be safe here for long.

SOSIGENES

Cleopatra must decide.

MARK ANTONY

She's in no condition to...

SOSIGENES

Our destiny has no condition.

MARK ANTONY

Right. Look, the ship we arrived on still sits in port at Tanis. She could take it to Rome. We will await Caesar and...

CLEOPATRA

I'm not going to Rome! The daughter of Auletes does not run!

SOSIGENES

What do you want to do, Cleopatra?

CLEOPATRA

What do I want to do?!

SOSIGENES

(stern)

You don't want to be queen, you don't want to run, so what do you want?

CLEOPATRA

I want my father back.

SOSIGENES

(raising his voice)

That's not possible. Now, answer my question. What do you want?

CLEOPATRA

Do you really think now is the time to teach me a lesson? *Education is the kindling of a flame* and all that?

SOSIGENES

Answer me! What do you want?!

(CONTINUED)

MARK ANTONY

That's enough. Leave her alone.

CLEOPATRA

It's not about what I want! It's about who I am!

SOSIGENES

And who are you?

She turns away, as the sun blazes low under a mackerel sky. She wheels back to face them all, as the rays of that sun ignite her face and her bejeweled bridal gown.

CLEOPATRA

I am the daughter of Tryphaena and Ptolemy Auletes, descendent of Ptolemy Soter, the Giant of Macedon and Sword of Alexander. By right and by birth I am the reincarnation of Isis herself. Who I am is whispered by the wind, shouted by the thunder, and commanded by the Gods. I am Cleopatra Philopator. And I am Pharaoh.

Sosigenes smiles. Antony exhales. And the sun sets.

END ACT THREE

ACT FOUR33 **EXT. PORT OF ALEXANDRIA - DAY**

33

Two massive ROMAN SHIPS are tied to cleats on the dock of Alexandria. One hundred Egyptian soldiers stand on each side of the dock, in ceremonial formation.

A ramp is lowered and Roman soldiers march out in two columns, making an aisle between them. Horns blow and a man walks down the ramp. He is GAIUS JULIUS CAESAR, Consul of Rome. 54 years old, handsome and confident, with a kind face that is in contrast to his robustness. He is joined by his lieutenant, LUCIUS CASSIS.

Waiting on the end of the dock on a throne carried by slaves is the boy king, Ptolemy, along with Pothinus.

POTHINUS

Consul Gaius Julius Caesar, you are welcomed by the merciful Pharaoh Ptolemy Theos Philopeter, God Beloved of his great and glorious Egypt.

CAESAR

A god, are we? Come down off that thing, young man. Let us speak face-to-face.

Ptolemy doesn't move.

CAESAR (CONT'D)

I see. Where are my centurions, Mark Antony and Marcus Aemilius?

POTHINUS

They are fugitives, accomplices to Cleopatra, the murderer of Pharaoh Auletes.

CAESAR

Can the boy speak or has his tongue been cut out?

POTHINUS

We choose to speak now. We have determined that your centurions have acted on their own accord and, therefore, we will not hold the Roman people accountable.

(CONTINUED)

CAESAR

The Roman people will be delighted to hear that.

PTOLEMY

Do you ridicule me?

CAESAR

Yes. Now what of Pompey?

Pothinus signals to TWO SOLDIERS who carry a basket and place it in front of Caesar.

CAESAR (CONT'D)

What is this?

PTOLEMY

A gift in honor of our new friendship.

The soldiers open the basket and one of them reaches in, pulling out the HEAD OF POMPEY. Caesar stares at it, his anger blooming.

CAESAR

Who gave you the right to do this?

POTHINUS

We assumed...

CAESAR

You, a eunuch, assumed you could take the head off Pompey The Great, and hand it to me like a tourist's souvenir?!

PTOLEMY

Caesar should know that my father was going to grant Pompey protection.

CAESAR

Listen to me closely, boy. You will bring me the rest of the man. You will put his pieces back together again. You will have him bathed, wrapped, and prepared for the pyre. If he is disrespected any further it will be your head in a basket. Do you understand me? Or do you require a spanking?

