

**IT CAME
FROM THE
DRIVE-IN**

written by
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When Underworlds Collide draft

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TONIGHT'S FEATURE IS PRESENTED IN
SUPER-LIVING 3D

PUT YOUR GLASSES ON NOW

EXT. HILLTOP -- NIGHT

Pitch black. Heaving breath echoes. Footsteps pound. Something cuts through the brush.

A TEN YEAR-OLD BOY runs full stride, cresting the top of the hill. On the valley floor far below, hundreds of tiny lights sparkle in a big circle. Something big's going on down there.

The boy charges down the hill, desperate to reach the light.

EXT. TOWN FAIR -- NIGHT

Hazy. Dream-like. Warped sounds from a time long ago.

Booths and exhibits range from Mom's homemade pies to Army recruitment. A hot-air balloon hovers. A SIGN reads:

CENTERVILLE WELCOMES FARMERS' WORLD EXPO 1939

THE BOY passes scarecrows with jack o'lantern heads... Apple-bobbers... A pumpkin carving contest... Costumed kids.

It's Halloween. But the boy doesn't care.

Not looking, the boy bumps into a WEASELY PUNK buying cotton candy. This little rat's got a snot-nosed sneer and enough oil in his hair to grease a windmill. THE WEASEL grabs him.

THE WEASEL
Where's the fire, hot rod?! You
better watch where you're goin' if
ya know what's good for you.

A MAN with a MUTTON-CHOP MOUSTACHE, who's running the booth, returns with cotton candy. The Weasel releases the boy.

THE WEASEL
I'll see you later.

The boy runs. Weasel gives Mutton-Chop a shiny silver coin. He snatches the candy and stuffs it down... Then Mutton-Chop notices SILVER PAINT on his finger. He bites into the coin.

It SNAPS IN HALF. The coin's made of wood. Mutton is furious.

MUTTON-CHOP
You little weasel, why I oughtta...

But the Weasel just disappears into the fair crowd. Laughing.

BACK TO THE BOY --

Thunder and lightning as the boy continues through the fair, running to... a creepy tent with a clockwork sign:

INVENTIONS OF TOMORROW

INT. INVENTIONS OF TOMORROW TENT -- THAT MOMENT

Mad science equipment. Test tubes. Electricity trapped in glass spheres. The boy stops next to a big work table.

On it, a dirty tarp covers a hulking "body." Suddenly, a huge METAL HAND, big enough to crush the boy, falls from under the tarp. Startled, he tucks it back underneath.

And that's when he's grabbed from behind by a MAN WITH SCARY GOGGLES and LAB COAT. It seems the boy is done for... Until the man smiles, hugging him as only a FATHER would.

FATHER

I thought you'd never get back!
Did you find it?

The boy hands dad a HYBRID TOOL: part screwdriver, part wrench, all around weird. Father pats his son's head...

FATHER

What's this? You feel that?

Concerned, Father kneels to the boy's level to investigate. He rubs the back of the boy's neck, examining...

Then magically produces a SILVER DOLLAR from the boy's ear.

FATHER

This is an extra special coin, son.
The only one made of pure silver.
The perfect conduit to hold the
spark we need. *The spark of life.*

Together, they remove the tarp from the hulking shape.

A huge, shiny ROBOT. It's made from an old suit of armor, refrigerator parts, and pneumatic tubing. The word "RESCUE" is painted across its chest with a red and white cross.

Father flips the SILVER DOLLAR, then opens the robot's chest panel. He slips the coin inside, like it's a polished heart. The coin conduit connects to different contact heads.

FATHER

Let's find mom. She won't want to
miss this. And we don't want to
miss out her world-famous lemonade.

Father leaves. The boy's about to follow when he notices the robot's CHEST PANEL hanging open. He moves to close it...

VOICE (OS)

DON'T TOUCH THAT!

THE WEASEL stands behind him, devouring his cotton candy.

WEASEL

You're gonna break it and I'm gonna
tell on you and you'll be sorr-rry!

