

"HELLBOY"

by

Guillermo del Toro

PRODUCTION DRAFT

6/14/03

OMIT

INT. DARKROOM - INTERVIEW 1

porcelain
In a photographic DARKROOM: old optical enlargers,
trays, timers, and stills hanging out to dry.

GEORGE MATLIN, a slightly obese, nearsighted man in his
seventies.

OLD MATLIN

Is he real? Oh yeah -- Absolutely.

Super: CPL. GEORGE MATLIN, combat photographer.

OLD MATLIN

I haven't talked about it for years,
you know?

(looks at the camera)

Everyone called me crazy...

negatives.
Matlin smiles as he paws through a box of old

OLD MATLIN

But I have the negative.

eerie,
Someone turns on the darkroom's red safety light for an
dramatic effect.

TECHNICIAN'S VOICE

Get ready, 3-2-1... Roll tape.

OLD MATLIN

It all started back in '44. I was a
Corps photographer aboard an allied
submarine...

CUT TO:

INT. SUBMARINE HALLWAY - NIGHT

negatives,

YOUNG MATLIN's hands again paw through a bunch of
again under a red light. Now, at 21, he's wedged in a
submarine corridor, a crowded maze of pipes and gauges.

back as

35mm still cameras dangle from his neck. He shrinks
a squad of MARINES hustles past him, loading weapons.

OLD MATLIN'S VOICE

...off the coast of Scotland.
Classified mission. I was 21...

uniform

SGT. WHITMAN, 44, tough as nails, pushes through, his
soaked in sweat.

OLD MATLIN'S VOICE

We had an English civilian on board.
Not much older than me but already
an advisor to President Roosevelt.
"Paranormal" advisor, I kid you not --

a

Whitman continues down the passageway until he reaches
small...

INT. SUBMARINE STATEROOM - NIGHT

"reading"

Within, an incongruously proper young Englishman
an ancient set of Tarot cards.

OLD MATLIN'S VOICE

His name was Trevor. Profesor Trevor --

WHITMAN

-- Broom! Topside, now.

man in

TREVOR "BROOM" BRUTTENHOLM is a gaunt, olive-skinned
his late twenties. In his hands, a tarot deck. He turns
the
cards face up: THE FOOL, THE MOON...

WHITMAN

The sooner we're done, the better.

amulets.
much
Broom grabs a worn-down wooden box full of books and
It has a leather strap that allows him to carry it,
like a carpenter's tool box.

BROOM

This is an important mission, Sgt.
Whitman. I hope you realize that.

WHITMAN

Oh -- you don't wanna know what I
think. Topside, now.

amulets.
He moves away. Broom takes a small box and a few

TAROT
Before exiting, he pauses and tensely turns the last

CARD: THE DEVIL.

CUT TO:

OMIT

INT/EXT. SCOTLAND - TUNNEL - NIGHT

Super: OCTOBER 9, 1944, SCOTLAND.

short
It's raining like hell now. Soldiers move through a
tunnel carved into the mountain.

alongside
Whitman signals his men to spread out, then comes
Broom.

BROOM

Sgt. Whitman!! Sgt. Whitman!! May I
have a word??

WHITMAN

(impatient)
What is it?

BROOM

In private, if you don't mind...

EXT. SCOTLAND CHAPEL REMAINS

They enter the remains of a small chapel. Broom produces the small box. It's full of rosaries.

BROOM

Your men -- They'll need these --

Whitman scowls and huffs. A life-sized wooden Christ contemplates the scene from above.

WHITMAN

You are a Catholic??

BROOM

Amongst other things, yes -- but that's hardly the point.

Whitman locks and loads an automatic.

WHITMAN

Here. You'll need one of these.

BROOM

I abhor violence.

(Whitman moves away)

Sergeant Whitman, I hope you don't think me mad --

WHITMAN

Three days too late for that one, "professor."

He moves away. Broom looks up to the wooden Christ: It has no eyes.

EXT. DITCH

MATLIN hauls his tripod and gear and joins the troops on the move. Broom catches up with Whitman.

WHITMAN

You're wasting our time: There's nothing on this island but sheep and rocks.

BROOM

Ruins. Not rocks. The remains of Trondheim Abbey. Built on an intersection of Ley Lines, the boundaries between our world and the

other --

WHITMAN

(interrupts him)

What a load of crap. Hell, a week ago I hadn't even heard the word parabnormal --

BROOM

"Paranormal"

(Whitman moves on)

But -- you read the transmission.

WHITMAN

Half transmission. Nonsense -- German ghost stories!

BROOM

I have seen ghosts, Whitman.

WHITMAN

Oh, I'll bet you have.

he Reaching a slope, Matlin sets down his camera. Turning, sees lights.

MATLIN

Sweet Jesus.

impressive Drenched, Broom and Whitman look down upon an
SOLDIERS ROMANESQUE RUIN. Under worklights, dozens of NAZI
swarm among thick stone walls and archways.

BROOM

They must be here for the sheep.

OMIT

EXT. AMONG THE RUINS - NIGHT

BLACK A dozen German soldiers swiftly assemble a large steel
MACHINE. The work is monitored by a spindly Nazi in
LEATHER, his face covered by an odd gas mask: KROENEN.

WHITMAN

The freak in the gas mask --

BROOM

Karl Ruprecht Kroenen, one of the Reich's top Scientists. Head of the Thule Occult Society.

EXT. NEARBY - BROOM - NIGHT

Whitman.
He lowers a pair of binoculars and passes them to

BROOM

If he's here, this is worse than I thought.

WHITMAN

(to the radio man)
Air and sea backup. What's closest?

The RADIOMAN cranks a transmitter to life.

RADIO MAN

Londonderry, sir. Forty minutes away.

BROOM

We don't have forty minutes.

EXT. ABBEY RUINS - ALTAR AREA - NIGHT

gears
Kroenen throws a switch: On the machine, dozens of
respond!

mighty
Steam pistons thrust copper rails upright, lifting two
metal rings, not unlike a gyroscope. Kroenen grunts and
signals for more floodlights to be turned on.

EXT. BEHIND THE ALTAR - NIGHT

stone
fully
The lights flood an ancient sacristy lined with eroded
saints. GRIGORY, tall and gaunt, stands naked, arms
extended.

GRIGORY

No matter what happens to me, you must carry on with the work.

drapes
ILSA, a severe, ageless Aryan beauty, reverentially
an embroidered robe over his bony shoulders.

ILSA

I will not leave you.

GRIGORY

Yes, you will... Leave me. Deny me.

ILSA

Never --

hand- He hands her a small LEATHER-BOUND BOOK. It contains
drawn notes and illustrations.

GRIGORY

This will guide you back to me.

mingling. He pulls her close, the clouds of their breath

GRIGORY

I grant you everlasting life, youth
and the power to serve me.

then He dips his fingers in a wooden bowl full of blood,
consolation wipes her tears away with a crimson thumb, both a
and a ritual.

SCARLET VON KRUPPT, an acrid German General, wearing dark
pocket glasses and LEATHER GLOVES, appears. Looks at his
watch. On the gold lid: a SWASTIKA.

VON KRUPPT

It's time.

OMIT

EXT. ABBEY RUINS - ALTAR AREA - CEREMONY - NIGHT

and Grigory walks towards the machine, its colossal steel
copper clockworks gleaming in the floodlights.

VON KRUPPT

Five years of research and
construction, Grigory. Five years!!

umbrella He strides alongside Grigory and Ilsa, who holds an

to shield her master from the pouring rain.

VON KRUPP

The fuhrer doesn't look kindly on failure.

GRIGORY

There will be no failure, General. I promised Herr Hitler a miracle. I'll deliver one.

box
with
Kroenen mutters excitedly as he opens a polished oak containing a massive gold and copper MECHA-GLOVE. Grigory extends his hand so that KROENEN may fit him the contraption, which is attached to cables and hoses.

EXT. THE HILLTOP - ALLIED SOLDIERS - NIGHT

avoid
The Americans fan out, unseen. Broom and Whitman dive into a ditch barely in time to avoid a German foot patrol. Other GI's take up positions below a machine gun nest.

EXT. ABBEY RUINS - ALTAR AREA - NIGHT

behind
Grigory walks to the top of the altar, cables trailing behind him.

GRIGORI

Tonight, We will open a portal and awaken the OGDRU JAHAD: The seven Gods of chaos.

(beat)

Our enemies will be destroyed. In an instant, all impurity in this world will be razed and from the ashes a new eden will arise.

He looks down at the machine and whispers --

GRIGORY

Ragnarok, Anung Ia Anung.

He flexes his fingers and in response --

central
and
rain
panel.

-- the two metal rings swing around the machine's axis. TCHINK!!! WHIRRR!!! STEAM escapes from the ducts pipes. An invisible blast of energy forces the falling to swerve momentarily away from Grigory's body. Ilsa signals TWO NAZI SCIENTISTS standing at a control

ILSA

More Power!! Don't let the level drop!!

the
fire.

One of them inserts a 20 inch SOLID GOLD CYLINDER into machine. Two openings remain vacant next to it. A blade of light opens in the air! Burning symbols slash the air, like living serpents of

EXT. COSMIC SLIT - NIGHT

ALIEN
light

The edges of the cosmic slit sizzle with color; an GALAXY sparkles on the other side. Suddenly, a work tears loose and flies in.

EXT. COSMIC SLIT - FROM THE OTHER SIDE - NIGHT

JAHAD:
opens
another...
prison.

The six-foot work light tumbles by the massive OGDRU seven egg-like monoliths of unholy origin. Within their translucent walls, horrible creatures lie slumbering. As the light sweeps by, one of the giants a filmy eye, and then another, and another, and Fleshy tentacles move lazily within their crystalline

EXT. ABBEY RUINS - ALTAR AREA - NIGHT

neck,
his face distorted by ecstasy and pain.

Grigory screams as his body rises. Veins swell in his

CLICK. Someone shoots a photograph.

EXT. RUINS - IN THE UNDERBRUSH - NIGHT

him

It's Matlin, snapping for all he's worth. Whitman pulls down and pulls out a large bayonet blade.

WHITMAN

Listen to me, you moron: you do that again, I'll carve you a new --

Too late. One of the NAZI SCIENTIST has heard them.

EXT. RUINS, IN THE UNDERBRUSH - NIGHT

with

The Nazi SCIENTIST approaches. Pauses next to the box the GOLD CYLINDERS.

BROOM

(fierce whisper, to

WHITMAN)

Listen to me!!! The portal is open!!!
We have to stop them!!!

EXT. ABBEY RUINS - ALTAR AREA - NIGHT

energy.

Grigory dangles like a marionette in a new surge of Even the skeptical Von Krupt is in thrall.

But

The NAZI SCIENTIST reaches for a second GOLD CYLINDER. something else lands next to him: A GRENADE!!!

the

The explosion blows him to pieces. In a few seconds, squad of Allies storms the area.

overrun

A hail of bullets cuts down a dozen Nazis. The Allies the machine gun nest as grenades explode everywhere.

VON KRUPT shoots wildly, hitting Broom in the leg. But Whitman's bullets rip into the old Nazi's chest.

and

Leaving a trail of blood, Broom crawls to a dead G.I. grabs a grenade from his belt.

steel
soldiers,
rotors.
generator.
rods.
after
jacket. As
where
the

TCHKKK!!! Kroenen extends two gleaming blades from twin
bands on his wrists and takes on an entire group of
mowing through them with swords spinning like deadly
The steel chops clean through their weapons.
Broom pulls the pin and throws the grenade at the
CLICK-CLACK!! It wedges itself between two moving tie
Kroenen squeals and -- retracting his blades -- lunges
it. The gyrating rails slice through his leather
his fingers reach the grenade, it EXPLODES!!!
Kroenen flies through the air, hitting a stone wall,
two long pieces of shrapnel pin him like an insect.
Another rail plunges -- FFFFT!!, like a javelin -- into
earth right next to MATLIN.

ILSA

Grigory!

EXT. ABBEY RUINS - ALTAR AREA - NIGHT

taffy,
suddenly
metal
rails,

Grigory's face is distorted, pulled like ectoplasmic
his body contorting and breaking. The cosmic portal
implodes! Nothing is left but a few burnt rails and the
glove, empty and smoking.
As the Allies approach, the fighting rages on.
Grigory and Ilsa are gone. And for now, so is Kroenen.
Embedded in the wall where he was pinned, two bloody
nothing more.

OMIT

EXT. INSIDE THE CHURCH - NIGHT

up. Allied SOLDIERS penetrate the ruins. Matlin helps Broom

MATLIN

It's almost over!!

BROOM

No. It's not.

outer He picks up a sample of white, viscous goo from the
rings of the smoking machine. Whitman approaches.

BROOM

Cordon off the area. Something came
through.

WHITMAN

From where??!!

and Broom glances at a 13th century FRESCO depicting heaven
hell.

EXT. INSIDE CHURCH RUINS - NIGHT

them Still raining. A group of soldiers spreads out, using
flashlights to scour through the rubble. Every one of
has a rosary hanging from the bayonet.

OMIT

EXT. INSIDE CHAPEL RUINS - NIGHT

Whitman Broom hastily bandages his bleeding leg. Matlin and
roof. roam over the debris. Rain POURS through the broken

MATLIN

Do you believe in hell?

BROOM

There is a place -- a dark place
where evil slumbers and awaits to
return. From there it infects our
dreams. Our thoughts. Grigory gave
us a glance tonight --

MATLIN

Grigory -- That's Russian, right?

(Broom nods)
Thought they were on our side...

BROOM

Grigory Yefimovich Rasputin --

MATLIN

C'mon -- Rasputin??

BROOM

Spiritual advisor to the Romanovs.

(beat)

In 1916, at a dinner in his honor,
he was poisoned, shot, stabbed,
clubbed, drowned and castrated.

MATLIN

That makes him more than a hundred --

handgun
moves,
A rustling sound reaches their ears. Matlin readies a
as Broom scans the walls with his flashlight. Something
accompanied by a loud scrape.

crumbling
Matlin cocks his pistol and nervously approaches a
statue. SCREEEECH!!!! A RED THING jumps into the air!!
Instinctively, Matlin shoots at it.

trail
The RED THING leaps from arch to arch, followed by a
of bullet hits. Whitman and other soldiers join them --

MATLIN

(to Broom)

What the hell was that? An ape?

BROOM

No. It was red. Bright red.

WHITMAN

What are you two talking about??

MATLIN

A red ape.

BROOM

It's-not-an-ape --

They hear the labored breathing of a living creature.

MATLIN

It's got a big stone -- in its hand --

BROOM

I think that is its hand.

stone
Hissing, the thing cowers between a gargoyle and a
saint.

Broom
WHITMAN points his gun at the scarlet shape above.
stops him from firing.

BROOM

Wait --

golden
In deep shadow, the RED THING observes with bright,
eyes veined with streaks of burnt sienna.

pocket.
The RED
Broom slowly fishes a BABY RUTH candy bar from his
Peeling back the wrapper, he slowly waves the candy.
THING shrinks back.

his
dark
demons
Broom bites into the candy and chews, noisily smacking
lips. Offers the candy again. This time, out of the
comes a small FACE, not very different from the stone
around it.

with
wrist.
The creature extends its right arm: it's solid stone
tiny runes engraved around the thick, cylindrical
Four articulated stone fingers wiggle, reaching for the
chocolate.

YOUNG SOLDIER

Jesus! would'ya look at the size of
that whammer!

shows
Whitman moves closer. On the wall behind him, a shadow
the RED THING climbing into Broom's arms.

fingers
Broom tenderly covers it with a blanket. The stubby

snatch the candy. Broom smiles.

BROOM

It's a boy. Just a baby boy.

EXT. CHAPEL RUINS - NIGHT

The soldiers cluster around, curious to see it. Matlin prepares his camera and directs them into a group shot.

Broom
creature,

smiles like a proud new father and embraces the
patting him gently. CLICK!!!

OLD MATLIN'S VOICE

Best photo of my career --

CUT TO:

INT. DARKROOM - BACK TO INTERVIEW 1

OLD MATLIN

and no one has ever seen it. They
keep saying he's not real, but I
want to set the record straight before
I go.

portfolio.

Matlin finally pulls an old 8x10 from a battered
He smiles, full of memories.

OLD MATLIN

Here. The real picture, not the
retouched one in LIFE magazine.

(hands over the
photograph)

This is him. The very same night we
found him. The night Broom gave him
that name.

(beat)

Can I say it on TV? He called him --

EXT. INSIDE THE CHURCH - BACK TO '44 - NIGHT

BROOM

(smiles at the creature)

HELLBOY.

eyes

Inside the blanket, Hellboy blinks his bright golden

happily.

and chews candy, his devilish red tail twitching

CUT TO:

HELLBOY - MAIN TITLE

HELLBOY

Montage: Tabloid covers and news clippings screaming
SIGHTING IN RENO!! GOVERNMENT DENIAL!!! etc.

fight

TV Newscasters read lurid copy. SPRINGER excerpts (first
included) feature the show's theme: I WAS HELLBOY'S

BRIDE!!

alley.

Some blurry, grainy footage depicts Hellboy crossing an
Much like Bigfoot in the woods.

TOM MANNING (V.O.)

Look at that. That's a costume. These
people amaze me.

INT. STUDIO T.V. HOST SHOW - INTERVIEW #2 - DAY

MANNING is a balding, official-looking guy in a suit.

MANNING

With their conveniently blurry footage
of their beloved "Hellboy." And they
claim that he works for the FBI-?

SUPER ON TV:

TOM MANNING, F.B.I.

HEAD OF SPECIAL OPERATIONS.

Manning on a TV SHOW a la Regis Philbin.

TV HOST

As the head of your division, you --
You have seen dozens of pictures
like this!!!

MANNING

Exactly -- so, why is it that they're
all out of focus? C'mon!! God knows,
people manage to get good pictures
at a wedding!!

He shows a blurry picture.

MANNING

That's the alleged best man -- ?

The audience applauds.