(CONTINUED)

PTOLEMY

You can not speak to us that way!
We are Pharaoh, great and
glorious...

Caesar ignores him.

CAESAR

Lucius, we will set camp here at
the waterfront. After tents and
fortification you can rotate the
men for leave.

Lucius salutes. Caesar turns back to Ptolemy.

CAESAR (CONT'D)

No harm comes to my centurions or
Cleopatra until I've had a chance
to sort this out myself. Rome
thanks you for your hospitality.

As Caesar walks back to his ship with Lucius.

CAESAR (CONT'D)

Find Mark Antony before he gets
himself into any more trouble.

Pothinus signals to the slaves to turn the litter around,
which they do with stomping and chants and a march back
to the palace, surrounded by Egyptian soldiers.

34 **INT. CANOPUS TAVERN - NIGHT**

34

Mark Antony sits at a table in the corner with Sosigenes
and a woman wrapped in scarves. It's Cleopatra, trying
not to be recognized. She looks around, nervously.

SOSIGENES

Antony, explain to me again what
we are doing in this place?

MARK ANTONY

We're raising an army.

CLEOPATRA

Apollodorus is raising an army.
You are having a drink.

MARK ANTONY

Apollodorus is trying to convince
his men to take the side of an
accused assassin.

(MORE)

(CONTINUED)

34 CONTINUED:

34

MARK ANTONY (CONT'D)

The type of people we're talking
to don't care which side they're
on, as long as it pays.

Aemilius appears.

AEMILIUS

I found one with a big crew he
says would be willing to join us
for the right price.

MARK ANTONY

See what I mean? Let's meet him.

AEMILIUS

You already have.

Aemilius waves someone over. As he steps toward us, into
the light, we see it's Florian, the Pirate who fought
with them in this very bar.

CLEOPATRA

You must be joking.

Florian pulls up a chair and plops himself down.

FLORIAN

Hello, Princess. Roman.

CLEOPATRA

How did you get out of prison?

FLORIAN

Place is rife with corruption.
You should do something about it
when you're back in the palace.

MARK ANTONY

How big is your crew?

FLORIAN

Sixty men, give or take. I have a
unique price, though.

He looks right at Cleopatra.

CLEOPATRA

You really think you're going to
bed your queen, Pirate?

FLORIAN

You're not a queen yet, love.

(CONTINUED)

34 CONTINUED: (2)

34

Cleopatra grabs a knife from the table and jumps up.
 Sosigenes and Mark Antony hold her down.

MARK ANTONY

Enough!

She settles back into her seat. Florian smiles.

FLORIAN

Calm yourself. To be honest,
 you're too skinny for me.

MARK ANTONY

Then what do you want?

FLORIAN

I want to be a general.

They both look at him.

CLEOPATRA

A general.

FLORIAN

That's my price. Yes or no?

CLEOPATRA

No.

MARK ANTONY

Yes.

SOSIGENES

Good! Seems we have a deal.

Cleopatra turns sharply to Sosigenes, who just shrugs.

35 INT. ROYAL COURT OF THE PALACE OF ALEXANDRIA = DAY

35

Ptolemy is nearly having a temper tantrum, as Pothinus
 and Achillas watch helplessly.

PTOLEMY

I want Caesar dead! Do you hear
 me, Pothinus?! I want him dead!

POTHINUS

We should not speak like this,
 Your Highness.

PTOLEMY

Why not? He has only one legion!
 Achillas, how many legions do we
 have?

(CONTINUED)

ACHILLAS

Your Highness, Egypt's army is powerful, but not even your father would dare wage war with Caesar.

PTOLEMY

What if he joins Cleopatra?

POTHINUS

He won't.

PTOLEMY

How do you know?

POTHINUS

Because she has nothing to offer him. You, on the other hand, can send him home with ships full of Egyptian grain for his people who are tired and hungry from years of civil war. That is how your father made friends with Pompey and it is how we will make friends with Caesar.

Ptolemy storms past him.

PTOLEMY

You said killing Pompey would make us friends with Caesar. You'd better be right this time.