The boy nervously points to a sign at the tent entrance:

NO ADMITTANCE BEFORE PUBLIC EXHIBITION! FAMILY ONLY!
-- DR. LAWRENCE SPINGLEMEYER

WEASEL

Aww, don't be a square. I just
wanted a little sneak peak at
Doctor Weirido's latest invention.

The boy slams the chest panel closed, darts out of the tent.
The Weasel turns back to the robot, glaring with cold eyes.

EXT. TOWN FAIR -- MOMENTS LATER

The boy searches for dad, passing the ribbon-cutting. THE
GOV. hands THE MAYOR a pair of big scissors to kick it off.

He goes by another tent where swooning teenage GIRLS watch a
young ARMY CAPTAIN getting an EAGLE BATTALION TATTOO.

Then he sees a GYPSY CART. A PRETTY FORTUNE TELLER fixes her
make-up. She closes her compact, beckoning the boy with a
deck of TAROT CARDS. Thunder and lightning intensify as...

The boy chooses a card. He's about to look at it when...

KRR-KRACKK! Lightning strikes the hot-air balloon hovering
over the fair. IT BURSTS INTO FIRE. Flames shoot down the
ropes, igniting tents and booths. Screams ring out.

VOICES (OS)

FIRE!! SOMEONE HELP US!!

Out of nowhere, Father grabs the boy from behind.

FATHER

Come on, son, we've got work to do!

The boy drops the tarot card at the fortune teller's feet.
Her gloved hand picks it up. We don't see the card's face.

INT. INVENTIONS OF TOMORROW TENT -- MOMENTS LATER

Father and son scramble to action. In all the commotion, the
boy doesn't notice his Father shut the robot's chest panel.
The same panel the boy closed minutes before.

The boy inserts the hybrid tool into the Rescue Robot.
Together, Father and son crank the key. Gears whine and hiss.

The METAL HAND drops from the tarp, clenching into a FIST. The
ROBOT slowly rises like Frankenstein's monster... It's alive!

EXT. TOWN FAIR -- MOMENTS LATER

Heads turn at the sound of CLANGING FOOTSTEPS. A SHADOW falls over people's faces. Voices scream out in shrieking terror. The Weasel sees it. Cotton candy falls from his mouth.

The RESCUE ROBOT stomps across the fairgrounds. People run, hiding behind booths. But the robot passes them by, marching straight into the hot flames.

It emerges from the inferno moments later, carrying out a whimpering dog... Then it goes right back inside to help.

Father watches with awe. Beside him, the boy trembles in fear.

Amazed townspeople watch the robot battle the blaze, slowly realizing there's nothing to fear. A new patch of fire springs up. But the robot's ready...

PEEING on the flames with a strategically placed extinguisher. People cheer wildly. The Rescue Robot has saved the day. Before long, the fire has died down. All that's left is the burning hot air balloon still hovering above the fairgrounds.

The boy takes a few nervous steps back. A pair of loving arms wrap around him... His MOTHER, inside the lemonade booth, nudges him back toward his father.

Father takes his hand.

FATHER

Don't be scared, son. Always
remember, through any doubt,
through any pain, through any fear,
we'll find a way...

(squeezes the boys hand)
Or we'll build one.

Together, hand in hand, they turn to watch their creation. The robot grabs the fiery rope and pulls the hot air balloon down to the ground...

Then... Something goes wrong... Horribly wrong. SPARKS POP from the robot's chest. It twitches, goes haywire.

The robot HEAVES the fiery balloon into the heart of the fair. Then it charges like a steel rhino, smashing anything in its path. The new hero is destroying the Expo.

Father rushes to stop it. The boy's helpless as it SWATS dad like a fly. It lifts dad off the ground. Dad pulls its chest open, trying to rip out the COIN heart... But he's too late.

The robot HURLS father into the LEMONADE STAND. The booth collapses. The fiery Expo sign falls down on top of it...

And the booth BURSTS INTO FLAMES. The boy gazes in horror.

Buried by the burning wreckage, there's no way his parents can make it out alive. There's nothing he can do about it.

Then a burst of brilliant flame shoots from the robot's chest. Then, it topples. Lifeless. The rampage is over, but...