EXT. HIGH MOUNTAINS, EASTERN EUROPE - DAY

icy In the thick of a snowstorm, THREE FIGURES climb the steps of a massive rock formation.

Super: BIRGAU PASS, MOLDAVIA, PRESENT DAY.

EXT. HIGH MOUNTAINS (SET), EASTERN EUROPE - DAY

they The THREE FIGURES move through a narrow passage until reach a DEAD END.

and matches an FIGURE 1 stops at a symbol carved in the rocky ground consults Grigory's LEATHER-BOUND BOOK. The symbol illustration in the book.

hammer, Before them, a thick wall of ice. Using a heavy steel FIGURE 1 breaks through.

PEASANT GUIDE

I will guide you no further.

the Figure 2 produces two small GOLD INGOTS. Hands one to guide. Keeps the other one.

The Guide examines his pay greedily: engraved in it: a **SWASTIKA**.

INT. ICE CAVE - SMALL CORRIDOR - DAY

corridor. The ice curtain collapses, revealing a rough-walled FIGURE 1 spots a glowing firefly. They follow it into -

INT. ICE CAVE - MAIN NAVE - DAY

stadium.
streams
off.

A cathedral-like vault that could easily hold a
From an opening somewhere above, eerie blue light
down on a magnificent labyrinth.
A few more fireflies speckle the air, winking on and

INT. ICE CAVE - LABYRINTH - DAY

the
monumental

The THREE FIGURES move past cyclopean statues guarding
inhuman architecture. The humans are dwarfed by the
scale of the walkways and ramparts.

INT. ICE CAVE - CENTRAL LABYRINTH AREA - DAY

covered in

At the center of the labyrinth the stone floor is
grooves radiating from a shallow stone basin.

FIGURE 3 uncovers his face: he's a PEASANT GUIDE.

PEASANT GUIDE

(in Romanian)

We shouldn't be here --

FIGURE 1
On
thought,
chest

FIGURE 1 exchanges a meaningful look with FIGURE 2.
throws two solid gold pieces at the feet of the Sherpa.
them, an embossed SWASTIKA. After a greedy moment of
the Peasant kneels to pick up the gold.

blade in

TCHKK!!! A long, shiny blade pierces the Peasant's
from behind. He blinks twice and slumps forward.

his

FIGURE 2 steps out from behind him, a long, bloody
his hand.

steaming

The figures uncover their faces. ILSA has not aged and
KROENEN, still wears the same tight gas mask. He cleans
blade in the snow and takes back the gold.

Ilsa watches the Sherpa's blood as it runs in a

basin. rivulet, tracing a glyph in the grooves and filling the

haloed A FIGURE RISES FROM THE BLOOD. A naked human shape,
by fireflies.

ILSA

Your eyes. What did they do to your
eyes?

CUT TO:

INT. DOCTOR'S OFFICE - DAY

Mechanized rollers transport X-Ray films over a backlit
screen. A group of 4 DOCTORS studies the pictures and
exchanges somber looks. Rain spatters the windows.

Doctor 1 glances at the others.

DOCTOR 1

Have you told him yet?

Doctor 2 looks through a glass partition at an aged but
dignified BROOM, 72, who slowly buttons his shirt.

Hanging

from his wrist, his rosary.

INT. DOCTORS OFFICE - EXAMINATION ROOM - DAY

DOCTOR 2

Malignant sarcoma. In the lungs...
the spine, liver...

BROOM

Approximately... how long??

DOCTOR 2

Maybe -- six weeks.

Broom impassively takes in the information.

DOCTOR 2

I can arrange for hospitalization,
pain management. Make the time more
bearable --

Broom pensively shuffles his tarot cards.

BROOM

(shakes his head)
I'd rather... stay home, you know.
I'll be making arrangements --
(beat)
For my son.

DOCTOR 2

You can always get a second opinion.

Broom looks down: first card off the deck: DEATH.

BROOM

That won't be necessary.

EXT. N.Y. - MANHATTAN STREET - DAY

decorated
front of

toward
the

street

RED,

Leaves stir on the pavement. All the stores are
for Halloween. Two kids dressed as SKELETONS run in
Broom, carrying a JACK-O-LANTERN.
Leaning on a cane, Broom exits the building and walks
a waiting black Mercedes. The DRIVER (Agent Lime) opens
door.
Broom pauses to buy a dozen BABY RUTH candy bars from a
vendor.
In an ELECTRONICS STORE, a wall of TV's. The image of a
BLURRY SHAPE (HELLBOY) fills the screens.

BROOM

(seeing this)
Son...

TV HOST

Mister Manning, what about the "Bureau
for Paranormal Research and Defense?"
The FBI has been known to conceal --

TOM MANNING

That word -- conceal --

TV HOST

from the American public --

TOM MANNING

Phil -- Phil -- hold your little green horses. Let me tell you and the American public one thing -- this "Bureau for -- what was it?

TV HOST

Paranormal Research and --

TOM MANNING

-- Defense, right, well -- I'm here to clear up this once and for all.

(he looks at the camera)

There-is-no-such-thing.

Broom smiles.

OMIT

EXT. B.P.R.D. BUILDING COMPLEX - DAY

complex
the
On a wooded, new jersey hill, a low-slung, high-tech rests at the edge of a bluff, its foundation fused with rock below.

NEWARK,
SUPER: BUREAU FOR PARANORMAL RESEARCH AND DEFENSE,
N.J.

EXT. B.P.R.D. COMPLEX - GATE ENTRANCE - DAY

The
old
MANAGEMENT"
A dolled-up MOD-STYLE moped stops at the massive gate. Strapped to the luggage rack are two cheap suitcases.

driver, a very wet YOUNG MAN named MYERS, touches an fashioned buzzer under a sign reading "WASTE

A crackling INTERCOM VOICE answers.

INTERCOM VOICE

Yes?

MYERS

(shivering)

John Myers, F.B.I. Transfer from Quantico.

A beat, then -- WHIRRR!!! An EYEPiece and an LCD screen scanner pop out.

INTERCOM VOICE

Look at the birdie, son.

Myers looks into the eyepiece. On the screen, Myers' cornea is scanned. TWO VIOLET FLASHES. His ID and badge numbers appear. CLACK! The gate opens.

EXT. UPHILL ROAD - THE MOPED - DAY

The moped putt-putts towards the building in the distance.

INT. B.P.R.D. LOBBY - DAY

Myers Seated at a dramatic circular desk is a solitary guard. approaches.

MYERS

Hello, I'm --

LOBBY GUARD

-- Late. Five minutes late.

MYERS

Yes, I --

LOBBY GUARD

-- Section fifty-one. Step back.

MYERS

Pardon?

LOBBY GUARD

Two steps back, please.

Confused, Myers picks up his suitcases and complies. He realizes he's DEAD CENTER on a giant B.P.R.D. Logo: A

HAND

HOLDING A SWORD.

LOBBY GUARD

Watch your hands and elbows.

He's Immediately, the floor under Myers' feet starts down. on a small elevator.

INT./EXT. OPEN ELEVATOR - ON THE WAY DOWN - DAY

comes The panel overhead slides shut. A row of safety lights
on.

INT. OPEN ELEVATOR - DAY

moving He's in a vast underground area with other elevators
up and down in the distance.

INT. B.P.R.D. - CONCRETE CHAMBER 51 - DUSK

the The elevator stops in a narrow, dark space. Neon lights
flicker on, illuminating a circular chamber. PAINTED on
floor is a huge number: 51.

Right in front of Myers: a magnificent oak door.

Myers knocks on it. No answer. Myers enters.

INT. BROOM'S OFFICE (FULL AQUARIUM) - DUSK

of Myers looks around, fascinated: books. An office made
bathes them. The soft glow of green-shaded reading lamps
everything in an intimate, warm light.

huge One entire wall is a thick pane of glass, the wall of a
next to tank of water. A VOICE crackles through an intercom
the tank.

VOICE

Turn the pages, please.

Myers jumps, then moves closer to the glass.

VOICE

Over here... if you don't mind?

view. In the tank, ABE SAPIEN, a FISH-MAN glides in and out

MYERS

Jesus Christ!

Myers looks at four BOOK STANDS facing the glass. Each

peering supports an open volume. He leans close to the glass,
intently.

patterns Abe reappears. He is slender, dolphin gray, with dark
streaking his soft skin. Bright blue eyes shine with
intelligence. Behind a thin wound-like mouth, gills are
bubbling.

MYERS

(points at the books)
These -- ? You're reading these -- ?

Abe nods. Through a side door, Broom enters.

BROOM

Four books at once. Every day -- as
long as I'm here to turn the pages.
(smiles)
My name's Broom. Professor Trevor
Broom.

Myers extends his hand in greeting --

MYERS

Sir, I'm --

closes BAM! Abe presses his webbed hand against the glass,
his eyes -- all three lids.

Abe's voice surges from the speaker.

ABE

Agent John T. Myers, Kansas City,
76. "T" stands for Thaddeus, mother's
older brother. Scar on your chin
happened when you were ten, you still
wonder if it's ever going to fade
away.

MYERS

How did it --

BROOM

-- He. Not "it."

BROOM

Abraham Sapien. Discovered alive in
a secret chamber at St. Trinian's
Foundling Hospital, Washington.

wall. Points at a small piece of antique paper, framed on the

BROOM

They took his name from this little inscription that was stuck on his tank.

MYERS

(reads)
Ichthyo Sapiens, April 14, 1865.

BROOM

The day Abraham Lincoln died. Hence "Abe" Sapien.

Myers Broom uncovers a tray by the tank: Four greenish eggs. gags and reels back.

BROOM

Rotten eggs, a delicacy. Abe loves them.

nabbing Abe smiles and takes a subaquatic bow, gracefully the eggs as they float through the hatch.

MYERS

How does he know so much about me?

BROOM

Abe possesses a unique frontal lobe.
(beat)
"Unique." That's a word you'll hear quite a bit around here.

MYERS

Where am I -- exactly, Sir?

BROOM

As you entered the lobby there was an inscription --

MYERS

On the desk, yes. In Latin.

BROOM

Impressive. Do you remember what it said?

MYERS

(sighs)

"In absentia luci, tenebrae
vinciunt..."

BROOM

"In the absence of light, darkness
prevails." For there are things that
go bump in the night, Agent Myers.

(smiles)

We are the ones who bump back.

OMIT

CUT TO:

INT. B.P.R.D. - FREAK CORRIDOR "A" - NIGHT

Myers and Broom walk down a corridor. The walls are
lined
with glass cases containing occult artifacts. Myers
eyes a
MUMMIFIED HAND, a CLAY GOLEM, a sumptuous PAGAN
ALTAR...

BROOM

1937: Hitler joins "The Thule Society" --
a group of German aristocrats obsessed
with the occult.

He points to an ANCIENT, BROKEN LANCE.

BROOM

1938: he acquires the Spear of
Longinus, which pierced the body of
Christ. He who holds it becomes
invincible.

and
He gestures at an ancient LANCE. Next to it: a silver
gold reliquary.

BROOM

Hitler's power increases tenfold.

They go through a series of pneumatic doors.

BROOM

In 1943, President Roosevelt decides
to fight back. THE BUREAU FOR
PARANORMAL RESEARCH AND DEFENSE is

born.

an
plates.
Workmen are replacing two of the doors. Big dents from oversized fist have deformed the 2-inch thick metal Myers stares.

BROOM

1958, the occult war finally ends when Adolf Hitler dies.

MYERS

1945, you mean. Hitler died in '45.

BROOM

(enigmatic smile)
Did he, now?

VAULT.
with a
least
They reach a FINAL DOOR. Stainless steel, like a BANK Waiting there is AGENT CLAY, a burly guy in a suit, cartful of BEEF AND MASHED POTATOES. A dinner pile at 4 feet high.

BROOM

Agent Myers, this is Agent Clay.
Follow his lead.

Broom hands Myers two BABY RUTH bars and walks away.

MYERS

You're not coming?

Broom signals "no."

BROOM

I hand-picked you from a roster of over seventy academy graduates. Make me proud.

The door closes behind him.

CLAY

They're not speaking. Professor Broom had him grounded.

MYERS

Grounded? Who's grounded?

CLAY

Okay. You saw the fish man, right?

Myers nods.

CLAY

Well, come on in and meet the rest of the family.

Clay uses an odd-shaped ELECTRONIC KEY to unlock the door. Three solenoid locks turn. Two steel vertical PISTONS open up.

INT. HELLBOY'S DEN - NIGHT

Clay pushes the cart into a solid concrete bunker, windowless, austere except for a few SAMURAI suits of ARMOR and WEAPONS. Dozens of CATS wander around; others are curled up on the furniture.

There are Zippo's everywhere, from every era.

On a sofa (made from the bed of a pickup truck) is a heap of blankets and comic books. All in all, a MEGA BACHELOR PAD.

CLAY

(sotto voce)

He gets fed six times a day. He's got a thing for cats. You'll be his nanny, his keeper, his best friend. He never goes out unsupervised --

MYERS

Who?!

Clay points at a torn comic book: HELLBOY, THE UNCANNY. Myers picks it up, looks at the cover: it shows Hellboy -- in a U.S. Uniform, fighting a monstrous ape.

Myers watches, amazed, as a bright red TAIL waves in and out of a pool of light about ten feet away. One of the cats playfully paws at it.

MYERS

(sotto voce)
You're kidding --

HELLBOY

Those comics -- They never got the
eyes right.

The voice is a deep baritone, chesty and powerful.

MYERS

(to Clay, sotto voce)
Oh, Jesus!! Hellboy -- ?? Is real --

CLAY

(sotto voce)
Yup. Sixty years old by our count.
But he doesn't age like we do --
think dog years: He's barely out of
his teens.

Myers gasps, seeing a monumental figure in the shadows,
exercising with a 300 lb. Stainless steel DUMBBELL.

Crimson

biceps like cooked hams. Chomping an unlit CIGAR stub.

HELLBOY

What's with the hair, Clay?? Finally
got those implants??

Agent Clay blushes as he hides his scalp.

CLAY

It'll fill in. Where do you want
your dinner, Red? By the couch?

On a nearby pile of junked TV sets, a loop of Fleischer
cartoons and home movies cycles endlessly. One subject

appears

over and over: an ATTRACTIVE YOUNG WOMAN with a pale

face

and raven-black hair.

HELLBOY

Who's the squirt?

CLAY

Agent Myers is your new liaison.

HELLBOY

Got tired of me?

CLAY

Nah. I'll be around, Red, just back
in the field.

Myers

BANG!!! Hellboy lets the dumbbell drop. Instinctively,
jumps.

HELLBOY

I don't want him.

CLAY

Manning says I'm too soft on you --
(sotto voce, nudging
Myers)
The candy. Give him the candy.

Myers remembers he's holding the Baby Ruths.

MYERS

Oh. Uh. Hello. I -- I have these.
For you.

HELLBOY

(realizing)
Father's back?
(Clay nods)
Still angry?

CLAY

Well, you did break out --

HELLBOY

I wanted to see her.
(grunts)
It's nobody's business.

CLAY

It is. You got yourself on TV again.

HELLBOY

"Myers", huh? You have a first name??

CLAY

(sotto to Myers)
Try not to stare. He hates when people
stare.

MYERS

Uh-oh -- John.
(sotto)

Staring at what?

CLAY

His horns. He files 'em. To "fit in."

MYERS

His what??!!

with
golden
stumps.

Hellboy finally enters the light. He's awe-inspiring, chiseled features, patterned red skin and deep-set eyes. Involuntarily, Myers recoils. In spite of himself, Myers is staring at the horn

HELLBOY

Whatcha looking at, John??

MYERS

Oh-n-no -- I --

Myers

An ALARM sounds, and a red light blinks on the wall. Myers looks around, bewildered.

HELLBOY

(to Clay)

Hey, hey, hey. They're playing our song.

CLAY

We're on the move.

HELLBOY

(to Myers)

C'mon, Champ! Happy Halloween!!!
You're taking me for a walk!

CUT TO:

EXT. MACHEN LIBRARY - NIGHT

pediments.
POWER.

An imposing four-story structure, all pillars and
A HALLOWEEN BANNER advertises: MAGICK: THE ANCIENT

Super: THE MACHEN LIBRARY, MANHATTAN

MOUNTED Chaos near the entrance: policemen, TV reporters,
POLICE.

sedan Loud protests from the reporters as a line of black
cars are waved through.

BLONDE REPORTER

The NYPD has yet to issue a statement.
We've got SWAT vans, paramedics, you
name it... and now here's -- a
garbage truck --
(double take)
-- a garbage truck?

a Trailing behind the cars, a GARBAGE TRUCK. On its side
Management mirrored sign reads: SQUEAKY CLEAN INC. Waste
Services.

INT./EXT. GARBAGE TRUCK - LIBRARY STREET ENTRANCE -

NIGHT

AN AGENT is driving the truck, with MYERS at his side.

EXT. MACHEN LIBRARY - STREET ENTRANCE - NIGHT

Dozens The crowd parts like the Red Sea for the garbage truck.
MOUNTED of faces are reflected in the truck's mirrored logo. A
POLICEMAN rides past the mirrored sides of the truck.

INT./EXT. GARBAGE TRUCK LAB - LIBRARY CROWD - NIGHT

mirrors The MOUNTED POLICEMAN is visible as he rides by. The
equipped are see-through. The back of the truck is a fully-
talismans. crime lab, crammed with hi-tech gear and low-tech

as he ABE fits a respirator over his face. It looks like a
mechanized Elizabethan collar. Valves bubble and hiss
inhales liquid through his mouth and out his gills.
Hellboy looks out onto the CROWD.

HELLBOY

Look at them ugly suckers, Blue. One sheet of glass between them and us.

ABE

Story of my life.

HELLBOY

I break it, they see us, Happy Halloween. No more hiding.
(nostalgic)
Outside. I could be outside --

ABE

You mean, outside... with her.

amulets,
handful of
Hellboy straps on a huge utility belt heavy with rosaries, horseshoes. From an ashtray he grabs a stogie stubs. Lights one, puts the rest in a pouch.