EXT. ROAD TO CLEOPATRA'S CAMP - DAY

Florian and his crew of 60 PIRATES ride along the desert road. Cleopatra sits on her horse, riding next to Sosigenes, watching EACH WRETCHED FACE lope by.

CLEOPATRA

I did mention that I was the reincarnation of Isis?

SOSIGENES

You mentioned that, yes.

He glances over at Apollodorus, riding with a bunch of Egyptian soldiers, blending in with the pirates.

SOSIGENES (CONT'D)

Apollodorus found nineteen loyal Egyptians. That's pretty good.

CLEOPATRA

Good? My brother has four legions.

Aemilius shouts back from up ahead.

AEMILIUS

Antony!

Antony gallops up, past Cleopatra, to Aemilius. She watches as Aemilius points up ahead to Sosigenes' home on the horizon, and the dust cloud above it.

CLEOPATRA

What is it? A storm?

SOSIGENES

Not a storm, but something equally as powerful and unpredictable.

37 **EXT. SOSIGENES' HOUSE - DAY**

37

Descend off a ROMAN FLAG snapping in the wind, onto the face of Caesar stepping toward the arriving Antony and Aemilius, on horseback. The rest of their motley group is not far behind. Antony and Aemilius dismount quickly.

MARK ANTONY

Hail Caesar!

Antony and Aemilius punch their chests in a salute.

CAESAR

So, are you rebels now?

Charmion steps out of the house with Arsinoe. Aemilius smiles upon seeing Charmion. Caesar follows his gaze.

CAESAR (CONT'D)

Or love-drunk teenagers?

MARK ANTONY

Neither, sir.

Cleopatra rides up. Caesar steps up to greet her.

CAESAR

She is as beautiful as they say.

He offers his hand to help her down, which she accepts.

(CONTINUED)

CAESAR (CONT'D)

Your Highness. How nice to see you again.

CLEOPATRA

I would certainly remember meeting the great Julius Caesar.

CAESAR

You were still in your mother's arms. And I wasn't so great.

Sosigenes climbs off his horse.

CAESAR (CONT'D)

Sosigenes, old friend.

SOSIGENES

It is good to see you, Consul.

Caesar looks over the scattered Egyptian soldiers mixed with the pirates and mercenaries.

CAESAR

Ah, the rebel army.

Florian steps up. Apollodorus smacks his head.

APOLLODORUS

Bow your head, dog!

CAESAR

Antony, an introduction, please.

MARK ANTONY

Consul Gaius Julius Caesar, meet Apollodorus, Commander of the Royal Guard. And this is Florian the, um... pirate. Sir.

Caesar looks at Antony with a raised eyebrow.

FLORIAN

General Florian. At your service.

Florian punches his chest in a awful salute.

CAESAR

I'm glad we brought wine.

38

EXT. SOSIGENES HOME - NIGHT

38

The wine is poured, and food is passed. The Romans, Egyptians and pirates all enjoy a meal under the dense Milky Way.

Seated at a table together are Caesar, Antony, Aemilius, Cleopatra, Sosigenes, Charmion and Arsinoe.

CAESAR

Perhaps someone would like to enlighten me about the grand plan with this army you're building.

SOSIGENES

Cleopatra is going to take her rightful place on the throne.

CAESAR

And kill your own brother?

Cleopatra looks at Arsinoe.

CLEOPATRA

Of course not. He's only a boy.

CAESAR

He has many people who believe in him, even worship him. What do you do about them?

CLEOPATRA

They will learn the truth.

CAESAR

The truth is irrelevant. What's relevant is how much you're willing to lose in order to win.

SOSIGENES

You don't honestly believe the truth is irrelevant, do you?

CAESAR

A lie and the truth are born together. The lie grows, matures, multiplies, those lies make more lies, and so on. And all this while that precious truth still suckles at its mother's bosom.

(CONTINUED)

CLEOPATRA

That's a nice speech, but this lie murdered my father!

SOSIGENES

Cleopatra, we're just having a discussion.

CLEOPATRA

No, we're not. We're being condescended to. And I won't have it.

CAESAR

Antony, you know something about civil war, having just fought a particularly bloody one. Do you have any wisdom to share on the subject?