The entire fair is BURNING. A SIGN MELTS before our eyes:

**CENTERVILLE, KANSAS
NEW CULTURAL CENTER OF THE MID-WEST**

When the smoke clears, the boy is sobbing over the smoldering wreckage of the lemonade stand. Behind him...

The Expo has been decimated. The entire town's in an uproar. Children are crying, clutching their parents.

The boy notices something... He picks up dad's SILVER DOLLAR from the wreckage and stares at it longingly.

The Weasel steps forward with the governor and mayor in tow. Crying, he points his finger at the boy...

WEASEL

He did it! I saw him do it! He
was messing with that... M-monster!

Anger builds. Thunder explodes. Rain starts to fall. And the whole town turns on the boy. A MOB circles him.

The ARMY CAPTAIN with the EAGLE BATTALION TATTOO pushes through, the one face in the crowd that's not furious. He picks up the boy and carries him to safety.

Peeking out, the boy sees the destruction... the mob... and the dead robot. Clutching his SILVER DOLLAR, he breaks down.

DISSOLVE TO:

INT. MAUSOLEUM -- NIGHT

CLOSE on a pool of water. The image of the crying boy plays atop the murky liquid like a primitive TV.

SPLASH! An UGLY HAND hits the water, disrupting the image. We notice a BLACK CRESCENT MOON BIRTHMARK on the wrist.

PULL BACK to find ourselves in a creepy stone burial chamber lit only by flickering torches. The owner of the UGLY HANDS, face hidden by a hood, hobbles from the fountain to an ALTAR.

The hands deal five TAROT CARDS and an unearthly, dark rhyme:

UGLY HANDS (OS)
Creatures eternal, spirits *beyond*.
Summoned to service, by a voice
long gone...

The first card turns over: The Masked Death.

UGLY HANDS (OS)
Five centuries in darkness awaiting
one *night*. Amass the pawns in a
ritual of *fright*...

Three more cards turn: The Hammer, The Stars, The Sword.

UGLY HANDS (OS)
Days of man fade black with
Sahw-enn...
The Hour of Evil is set to *begin*.

The final card turns: The Anvil.

Ugly Hands cackles. The fountain erupts with BLINDING FLASHES OF LIGHT. On the water's surface, a new image is reflected:

It's the destroyed Expo and the charred hot-air balloon.

FLASH TO WHITE:

EXT. CONSTRUCTION SITE -- MORNING

The old hot-air balloon, NOW DECREPIT AND ROTTING, sits atop a dump truck in a pile of trash. WORKERS hammer, saw, and paint. A crane hoists a huge flat screen into the yard... Four more screens are stacked nearby.

The giant, unlit sign tells us we are at:

THE CINCO-RAMA DRIVE-IN

This is a very soon-to-be, five screen, state-of-the-art, OUTDOOR MULTI-PLEX mecca of movie-going excitement.

The parking lot is done. The circular stone perimeter wall, adorned by FIVE RAISED PROJECTOR ROOM TURRETS, makes the place look like a fortified castle.

An the snack bar, newly painted goblin-letters invite all to:

ENJOY DELICIOUS MONSTER POP!

The theater looks amazing. And as soon as the screens are fastened to the steel frame in the middle of the lot, modeled after The Pentagon, the Cinco-Rama Drive-In will be finished.

EXT. HILLTOP -- MORNING

OBIE TYLER, a wiry 10 year-old, peers through binoculars in awe. Watching the construction of the DRIVE-IN far below, it's like he's watching the pyramids being built.

A shrill scream interrupts the moment. Obie checks his *Famous Monsters of Film-Land* wrist watch: 7:35 AM, OCT. 29, 1959.

Obie shoves the binoculars in his backpack, which is strapped with an assortment of tools: 3-D glasses, slingshot, rubber mallet, wooden stakes, garlic. Normal, everyday kid stuff.

As he peels off on his bike, we can see SOMETHING GREEN resting on his head, but he's gone before we see what it is.

EXT. TREE-LINED ROAD -- MOMENTS LATER

Obie's bike zooms down the hill, ripping past an old GRAVEYARD with crumbling, crooked headstones... and an old mausoleum.

Further along, he passes a dingy, TIKI BAR that looks like it hasn't seen a customer since King Kamehameha was in diapers.