HELLBOY

Don't get psychic with me.

ABE

Nothing psychic about it. You're easy.

GOOD
built,
veritable
Hellboy unlocks a STEEL BOX (STENCILED ON ITS LID: "THE SAMARITAN") and extracts the meanest-looking, custom-built, double-barrel, blue-finished, handgun ever made. A cannon.

HELLBOY

How am I ever gonna get a girl?? I drive around in a garbage truck

ABE

Liz left us, Red. Take the hint.

HELLBOY

(hefting the gun)
We don't take hints.

EXT. COURTYARD / LOADING DOCK MACHEN LIBRARY - NIGHT

stops.
The GARBAGE TRUCK pulls into an interior courtyard and

uniformed FBI/BPRD teams spread through the area, expelling
cops and securing the doors.

THREE AGENTS -- QUARRY, STONE and MOSS -- close a gate,
sealing off the area.

STONE

All areas secured.

From a nearby roof, Agent Lime signals all clear.

CLAY

(into a handheld radio)

Seal the doors. Red and Blue are
coming in.

the revealing The truck stops, Clay pulls a lever. Myers watches as
dumpster loader hinges down like a drawbridge,
HELLBOY and ABE.

CLAY

Okay, boys, let's synch up our
locators.

They Abe, Clay and Hellboy activate lights on their belts.
BEEP and blink. Hellboy starts walking.

OMIT

INT. MACHEN LIBRARY, MAIN LOBBY - NIGHT

Hellboy cases. As BPRD agents clear the area, Clay, Myers, Abe and
march through the main lobby. On view, various display
cases.
Two BANNERS flank the marble staircase.

CLAY

(reading a report)

At nineteen hundred hours an alarm
tripped. B&E. Robbery. Six guards
dead --

HELLBOY

Hold on -- hold on -- I thought we
checked this place. Fakes, and
reproductions.

BROOM

Apparently not everything was fake.

Broom stands at the base of the marble staircase.

HELLBOY

(surprised to see him)

Father...?

Myers observes as the red Goliath sheepishly averts his gaze from that of the fragile old man.

INT. MAIN CORRIDOR / MACHEN LIBRARY (SET) - NIGHT

They approach an oversize set of brass doors.

Abe removes a leather glove from his hand. FWAP!! he spreads his webbed fingers on the door. He closes his three eyelids and concentrates.

Two agents arrive with a rolling munitions case. Myers observes as Hellboy opens it and looks over a potpourri of bullets of all colors and shapes.

BROOM

A 16th century statue was destroyed.
Saint Dionysius the Aeropagite.

HELLBOY

Who wards off demons.

BROOM

Smuggled into this country by an overzealous curator. The statue, however, was hollow --

HELLBOY

Reliquary --

BROOM

A prison. The Vatican deemed its contents dangerous enough to include it on the List of Avignon. Of which we hold a copy.

Hellboy selects a clip full of bullets and a speed loader.

HELLBOY

Would'ya look at this babies? Made 'em myself. Holy water, silver shavings, white oak: the works.

ABE

(pulling his hand away)

Behind this door. A dark entity -- Evil, ancient and hungry.

Abe quickly starts scanning a few leather-bound volumes of ancient magic.

HELLBOY

Oh, well. Lemme go in and say "hi".

As HELLBOY opens the big doors, a flickering amber glow illuminates him. He steps inside.

INT. "MAGIK EXHIBITION" HALL - NIGHT

destroyed; BLUE emergency lamps are on. The exhibits are fallen piles of debris are burning. Hellboy walks past a display case.

and He moves around cautiously. A couple of large carvings and statues startle him.

shreds of On the floor: boots, half chewed. Bitten belts and uniforms and hats.

HELLBOY

(whispers into radio)

Blue: It stinks in here -- Finely aged roadkill.

reaches The sickening sound of snapping bones and mastication his ears. Hellboy reacts to a smell, raises his eyes to discover --

slowly. A huge pale CREATURE hangs from the ceiling, chewing

tentacles SAMMAEL: equipped with powerful arms, a head full of

hidden, and two well-muscled hind legs. Most of its face is but the jaws are shiny with blood.

HELLBOY

Hey. Stinky. Kitchen's closed.

(beat)

Whatcha havin'? Six library guards, raw? Plus belts and boots? Man, you're gonna need some heavy fiber to move that out --

ABE

(in earphone)

Red, I found something --

INT. MAIN CORRIDOR / MACHEN LIBRARY (SET) - NIGHT

one Abe has found a small, medieval engraving of Sammael in of the books.

ABE

There's not much here: the entity's name is Sammael, the desolate one, son of Nergal --

INT. "MAGIK EXHIBITION" HALL - NIGHT

the marble Sammael releases himself, lands on the floor. Part of neck is exposed: white, slimy skin, cracked like old and criss- crossed with blue veins.

HELLBOY

Hold it --

(beat)

Hey, Sammy, whaddayasay we work this out?? Peacefully. I'm not a great shot, but --

(raises his gun)

"The Samaritan" here, uses really big bullets, so whadyasay we work this out?

waist Sammael stands and turns around -- CRACK-KKK!!! His twists him 360 degrees!!

Screeching, Sammael leaps away!!!

columns
through
The
it

Hellboy shoots. The high-caliber ammo rips a few
apart and finally catches Sammael. The bullet goes
it and destroys a statue and a large window behind him.
monster squeals and goes down. With a rattling cough,
grows still.

OMIT

INT. MACHEN LIBRARY - MAGIK EXHIBIT HALL - NIGHT

HELLBOY

That's all for you, Sammy.

ABE'S VOICE

(in earpiece)

Red -- you need to hear the rest of
the information --

like a

Hellboy turns away for a moment. Puts his gun away,
gunslinger.

HELLBOY

Nah -- he's taken care of.

INT. MACHEN LIBRARY - EXHIBIT CORRIDOR DOORS - NIGHT

ABE

No, listen this: Sammael, the desolate
one, lord of the shadows, son of
Nergal --

INT. MACHEN LIBRARY - MAGIK EXHIBIT HALL - NIGHT

ABE'S VOICE

hound of resurrection --

HELLBOY

See? I don't like that --

ABE'S VOICE

-- Hound of resurrection?

Hellboy looks back at the corpse: it's gone!

ABE'S VOICE

harbinger of pestilence, seed of
destruction --

HELLBOY

Skip to the end, willya? How do I
kill it -- ?

ABE'S VOICE

It doesn't say --

an
BAMMM!! From out of nowhere, Sammael appears and swings
arm!! Hellboy CRASHES into the brass doors!

INT. MACHEN LIBRARY - EXHIBIT CORRIDORS - NIGHT

The doors bulge and crack under Hellboy's impact.
and
Abe and Broom backpedal fast. Myers pulls out his gun,
starts looking for another way in. Broom observes this,
pleased.

INT. MACHEN LIBRARY - MAGIK EXHIBIT HALL - NIGHT

Sammael lashes out with a massive punch.

HELLBOY goes K-KKRASH!!! K-KKRASH!!! through SIX glass
cabinets, then hits a window, falling --

EXT. AN ALLEY - BEHIND MACHEN LIBRARY - NIGHT

garbage
his
-- two stories down, landing sideways in an industrial
bin. Hellboy fights to stay conscious. Blood drips from
mouth

GRIGORY'S VOICE

Child...

apparition,
shielded
Hellboy looks up: standing in the alley, like an
is Grigory, in a black suit and overcoat, his eyes
by pitch-black sunglasses

GRIGORY

All grown up, I see.

Hellboy's in shock, confused.

HELLBOY

That voice --

GRIGORY

I sang the first lullaby you ever
heard, my child. I ushered you into
this world.

(beat)

I alone know your true calling, your
true name.

HELLBOY

Don't tell me, it's Zeppo.

ground.
Hellboy catches sight of his big gun, lying on the
He goes for it but, BAMMM!!!! SAMMAEL lands before him.

GRIGORY

I can see that you're still young
and don't know your place.

(turns to Sammael)

Teach him.

Before Hellboy can reach the weapon --

mouth
from
teeth.
Hellboy's
WSHHHP!!! A 7-foot tongue lashes out from Sammael's
like a whip. It's arm-thick, with yellow sacs billowing
its sides. It wraps around Hellboy's right arm.
Hellboy falls to the ground, writhing, grinding his
The tongue squeezes and pulls. Smoke pours from
skin.

EXT. AN ALLEY - BEHIND MACHEN LIBRARY - NIGHT

the
AMBER
Then -- BANG! BANG! BANG! Myers appears at the end of
alley, firing round after round into Sammael's tongue.

infernal
BLOOD explodes in the air. The tongue recoils with an

SQUEAL!!

Hellboy manages to roll away.

cover
Myers goes for HELLBOY's gun... and grabs it! He takes
behind the trash container. HELLBOY is there.

HELLBOY

What do you think you're doing??

Myers proudly shows him the gun.

MYERS

Helping you -- I just --

HELLBOY

No one ever helps me. It's my job.

He grabs his gun and tries to reload, but his arm hurts
too
much.

HELLBOY

Damn -- Okay. Here --

He hands him the gun and a fresh clip. Reaching into
his
belt, Hellboy extracts a vacuum-sealed packet.

HELLBOY

(throws it at Myers)
-- Then load this.

In the packet: A SINGLE BULLET.

HELLBOY

It's a tracking bullet. Crack the
pin. Load it.

KLANG!!! The tongue punches through the steel like a
ramrod.
Again and again... Hellboy and Myers can barely dodge
it.

Myers cracks a safety pin. The glass head on the bullet
glows
like a chemical flare.

MYERS

Jeez... What the hell is that?

He's looking at Hellboy's smoking arm. Inside a bloody
gash,
a big, black stinger is gleaming.

Hellboy pulls it out, then steps on it. It pops like a
ripe
grape.

HELLBOY

Lemme go ask --

tongue Hellboy steps from behind the container. Sammael's
instantly wraps around the gun's muzzle.

weirdly BAM! BAM! Hellboy shoots repeatedly. His face lit
green as the tracking bullet lodges within the gun.

Then --

BAM!!!!

INSIDE GUN SHOT

towards -- The glowing bullet flies through the barrel and out

EXT. ALLEY

-- Sammael, still in mid-air.

goo!! It hits him square in the chest: an explosion of green

scrambles With a shriek, the thing leaps over a wall. Hellboy
after it.

EXT. LOADING ALLEY - NIGHT

GOOP. On the empty sidewalk, Hellboy sees a trail of GLOWING

Myers He hits full stride, following it around a corner.
lands a second later, cradling his arm, chasing after
him.

MYERS

Wait! No, what are you doing?

LOADING DOCK / ALLEY

full Sammael dashes by, followed closely by Hellboy, running
tilt.

A A ten-wheeler backs up, effectively blocking their way.
few workers load pumpkin boxes in it.

WORKER 1

What the hell is that??

denting
area.

Without slowing down, Sammael jumps onto the trailer,
the roof then jumping off and into a CROWDED CARNIVAL

patch.

A small carrousel and refreshment stand flank a pumpkin

Trick-
Full of curiosity, Sammael pauses a second to inspect a
or-treater dressed as a GOLDEN DRAGON.

Hellboy catapults himself onto the trailer's roof.

3 WORKERS

(chorus)

Whoa-whoa-whoa-

cab:

Hellboy jumps and lands heavily on top of the driver's

CRASH!!!

screams,

The driver is almost crushed under the steel. He
showered by thousands of glass shards.

Myers is a few steps behind.

MYERS

(into headset)

We'll hit the street in a minute.

We're heading towards civilians...

He squeezes between the vehicle and the alley wall. The
vendors are yelling at him.

MYERS

Yeah, yeah, crazy costume, uh? Trick
or treat!!

EXT. WEST SIDE STREET - NIGHT

jumps
collision

Sammael runs past a group of trick-or-treaters, and
straight into the street. Cars swerve, avoiding a

as Sammael lands on the opposite sidewalk. The TRICK OR
TREATERS scream.

as
Hellboy appears. He too dives straight into the traffic
Myers follows --
him!
He runs into the road... and a 4X4 speeds straight at
Myers,
Seeing this, Hellboy runs back, and lands next to
tracks.
holds out his STONE HAND and stops the 4x4 dead in its
with
The impact somersaults the car over them both. It lands
faints.
a thud on the street, air bags exploding. Myers almost
major
Other cars stop, tires squealing and horns blaring. A
traffic jam.

HELLBOY

Are you okay?

Myers opens his eyes, nods.

HELLBOY

Good. Stay here.

He moves after Sammael.

OMIT

EXT. ALLEY - NIGHT

alley. At
Sammael's
Hellboy follows the GLOWING GOOP into an adjacent
the far end he sees a metal grate has been moved.
gone.

He comes up to the opening, then jumps in.

EXT./INT. STUNT TRACKS TUNNEL - NIGHT

away.
He lands on a subway track. Sammael is a few yards
Seated.

HELLBOY

Waiting for me, Sammy?

smiles

A train horn blares. A headlight approaches!! Hellboy
and puts away his gun.

HELLBOY

Uh-oh -- between a rock and a hard
place --

But Sammael sprints towards it!

HELLBOY

Aw, crap --

forearm,

Sammael unhinges a long, scythe-like bone from his
then jumps at the front car --

OMIT

INT. STUNT TRACKS / FRONT 1/4 CAR - NIGHT

Landing

smashing through glass and steel and raining sparks.
inside with a ROAR!!! --

EXT./INT. THE SUBWAY - 2 TRAIN CAR SET - NIGHT

through

SAMMAEL's tongue punches through the doors as he races
one -- two -- passenger cars and out the --

STUNT TRACK REAR 1/4 CAR

-- rear of the train, back onto the tracks.

INT. STUNT TRACKS - NIGHT

Landing there safely.

INT. THE SUBWAY TRACKS (STUNT TRACK) - NIGHT

his

Now the train hurtles at Hellboy, who grimaces and does
best --

INT. STUNT TRACKS FRONT 1/4 CAR

the

He leaps, but HUMPF!! He's hit! His legs rattle over
tracks.

INT. UNDERCARRIAGE - STUNT TRACKS - FRONT 1/4 CAR -

NIGHT

through
explode

Inches from the wheels, he punches his stone hand
the steel floor and grabs a handhold. Steam and sparks
everywhere.

slamming

The TRAIN DRIVER grabs a fire extinguisher and starts
it against Hellboy's head.

HELLBOY

Hey! Hey! I'm on your side!!

BAMMM!!! He goes under!!!

INT. STUNT TRACKS FRONT 1/4 CAR

making
forehead

The train whizzes overhead, grazing his horn stumps,
sparks fly!! After the train passes, Hellboy sits up,
smoking. Sammael is gone. A trail of GOOP is glowing.
follows it, until it ends abruptly.

He
of

He looks ahead: no trace of Sammael... Then a fat drop
glowing goop hits his hand.

HELLBOY

Aw, I forgot --

drops.
hug.

He looks up. Sammael hangs from the ceiling, then
Then the creature lifts Hellboy in a ferocious bear

re-
to
down. A

Hellboy twists around and cracks open the jaws of the
creature, like King Kong and the T-Rex.

Sammael staggers back and -- in an impossible maneuver,
knits his jaws together! Then he uses his bone scythe
tackle Hellboy and -- TCHAKKKK!! -- pin his shoulder
deep wound.

sparkings
Sammael's mouth starts to open! Hellboy looks at the
THIRD RAIL a few feet away.
Sammael's tongue rears back, a snake ready to strike.

HELLBOY

Screw you.

consumes
Hellboy
crispy --
uses a
Hellboy grabs the rail. An electrical discharge
both creatures and burns the frame like flashpaper.
lets go, his hand and body smoking. Sammael -- very
is convulsing in a cloud of smoke. He grows still.
Wreathed in smoke, Hellboy shakes off the shock and
flame on his arm to light a cigar.

HELLBOY

I'm fireproof.
(puffs smoke, kicks
the body)
You weren't.

OMIT

EXT. WESTSIDE HIGHWAY - NIGHT

is
form.
A huge traffic jam clogs the highway. The totalled 4X4
being TOWED AWAY. Several TV CREWS interview witnesses.
Myers -- his arm freshly bandaged -- signs a police
His radio beeps.

HELLBOY (V.O.)

Myers??? How's your arm?

MYERS

My arm is fine. Where are you??

Myers moves away from the POLICE OFFICERS.

MYERS

(sotto voce)
Where are you???

INT. SUBWAY TRACKS (STUNT TRACK)

Hellboy walks away from the smoking Sammael carcass.

HELLBOY

I just fried Stinky. Tell Father
I'll be home. He shouldn't wait up.

EXT. WESTSIDE HIGHWAY - SAME

MYERS

Wait -- Wait -- You can't go anywhere --
I gotta go with you --

INT. SUBWAY TRACKS (STUNT TRACK)

HELLBOY

No, no, no, it's fine: I do my job,
I take a break.

MYERS (V.O.)

No. Stop. Don't do this -- Listen to
me -- Tell me where you are --

HELLBOY

Myers?

MYERS (V.O.)

Yes?

HELLBOY

Goodbye.

darkness
He turns off his belt locator and moves away into the
of the tunnel.

charred
In the foreground: BLACK light escapes from Sammael's
body.

INT. MAIN ABANDONED BATHS ALCOVE - NIGHT

lined
Wagner.
An abandoned shower room. A series of sinks and stalls,
with dirty white tile. A phonograph nearby plays
Kroenen stands next to it.

shaving
She
stands over Grigory -- his back to us -- lovingly

table.
as he
opens his
Sammael's

her master's scalp. She grabs two GLASS EYES from a
Places them in Grigory's sockets -- his back to us --
turns, a glass eye shifts lazily into position. He
hand: in it the pale BLACK light that escaped from
body. He cradles it like a precious stone.

GRIGORY

(smiling)

Sammael has fulfilled his destiny...
Die in peace and be reborn again and
again...

He closes his fist.