MARK ANTONY

There is nothing worse. That's what I've learned.

CAESAR

Agreed. When a nation fractures the resulting chasm can swallow much of its greatness.

MARK ANTONY

But I learned something else, too. The end doesn't always justify the means, but there is wrong and there is right, and the right is worth fighting for.

Antony looks at Cleopatra. She looks back at him, grateful that he took her side. And Caesar watches the entire exchange curiously.

CAESAR

I'll drink to that.

Caesar holds up his glass. Cleopatra raises hers and takes a sip and swallows, then suddenly KNOCKS THE CUP from Arsinoe's hand.

CLEOPATRA

Nobody drink! There's mandrake in the wine!

SOSIGENES

Mandrake?

(CONTINUED)

Cleopatra stands and suddenly begins to fall. Antony catches her, looking up at Caesar.

CLEOPATRA

(to Caesar)

Did you poison me?

CAESAR

Of course not!

(to Lucius)

Seal the camp. Nobody leaves!

Charmion and Arsinoe rush to Cleopatra's side.

MARK ANTONY

(to Caesar)

We need your doctor!

CAESAR

My doctor is back in Alexandria.

SOSIGENES

If this is mandrake there is nothing a doctor can do anyway.

Cleopatra groans in pain, grasping at her stomach.

CLEOPATRA

There is one who can help.
Apollodorus, the priestess is not far from here. Bring me to her.

APOLLODORUS

I'll get your carriage.

MARK ANTONY

I'm coming, as well.

CAESAR

No, you're not.

MARK ANTONY

But, I...

CAESAR

I don't give an order twice.

CLEOPATRA

Antony, where I'm going is no place for a Roman.

38 CONTINUED: (3)

38

Apollodorus takes her from Antony's arms and puts her in the carriage. Charmion and Arsinoe follow. Antony turns to Caesar.

MARK ANTONY

Did you do this?

AEMILIUS

Easy, now.

CAESAR

Listen to your friend, centurion.

MARK ANTONY

Will you do me the favor of answering my question?

CAESAR

I'll do you the favor of pretending you didn't ask it.

Caesar turns and walks off with Lucius. Aemilius grabs Antony's shoulder, keeping him from doing more damage.

39 **INT. CARRIAGE - SAME**

39

Arsinoe and Charmion try to console her, but Cleopatra doubles over in pain, screaming into the night.

END ACT FOUR

ACT FIVE40 **INT. ADYET'S HUT - NIGHT**

40

Apollodorus and Florian burst in, carrying Cleopatra. Adyet points to the brocade and silk cushions, where they place her. Charmion and Arsinoe take Cleopatra's hands on each side, as Sosigenes stays on his feet, nervously.

Adyet feels her palms, stares into her pupils, runs a thumb down the drape of her neck. Adyet stands quickly.

ADYET

It is mandrake. We must leave here immediately!

SOSIGENES

Leave? To where?

Adyet opens a large ornate chest and starts grabbing items and shoving them in an animal-skin pouch.

ARSINOE

Can you cure her?!

ADYET

There is no cure.

CHARMION

Then where are we going?

ADYET

Mandrake brings misfortune, yes, but it also grants us time.

SOSIGENES

Time for what?

ADYET

Time to move her before she dies.

Arsinoe shudders. Charmion takes her in her arms. Adyet yells to Apollodorus and Florian.

ADYET (CONT'D)

You two! Bring Cleopatra back to her carriage. We are going to the Blood Forest.

APOLLODORUS

The Blood Forest is Parthian territory.

(CONTINUED)

ADYET

The Blood Forest is where we will
find the Temple of Sekhet.

SOSIGENES

Sekhet? But, why...

Apollodorus kneels to lift Cleopatra

FLORIAN

I've met some Parthians. Beasts.

APOLLODORUS

Shut up, fool.

CLEOPATRA

Stop, at once! I command you all!

ADYET

There is very little time.

CLEOPATRA

I'm the one dying and I say there
is time.