EXT. OLD VICTORIAN MANSION -- MOMENTS LATER

Steeple of a creepy old house protrude behind a large stone wall. There's a FAMILY CREST on the rusted gate. A dirty coat of arms bears an ANVIL and ominous lettering:

SPINGLEMEYER

Below it, a stack of NEWSPAPERS. Obie rides by, hitting the skids when he sees The FRONT PAGE. The paper nearly jumps into his hand. It shows an artist's rendering of the Drive-In.

OBIE
(reading)
Hollywood comes to the Heartland
with Drive-In Halloween Spook-
Tacular. Centerville proudly
welcomes... BOSS-O-RAMA!

Beneath the headline, two PHOTOS. The first, a glamour shot of a BLEACH-BLONDE BEAUTY. A ringer for Lana Turner. Caption:

FAYE MORGAN - THE QUEEN OF THE SILVER SCREAM

The second photo shows a familiar SLICKSTER. He may be twenty years older, but that devious smile is the same. The WEASEL from the town fair is all grown up. Caption:

MELVIN MORLOCK - THE HOLLYWOOD MOVIE MOGUL

A dinosaur ROAR jolts Obie back to reality. He leaps into the bushes as the gate creaks open. A THICK BLACK CLOUD emerges, the shape of a CAR barely visible with the smoke.

The car door opens. A terrifying figure emerges. Kaiser helmet, WWII gas mask with hose mouth, big welding gloves. Through Obie's eyes, he looks like some kind of SMOG MONSTER.

The Smog Monster examines the newspapers stack, counting them. That's when Obie realizes he still has the paper in his hand.

The Smog Monster does a re-count. Realizes one paper is MISSING. His visored gas mask sweeps the area intently.

Obie pulls down the GREEN THING on top of his head. It's a PLASTIC FRANKENSTEIN MASK. The green Franken-face blends with the shrubs, perfectly camouflaging Obie. He's frozen stiff.

The Smog Monster's gaze stops on the bushes. Obie gulps down a bowling ball. Does it see him? With its eyes covered, we can't tell, but Obie's about to water the plants.

Finally, the Smog Monster carries the rest of the papers to the trunk of its car... which we'll call the SMOG MOBILE.

Gears hiss. The monster climbs into the driver's seat. The Smog Mobile chugs down the road, wrapped in black smoke. As it passes Obie, he spies TWO METAL CANNONS mounted on top.

Obie yanks off his mask. Exhales. *Whew! That was close.*

CUT TO:

EXT. TOWN SQUARE -- MOMENTS LATER

A giant welcome sign decked with cobwebs and spiders:

CENTERVILLE, KANSAS
THE GEOGRAPHICAL CENTER OF THE UNITED STATES
POPULATION 3,495. WHERE FRIENDS MEET IN THE MIDDLE!

Obie zooms into town square. It's Grover's Corners and Disneyland's Main Street rolled into one. Smiling citizens decorate storefronts. We may or may not notice that...

Sale signs hang in most of the store windows, declaring big savings and the struggling economic times. But even that can't break the festive mood this morning.

The jolly MAYOR FAREWETHER and his SECRETARY hang cobwebs on Town Hall. Beside them, the pudgy SHERIFF DUNN props up a skeleton, while his ox-like DEPUTY REDDY unfurls a banner:

TOWN HALL MEETING TOMORROW NIGHT

The whole town's in the Halloween spirit, Obie more than anybody. His bike skids out in front of the Mayor.

MAYOR FAREWETHER
Ready for the big night, Obie?

OBIE
My alarm's set for the stroke of midnight tomorrow, Mayor! I'm not gonna miss one minute of Halloween. And I'm gonna be first in line at the Grand Opening Spook-Tacular!

MAYOR FAREWETHER

Fantastic! Don't forget to bring your parents and your friends and anyone else with money to spend... Lord knows our economy needs it.

The Sheriff throws his two cents in the conversation.

SHERIFF DUNN

Try and keep a lid on all the monster shenanigans, Obie. I don't need another "walking dead" panic like you started last year.

KA-THOOM! A cannon blast scares the crap out of everybody. A neatly-rolled newspaper lands at their feet with a dull SMACK.