ILSA

Only seven more days to the eclipse,
Grishka...

engorged by

Rasputin stands, his neck and shoulders rising,
moving flesh beneath his human skin. Ilsa stares in
fascination.

GRIGORY

The child will be there. And so will
we all -- Won't we?

Behind him, in the darkness of a tunnel: TWO SAMMAEL
silhouettes appear.

CUT TO:

OMIT

EXT. MACHEN LIBRARY ENTRANCE - NIGHT

outside.

A sleek black limo drives past the crowd and stops
FBI agent TOM MANNING emerges.

INT. "MAGIK EXHIBIT" HALL - NIGHT

cleaning

Manning and Broom walk through the mess. A crew is
up. The dead guards are carried out.

MANNING

Every time the media get a look at him, they come to me. I'm running out of lies, Trevor.

BROOM

I thought you liked being on TV.

MANNING

I do.

(beat)

How many escapes? This year alone: five!

BROOM

Tom -- he's our guest, not a prisoner.

MANNING

Your "guest" happens to be six foot five, bright red, and is government funded.

BROOM

He's just going through a phase --

kitchen
Manning moistens and lights a fine cigar, using a match.

MANNING

A "phase"? What do you think this is, "The Brady Bunch?" These... freaks --

palm
ABE SAPIEN listens while pacing the exhibition hall, open.

MANNING

(lowers his voice,
tense)

These freaks, Trevor, they give me the creeps. And I'm not the only one. You're up for review. You and your petting zoo.

BROOM

I know where to find him. I'll get him back.

the
Manning watches as Abe finds a sharp dagger embedded in floor.

MANNING

Hey, fishstick -- don't touch anything --

Abe silences him.

ABE

I need to touch it to "see"...

MANNING

See what??

ABE

The past, the future, whatever this object holds.

MANNING

(eyes Broom)

Is he serious??

ABE

Don't worry about fingerprints. I never had any.

Abe holds the dagger in his hand, turns to Broom.

ABE

They were over here, Professor.

MANNING

Oooh!! Who was here? Nixon? Houdini?
You mind sharing your mystic insights?

Broom examines the dagger: a RAGNAROK symbol crowns the hilt.

The dragon and swastika.

BROOM

Show me, Abe... show me.

He solemnly extends his hand. As soon as Abe takes it, the room...

MORPHS TO:

INT. "MAGIK EXHIBIT" HALL - FLASHBACK

Hours earlier: the place is intact. Both ABE and BROOM witness spectrally as --

ticking
there.
from

A GUARD CHECKS AN ALARM MONITORING UNIT. HEARING A
sound, he shines his light into a dark corner: no one's
But after the guard moves on, a spidery form emerges
the pool of shadows on the floor.

toe.
softly

It's KROENEN, encased in shiny BLACK LATEX from head to
On his chest, a close-fitting harness comprised of
ticking gears.

WOODEN

He approaches a glass case which holds an ancient
STATUE of an Eastern Orthodox SAINT.

Then, on the glass, a reflection: ILSA.

ILSA

Move.

She uses her hammer to destroy the glass case.

The ALARM shrieks. Warning lights come on.

a

Kroenen pulls out a double-ended BLADE. It spins, like
giant bone saw, slicing across the statue.

appears

No apparent damage until: CRACKKKKK!!! a diagonal line
and the top half falls.

and

KROENEN reaches for a small crank embedded in his chest
winds himself up.

and

Ilsa reaches into a hollow portion in the wooden statue
removes a large reliquary jar containing Golden sand.

guns

Six guards hurry in. They point their flashlights and
at Kroenen.

GUARD 1

You! Don't move! Hands up!

two

Kroenen starts shaking, as if in a seizure and readies

TWIN BLADES.

explosion
maneuvers
guards.

bullet tears into Kroenen's arm, spewing forth an
of dust. He turns. The guards shoot again. Kroenen
the steel, deflecting the bullets which --
-- ricochet wildly -- and finally hit three of the
They fall silently to the floor.
Kroenen dispatches two more in a flurry of knives.
The last guard raises his gun.

GUARD 6

Don't --

twisted
invisible
windows
in
holding
changing,
parts
limp.

Something is clearly stopping him. His hand breaks,
by an unseen force!!
The flesh on his neck pushes upwards, held by an
force. He starts floating in mid-air.
The blinking lights of arriving police cars tint the
red and amber. They outline a figure formerly submerged
shadows. GRIGORY. He gestures with both hands, as if
an imaginary doll.
His arm muscles twitch under his skin, shifting,
gaining strength.
With a quick gesture Grigory twists the lower and upper
of the guard's body in opposite directions.
With a wet CRUNCH, the guard's shadow on the wall goes
Grigory looks at Ilsa.

GRIGORY

Ready the welcome, my love --

onto
Ilsa opens the reliquary jar and pours a circle of sand

the floor.

GRIGORY

Salt. Gathered from the tears of a thousand martyrs. Restraining the essence of Sammael, the hell hound, the seed of destruction.

fleeting
palm.
Lines
foaming.

Grigory slices the air with his open hand, creating glyphs... and a small BLACK flame dances on his open palm. He deposits it in mid-air, at the center of the circle. Then, the sand begins to move, like liquid mercury. fuse into a pile. It melts and bubbles, growing and Bones are formed, tendons and ligaments join together, **GROWING, GROWING, INTO SAMMAEL.**

It roars!!!

CUT TO:

OMIT

INT. MACHEN LIBRARY - NIGHT

wincing,
Motions
old

Abe snaps out of it. Broom is pale. He steps away, enduring a bolt of pain in his side. Abe holds him. for the others to stay back.

He extends his open palm and "feels" the air near the man's back.

ABE

Professor..? You -- are very sick --

BROOM

I don't want Hellboy to know --

Broom turns around, gently pushes Abe's hand away.

BROOM

Sixty years ago Abe, they tried to destroy the world. And they are back -- in my lifetime, they are back. To

finish the job.

CUT TO:

EXT. CENTRAL PARK - NIGHT

hanging
music
A small nighttime Halloween celebration. Lanterns from the trees, couples drinking and listening to Pop on picnic tables.

beer
eyes,
On a bench, A YOUNG GUY pulls out a cold SIX PACK of and passionately kisses his GIRLFRIEND. As he shuts his a bright, red tail neatly snatches the six-pack.

Behind the bench, HELLBOY smiles.

EXT. BELLAMIE MENTAL HOSPITAL - NIGHT

EMERGENCY
a...
Dry leaves fly up in a gust of wind. A small army of VEHICLES roars down the deserted streets, right past

with
with
...brick 1940's HOSPITAL, behind a high wall topped with barbed wire. The mesh-covered windows are decorated with paper skeletons and jack-o'-lanterns. A topiary garden surrounds the building.

his
SECOND
BEER.
Watching from atop the wall is HELLBOY. One sleeve of overcoat is soaked in blood. He keeps an eye on the FLOOR windows. Hanging from his tail: THE SIX PACK OF

INT. BELLAMIE MENTAL CORRIDOR - NIGHT

carries
pale
DOCTOR MARSH, a female psychiatrist, moves down a line of patients, distributing pills.
Behind her, a lithe young woman in a patient's gown carries the medicine tray. This is LIZ SHERMAN, age 26, her

dark
bands

skin contrasting with her raven-black hair and piercing
eyes. A scar mars her forehead. Three thick rubber
circle her wrist.

something.

DOWN'S PATIENT

(pointing)

There's a big red guy down there!

DOCTOR MARSH

(readying more pills)

That's fine, darling, Santa's not
here for another month.

DOWN'S PATIENT

Not Santa. Big and red. With gold
eyes. And he has beer!

one of
her
below

Hearing this, Liz stops. She closes her eyes, tugs at
the rubber bands on her wrist and lets it snap against
skin. She winces and peers out the window. The garden
seems empty.

EXT. BELLAMIE MENTAL HOSPITAL - GARDEN AREA - NIGHT

Hanging
trail

Liz steps out a side door into the hospital garden.
from her neck: an old POLAROID CAMERA. She follows a
of blood to a large, thorny bush. As she circles it...

LIZ

Back so soon?

overcoat.

Visible in the branches, a leg and part of Hellboy's
His tail emerges, dangling the six-pack.

HELLBOY

Uh, I brought beer.

Liz shoots a Polaroid.

LIZ

To wash down my lithium pills?

(beat)

I may get a few perks, H.B. But I'm still a patient.

arm. Shyly, he climbs out from the bush. She sees the bloody

LIZ

You better have that looked at.

HELLBOY

Just a scratch.

(shrug)

I wanted to see you.

Liz sighs.

EXT. BELLAMIE MENTAL HOSPITAL - GARDEN AREA- NIGHT

Hellboy's sitting on a bench, next to Liz.

HELLBOY

We miss you at the Bureau. Abe's crazier every day. And Father's still mad at me --

(Liz smiles)

Come back, Liz. Come back. I --

LIZ

No. Not this time, H.B. It's been months since I've had an episode. And you know what? I'm learning to control it.

stares at Around her right hand a faint BLUE AURA of fire blooms, crawling over her fingers like a velvet haze. She the pale flame.

LIZ

I'm learning where it comes from.

(beat)

And for once in my life I'm not afraid.

She clenches her fist and puts the flame out.

LIZ

Looks like your ride is here.

pulled The garbage truck and the two black sedan cars have

the
into the hospital grounds. A dozen agents climb out of
vehicles.

HELLBOY

The Nanny Squad.

ANGLE - THE CARS - CONTINUOUS

turns
Clay starts towards Hellboy, but Myers stops him and
to Broom:

MYERS

Sir, may I go first??

CLAY

(to Broom)

Not so fast. He barely knows him --

BROOM

(cuts him off)

Then he should make it his business
to change that.

ANGLE - THE BENCH - CONTINUOUS

Liz stands up, puts her hand on his shoulder.

LIZ

Listen, H.B. I've got a chance out
here. If you truly care about me,
don't come back anymore.

Hellboy smiles sadly. She walks away.

HELLBOY

Goodnight, then.

LIZ

Goodnight.

She doesn't turn back.

HELLBOY

Yeah, I gotta go, too. Lots to do --

his
Feeling light-headed, he stands up. On the bench and at
feet, a pool of his own blood.

He sees Myers tentatively approaching.

HELLBOY

What took you so long?

MYERS

C'mon, time to go home. Tape you up.

HELLBOY

What are you, a Boy Scout?

MYERS

No. I never was.

HELLBOY

(weak)

Could've fooled me. Go away.

him. Hellboy drops to his knees. Clay, Quarry and Moss reach
Help him up.

CLAY

C'mon, champ. You look a little woozy,
there.

HELLBOY

This -- ? This is nothing. You know
what'll kill me?
(points at the doorway)
Her.

over. Liz stands at the hospital door and sees Hellboy keel
A few of the agents help him to the vehicles.
their Myers looks back at Liz. They hold each others' gaze,
goes unfamiliar faces filled with curiosity. Eventually, she
inside.

OMIT

INT. B.P.R.D. MEDICAL BAY "A" - NIGHT

flat on In the depths of the B.P.R.D infirmary, Hellboy lies
a stainless steel table. Broom sits alongside him.
Abe peers through a magnifier at Hellboy's wounded arm.

ABE

You were burned by some organic acid.

HELLBOY

I'm lucky that way.

Using a scalpel, Abe probes the gash. Hellboy lets out

a

GRUNT .

BROOM

Son. About Rasputin --

HELLBOY

Don't worry. I'll get him soon enough --

BROOM

Listen to me. This time is different.
There's more at stake than ever
before.

HELLBOY

How hard can it be? I punched the
crap out of that thing that he sent --
ouch!!

BROOM

I worry about you.

HELLBOY

Me?? C'mon --

BROOM

Well, I won't be around forever, you
know?

HELLBOY

Oh, stop that --
(grimaces in pain)
Damn! Be careful, there --

ABE

Red. How long was it latched onto
you?

HELLBOY

I dunno, maybe five seconds -- ow!

MYERS

You want me to hold him down?

HELLBOY

(snickers)

That's right, Stud, hold me down.

ABE

Professor...

at the

Broom moves to Abe's side of the table. Abe is poking depths of the wound.

BROOM

(sharp, to Hellboy)
Don't look! Turn around.

HELLBOY

Is it bad?

Hellboy's

Broom comes closer, eyes wide: inside the wound on forearm, nestled like ticks, are 3 translucent EGGS. Hellboy jumps as Abe plucks the first one out. Abe deposits it in a glass container.

ABE

Touched you five seconds. Laid three eggs.

HELLBOY

Didn't even buy me a drink.

INT. MEDICAL BAY. EXAMINATION TABLE - LATER

monitor,

The computer beeps having finished an analysis. On a monitor, an enlarged color image of one of the throbbing eggs.

ABE

The eggs are very sensitive to heat and light. They need a humid, dark environment to breed.

on to

Abe picks up an egg with a pair of tweezers, passes it Hellboy, who sports a bandage on his arm.

MYERS

Down there. Did you ever loose track of him?

HELLBOY

Well, let's see -- there was that

moment, when I had a train on top of
my head --

Broom frowns, worried.

BROOM

(to Hellboy)

We can't risk it: You'll go back to
the tracks tomorrow with a group of
agents, search the area, top to
bottom.

foetal

Myers observes, repelled, as inside the egg a small
THING wiggles.

INT. BROOM'S OFFICE - NIGHT

new set
tank.

Myers stands by Broom's desk as the old man places a
of books on the reading stands in front of the fish

MYERS

I'm in way over my head, I know that
much.

BROOM

You're doing fine.

sitting

At the last book stand, Broom glances at Abe, who is
in the shadows near the door.

MYERS

No, I'm not. He respects Clay. Not
me. I don't know why you chose me,
Sir. But I'm not qualified.

Discouraged, Myers heads for the door.

BROOM

(very quiet)

I'm dying Agent Myers.

Shocked, Myers looks over at Broom.

BROOM

And as a father, I worry about him.
(directly to Myers)
In medieval stories, Agent Myers,
there's often a young knight,

inexperienced but pure of heart...

MYERS

Oh, please. I'm not "pure of heart."

ABE

Yes, you are.

BROOM

What I ask from you is -- Have the courage to stand by his side after I'm gone. Help him find himself. Who he must be.

(beat)

He was born a Demon... You will help him become a man.

OMIT

INT. B.R.P.D. ARCHIVE / CONFERENCE ROOM - NIGHT

along
12,
Dozens of HELLBOY clippings flash by: tabloid headlines with intimate images of Hellboy as a KID. H.B. at 7, at dressed as a human for Halloween, Broom by his side.
Myers works at a computer workstation.

SECRET
with a
He brings up a small photograph in an old issue of The Enquirer. The headline: "ARSON SUSPECT NOW WORKING FOR GOVERNMENT AGENCY" There's a photo of a woman, taken telephoto lens.

tenement
Another clipping: young LIZ, 11, and a photo of a building burned to the ground: TRAGIC EXPLOSION.

twenties. A
BPRD,
Shoots
A QUICKTIME interview pops up. LIZ, in her early caption reads: ELIZABETH SHERMAN, first interview, PYROKINETIC. She has a POLAROID camera in her hands.
one at the lens.

LIZ

I don't like the term "firestarter."
I just don't. And "Pyrokinesis" sounds like psychosis or something. I dunno --

maybe that's right. Not being able
to let go --
(shrug)
Scary. Sometimes you hear so-and-so
lost control and just exploded.
(beat)
They're lucky it isn't true.
(looks at the camera)
With me -- it is.

OMIT

INT. BELLAMIE MENTAL HOSPITAL - CORRIDOR - NIGHT

Two strolling ORDERLIES shine their flashlights inside
the rooms on both sides of a long corridor.

INT. HOSPITAL - LIZ'S ROOM, MIN. SECURITY WARD - NIGHT

A flashlight beam sweeps Liz's room. It illuminates a
CORKBOARD covered with hundreds of Polaroids depicting
scenes of everyday life.

When the beam of light crosses her face, she turns
slowly, still asleep.

As the light fades, the shadows in the room grow
deeper. Grigory emerges from a dark corner. He gazes down on
the bed, extending his right hand.

GRIGORY

The Master is calling your name now,
my girl. We are all part of his plan.
You must return to the child... So,
once again...

He gently caresses the scar on her forehead. Under his
skin, a hideous movement, a writhing rearrangement of
muscles. His fingers start to glow.

GRIGORY

...dream of fire.

Liz convulses. A small ripple of heat rises from her
forehead.

FLASH

BACK TO:

EXT. TENEMENT BUILDING COURTYARD - DAY

Somewhere in a smokestack city, grown-ups and kids hang banners and prepare a ragged birthday party in a cement courtyard.

ANGLE - LIZ - CONTINUOUS

alone,
Sitting on some tenement steps, LIZ, age 11. Sullen,
a gold CRUCIFIX hanging on her chest.

steps,
A WOMAN -- Liz's MOTHER -- comes down the courtyard
carrying a basket of apples.

MOTHER

(to Liz)

Liz!! Liz!! Come on, darling, give
Mummy a hand.

Nearby, under a balloon archway, munching candy-coated
apples... three KIDS giggle and point at her.

BLONDE KID

Freak!

Liz turns to see them.

BLONDE KID

(to his friend)

See? She knows her name.

Liz shies away from them.

BLONDE KID

Go home, you freak. We don't want
you here.

misses
They start throwing stones. One hits the steps. Another
her by inches. A third hits her in the shoulder.

face.
Scared, Liz turns but a rock catches her full on the

splattering
She falls down, blood trickling from her forehead,

across,
the pavement. She starts sobbing. Another rock sails
ash.
but this time, in mid-air, it catches fire and turns to

pale
A ripple of heat starts crawling up Liz's hands. Soon a
blue flame rings her entire arm.

LIZ

(sobbing)

Not again, please, not again...

Firelight glints off the crucifix.

EXT. TENEMENT COURTYARD - DAY

MOTHER is dunking the apples in a pot of caramel. A
heartbreaking cry reaches her ears.

LIZ

Mommy! Mommy!