ADYET

Child, whether or not your body
dies is sometimes less important
than where it dies. If you die
here your *Ka*, *your soul*, will be
taken by Osiris, God of The
Underworld. Osiris is too
powerful for us to battle and he
will not negotiate. But Sekhet is
his brother and sworn enemy. If
your body dies in Sekhet's Temple
he will try to steal your *Ka* and
keep it for himself. In that
moment we have an opportunity.

APOLLODORUS

An opportunity for what?

ADYET

To steal it back.

They all exchange looks. Cleopatra nods her assent.

As Apollodorus lays Cleopatra back in the carriage,
Florian pulls Sosigenes aside.

41 CONTINUED:

41

FLORIAN

Question. This Sekhet is a god?
What's he the god of, exactly?

SOSIGENES

Darkness.

FLORIAN

Oh. Of course he is.

SOSIGENES

You're not coming.

FLORIAN

(delighted)
I'm not?

SOSIGENES

I need you to ride back and tell
Antony where we've gone. We'll
need his help.

(grabs his arm)

I'm trusting you, General Florian.

Florian gets serious. He'll do it!

42 **EXT. SOSIGENES' HOME - NIGHT**

42

Mark Antony paces by the fire. Aemilius sits watching.

AEMILIUS

Did something happen with you and
Cleopatra that I don't know about?

MARK ANTONY

No, why?

AEMILIUS

Because, I don't know, she only
kissed you once, far as I know.

CAESAR (O.S.)

Not just any kiss. The kiss of
Isis.

They turn and find Caesar stepping in from the darkness.
Aemilius and Antony snap to attention and salute.

CAESAR (CONT'D)

Goddess of nature, goddess of
magic, goddess of the dead.

(CONTINUED)

MARK ANTONY

Of the Dead?

CAESAR

Isis and Osiris were married.
Gave her certain privileges down
there, I suppose. If you believe
that stuff.

MARK ANTONY

Do you?

CAESAR

I've seen things in the desert
that tell me a war rages beneath
it. Gods against gods in a fierce
battle for supremacy.

MARK ANTONY

Supremacy over what?

CAESAR

Us, of course.

Caesar signals to Aemilius to leave them alone. Another
salute and Aemilius backs away.

CAESAR (CONT'D)

Tragic as it is, Cleopatra's death
does make our task here simpler.
Our people are hungry, rioting in
the streets. If they don't have
grain to eat they'll seek blood
instead. A peaceful Egypt, rich
with grain, is better for Rome.
And isn't Rome our only concern?

MARK ANTONY

You did do it, didn't you? You
poisoned her.

Caesar stares at him, incredulous.

CAESAR

All right. I'll respond to your
accusation, just this once. Think
for a moment. If I wanted
Cleopatra dead why wouldn't I
simply have had her throat cut?
Who am I hiding from? That infant
king and his eunuch? They would
thank me anyway. Would the Roman
citizens care?

(MORE)

(CONTINUED)

42 CONTINUED: (2)

42

CAESAR (CONT'D)

That would be a first. Do you think I'm afraid of what you might do if driven to anger? That look in your eye tells me maybe I should be. No, I didn't kill Cleopatra. However, I won't deny that I benefit from its simplicity.

Caesar walks away, but turns back one last time.

CAESAR (CONT'D)

Even if she survived, do you really think you could have had her? A bird and a fish can fall in love, but where could they possibly live?

With that, Caesar clasps his hands behind his back and walks back to his tent.

Antony watches him go, his face burning from the fire in front of him, and the one within him. And then, suddenly, from the darkness behind him a HAND REACHES AROUND HIS FACE AND COVERS HIS MOUTH, and HE'S YANKED BACK into the black void beyond the fire light.

When he finally gets his wits about him, he sees it's Aemilius staring down at him, telling him to SHHH!

MARK ANTONY

What is the matter with you?!

Aemilius turns to the other person standing out here in the black desert with them. Florian.

AEMILIUS

She's alive.

FLORIAN

They've taken her to the Blood Forest. She needs your help.

Antony looks back at Caesar's tent, flickering with candlelight from inside. He looks at Aemilius.

MARK ANTONY

I'm going.

(CONTINUED)

AEMILIUS

I was afraid you'd say that. If we could slip out with a couple of fast horses we could be there by dawn.