The smog mobile passes by. Obie tenses, gripping his handlebars. The Mayor gives the smog mobile the stink-eye.

MAYOR FAREWETHER

Can't we find ourselves a normal delivery boy, for the luv'a Pete? Sounds like Omaha Beach down here.

KA-THOOM! Another blast sends a rolled paper soaring. The paper smacks the Deputy in the chest, landing in his arms.

MAYOR FAREWETHER

Can't you do something?

SHERIFF DUNN

No law against delivering the paper, Mayor.

MAYOR FAREWETHER

Well, there ought to be.

KA-THOOM! Another paper launches. This one banks off a stop sign, ricochets off two cars, then lands in the mailman's bag.

EXT. TOWN -- MOMENTS LATER

Obie pedals furiously through town but no matter where he goes the smog mobile scares him at every turn. *Is it following him?*

As Obie skids out by THE DINER... KA-THOOM! A newspaper launches right at his head. But just before it hits... WHACK! A BROOM swats it away like it's a giant fly, courtesy of...

HAYWOOD THE SODA JERK

Some bad broom-work, Obie!

Obie bolts. Pedals straight into the intersection... Right in front of a PRODUCE TRUCK with a plaster carrot sign on top:

BOBBY LEE'S FARM FRESH VITTLES

BOBBY LEE'S angry Texan voice screams from inside:

BOBBY LEE (OS)
Tarnation, Lupita, a rabbit's only
good for multiplyin' and crappin'!

LUPITA, his pretty wife, is being yelled at. Sobbing, she strokes the PET BUNNY in her lap. Obie's bike cuts them off.

LUPITA
Aye dios mio!

The truck skids. A load of pumpkins falls off, splattering all over the road. Bobby Lee leans out the window. He's a lot older than his wife. And he isn't a Texan... he's Asian.

BOBBY LEE WONG
Tyler, you always gittin' in
everybody's way. Boy, you ain't
got the sense God gave a lemon!

EXT. / INT. TYLER'S TOOLS AND TIDBITS -- MOMENTS LATER

SIGNS hang at the hardware store: BIG SALE! 25% OFF!

Obie dumps his; scurries in. A KOOK in a leather apron cuts him off, wielding a gut-covered butcher knife. Obie screams.

The kook spins a pumpkin around to reveal a half-carved jack o'lantern. The guts are pumpkin guts. The kook is actually...

OBIE'S DAD
Thanks, son. I wasn't sure this
pumpkin was scary, but now I know!

HANDS grab Obie from behind, scaring him again.

OBIE
No, mom, please! Smog m-m-monst...

Obie's mom, TINA TYLER, pushes him back toward the door.

OBIE'S MOM
Monsters again? I don't wanna hear
it, Obie. Hustle your doo-dads or
you'll be late for school.

The smog mobile rumbles outside. Obie looks to his dad. TIM TYLER just points his knife at him, looking pretty damn scary.

OBIE'S DAD
You heard your mother... And Obie,
sign up for the glee club. Get into
some *real-world* fun for a change.

SLAM! The door shuts behind him. Obie nervously checks the street. The smog mobile has disappeared.

EXT. SCHOOL YARD -- MOMENTS LATER

Across the playground, the smog mobile idles, waiting for Obie. It's a stand-off. Obie pedals hard. The smog mobile's engine revs as they race for the school house.

Obie dives for the door, making it inside just as-- KA-THOOM! The smog mobile fires a final newspaper. It plops on the school porch. We linger on the front page photos of...

Movie Mogul, MELVIN MORLOCK, and Scream Queen, FAYE MORGAN.

MOVIE SCREEN --

A schlocky horror movie plays in glorious black and white. Faye Morgan shrieks, tied to an altar in a binding circle.

An UGLY HAG cackles, commanding MONSTERS, CREEPIES, and CRAWLIES to surround the circle. It's all very AIP. Just then, a KNIGHT bursts into the circle. Fending off creatures, he slays the hag as she completes her ritual.

The set rumbles. Phony ground opens. Polystyrene rocks tumble. Light spills from the open earth. Something crawls out of the ground. Faye shrieks obnoxiously.