Mother sees...

EXT. TENEMENT COURTYARD - STEPS - DAY

Liz: outlined by licking flames!

LIZ

(panicked)

Mommy! Help me! I'm burning!

Mother screams, horrified.

LIZ

Help meee!!!

Then
She then explodes. A white-hot supernova engulfs the
courtyard. Her mother's body burns like flash paper.

the rest of the people are --

THE ENTIRE TENEMENT COURTYARD

Benches,
apartment
ball.
-- devoured by an explosion of atomic proportions.
people, trees. Everything. The four surrounding
blocks collapse as a shock wave hits like a wrecking

one
The frame whites out. And at ground zero there is but
figure left standing:
Liz... a little girl, still crying.

FLASH

FORWARD TO:

NIGHT
INT. BELLAMIE HOSP. - LIZ'S ROOM, MIN. SEC. WARD -

Her
Liz screams, her back arching, her body now in flames.
chest glows, silhouetting organs and ribs.
The rubber bands on her wrist vaporize.

INT. BELLAMIE MENTAL HOSPITAL - MIN. SEC. WARD - NIGHT

The glow from Liz's room streams into the corridor.

INT. BELLAMIE MENTAL HOSPITAL - SECURITY ROOM - NIGHT

the
repeatedly on
a panel.
In their glass kiosk, two ORDERLIES are listening to
radio and sharing a pizza. A red light flashes

low
They silence the radio, grab their batons and get up. A
rumble shakes the room.

Through the VIBRATING glass window they see...

CORRIDOR MINIATURE / COMPOSITE

corridor.
making
...A BALL OF FLAME pushing inexorably through the
The inside of the glass booth is absolutely silent,
the vision both terrifying and strangely serene.

ORDERLY

Oh my --

NIGHT
INT. BELLAMIE MENTAL HOSPITAL - SECURITY ROOM (SET) -

everything.
As the glass explodes, the fire ROARS, drowning

shelf.

The orderlies hit the floor, taking cover under a

EXT. BELLAMIE MENTAL HOSPITAL (MINIATURE) - NIGHT

window,

The top floor blows up. Flame pours out of every showering glass into the streets below.

OMIT

INT. B.P.R.D. - FREAK CORRIDOR "A" - DAY

pancakes

Myers pushes the breakfast cart. On it, three dozen and a mound of bacon and toast.

He opens the door to Hellboy's den.

INT. HELLBOY'S DEN - DAY

old

Inside, Hellboy is leaning over Broom, glaring at the man.

HELLBOY

How many buildings does she have to burn? She belongs here!

BROOM

That's not how she feels. She may never feel it.

ignore

Myers enters, deliberately clearing his throat. They ignore him.

BROOM

It's her choice --
(beat)
She's human --

HELLBOY

Oh, as opposed to -- ?

Broom grows silent.

held

every

Hellboy stomps over to a mirror and -- using a hand-held belt sander -- savagely shaves his horns. Sparks fly every time he goes at the round stumps.

HELLBOY

Mmmh -- "Pamcakes." We're going out --

MYERS

Professor, that girl you were talking about --

HELLBOY

(whirls around)

Hey. You: think twice --

MYERS

I think I can help -- Talk to her --
I can bring her back.

HELLBOY

(chuckles)

What landed you this job, pushing
"pamcakes"? Punctuality? What was
your area of expertise?

Myers murmurs --

HELLBOY

What was that??

MYERS

Hostage negotiations.

Hellboy's face lights up.

OMIT

EXT. BELLAMIE MENTAL HOSPITAL - DAY

Part of the building is demolished. Repair crews and
firemen are still hosing down smoldering piles of debris.

Myers arrives in a taxi cab.

INT. BELLAMIE MENTAL HOSPITAL - MAX. SECURITY WING -

DAY

Myers looks at LIZ through a see-through mirror. She
sits on a bench inside a padded cell. A security CAMERA AND
MONITOR records her constantly.

A worried-looking Dr. Marsh stands alongside him.

DOCTOR MARSH

She's been like this since it happened. There were no casualties. But it's put a big dent in our Thorazine supply...

(dubious look at Myers)

Are you sure you want to go in?

Myers nods, loosens his tie and enters.

INT. BELLAMIE MENTAL HOSPITAL - PADDED CELL - DAY

looks

Liz doesn't acknowledge Myers' presence. He kneels and up at her.

MYERS

Miss Sherman? I'm Agent Myers, FBI.

Liz turns away.

MYERS

Miss Sherman? I'm Agent Myers, FBI.
(no response)

The hospital called us. They don't feel they're capable of caring for you any longer, and --

Silence.

MYERS

Liz -- can I call you Liz? It's a beautiful name --

LIZ

(sighs)

60% OF THE WOMEN IN THIS WORLD ARE NAMED "LIZ".

MYERS

It's still impressive by my standards: My name's John.

She looks at him. He offers his hand. She looks away.

MYERS

Dr. Broom asked me to invite you back to the Bureau. No special precautions, no security escorts. You and me in a taxi. Like regular folks.

LIZ

Doesn't sounds like him.

MYERS

Miss Sherman, he's asking you back,
but it's entirely your choice.

are
Liz turns to the 2-way mirror. Both their reflections
there.

LIZ

Choice, huh? That's cute. I've quit
the Bureau thirteen times. I always
go back.

(snaps two rubber
bands)

Where else would I go?

CUT TO:

OMIT

INT. BEAM TUNNEL AREA - BENJAMIN INSTITUTE - DAY

passes
encrusted
An explosion of sound and light as a subway train
through a dank tunnel. Then, light beams sweep the
walls and steel columns.

them --
Clay and some B.P.R.D. agents hold flashlights. Two of
MOSS and QUARRY -- carry FLAMETHROWERS.

Hellboy and Abe bring up the rear.

INT. STORAGE ROOM - DAY

cabinets,
mural
phrase
They enter a store room piled high with filing
typewriters and school desks. A turn-of-the-century
depicts happy boys doing charitable acts. A Latin
("VIRILITER AGE") encourages them to behave like men.

QUARRY

(reads a map)

We're in the cellar of the Benjamin

Institute. Turn-of-the-century orphanage. Closed since they moved the sewers in '51.

senses the Abe removes his gloves, hyperextends his palm and air. Then the surface of the water.

ABE

There's a pulse. And it's coming from --

and Debris and dust seem to float from the water's surface towards Abe's hand.

ABE

there --

They point their flashlights at a bulkhead.

ABE

cistern on the other side. Most of the eggs are there --

concrete They move some filing cabinets and stare at a blank wall.

AGENT QUARRY

No way in.

CLAY

We should go back and request permission to --

starts BAMMM!!! Hellboy's stone hand cracks the concrete. He pounding, again and again, like a jack hammer.

CUT TO:

DAY

INT. (SET/LOCATION BUILT SUGAR FACTORY) FURNACE ROOM -

furnace Makeshift living quarters tucked below a maze of ducts. Scores of old clocks fill the room with TICKING. his At a desk, Kroenen calmly repairs a mechanical hand:

own.

horrible
raw
His face is partly exposed. Under his leather mask,
lidless eyes glitter over a skull-like grin, made of
gums and taut skin.

a
rattles
As Hellboy's pounding reaches his ears, he rises, like
spider whose web has twitched. The mechanical hand
blindly on the table.

engraving
Then he
pieces
He opens an ancient leather folder and extracts an
depicting Sammael. Carefully places it on the table.
opens a drawer and, from an envelope, takes two torn
of paper. He puts them in a pouch in his belt.

INT. STORAGE ROOM - DAY

The wall collapses under Hellboy's attack.

HELLBOY

Are you coming or not?

Clay smiles uncertainly back. Hellboy moves in.

CLAY

(to Quarry and Moss)

You two, check this dump, then join
us --

INT. ABANDONED SHOWER ROOM (SET) - DAY

water
A large oval room of rusting metal, with pipes spilling
through a large GRATE on the floor.

superhuman
Abe studies it, senses something, and nods. With
effort, Hellboy lifts it. Hundreds of roaches pour out.

ABE

I'm glad I'm not human. This place
would be an embarrassment.

FLARES.
Below, a vast cistern. Abe drops in two CHEMICAL

INT. UNDERWATER - CHAMBER (SET TANK) - DAY

and
The flares sink, illuminating floating office furniture
torn paper...

CELLAR)
INT. UNDERWATER CHAMBER 2 (LOCATION: R. WAREHOUSE

ruins.
waiting
In the lower depths, they pass shadowy industrial
Settling on the bottom they reveal the hulk of a
SAMMAEL.

OMIT

INT. ABANDONED SHOWER ROOM (SET) - DAY

locator
devices
Abe pulls off his breathing apparatus. Activates the
on his utility belt. Hellboy does likewise. BEEEP! The
synchronize.

bone.
Hellboy extends a metal reliquary containing a small

HELLBOY

There you go, Doctor. This should
cover your tailfin -- On loan from
the Vatican, a bone from Saint
Dionysius. Ugh. Looks like a pinky.

Abe ties the reliquary around his hand.

ABE

Remind me why I keep doing this.

HELLBOY

Rotten eggs and the safety of mankind.

ABE

Oh, right --

dives.
As transparent nictomembrane lids cover his eyes, Abe

DAY
INT. UNDERWATER CHAMBER 2 - (LOCATION R.WAREHOUSE) -

magazines
float by,
feel.

Underwater, ABE finds an entire control room. 1940's
float by, like paper jellyfish. The amber light of the
chemical flares gives the room an eerie other-worldly

INT. ABANDONED SHOWER ROOM (SET) - DAY

around.
yellowing
orphans
unfinished

Waiting above, Hellboy chews a Baby Ruth and pokes
Finds a pile of children's shoes covering some
albums. In the albums, a myriad of sad faces, the
from the past.

Some of the faces have been cut out. There's an
letter to Father Christmas, dated 1866.

with a

Clay stands below a grate, admiring his hair implants
hand mirror.

CLAY

See? It's thicker. Isn't it? It's
not that doll-hair thing --

into an
deer

Suddenly, something moves. Hellboy shines his light
adjoining tunnel. Kroenen is standing there, like a
caught in headlights.

HELLBOY

Son of a -- !

hand.

The figure darts away. Hellboy tears after it, gun in

CLAY

Red, wait!

Clay tries his radio. Static.

CLAY

Red's on the move!! I'll cover him!!

He pulls out his gun and runs after Hellboy.

INT. TUNNEL LABYRINTH (SET) - DAY

glow
labyrinth.

Clay arrives at an intersection of sewer tunnels. The
of Hellboy's flashlight is visible somewhere ahead, his
booming footsteps rapidly receding. A veritable

CLAY

Damn it, Red.

INT. UNDERWATER CHAMBER 2 (LOCATION R. WAREHOUSE) - DAY

bottom,
translucent
nothing.
floating
fireflies.
machines.
loose!! It
grab
begins
fissure.
missing
to

Abe nears the bottom of the cistern. As his feet touch
a cloud of silt fogs the water. He picks out a
egg!
Suddenly, something big glides by. Abe turns: sees
He places the egg in a glass canister. Now eggs are
everywhere, undulating in the water like amber
Abe swims slowly, collecting them one by one.
Some of them are snugly wedged between two rusty
Abe's reliquary gets caught in a lever and snaps
lands --
on a grate on the floor. Abe swims down and tries to
it, but it falls through. Abe curses and stands up --
-- only to find himself FACE TO FACE with Sammael!!
The monster rakes Abe across the chest; dark blue blood
to flow. Abe shoves himself into a long, concrete
Sammael can't fit through, but the tongue darts out,
Abe by inches. Sammael scratches at the walls, trying
reach deeper, screaming in rage.
Abe screams too, emitting a trail of bubbles.

INT. ABANDONED SHOWER ROOM - DAY

SECOND The bubbles burst on the surface. Watching them is a
SAMMAEL.

INT. INTERSECTION (LOCATION /BUILT SUGAR FACTORY) - DAY

sniffs Hellboy stops, disoriented. No trace of KROENEN. He
the air, then steps through a non-descript portal.

INT. (LOCATION/BUILT SUGAR FACTORY) FURNACE ROOM - DAY

masks Hellboy stands in Kroenen's quarters. An array of gas
dozens dangle from ducts overhead. Glued next to the walls are
of old photos of children.
He discovers the Sammael engraving.

HELLBOY

"Sammael: seed of destruction. Death
becomes the fertile ground."

beam. Suddenly: drool drops from above: Sammael hangs from a

HELLBOY

(turning)
Didn't I kill you already?

Sammael lunges, hurling Hellboy through an open service
shaft...

...and it's a long way down.

Sammael,
side. When Sammael leaps, Hellboy throws him over the edge.
however, grabs Hellboy's tail and pulls him over the

OMIT

INT. SERVICE SHAFT (NEW LOCATION SET) - DAY

off They crash through pipes, wiring and ducts and slide
down a duct and into --

INT. SERVICE SHAFT 2 (SET) - SAME

water
break
another passage. There they bounce off of dripping
pipes and jutting steel I beams, until they finally
through a mesh/insulation ceiling and directly onto --

INT. SUBWAY PLATFORM STATION - DAY

in an
Yorker
platform
A subway platform. Full of people.
The two fighting creatures land on the ticket booth --
explosion of coins, glass and steel!!! Some bold New
in the crowd start picking up handfuls of change.
The dust clears, revealing a large crater in the
floor.

Sammael hits Hellboy. The Red Giant lands on a line of
turnstiles, uprooting them all.

itself in
column.
SCREAMS
Sammael flies through the air, unfolds its bone scythe.
Hellboy rolls away. Sammael misses: the tip imbeds
the floor and then -- TCHAKKK!!! -- in a concrete
Sammael pulls, bringing down part of the ceiling. More
from the fleeing public.

ceiling,
Giant.
A mezzanine above Hellboy collapses, bringing the
steel cables and office furniture down onto the Red

Hellboy's
Sammael takes a step towards the crowd and roars --
Then, BAMMMMMM!!! A desk flies up into the air.
stone hand emerges, triumphant.

HELLBOY

Hey, Chunk-face!

He climbs out of the crater. Sammael growls.

HELLBOY

You can do better than that. Big
monster like you.

Sammael Hellboy rips off one of the turnstile bars and hits again and again.

HELLBOY

See? It hurts! You shouldn't hit people!

embeds Sammael blocks the last hit and throws the bar away. It itself in the tile wall.

Sammael punches Hellboy, a hard uppercut.

second floor, Hellboy flies up, crashing through the plate glass of a mezzanine above the platform. He skids on the tile scraping a jagged line with his stone hand.

backlit a He slides past a group of BYSTANDERS and into a row of subway ads. He lands in a shower of glass and debris on wooden bench, breaking it in two.

Sammael climbs up into the mezzanine.

-- KITTENS Hellboy gets up -- his back bristling with glass shards and hears a WAIL: a YOUNG GIRL is pointing at A BOX OF abandoned on a bench.

YOUNG GIRL

My kittens!! My kittens!!!

HELLBOY

Aw, crap.

high!! Sammael charges!!! Hellboy scoops up the box, holds it

Using his bone blade, Sammael pulverizes the bench.

shrieking Next, Sammael slashes at Hellboy, scattering a dozen citizens.

advances, Illuminated by sparks and shorting lamps, Hellboy blood dripping from his forehead and nose.

shoots
traps
Hellboy starts to reload, but -- Sammael's tongue
out. Hellboy throws the kitten box in the air and --
the tongue with his stone hand --

HELLBOY

Second date. No tongue!!

are
-- while catching the box with his tail. The kittens
fine.

Using the tongue, he throws Sammael out a glass window.
Sammael dangles above the tracks, but he re-joints
himself
and grabs a handhold on the train wall above the
tunnel.
From here, he pulls on Hellboy, sliding him toward the
jagged
glass.

Sammael pulls harder, enters the tunnel.

Hellboy fights to free himself, but his sweaty face is
seems
millimeters away from being sliced by the glass. All
lost, when...

straight
WHAAAAA!!!!!! A train appears out of nowhere heading
for Sammael.

It splatters the thing against the tunnel wall and
plows on.
Sammael's body sprawls motionless at the side of the
tracks.

OMIT

INT. SUBWAY PLATFORM - SAME

HELLBOY

I hope that hurt.

He gives the cats to the young girl --

YOUNG GIRL

Thank you --

HELLBOY

My job.

OMIT

INT. SUBWAY TRACKS (NEXT TO STATION) - SAME

in Hellboy approaches Sammael, whose remains are wreathed
BLACK flame. A huge CROWD looks on from the end of the
platform.

HELLBOY

(a whisper)

This time. Stay dead, willya??

He moves away. The BLACK flame flickers out.

INT. UNDERWATER CHAMBER 2 (LOCATION R.WAREHOUSE) - DAY

SAMMAEL'S Under the water, BLACK light blooms within TWO OF
burst EGGs as a fantastic metamorphosis starts. The embryos
out, gyrating in the water, swelling and distending.

INT. UNDERWATER CHAMBER 2 (LOCATION R.WAREHOUSE) - DAY

Sammael's not Badly wounded, Abe peers from his hiding spot.
there.

trailing He quickly swims to the surface, his weird blue blood
LIGHT. behind him. The water boils with energy and BLACK

INT. ABANDONED SHOWER ROOM (SET) - DAY

crumbling Abe staggers out of the pool and hides behind a
surface. shower stall. Behind him, two SHAPES come to the

Shaking, Abe pushes his belt locator and collapses.

CUT TO:

INT. SUBWAY TRACKS (NEAR THE STATION) - DAY

Hellboy's locator belt crackles to life. BLUE.

HELLBOY

Abe -- ?

INT. BEAM-SUPPORTED UNDERGROUND TUNNEL/ STORAGE ROOM -

DAY

cabinets and
papers

Back in the tunnel, Quarry and moss move filing
rotten boxes full of files. One of them gives out and
spill all over.

MOSS

Jesus --

Their locators light up.

QUARRY

Abe --

Suddenly -- a noise! The agents leap up and sweep their
flashlights over the columns... Nothing there.