MARK ANTONY

We? This is a hanging offense.

AEMILIUS

The Parthians will kill us first, anyway.

Antony smiles, puts a hand on Aemilius' shoulder.

FLORIAN

You two gonna kiss? Or can we go now?

END ACT FIVE

ACT SIX43 **EXT. THE BLOOD FOREST - DAY**

43

The wheels of the carriage crush thick red leaves on the vermilion clay, as Apollodorus drives the team of horses through flashing sunlight splitting the crimson leaves of the forest canopy, turning even the air scarlet red.

Sosigenes sits next to Apollodorus on top of the carriage. He snaps his head to the right, thinking he saw MOVEMENT. Apollodorus snaps the reins and the draft horses charge forward.

APOLLODORUS

You're not imagining it.

SOSIGENES

What?

APOLLODORUS

We're not alone.

Inside the carriage, Adyet sits with her eyes closed. Across from her, Cleopatra is alive, but weak on Charmion's lap. Arsinoe gives her water.

Cleopatra hears a voice in her head. It's Adyet.

ADYET (V.O.)

Cleopatra, do not close your eyes,
child. It won't be long now.

Cleopatra looks up at Adyet and finds she's staring right back at her.

44 **EXT. EDGE OF THE BLOOD FOREST - SAME**

44

Antony, Aemilius and Florian ride at full gallop across an open green field, toward the deep red trees of the Blood Forest up ahead.

45 **INT. ROYAL COURT OF THE PALACE OF ALEXANDRIA - DAY**

45

The doors are pushed open aggressively by Roman soldiers, as Caesar marches in, surrounded by his guards and Lucius. Pothinus and Achilles stand near the throne, upon which Ptolemy sits.

(CONTINUED)

ACHILLAS

Consul, there are no soldiers
permitted in the royal court.

CAESAR

Is that so?

Caesar ignores him and walks right up to the throne.

PTOLEMY

We know you went to meet with
Cleopatra. I demand to know where
she is at once!

Caesar points to Pothinus and his soldiers immediately
corner him, with spears at his throat.

ACHILLAS

Call the guard!

Lucius brings a sword to Achillas' throat.

POTHINUS

What is the meaning of this?

CAESAR

Did you think you could poison
Julius Caesar and not be punished?

PTOLEMY

Pothinus, what is he speaking of?

POTHINUS

I do not know, Your Highness.

CAESAR

Do you deny tainting a barrel of
my wine with mandrake?

POTHINUS

Why would we want to poison
Caesar?

CAESAR

I believe the intent was to poison
Cleopatra. But the result was an
act of war against Rome.

POTHINUS

I assure you, we know nothing of
this.

(CONTINUED)

PTOLEMY

Are you saying Cleopatra is dead?

CAESAR

Yes.

Ptolemy rises from his throne and takes a few steps away, overwhelmed at the news. Caesar watches him, curiously. Ptolemy turns back to him, his EYES WET WITH TEARS.

PTOLEMY

What of Arsinoe?

CAESAR

She lives. As far as I know.

(beat)

Ptolemy, I think it's time we had a word alone.

POTHINUS

I do not think that to be wise.

CAESAR

Pharaoh, do you serve this man, or does he serve you?

PTOLEMY

Leave us!

Pothinus hesitates, but realizes he has no choice. He leaves with the soldiers and the rest of the court.

Caesar and Ptolemy walk through the lush gardens.

CAESAR

I know why you weep. It's all right. You're afraid of being alone. Something all men fear.

PTOLEMY

I can't trust anyone. They all want me dead.

CAESAR

This is an area I'm all too familiar with. The plotting of Caesar's death is practically a parlor game in Rome. But, what am I to do?

(MORE)

CAESAR (CONT'D)

Rip out each envious eye, cut every venomous tongue, remove the heads of every serpentine conspirator?

PTOLEMY

Why not?

CAESAR

Then I would lead a nation of corpses. Is that what you want to be, Ptolemy? A king of ghosts?

PTOLEMY

No.

CAESAR

You know what you need? You need a friend. A friend who doesn't need anything, doesn't want anything, and who understands you.