FAYE MORGAN

Block the portal to the dark realm.

The knight removes his helmet. He's not too tough looking, but rather effeminate... 50s doo-wop cool in plastic armor.

He places the helmet in the binding circle, BLOCKING THE PORTAL-- BOOM! A big bang, followed by cheesy pyrotechnics. And when the smoke clears...

The knight holds Faye in his arms. The evil from the portal is now trapped in his helmet. Badly superimposed inside is...

A tiny DEVIL with cape, trident, and Frenchman goatee. It shakes a fist at them. The knight tosses the helmet with a bad one-liner and plants a smakeroo on Faye.

THE KNIGHT

Knighty-knight, baby!

THE END. A GALAXY PICTURES LOGO appears with a credit:

TRANCE TOWN TRAMP HAS BEEN A MELVIN MORLOCK PRODUCTION

INT. CLASS ROOM -- THAT MOMENT

A projector screen rolls up. Blinds open. The room's packed with kids watching the old movie. Nobody's paying attention...

Except for Obie. Scribbling furiously, he's taking notes:

HOW TO KILL MONSTERS

Obie adds a new item to the already long list:

EVIL PORTALS.....BLOCK 'EM

At the head of the class, PROFESSOR WELLS, the mild mannered teacher, writes on the chalkboard:

S... A... M... H... A... I... N

PROF WELLS
SAM HAIN.

Obie's head shoots up on hearing those words. Wells continues. We get the feeling this nonsense is beneath him, but he pontificates just to prove how smart he is.

PROF WELLS
An age old festival rooted in
creatures and rituals not unlike
the ones you just saw. And beware,
class, for Sam Hain is upon us once
again. Today we call it Halloween.

Obie's hand waves wildly. The teacher rolls his eyes.

PROF WELLS
Yes, Obie?

OBIE
You're saying it wrong, Professor.
It's pronounced *Sahw-enn*. It means
summer's end. End of the harvest.
Also known as the witch's new year.

Wells bristles. Nobody corrects him.

PROF WELLS
Sam Hain is the night that--

OBIE
People believed the ghosts of those
destined to die in the coming year
would walk the graveyard at
midnight on that night... *Sahw-enn*.

Wells sighs at the pronunciation, but he plays along.

PROF WELLS
The graveyard? Where else would
the ghosts of the dead walk, Obie?

OBIE
Not the dead. Those who will die...
The ghosts of the living.

Silence falls over the class... and a pretty, petite girl in the back named MARILYN. All eyes and ears.

OBIE

They say it's the day that our world and the spirit world are closest together. But that's not even the scariest part about it...

Hushed, the Professor leans forward. He's captivated.

OBIE

The people from the old world believed *Sahw-enn* was the one day a witch could call upon the devil himself to help complete a spell.

SCOOTER, a pint-sized punk in a leather jacket, sneers.

SCOOTER

So stay out of the graveyard or you'll end up ripe for the lilies, Fream. What a crock!

OBIE

It's not a crock, it's called history. Pick up a book for once and you might know somethin.

SCOOTER

Oh yeah?! I know what else is history. You. Right after school.

PROF WELLS

Settle down, both of you.

SPLAT! A gooey spitball smacks Obie in the face. The entire class erupts into laughter... Only Marilyn looks sympathetic. The Professor grabs Scooter by the ear. Yanks him outside.

PROF WELLS

That's it Wazootski! Your brother may have gotten away with murder in my class but you won't! History will not repeat here!

Obie wipes away the spit. SCOOTER'S CRONIES lean in close.

SCOOTER CRONY 1

Scared, Tyler? You should be.

SCOOTER CRONY 2

Yeah, 'cuz if Scooter don't step on ya', you know his brother will.

This scares Obie. He looks like he's gonna cry. Trying to hold it together, he silently contemplates being stepped on.

EXT. TOWN -- DUSK

The setting sun casts long shadows over town. We fly over the entire community, up to the top of old Spook Hill where Obie was early this morning.

On the other side of the hill, in the valley below, triumphantly stands the Cinco-Rama Drive-In. The workcrew is raising the second movie screen.