QUARRY

Moss, what the hell was that?

footfalls

Then, TWO SILHOUETTES cast long shadows. Powerful
boom like thunderclaps.

shapes.

Agent Quarry raises his gun and fires at the dark
Useless: the things plow on.

gout of

Moss hurriedly straps on his flame thrower. After a few
seconds, a green light beeps, READY.

The muzzle of the flamethrower vomits a 30 feet long
fire into the blackness.

The men pause: silence!

Quarry turns on his flashlight, hand trembling.

QUARRY

Whatever it was --

lands

BAM!!! SAMMAEL'S TONGUE uncurls from the shadows and

flashlight

on Quarry's face, pulling him into the dark. His
bobbles and strobes, lighting up a nightmare:

TWO SAMMAELS stand in the tunnel. One of them gleefully
squeezes Quarry. The man's screams are muffled by the
creature's fleshy lips wrapping around his head.

through an

Moss runs as fast as he can, jumping and tumbling
obstacle course of beams. Turning, he readies the
flamethrower. The SECOND SAMMAEL lands on Moss's back,
breaking his spine.

CUT TO:

INT. ABANDONED SHOWER ROOM (SET) - DAY

tries

Hellboy enters to find Abe, bleeding but alive, leaning
against the tile, blue blood all around him. Hellboy

It's

his walkie-talkie. Turns on his locator. It sparks.
damaged and broken.

HELLBOY

(into his walkie-talkie)

We need an ambulance. Now!! Over!!

INT. CENTER OF THE TUNNEL LABYRINTH (SET) - DAY

Clay stumbles around, lost. He stops under a grate.

HELLBOY'S VOICE

(on the walkie-talkie)

Who's there? Clay? Come in, someone.

CLAY

Clay, Code 30, this is Clay, over...

through

Behind Clay, Kroenen drops down from an overhead pipe,

long

shafts of gray light. He brings forth his customary

He

blade. Clay turns in time to see Kroenen coming at him.

fires. Kroenen stabs.

Twin rivulets of blood run from Clay's nostrils.

DAY

INT. TUNNEL LABYRINTH - CONNECTING SHOWER ROOM (SET) -

Hellboy hears the gunfire, starts running.

INT. CENTER OF THE TUNNEL LABYRINTH (SET)

Clay falls to the floor.

chest.

Kroenen stands there, unfazed by Clay's bullets in his

feet.

Dust pours from his wounds and piles up neatly at his

floor,

He hears Hellboy coming. He places the knife on the

then lies down and plays dead.

Clay.

Hellboy appears at the end of the tunnel. He glances at Kroenen's body, then quickly checks for a pulse on

Hellboy looks demolished.

SMASH

CUT TO:

DAY

INT. TAXI CAB (MOVING) / EXT. BPRD ADJACENT AVENUE -

pokes her

An ethnic pop song blasts from the taxi radio. Liz

She

head out of the window and shoots a Polaroid snapshot.

passes it to Myers:

LIZ

It feels good to be outside!! It's been so long...

He can't hear her over the music. Myers knocks on the bulletproof acrylic divider.

MYERS

Hey!! The music!! Turn down the music!!

DRIVER

Yeah, yeah, music!!

the

He merely changes the radio station; the music stays at same volume. Myers looks back at Liz.

She is halfway out the window, sitting on the door.

MYERS

Jesus! That's not -- That's not safe,
Miss Sherman -- Miss Sherman?

Myers
the

She takes another Polaroid and passes it down to him.
looks at the Polaroid, then smiles. He climbs out of
other window, hands her the photograph.

MYERS

Nice view --

He waves at her. For the first time, she smiles.

MYERS

A smile, huh? That's good.

blowing
beautiful.

She takes his picture. With the cold morning wind
Liz's hair and the sun on her face, she looks

LIZ

Don't get used to it.

music.
BPRD.

Myers taps his fingers on the roof, to the beat of the
He can't take his eyes off her. They drive towards the

INT. B.P.R.D. MEDICAL BAY - DAY

read
bio-cast:
right
as if

Unconscious, Abe floats in a special tank. LED strips
water temperature, pH level, etc. He's encased in a
a cybernetic healing unit wrapped around his thorax and
arm. A web of tubes and hoses keeps him in place.
SHIRTLESS and bandaged, Hellboy sits and studies him,
in a trance.

MANNING'S VOICE

He'll make it --

Hellboy turns, Manning is there:

MANNING

But not everyone was so lucky.

(beat)

Two agents died today. Clay probably won't survive the night. You're reckless.

HELLBOY

I knew those men better than you did --

MANNING

Ah, I see. That makes it all alright then.

He turns to leave. Hellboy gets up.

HELLBOY

No, it doesn't make it right, but I stopped that creature, didn't I?

MANNING

That's what you do. That's why we need you. You have an insight.

(beat)

You know monsters.

HELLBOY

What are you trying to say?

MANNING

In the end, after you've killed and captured every freak out there -- there's still one left: you.

HELLBOY

(a deep sigh)

I wish I could be more gracious but --

hand
BAMMMMM!!!! He smashes a metal LOCKER with his stone
and raises it above his head.

dangerous
Manning cowers, realizing that Hellboy's rage is a
thing.

INT. B.P.R.D. - MAIN HALL AREA - DAY

computer
A new space. Office corridors radiate out from a brass
B.P.R.D. logo on the floor. A few agents monitor

stations and tactical glass boards.

looks
Liz and Myers walk in, carrying her suitcases. She
around and sees BROOM coming down the hall.

BROOM

Welcome back.

LIZ

It's only for the weekend, Professor
Broom. Then I'll be on my way --

BROOM

(impeccable courtesy)

Come and go as you please.

(beat)

Find your way back. We've made quite
a few changes --

through
the
studs.
CRASH!!! Liz screams and Myers draws his gun. Smashing
a glass partition, the mangled steel LOCKER lands in
middle of the hall in a rain of glass and aluminum

Next, Manning appears, retreating but unharmed.

MANNING

(gasping)

I want that thing locked up, starting
now -- Now!!! You hear me??!!

He flees.

LIZ

(to Broom)

Nothing's changed. Home, sweet home.

steps
Mortified, Broom hurries after Manning. Hellboy calmly
through the hole in the wall.

HELLBOY

(seeing her)

Liz? Liz!!

Myers.
She spins on her heel and walks off. Hellboy turns to

HELLBOY

You!!! You did it, buddy --

alone
Myers holsters his gun and follows Liz. Hellboy is all
now.

HELLBOY

(oblivious)

Woo hoo!!

INT. B.P.R.D. - LIZ'S ROOM - DAY

Liz
A familiar cell. Fireproof insulation covers the walls.
throws her bags on the bed. Myers lingers in the
doorway.

wrist,
She reflexively pulls on one of the rubber bands on her
then lets it snap.

LIZ

A little something I learned in
therapy. I'm depressed --

(snaps a rubber band)

One rubber band. I'm impatient: two
rubber bands...

He sits by her side on the bed.

MYERS

I'll get you a fresh pack.

INT. HELLBOY'S DEN - DUSK

visible:
A cat bats at a ball of paper. On it, two words are
it
DEAR LIZ. Hellboy's tail scoops up the paper and throws
in a brimming wastebasket.

concentration,
He's sitting at a stainless steel desk, deep in
is
writing with evident difficulty. The floor around him
the
covered with more crumpled pages. In the background,
cartload
projector is showing DUCK SOUP. Myers pushes in a
of CHILI.

MYERS

Where do you --

HELLBOY

Shh! Just a second.

Myers sets the tray on the table.

HELLBOY

Myers, you're a talker. What's a good word -- a solid word for "need" --

MYERS

"Need" is a good, solid word.

HELLBOY

Nah, sounds too "needy."

MYERS

Start in, you got nachos coming.

quickly
As he goes out, Liz appears in the doorway. Hellboy stops writing.

LIZ

(notices the small feline army)

Oh, my God... Look at them all! Who had babies? C'mere, Tiger...!

which
Liz plays with a cat. Hellboy lifts the piece of paper, looks like a postage stamp in his stone hand.

HELLBOY

Um... Liz -- I -- there's something I'd like you to -- something I need you to hear.

LIZ

Well. Is it long?? I'm going out, but --

HELLBOY

Out? Out out?

LIZ

For a cup of coffee, but go ahead, read.

HELLBOY

You're going alone?

LIZ

No. Myers is taking me.

Hellboy stands up, walks towards her.

HELLBOY

Him!! Why him? Why not me?

Myers walks back in pushing a tray of nachos.

MYERS

(to Hellboy)

Hey, your chili's getting cold --

HELLBOY

(sits back down)

Not hungry.

LIZ

What did you want me to hear -- ?

Hellboy folds the paper.

HELLBOY

It's nothing. Just a list -- It's not finished --

LIZ

Oh, okay then. Maybe later then.

She leaves. Myers smiles.

MYERS

Anything else you --

HELLBOY

(snappy)

Not from you.

MYERS

Well good n-

HELLBOY

(furious)

Good night.

CUT TO:

INT. B.D.R.P. MEDICAL BAY - NIGHT

slab. Under a sheet, Kroenen's cold, naked body lies on a
Broom talks into a tape recorder.

BROOM

The subject: Karl Ruprecht Kroenen --

sheet The visible areas of the body make us grateful for the
covering the rest.

BROOM

Suffered a masochistic compulsion
known as surgical addiction.

The silver hand and harness lie on a table.

BROOM

Both eyelids were surgically removed
along with his upper and lower lips,
making speech impossible. The blood
in his veins dried up decades ago.
Only dust remains.

(looks at an X-ray
film)

Four pulverized vertebrae. A steel
rod inserted into his pelvis held
him up.

(beat)

What horrible will power could keep
a thing like this alive?

his He finds the small pieces of paper Kroenen planted in
pouch.

INT. B.P.R.D. HALLWAYS - NIGHT

rolls Under the gaze of high-security cameras, AGENT LIME
domed Hellboy's food cart down the corridor and into the
intersection. He whistles a happy tune. Opens the high
security door.

INT. HELLBOY'S DEN - NIGHT

Lime's jaw drops.

Across the room, one of the walls has been completely
demolished, revealing a SERVICE SHAFT.

No sign of Hellboy.

LIME

Jesus.

Lime peeks into the SERVICE SHAFT.

OMIT

EXT. NEWARK, N.J. - STREETS - NIGHT

Myers and Liz leave a coffee shop, strolling down the street.
Myers hands Liz her coffee. They chat and laugh. He pushes his Moped. She has her Polaroid with her.

EXT. BUILDING ROOFTOP - NIGHT

HELLBOY

What are you two talking about. What's so fascinating?? So important??

EXT. NEWARK N.J. STREETS - NIGHT

Liz and Myers pause at a corner, waiting for the light. The shops are closing.

MYERS

I admire him. He's a force of nature.

LIZ

He's just pushy.

MYERS

No... He's determined. Unstoppable --

LIZ

Cocky.

MYERS

Strong.

LIZ

A brute.

MYERS

My uncle used to say... we like people for their qualities but love them for their defects.

Liz half-smiles, sips her coffee.

MYERS

He -- loves you.

LIZ

I know.

MYERS

What about you?

LIZ

Don't know. Really. I grew up with him.

(beat)

I've missed him too, but now, every time I see him, I get confused. Hardly a day goes by he's not in my mind. Even now, I feel he's here --

roof
As they walk down the street. A red streak jumps over tops.

EXT. ROOFTOP - NIGHT

down at
Hellboy lands neatly on the adjacent roof. He looks Myers and Liz --
Myers offers her cream and sugar.

HELLBOY

No cream and sugar, moron. She takes it black.

She takes the coffee, waves off the half and half.

HELLBOY

Toldya.

walk, Liz
Trying to feel superior, Hellboy chuckles. As they gestures vigorously. His smile fades.

EXT. NEWARK N.J. STREETS - NIGHT

MYERS

It's freezing, isn't it?

LIZ

Coffee's warming me up.

park

By now, all the shops are closed. They approach a small
near a train track.

MYERS

What do we do now? Newark, New Jersey,
entertainment capital of the world.

She cleans off a wet, dirty bench, sits down.

LIZ

You offered me a cup of coffee. I've
got one, so just sit down.

Myers is falling for her.

EXT. BUILDING ROOFTOP - FIRE ESCAPE - NIGHT

Hellboy leaps off a building.

EXT. BUILDING ROOFTOP - NIGHT

pigeon

Two red hands appear over the rooftop parapet. Cursing,
Hellboy hauls himself up. He finds himself next to a
coop where a YOUNG KID is feeding the birds.

HELLBOY

Hi...

The kid stares at him.

KID

You're Hellboy.

HELLBOY

Shh. I'm... on a mission.

He watches as Liz and Myers sit on the bench.

HELLBOY

Don't tell anyone, huh?

CUT TO:

INT. HELLBOY'S DEN - NIGHT

shakes his

Broom examines the damage to the wall. He turns to see
Hellboy's locator belt hanging on the wall. Broom

head.

LIME

Should we send out some scouts?

Broom motions for him to stop. It's useless,

BROOM

No. Enough. He will never change --
always a child. Always.

INT. B.P.R.D. MEDICAL BAY - NIGHT

starts
Kroenen's body lies on the table. Slowly, his chest
to rise and fall. He sits up.

He
His arm stump docks into the prosthetic hand -- Click!
flexes the shiny fingers.

before
and
him:
Kroenen's hideous cranium is visible for an instant
he zips up his mask. He takes the sharp Ragnarok knives
turns one over. It reflects a figure standing behind
Grigory.

EXT. BUILDING ROOFTOP - NIGHT

glasses
The pigeon kid walks towards Hellboy, carrying two
of milk and a plate of cookies.

KID

My Mom baked 'em.

chatting
He sits by Hellboy's side as he watches Liz and Myers
and laughing.

HELLBOY

That's it: she's laughing. I'm done.

them
Hellboy grabs three cookies off the plate and scarfs
down.

KID

They don't look like spies.

HELLBOY

Come on! Look at him, those shifty eyes, that -- phony grin...!!
(seeing the last cookie)
You gonna eat that?

Below, Myers yawns. Hellboy slaps his forehead.

HELLBOY

Oh, the yawning trick. That's so 1950's! Watch his arm --

He looks around, picks up a pebble, hefts it.

EXT. NEWARK N.J. STREET - LIZ AND MYERS - NIGHT

MYERS

We all have a side that we try to hide...

Myers stretches and places his hand and arm behind her back.
Something hits him in the head.

MYERS

Hey! What the hell?

He gets up, annoyed. No one in sight.

EXT. BUILDING ROOFTOP - NIGHT

Hellboy snickers, hiding and chewing a cookie. The Kid "gives him five".

INT. BROOM'S OFFICE - NIGHT

Kroenen's two pieces of paper are joined together under a MICRO-SCANNER. Broom watches as computer enhancement fills out a couple of missing areas.
Cyrillic letters are now legible.

BROOM

(pensive)
SEBASTIAN PLACKBA #16... Moscow.

Broom pulls out a few old photos. Finds one of Grigory in German uniform, and in a book, another of Grigory in an

Orthodox priest's black cassock.

from
of
"His
He pulls out his old wooden box, pulls out a dusty book
it. His fingers scan the text, finding Rasputin's date
birth, date of death. They pause at a particular line:
mausoleum is at SEBASTIAN PLACKBA #16".

BROOM

It's Rasputin's mausoleum.

hand. In
TCHK!! A noise -- Broom turns in time to see Kroenen
delicately descending a spiral staircase, blade in
spite of all his experience, Broom is shaken.

BROOM

I see the puppet. But -- where is...
the puppet master?

In the dark, a voice hisses --

GRIGORY

Very good, Professor Broom.

Broom turns. Grigory steps from the shadows.

BROOM

It was you: The scraps of paper,
Liz's sudden relapse and return...

GRIGORI

(nods)
Bread crumbs on the trail. Like in a
fable. They both distract him and
guide him exactly where I need him.

BROOM

Moscow.

GRIGORY

His destiny.

He touches Broom's forehead, lightly --

GRIGORY

You raised the child. Nurtured him.
So, In return... Would you permit
me? A brief, brief glimpse? Of the
future --

FLASH!!

A nightmarish tableau...

EXT. RUINS OF N.Y. - DUSK

remains
against
skeletons
His
unearthly

The ruins of New York, charred, smoldering. Human
litter the landscape. Monstrous shapes lumber in the
distance... an army of apocalyptic beasts outlined
the blood-red sky.

Dominating the horror is a mountain of festering
and skulls. At the top, a figure: HELLBOY, transformed.
horns are in full bloom, his eyes and mouth stream
fire.

INT. BROOM'S OFFICE - NIGHT

Startled, Broom snaps out of it --

GRIGORY

If only you had him destroyed sixty
years ago, none of this would come
to pass. But, then, how could you
have known?

Broom is speechless.

GRIGORY

Your God chooses to remain silent.
Mine lives within me.

heaving

Rasputin stands, the flesh of his neck and shoulders
and twitching beneath his human skin.

GRIGORY

In the frozen waters of the Malaya
Nevka, in the darkness of the void:
every time I died and crossed over,
a little more of the Master came
back with me. He disclosed to me the
child's true name... Would you like
to know it??

BROOM

I know what to call him. Nothing you
can say or do will change that. I
call him son.

Discreetly, Broom removes his rosary and places it on
the book. Kroenen settles in behind him.

BROOM

I am ready.

GRIGORY

Good. Now, I'll add two crumbs more:
(Kroenen displays his
knives)
Grief and revenge...

Kroenen's knife goes in.

CUT TO:

EXT. BUILDING ROOFTOP - NIGHT

The pigeons flutter on the rooftop.

The pigeon kid sits by Hellboy's side.

KID

Just go down there and tell her how
you feel!
(Hellboy shakes his
head: no)
My mom says --

HELLBOY

It's not that easy, okay?
(beat)
Plus, you're nine. You're not old
enough to give me advice.

KID

(shrugs)
Who are those guys??