PTOLEMY

Where would I find such a friend?

Caesar offers his hand. Ptolemy stares, then takes it.

CAESAR

Just one more thing, and I promise there will be no retribution. Did you poison my wine?

PTOLEMY

No. I swear it.

CAESAR

Then we'll have to find out who did.

He smiles at gripping Ptolemy's hand firmly, pleased at his latest conquest.

As the carriage rounds a bend, Apollodorus sees what he was hoping he wouldn't. He halts the horses. A SINGLE PARTHIAN SOLDIER stands in the middle of the road, his bow pulled back, ARROW pointed at Apollodorus.

SOSIGENES

Now what?

APOLLODORUS

If there's one in the road, there
are ten more in the trees.

SOSIGENES

I don't see any others.

APOLLODORUS

You will.

(hands him the reins)
When I give you the signal, snap
the reins once and lay down flat.
The horses will stay on the road.

SOSIGENES

If I can do that, so can you.

APOLLODORUS

Someone needs to keep them busy.

SOSIGENES

Apollodorus, they'll kill you.

APOLLODORUS

Not all of them.

As Apollodorus climbs down from the carriage, Cleopatra
pulls herself up to the window.

CLEOPATRA

No!

SOSIGENES

All of you get down!

Apollodorus walks out toward the Parthian in the road.
Apollodorus glances from side to side, trying to see the
others. He spots one. Then another. He was right.
They're all around him.

He stops, reaches for his two scabbards and unsheathes a
SWORD IN EACH HAND. He stares directly at the Parthian
in the road. The Parthian grins, lowers his arrow, and
accepts the challenge, pulling out his own SWORD.

They are fifty paces apart. Apollodorus starts running
toward him. Forty paces, thirty paces, and then...
THROWS ONE OF HIS SWORDS AT THE PARTHIAN. The sword
tumbles through the air until the blade STICKS in the
man's chest.

APOLLODORUS

Sosigenes, now!

(CONTINUED)

Sosigenes snaps the reins and yells - "HA!" - and the horses take off. Sosigenes lays down flat as the arrows fly from the forest at Apollodorus and the carriage. Apollodorus dives and rolls, the arrows and the careening carriage missing him by mere inches.

The carriage gone, he now turns and faces the dozen Parthians rushing at him from the forest on each side.

From the POV of the carriage, Cleopatra looks back and sees her mighty protector using his remaining sword to fight valiantly. She cries out to stop, but Sosigenes has regained control of the reins and drives them hard, onward, into the deep red shadows beyond.

Back with Apollodorus, he is not finished yet, not by a long shot. He KILLS ONE, then ANOTHER, SPINNING and DIVING, MUSCULAR and ACROBATIC. This is a warrior.

But even a titan like Apollodorus can be outnumbered. One slice of a sword gets past his armor and cuts his rib. But he keeps fighting. Another slice catches his cheek. Blood pours down his face, but he keeps fighting. Another swat across the arm and more blood. The warrior staggers and now the Parthians grin as they toy with him. He falls to a knee, but with all his might he picks himself back up. They laugh, jabbering to each other with vulgar satisfaction. Apollodorus takes another weakened swing with his sword and falls again. One of the Parthians kicks his ribs, then another kicks his face. He tries to rise, but another boot lands on his back.

The worst of these barbarians now stands on top of him, raising his sword in the air, about to split the great warrior's head like a melon, when... PFFFT!!!

A DAGGER FLIES INTO HIS THROAT.

FLORIAN

Got you, Parthian scum!

MARK ANTONY

Ha!!!

Antony, Aemilius, and Florian charge through the trees on their horses, swords in the air.

Antony swings and nearly takes the head off the first Parthian he passes. He jumps down off his horse, as Aemilius and Florian do the same. Steel clangs, blades cut through armor and leathery skin, and within seconds the Parthians are dead on the road.

(CONTINUED)

47 CONTINUED: (3)

47

Antony and Aemilius kneel at Apollodorus' side and turn him over slowly.

AEMILIUS

Is he dead?

Antony leans in with his ear to Apollodorus' mouth.