Hellboy turns and sees --

TWO of the black B.P.R.D. Sedan cars rounds the corner.
Agent Lime bounds out of one of the vehicles, grabbing
Myers,
talking rapidly. Liz screams, covers her ears.

HELLBOY

Something's wrong --

OMIT

INT. B.P.R.D. HALLWAY - NIGHT

office
through.
Agents and Bureau employees are crammed into Broom's doorway. Hellboy, face contorted by grief, pushes

INT. BROOM'S OFFICE - NIGHT

picking
he
The room is full of forensics people taking pictures, up evidence, etc. Tom Manning is there. Seeing Hellboy, respectfully steps back.

feet,
Liz,
his
chest.
Broom's fragile body lies slumped in his chair. At his feet, a pool of blood. Liz enters, then stifles a whimper. With tears in his eyes, a disbelieving Hellboy looks at then at his dead father. He holds Broom's body close to

HELLBOY

Father -- I'm back. I'm back. I'm back.

back
lost
Manning herds everybody out. From the door, Liz blinks tears as the red giant kneels by the body: a dog with a master.

HELLBOY

I wasn't here. You died alone --

DISSOLVE TO:

OMIT

EXT. BPRD BUILDING - DAY

It's raining like hell.

Broom's
agents.
The PALLBEARERS, Manning and Myers among them, load
casket into a HEARSE. Flanking it are two rows of BPRD

Rain
The hearse doors close and the vehicle pulls away.
Watching like a gargoyle from a distant roof: Hellboy.
bounces off his wet overcoat.

Liz observes him, worried.

LIZ'S VOICE

He hasn't spoken to anyone in three
days. Not a word. He doesn't eat, he
doesn't sleep...

INT. MEDICAL BAY - DAY

upside
Abe, conscious now, but still in the cast, floats
down, solving a RUBIK'S CUBE. Liz stands by the tank.

LIZ

I've never seen him like this. Never.
(beat)
Should I stay? With him, I mean?

She smiles faintly.

ABE

Listen -- I'm not much of a problem
solver...
(displays the cube)
Three decades and I've only gotten
two sides.
(beat)
But I know this much: if there's
trouble -- all we have is each other.
And I'm stuck here.
(beat)
So -- Take care of the big monkey
for me, will you?

Their hands almost touch, separated only by the glass.

OMITTED

INT. B.P.R.D. CONFERENCE ROOM - DUSK

piece of

A PROJECTION SCREEN shows the enhanced image of the paper with Cyrillic characters.

MANNING

We've collected and destroyed thousands of eggs. No trace of this "Sammael" or this "Rasputin" character. But we have this address --

obsidian

In a meeting room, Manning stands at a polished desk. A group of agents -- Myers among them -- listens attentively.

MANNING

Sebastian Plackba #16. Volokolamsk fields, fifty miles from Moscow. We leave as soon as we get clearance and equipment --

MANNING

Hellboy's coming --
(beat)
But I'll be in charge this time. Either we wrap this up or I'm closing this freak show for good.

Myers spots Liz walking past the conference room.

INT. BROOM'S OFFICE - DUSK

chest

Hellboy stands before Broom's desk, pensive, his naked bandaged.

rosary

page.

Liz watches him from across the room. He finds Broom's on top of the book. Reads the underlined phrase on the

LIZ

Hi --

He turns to her. She slowly comes towards him.

HELLBOY

Hi.

LIZ

I've changed my mind. I'll come to Moscow. If you -- are still going --

Hellboy nods, then clears his throat.

HELLBOY

I am.

(beat)

But -- I have something to say, too.

(beat)

I never had the guts before -

He looks her in the eye.

HELLBOY

But I understand what you don't like about me. I do. What I am makes you feel out of place -- out there --

LIZ

Red, I --

HELLBOY

Listen. I'm not like Myers. He makes you feel like you belong. And -- that's good. It really is. I -- wish I could do something about this --

(points at his own face)

But I can't.

(beat)

I can promise you only two things...

One: I'll always look this good.

Two: I won't give up on you. Ever.

LIZ

I like that...

HELLBOY

Good.

CUT TO:

EXT. MOSCOW WAREHOUSE - DAY

Super: TOPOCKBA STEEL MILLS, MOSCOW A wasteland of rust and steel decay. Rotting warehouses line the street like dead watchdogs. No one's around but a few lonely sentries. A limo and motorcycle caravan are waved through the security

gates.

INT. MOSCOW WAREHOUSE - DUSK

motorcycles

A metal door trundles back and the limo and escort enter.

limo.

Fleshy Russian General -- LAPIKOV -- gets out of the limo.
Then Ilsa and Grigory.

GENERAL LAPIKOV

I have accumulated many objects of great interest. Preserving our heritage.

towering
warheads,

The warehouse contains a world of bric-a-brac: a marble LENIN HEAD, Old Master paintings, tanks, missiles, etc.

GENERAL LAPIKOV

Many -- like me -- believe Mother Russia to be very close to a historic rebirth.

torch, a
doors.

They stop before a cargo container. With a butane soldier melts away the lead Kremlin seal, then open the doors.

GRIGORY

Rebirth? I like that.

INT. MOSCOW WAREHOUSE - THE CONTAINER - SAME

A massive stone monolith of polished MARBLE.

LAPIKOV

Twenty tons of stone. This thing fell from the sky into Tungaska forest.

GRIGORY

June 30th, 1908. It burned hundreds of square miles of forest. The Romanovs took possession of it immediately. The Czar guarded it jealously -- I have wanted it for ages.

surface. At

Grigory's fingers brush over its smooth, perfect
the center --

fingered

-- TWO CIRCULAR IMPRINTS that match Hellboy's four-
stone hand.

GRIGORY

Now, finally, it's mine.

GENERAL LAPIKOV

You are aware, of course, there's no
way you'll get it out of Russian
territory.

ILSA

(curtly)

He is aware.

Ilsa brings out a chrome box, full of gold.

GENERAL LAPIKOV

It's a pleasure doing business with
you. Perhaps you have other interests.

Grigory's voice drips with serene brutality.

GRIGORY

Enjoy the bright metal you've earned.
There will be no further transactions.
(beat)
Only closure.

CUT TO:

EXT. THE NIGHT SKY (MATTE SHOT) - NIGHT

moon. A

A massive CARGO PLANE slices the white eye of a full
map details the plane's journey over the Black Sea.

Super: RUSSIAN AIRSPACE - BLACK SEA.

INT. CARGO PLANE - NIGHT

agents

As the plane engines DRONE, Myers supervises BPRD
Lime and Stone, who stencil a large crate: FRAGILE!

LIVE

CARGO.

Hellboy and Liz stand around a brightly-lit work table.

Hellboy shows them the medieval illustration of
Sammael.

HELLBOY

"One falls, two shall arise." So:
you pop one, two come out. You kill
two, you get four. You kill four,
you're in trouble. We have to nail
'em all at once. And the eggs.

MANNING

When we do: No mumbo-jumbo. Double-
core Vulcan-65 grenades.

MANNING shows them a set of GRENADE BELTS.

MANNING

We've installed a very handy timer.
Set it, walk away. Cable pulls the
safety pins, K-boom! Easy to clean,
easy to use...

HELLBOY

(interrupts)
Those things never work. Never.

MANNING

Each of us gets a belt.

HELLBOY

(shrugs it off)
I won't take 'em. They never work.

Manning looks at Hellboy, irate.

MYERS

I'll carry his --

Hellboy wraps Broom's rosary on his wrist.

HELLBOY

Boy Scout.

CUT TO:

OMIT

EXT. COUNTRYSIDE - DAY

covered
Two gleaming black vans and a truck move through snow-
Soviet roads.

Super: VOLOKOLAMSK FIELDS, MOSCOW.

EXT./INT. COUNTRYSIDE - IN THE TRUCK CAB - DAY

Myers and LIZ struggle with a Moscow map.

LIZ

(into a radio)
Sparky to Big Red...

the
Popping her head out of the window, Liz looks back at
truck bed.

EXT. COUNTRYSIDE - THE TRUCK BED - DAY

Fastened to it, the crate labelled: LIVE CARGO. Small
breathing holes have been drilled in the sides.

HELLBOY'S VOICE

Sparky?? Who came up with that? Myers?

EXT./INT. COUNTRYSIDE - THE TRUCK CAB- DAY

Liz snickers.

MYERS

We're almost there.

INT. INSIDE THE CARGO BOX - DAY

Hellboy, sitting on the floor, in the dark.

LIZ'S VOICE

(on radio)
We're leaving the main road, so hang
on --

They hit a series of bumps. The box rattles and shakes.
Hellboy bangs his head. The vehicle lurches to a halt.

HELLBOY

(on the radio)
This better be the place or I'll
puke.

in. Motors are turned off. The crate is opened. Liz peeks

LIZ

Come out and see.

EXT. 19TH CENTURY CEMETERY - DAY

the Hellboy steps out. Takes a moment to adjust his eyes to light.

HELLBOY

Sebastian Plackba #16...

19TH CENTURY CEMETERY (MATTE SHOT / COMPOSITE)

Endless Broken spiked fences succumb to rust and dead vines.
foliage. rows of crypts and tombstones poke through wild

the Our group plus TWO AGENTS (Lime and Stone) venture into
backpack, a labyrinthine lanes of the dead. Each carries a
flashlight and a gun.

DISSOLVE TO:

EXT. CEMETERY - MAUSOLEUM SECTION (LOCATION) - DAY

baroque Later. The group gathers in frustration in an area of
belts -- funerary monuments. Myers -- carrying the explosive
looks around.

MANNING

Forget it. This is practically a city. And it stinks, and it's muddy. We'll go back, check into a hotel, regroup after breakfast. We'll have to make a grid, go by quadrants. Maybe satellite photography.

He gestures and all the agents head for the vans.

HELLBOY

Let me ask for directions.

EXT. OPEN GRAVE - DAY

stone
The group surrounds a grave. Hellboy raises the broken
cover and then jumps in.

EXT. OPEN GRAVE (SET) - DAY

corpse
-- and lands on a rotten coffin. In it, a mummified
lies in a miserable black suit.

HELLBOY

(whispers)

Animam edere, animus corpus...

moment,
He presses the amulet on the cadaver's forehead. For a
nothing, and then...

mutter
...a brutal spasm!! The corpse gasps, breathes... and
something in tongueless Russian. SUBTITLE: WHAT DO YOU
WANT?

EXT. MOSCOW CEMETERY (LOCATION) - DAY

CORPSE
The group gawks as Hellboy climbs out, carrying the
on his back. With an ear-to-ear grin, he approaches the
team.

HELLBOY

Sixty feet further, comrades, and
three rows in...

weakly
The corpse fidgets on Hellboy's back. Its bony hand
points, as if in confirmation.

HELLBOY

This here is Ivan Klimentovich: Say
"hi" Ivan.

MONKEY.
The corpse mutters again. SUBTITLED: GO THAT WAY, RED

EXT. CEMETERY - YEFIMOVICH MAUSOLEUM (LOCATION) - DAY

pries
A miniature black marble castle. Using a crowbar, Myers

the
open the ancient steel door. Hellboy, still carrying
desiccated abomination on his back, walks in.

OMIT

INT. YEFIMOVICH MAUSOLEUM STAIRS - LATER - DAY

group
skulls.
Two agents stand guard in the mausoleum, while the
descends carefully. The walls are dotted with yellowed

INT. YEFIMOVICH MAUSOLEUM - UNDERGROUND - STAIRCASE

Myers' flashlight flickers. He shakes it back to life.

INT. UNDERGROUND - UNDERGROUND INTERSECTION

branch
CORPSE
They reach the bottom of the staircase: three corridors
off in different directions. Hellboy deposits the
attop a pile of coffins.

HELLBOY

We'll be alright... as long as we
don't separate --

INT. UNDERGROUND CORRIDOR AND INTERSECTION - DAY

below,
and
TCHKANGGG!!!! large spiked metal plates shoot up from
blocking both their way out, demolishing the staircase
ramming Stone: he's gone.

bangs
Liz
Wicked spikes cover the metal surface. Hellboy still
on it, but to no avail: it's at least six inches thick.
and Myers are on the other side.

HELLBOY

(into his walkie-talkie)
Okay, someone's expecting us. Turn
on your locators -- Anyone sees
anything...

LIZ

Marco...

HELLBOY

...Polo.

from On the other side of the panel, Myers takes the radio
Liz.

MYERS

(into radio)

Are you sure about this?

HELLBOY

On a scale of one to ten: two. But --

(beat)

-- she'll take care of you, Myers.

She's a tough one.

the Liz and Myers move off. Hellboy shines his light down
tunnel on the left. Agent Lime picks up the corpse and
follows.

INT. TUNNEL "A" / CHAMBER - DAY

motifs Hellboy and Manning come into a vast chamber: Slavic
down crown the rugged stone pillars and archways. Water runs
the walls.

hexagonal Across a small stone bridge, light pours from a
structure.

a They step onto the bridge. KLANGGG!!! two gears release
steel door from above, forcing them to forge ahead.

Somewhere, a massive clockwork is TICKING.

MANNING

What's that --

Hellboy motions for silence. The CORPSE mutters: "IT'S
SOMETHING BIG"

They stare into the darkness.

MANNING

We should go back -- you -- you could
tear that door apart --

HELLBOY

Don't move. We --

MANNING

-- should go back. Now!

HELLBOY

No. Don't --

MANNING

I'm in charge. We go back!

gigantic

the

the

downward.

Hellboy yanks Manning just in time. BAMMM!!!! A metal pendulum swings past and demolishes one third of bridge a few feet from their feet. It takes Lime and CORPSE with it.

Another door on the far end of the bridge shudders

HELLBOY

Son of a --

the

under

his

the

Whoosh! The PENDULUM swings back. It destroys more of bridge. Manning sprints for all he's worth and crawls the door.

Hellboy runs, but chunks of stone disintegrate under feet.

The pendulum swings back taking out the final piece of bridge just as Hellboy rolls under the door -- -- and makes it into the hexagonal building.

INT. STONE CORRIDOR - DAY

arched

of

Hellboy and Manning find themselves in a very narrow, stone corridor. Its walls are lined with endless rows of rusty steel blades.

Faint traces of WAGNER can be heard. They cautiously proceed...

INT. HEXAGONAL STONE LAB - DAY

a

There. In yellow gaslight, Kroenen nods attentively as phonograph plays the love duet from TRISTAN UND ISOLDE. Above him, ropes, hooks and pulleys.

INT. STONE CORRIDOR - DAY

Manning rest his hand too close to a blade.

MANNING

Ouch!!

INT. HEXAGONAL STONE LAB - DAY

himself

Kroenen comes alert. He scans the room, quietly winds up.

INT. STONE CORRIDOR - DAY

back

Hellboy shoots a dirty look at Manning and then looks into the chamber --
-- Kroenen is gone.

HELLBOY

(to Manning)

Crap. This guy moves like a cockroach --

Hellboy readies his gun and then creeps toward the lab.

INT. HEXAGONAL STONE LAB - DAY

floor.

Hellboy's footsteps elicit soft creaks from the wooden Manning moves along behind him.

The record finishes playing. Silence --

ripping

SWISH!!! Kroenen's whirling blades slice the air, into Manning's arm. As Kroenen goes in for the kill --

Kroenen

-- Hellboy thrusts out his stone fist as a shield.

deliberate

bears down but Hellboy fends him off with powerful,

blocks.

Kroenen hauls out one of his long swords.

HELLBOY

Screw that.

BAMMMM!!!!
mask,

Hellboy yanks it away and bends it like a twig.
He punches Kroenen in the face, crumpling the steel
smashing its lenses.

HELLBOY

You killed my father --

falls

BAMMM!!!! another hit.
Kroenen staggers back with each blow. Finally, the mask
off.

HELLBOY

Give your soul to God, Your ass is
mine.

Kroenen is

An asthmatic wheeze erupts from his scarred face.
laughing.

INT. HEXAGONAL TRAP DOOR PIT - DAY

and

BAM!!! Under his feet, a huge trapdoor falls open. He
Manning drop through, along with the phonograph.

but

Hellboy grabs a rope. It spins through a copper pulley,
a large knot jerks him to a stop. Hellboy snatches
hand, but loses his backpack.

Manning's

He looks down. The phonograph hits the ground with a

crash.

MANNING

(panting, whispers)
Well, it's not that big a fall...

KLANGGGG!!!! The entire bottom bristles with six-foot,
sparkling steel blades.

INT. ABOVE THE HEXAGONAL TRAP DOOR PIT - DAY

Kroenen cautiously leans over the pit. He can't hear a sound.

As he peeks -- SWISH!! A loop of the rope wraps around his neck and yanks him forward! Before he goes over, he frantically digs his blades into the floor, anchoring himself.

INT. HEXAGONAL TRAP DOOR PIT - DAY

Hellboy has used the rope hanging below him as a lasso. MANNING clings to his powerful back as he climbs up, hand over hand.

INT. ABOVE THE HEXAGONAL TRAP DOOR PIT - DAY

Kroenen goes to cut the rope...

INT. HEXAGONAL TRAP DOOR PIT - DAY

HELLBOY

(reaching the top)

Oh, no you don't --

Hellboy wraps the rope around his stone fist and, with a brutal stone-fist yank, pulls KROENEN into the pit! With a horrible scream, Kroenen drops headfirst past them and onto the spikes. He wriggles like a fish caught on a hook, only making it worse, as he slides further down the blades.

INT. ABOVE THE HEXAGONAL TRAP DOOR PIT - DAY

Hellboy climbs out and sits. Sees Kroenen's blade embedded in the floor. Holding it: the prosthetic hand, still ticking.

INT. ABOVE THE HEXAGONAL TRAP DOOR PIT - DAY

Hellboy peers down. Still alive, Kroenen frees one arm, slicing through his own ropy bicep.

HELLBOY

You like playing possum, you Nazi
pinhead?

(beat)

Then try playing dead.

INT. BOTTOM OF HEXAGONAL TRAP DOOR PIT - DAY

emits
Hellboy tips a massive cogwheel over the edge. Kroenen
a horrid scream as it crushes him.

INT. ABOVE THE HEXAGONAL TRAP DOOR PIT - DAY

kneels
Manning sits down, bandaging his injuries. Hellboy
down.

HELLBOY

Are you okay?

fires up
Manning nods weakly. Hellboy brings out a cigar and
his Zippo.

HELLBOY

You'd better stay here. I'll find a
way out. We'll come back for you.

MANNING

You call that thing a cigar??

HELLBOY

Yup.

MANNING

You never, ever light a cigar that
way.

it to
He digs out one of his fine cigars, cuts it and hands

HELLBOY.

MANNING

Use a wooden match. It preserves the
flavor.

He lights it for him. Hellboy grins.

MANNING

Thank you.

HELLBOY

(smiles)

My job.

OMIT

INT. TUNNEL "B" - UNDERGROUND NARROW TUNNEL - DAY

A narrow tunnel. Liz and Myers advance carefully.
Just ahead, a cave-in. Pieces of ceiling, timber,
coffins
and corpses form a chaotic barrier. As they squeeze
past...

MYERS

So, he thinks that you and I... That's
why he's mad at me --

A few bones roll by. Wet earth drops onto their
shoulders.
They draw their arms close to their bodies, pointing
their
flashlight beams straight down. A moment of strange
intimacy.

MYERS

But it's not true, is it?

LIZ

What -- ?

MYERS

That you feel that way about me.

LIZ

You want to know -- Now -- ? Here?
Red, white, whatever -- Guys are all
the same.

DAY
INT. TUNNEL "C" - UNDERGROUND TUNNEL - STEEP SLOPE -

Hellboy labors up a steep slope, using rocks and roots
for
handholds. He reaches a dead end and collapses, out of
breath.
Light filters through a crack in the ground; he can
faintly
hear Liz and Myers.

INT. TUNNEL "B" - UNDERGROUND TUNNEL - CAVERN AREA -

DAY

Liz and Myers reach a wider section of Tunnel "B". They find themselves calf-deep in brown water. Myers lights Liz's path as she steps onto a large stone.

MYERS

Watch out. It's slippery...

His light shorts out. She shines her light past him.

LIZ

Oh, my God...

Myers turns. His flashlight comes back on, revealing a complex natural cavern. An entire WALL IS COVERED with translucent eggs.

SAMMAEL is there, gnawing on a dry arm bone, with the hand still attached. When the light hits his face, his milky pupils constrict. A snarl...

A SECOND SAMMAEL emerges from the water. It shakes itself off. A THIRD ONE raise its head.

Myers and Liz try to back away, but a metal wall rises right behind them KLANKKKKK!!! They are trapped!!

Myers goes to grab a set of explosive belts. Tries to set up the timer. Zipp! -- one Sammael snatches them away. Myers falls to the ground, clothes torn, injured.

LIZ

(into the radio)

Marco, Marco, Marco... Get your Big Red butt over here!

Something stomps on the ceiling directly above them. Again and again.

INT. TUNNEL "C" - UNDERGROUND TUNNEL FLOOR - DAY

Hellboy pounds the floor with his rock hand. Furiously.

HELLBOY

Hang on kid, I'm coming for you!!

The rocks below him start to crumble.

EXT. ANTHILL VIEW OF UNDERGROUND TUNNELS AND PITS - DAY

above,
In an "ANT FARM" view of the complex, we see Hellboy pummeling and -- in the cavern below -- Liz and Myers.

INT. TUNNEL "B" - UNDERGROUND TUNNEL CAVERN AREA - DAY

creatures
three
with
Dust and rocks fall from above. The four identical move in on Liz and Myers. Myers shoots one in the head three times. The creature shakes off the hits as if pelted with pebbles.

Hellboy
along
Sammaels
two
One of them springs. As it flies through the air, crashes through the ceiling. He lands on top of it with a ton or two of stone. The creature is crushed. Two eggs glow, metamorphosing. Presto -- two new Sammaels are born. The first two Sammaels growl, joined by the two new ones. Liz sprints to safety.

HELLBOY

Sorry. Just couldn't leave you two alone.

One
Hellboy
a
Hellboy scoops up Myers and deposits him next to Liz. Lit by Myers' flashlight, two of the creatures jump. One clamps onto Hellboy's back, the other onto his leg. Hellboy howls. The third one joins in, like lions dragging down a zebra. This time, though, the zebra fights back.

chest
born.

Hellboy pulls out his gun and fires a round into the
of a Sammael. Two eggs glow -- two new Sammaels are
They're FIVE.

ground.
Hellboy

Hellboy's torso is covered in blood. He falls to the
A fourth and a fifth creature spring onto him, biting.
is in trouble.

her

Liz watches and shivers. A ripple of heat shimmers over
body.

LIZ

(at Myers)

Hit me.

MYERS

What?

Liz is desperate, crying.

LIZ

Hit me --

(beat)

All of my life I've run away from
it... Now I want it to happen! Do
it.

bodies.
Myers.

Hellboy screams. Water explodes under the fighting
Two of the Sammaels turn their attention to Liz and

MYERS

I can't, I --

Liz slaps him.

LIZ

I know now: I love him. I've always
loved him.

face,
around

A beat of silence, then Myers slaps her across the
once. Hard. The heat ripple builds. The air vibrates
her. Her pupils kick back light, like an animal's.

LIZ

Go now.

Myers ducks behind a rock as Liz's arms blaze with
fire.

The two approaching Sammaels are ready to pounce.
On top of Hellboy, one of them turns its head, like a
lion
sees
hearing the hunter's gunshots. A staggering Hellboy
Liz's body shake in a surge of white-hot energy.

HELLBOY

(weak)

Liz...

The water at her feet blows away as a concave shockwave
of
fire expands.

The fire engulfs the creatures. Devours them all.

INT. TUNNEL "B" - UNDERGROUND TUNNEL CAVERN AREA - DAY

The screen FADES TO WHITE and then...

Silence, then a pulse. A high ringing tone. A
heartbeat.

Hellboy pushes away the half-cooked remains of two
Sammaels.
bones. He
buried
ground,
The other creatures are little more than blackened
in a cracked, bone-dry bed of mud. Liz lies on the
on her side, unconscious.

Myers is alive, but too groggy to even acknowledge it.
Weakly,
deafness,
absurd
Hellboy turns around: In the eerie silence of his
he sees Grigory -- LAUGHING noiselessly, witness to an
comedy.

Ilsa approaches. And -- in a simple, brutal move --
hits him
with a hammer --

FADE OUT / FADE IN

OMIT

INT. THE CATACOMBS - NIGHT

wooden
church-
holding
SOLAR

Hellboy slowly comes to. He is chained to a massive yoke. He takes notice of his surroundings: a large like space, surrounded by funeral niches and statues swords. High columns flank huge mechanical gears. An SYSTEM MODEL takes the place of an altar.

timers on

Off to one side, Ilsa uses a hammer to destroy the the explosive belts.

Under
slab

Next to the main nave, Myers is tied to a stone pillar. his feet, a blood channel, leading to the immense stone bought from Lapikov.

ceremonial
Hellboy,

Liz lies at Grigory's feet. He's dressed in a robe and holds his leather book open. His back to he faces a mural of the angel Abbadon holding a key.

GRIGORY

"And I looked and beheld an Angel,
and in his hand the key to the
bottomless pit..."

doesn't

Hellboy tenses, rage building. The yoke creaks, but bend.

GRIGORY

(gestures at the stone
piece)

These were the words I heard as a
peasant boy in Tobolsk. And now, the
door -- Sent by the Ogdruh Jahad so
that they might at long last enter
our world.

ILSA

(to Hellboy)
You are the key! The right hand of
doom!

IMPRINTS -- Hellboy studies the stone sculpture, its three HAND

ILSA
(triumphant)
What did you think it was made for?
Open the locks.

first Hellboy stares at his huge right arm, as if for the
time.

MYERS
Don't do it!! Don't do it!!

Ilsa kicks Myers in the face.

ILSA
Silence!!

beginning. The open dome above reveals the moon. An eclipse is
The altar's clockworks monitors its progress.

ILSA
Imagine it: An eden for you and her --

HELLBOY
No.

Grigory turns to Hellboy.

GRIGORY
No?
(reasonable)
In exchange for her life then, open
the door.

In torment, Hellboy, shakes his head: no.

GRIGORY
As you wish.

arches, her
it. He leans over Liz, whispers in her ear: Her body
mouth emits a plume of energy. Grigory greedily inhales
Then she goes limp.

GRIGORY

She's dead.

HELLBOY

Noooo! Noooo!!!

Ilsa
fights
the

He struggles again. One of the cuffs snaps. He swats
with his free hand. She stumbles backwards. Now Hellboy
to free his other hand. Indifferent, Grigory watches
eclipse.

GRIGORY

Her soul awaits on the other side.
If you want her back...

(beat)

Open the door and claim her.

answer.

His head and heart racing, Hellboy struggles for an
Can't find one... the moon is almost totally eclipsed.
He drops his gaze. His voice a hoarse whisper.

HELLBOY

For her.

wrist.

Grigory moves close to Hellboy. Rips the rosary off his
It lands near Myers.

GRIGORY

Names hold the power and nature of
things. Mine for example. Rasputin:
"The crossroads."

(beat)

And crossroads I have become.

(beat)

Your true name: Anung-un-Rama. Repeat
it. Become the key.

HELLBOY

(closing his eyes)

Anung-un-Rama...

INT. CATACOMBS - NIGHT

the

Hellboy's stone arm glows. Ancient symbols of fire burn

stone. Flames momentarily engulf his body.

INT. CATACOMBS - NIGHT

Out of
on a
with
of
stone

Hellboy roars as his HORNS majestically burst forth!
his mouth, energy and light boil like condensing breath
winter's night.

Inebriated with power, the new PRINCE OF HELL smiles
supreme arrogance. His shadow falls on the white marble
the slab and mysteriously spreads over it until the
turns black as obsidian.

MYERS

No!! Don't do it!! Listen to me!!

on

HELLBOY inserts his enormous paw into the FIRST IMPRINT
the stone slab -- CLACK!! He turns it, like a lock.
A beam of crimson light shoot upwards into the sky.

EXT. VIEW FROM THE CITY - NIGHT

moon!
it's

Visible from all over Moscow, the beam blazes to the
The same phenomenon as in the prologue, but this time
more intense, with ripples and haloes.

INT. THE OTHER SIDE - NIGHT

JAHAD.

Again, the infinite, starry space. Again, the OGDRU
The ruby beam pierces the darkness.

INT. CATACOMBS - NIGHT

place:

Hellboy watches as the FIRST IMPRINT disappears. In its
a burning glyph.

his

Myers struggles with his bindings. The rough hemp cuts
skin, but he manages to free one hand.

EXT. ON THE OTHER SIDE - NIGHT

limbs
the
OGDRU JAHAD shifts, suddenly breaking free. Gelatinous
uncurl, expand. Its enormity puzzles the eye, obscuring
frame.

INT. CATACOMBS - NIGHT

CLACK! He
Hellboy thrusts his hand into the SECOND IMPRINT.
turns it.

Myers spots the broken rosary and reaches for it --

INT. THE SKY - NIGHT

**IN THE STORM CLOUDS, LIGHTNING ILLUMINATES GARGANTUAN
TENTACLES REACHING INTO THE EARTHLY PLANE.**

INT. CATACOMBS - NIGHT

laughs.
Grigory drinks in the first signs of the arrival and

GRIGORY

The final seal. Open it!

turn
clobbers
Hellboy puts his hand inside, CLACK!!! Before he can
it, Myers reaches the rosary. Ilsa lunges at him. He
her full in the face. She staggers back and down.

MYERS

(to Hellboy)

Remember who you are!!!

He throws the rosary at Hellboy. Instinctively, Hellboy
catches it. It smokes in his hand.

belts.
He tosses it away. It lands next to the explosive

imprint
Hellboy opens his palm, seeing the smoking, charred
of the cross and beads. He looks over at Grigory.

with
the
With a blood-curdling scream, Hellboy grabs his horns
both hands, brutally snaps them off. Energy spews from

stumps.

knees,
horn.

flickers

silent.

his
quiet.

He stabs Grigory with one of them. Grigory drops to his
holding his stomach. Hellboy drops the blood-stained

The final lock disappears into the stone. The light
and the connection with the moon is broken.

Ilsa, licking her bloody lips, looks up. The sky is
The thunderclouds are parting. The eclipse has ended.
Grigory crumples in agony.

The burning glyphs in Hellboy's stone hand dim down,
features and body resume their usual shape. All is

GRIGORY

You will never fulfill your destiny.
You will never understand the power
inside you.

HELLBOY

I can live with that.

He breaks Myers' chains, helps him up.

INT. CATACOMBS - NIGHT

Myers

stands by his side.

down

smashed

Hellboy painfully takes Liz's limp body in his arms.

He kisses her forehead, caresses her hair, then walks
the steps.

Myers steps on something. He looks under his foot: A
GLASS EYE. Then... out of the silence, a WHISPER.

GRIGORY

Child...

Hellboy turns. Grigory, on his knees, smiles.

GRIGORY

(dying)

Look what you've done --

shift

He looks up. In his empty eye socket, fleshy tendrils lazily.

GRIGORY

You've killed me -- an insignificant man... but you have brought forth a God.

out

He uncovers his abdomen. Long, fleshy pseudopods spill of the wound, like intestines.

the

A large entity erupts from Grigory's torso and claws air.

GRIGORY

Behold, my master, Behemoth. Guardian of thresholds, destroyer of worlds.

shape --

flesh

by

Covered in steamy slime, a seven foot, multi-tentacled BABY BEHEMOTH -- lands on the stone slab. The squirming surges up like greasy pink foam. Growing exponentially the second.

on the

Ilsa kneels and embraces Grigory's corpse. Kisses him mouth. A gargantuan tentacled shadow looms above them.

ILSA

Hell will hold no surprises for us.

A tower of flesh disdainfully crushes them both.

INT. CATACOMBS - ADJACENT TUNNEL - NIGHT

over to

In a passageway, Hellboy carefully hands Liz's body Myers.

HELLBOY

Keep her safe. No matter what. I'll deal with whatever's back there.

MYERS

Alone?

HELLBOY

How big can it be?

smash
speed,
As if in response, a massive tentacle fills the tunnel, reaching for him. Oil lamps hanging from the ceiling onto HELLBOY'S head as he is pulled back at breakneck speed, finally confronting --

INT. THE CATACOMBS - NIGHT

open.
tries to
bounce
grinding
marble
worth.
the
tentacles
Hellboy's
forward.
to
crevice,
BEHEMOTH!!! The size of a house --
Hellboy -- head smoking -- writhes in the grip of the tentacle. It suddenly throws him toward the ceiling.
As he arcs back down, ABM!! -- he cracks the floor wide open.
Next to him: the rosary and the EXPLOSIVE BELTS. He tries to grab them. The tentacle slams down, blocking his way.
The vibration sends the belts down into the crack. They bounce off a small ledge and land further down. Far below, grinding cogwheels and gears.
marble Hellboy manages to pull a steel sword from the closest statue.
worth. Hellboy stands up and swings the sword for all he's worth.
the FWAP! He cuts clean through the tentacle. The tip hits the floor, rolling into the crack.
tentacles From out of Behemoth's stump... a mass of wriggling tentacles replaces the cut-off section! They squirm around Hellboy's face as he slashes, again and again, fighting his way forward.
to He leans into the crack, stretches his arm, struggling to grab the belts. A few inches short. He jumps into the crevice,

onto the first ledge. It crumbles!!

The gears below grind a few falling bricks. The belts
slide
away.

A tentacle captures Hellboy, pulls him up. At the last
second,
he grabs the belts with his tail.

The beast raises Hellboy high. A multi-layered mouth
opens
in the body of BEHEMOTH. The most horrible proboscis
ever
seen.

Hellboy's tail passes him the belts.

The timers on them are crushed. A spark spurts:
Useless.

HELLBOY

They never work --

He wraps them around his stone arm.

HELLBOY

Ugh -- Now, this is gonna hurt --

He pulls the pin on all the explosives. BEHEMOTH drops
him
into a squid-like beak and gulps him down.

After a moment, a weird gurgle emanates from the
creature's
innards. Then --

INT. CATACOMBS - NIGHT

A surge of light roils within the thing, outlining the
pulpy
organs. The creature starts to burn.

OMIT

INT. CATACOMBS - NIGHT

A chain reaction yields a cacophony of explosions as
Behemoth
is enveloped in a cloud of fire, goo and soft flesh.

Hellboy lands with a sickening, bone-crunching THUD!!!

missing
With a bellow, Behemoth goes down, the limp tentacles
Hellboy as they vanish in a blaze of energy and light.
Finally, just a few cinders of flesh float in the air.

INT. CATACOMBS - NIGHT

light
Hellboy stands, covered in goo. Two final shockwaves of
ripple over the ground.

HELLBOY

Ouch -- It did hurt.

INT. ADJACENT TUNNEL

Painfully
Hellboy lurches into the passageway and spots Myers.
drags himself over. Liz's body is on the floor.

Liz's
chest
Manning limps in from an adjacent room. Hellboy cradles
head in his huge hand. Holds her against his powerful
and whispers in her ear.

A beat or two, then a moan.

LIZ

In the dark -- I heard your voice --
What -- did you say -- ?

He looks at her, lovingly caressing her hair.

HELLBOY

"You, on the other side: let her go.
Because for her, for her -- I'll
die. I'll cross over."

(beat)

"And you'll be sorry I did."

as
her
Myers smiles. Liz looks at Hellboy for the first time
what he is: the man she loves. A warm, gentle fire rims
body.

illuminated
Manning watches. Agent Myers smiles a sad smile,
by the flames.

as Tom

Hellboy and Liz kiss. The fire haloes them and builds
Waits' CINNY'S WALTZ fills the air.

OUT:

FADE

THE END