MARK ANTONY

Apollodorus! Open your eyes!

His eyes flutter open, he begins to focus, and the first thing he sees is Florian's smiling face standing over him.

APOLLODORUS

Good of you to come... General.

Florian grins and puts out a hand to help him up.

48 **EXT. BLOOD FOREST - LATER**

48

Antony and Aemilius ride alongside each other. Apollodorus rides on a horse with Florian ahead of them. Every bounce sends searing pain through Apollodorus' wounds. They come to a stream alongside the road. Apollodorus holds up a hand to stop them.

APOLLODORUS

This is where we walk. She said to follow the stream uphill to the weeping rock.

49 **EXT. TEMPLE OF SEKHET - DAY**

49

Water drips from porous rock wall of the hillside. Antony, Aemilius, Apollodorus and Florian walk along it until they reach large STONE DOOR, cut right into the mossy wall of the mountain, the architecture of man and nature creepily coexisting. The door is open a crack.

50 **INT. TEMPLE OF SEKHET - EVENING**

50

A piece of rock slams against flint and a SPARK ignites a piece of fabric that Antony wraps around a tree branch. He holds the torch in front of them as they enter the long, dark corridor.

AEMILIUS

Stop.

(CONTINUED)

50 CONTINUED:

50

Everyone freezes.

AEMILIUS (CONT'D)

Do you hear that?

Deep inside they can hear CHANTING. A woman's voice.

APOLLODORUS

That's the priestess. We're close. We must go quickly.

The four of them start running, their shadows expanding and contracting along the wet stone walls.

51 INT. ALTAR, TEMPLE OF SEKHET - SAME

51

The four men enter the altar chamber of the temple. A large HIEROGLYPH is carved in the wall. It's a symbol of a DEAD TREE with a SNAKE WRAPPED AROUND IT.

Lying on an altar in the middle of the chamber is Cleopatra, conscious, but weak. Standing above her, wrapping her in silk bandages, is Adyet. Also here are Arsinoe and Charmion.

Cleopatra turns her head and sees Antony. He rushes over to her side.

CLEOPATRA

You came.

MARK ANTONY

You really think I'd miss this?

Aemilius is surprised when Charmion reaches up and squeezes his hand.

CHARMION

Thank you.

AEMILIUS

How is she?

CHARMION

There's not much time.

AEMILIUS

Not much time for what?

Florian and Apollodorus gaze up at the walls of the rough-hewn stone chamber, where water seeps out and runs down into pools on the floor.

(CONTINUED)

51 CONTINUED:

51

The water follows a carved stone path down another dark corridor, descending and disappearing into the blackness of the mountain's belly.

MARK ANTONY

What do we need to do?

ADYET

When her body dies her *Ka* will follow the stream until it joins the river of darkness. There, at the tree of souls, it will sprout from the soil and reveal itself in the form of an orchid. Sekhet will not be able to take her *Ka* until the orchid opens. Before he can do that you must retrieve it and bring it back to this chamber and rejoin it with her body.

A LOUD and TERRIFYING ROAR rumbles up from the darkness.

FLORIAN

Was that Sekhet?

ADYET

No, those are the Sphinx, the guardians of the underworld. You'll have to go through them.

Cleopatra takes a breath and whispers a question.

CLEOPATRA

Which one is he, Adyet? Tell me.

ADYET

That, I can not answer.

MARK ANTONY

What is she talking about?

CLEOPATRA

Are you the one that I need? Or are you the one that I love?

MARK ANTONY

Can't I be both?

Another ROAR from within the mountain.

ADYET

You must go. Now!

(CONTINUED)

51 CONTINUED: (2)

51

Cleopatra reaches up and tenderly touches Antony's face.

CLEOPATRA

Come back to me, Roman.

And then her eyes close. Antony looks at Apollodorus, Florian, and finally, Aemilius.

MARK ANTONY

Into the darkness, then?

AEMILIUS

Into the darkness.

They begin to run, following the water down the path into the mountain, as another ROAR rises from within.

We hold on Cleopatra, her breath weakening, and we...

FADE OUT.

END PILOT