EXT. HILLTOP -- DUSK

Binoculars lower. An OLD GYPSY leers at the crew below. Behind her, a FIGURE wearing a ball cap opens an ANCIENT BOOK. The weathered page shows old text and five tarot symbols:

The Masked Death, The Hammer, The Sword, The Star, The Anvil

THE OLD GYPSY
Thee hour of Eee-vill is near.

CUT TO:

INT. DRIVE-IN -- NIGHT

The crew's been scrambling tirelessly to get the job done.

Over by the concession stand, near the big MONSTER POP SIGN, some workers take a break. A few of them pass around some promotional SODA BOTTLES filled with ghoulish green cola.

On the far side of the construction yard, a JACK O' LANTERN glows from the window of the site office. The door reads:

BILTMORE CONSTRUCTION - BUILD MORE WITH BILTMORE

INT. SITE OFFICE -- THAT MOMENT

ART BILTMORE, the contractor, screams into an old telephone.

BILTMORE
DON'T YELL YOU AT ME ABOUT PERMITS,
THAT'S NOT MY JOB! YOU TAKE THAT
UP WITH THE SHERIFF! NO, THIS
AIN'T HOLLYWOOD, BUT THE SHOW CAN
GO ON WITHOUT YOU, MR. MORLOCK!

KRACK-BOOM! Thunder echoes as Biltmore slams the phone down. He checks his watch... midnight. He turns to his calendar.

He X's out calendar number 29. We see today's date...

OCTOBER 30, 1959. The countdown's almost complete. The GRAND OPENING is the night after tomorrow... HALLOWEEN.

Biltmore stands to stretch, noticing something odd on the floor... he picks it up a TAROT CARD. It's The Hammer.

KRACK-BOOM! The lights go out. The jack o'lantern throws a shadowy grin on the wall behind Biltmoore. He peers out the window... There's no light in the construction yard either.

BILTMOORE

Crap on a cracker.

He feels his way to a cabinet and finds a flashlight-- CLICK! The light beam reveals...

A GHASTLY CONSTRUCTION WORKER standing silently in the corner. Shrinking skin and a bulging eyeball tell us he's UNDEAD.

FEAR (noun): 1. A distressing emotion aroused by impending danger, evil, or pain. 2. What Art Biltmoore feels when the monster in the corner suddenly grabs at him.

Biltmoore vaults his desk, zooming for the door. Opens it... Another gruesome twosome of ZOMBIE WORKERS block his exit.

Then the window CRASHES in; an explosion of glass. Something else has entered the room. It's huge and has HAIRY FEET WITH RAZOR CLAWS -- GRRROWL!

Biltmoore drops his flashlight in terror, storms the door.

INT. DRIVE-IN -- NIGHT

Biltmoore barrels through the two zombies, into the parking lot. It's too dark to see anything... Except for THREE MORE HIDEOUS SHAPES lumbering towards him in the darkness.

Running full tilt, he trips over a work bench. It's a blessing in disguise because Biltmoore finds...

A NAIL GUN. FSSST-FSSST-FSSST. Biltmoore fires it at the figures. Nails soar right past their heads (at us in 3-D).

Continuing his escape, he runs through the dark Drive-In, unable to see, bumping into things all along the way. Nervously firing off pot-shots with the nail gun.

He ducks into a corridor of heavy machinery, but the large CONSTRUCTION CRANE blocks his way. He's cornered himself.

Dark shapes of the UNDEAD appear at the corridor entrance. Biltmoore's trapped... and they're closing in on him.

Biltmoore climbs into the crane, locking himself in the large cab. He barricades the door with a spare GAS CAN he finds inside. He drops into the seat. Exhales. Safe.

SLAM! A green-skinned ZOMBIE WORKER slams against the door's glass-- SLAM! And another. They're trying to break through.

Biltmoore fires the nail gun into the front windshield. Breaks it. He climbs out onto the crane's huge lift arm just as the creatures break down the door.

Biltmoore steadies his aim... And shoots the gas can.

The cab EXPLODES into flames. Biltmoore quickly climbs the crane's arm as the fire illuminates the parking lot. And we now see what he bumped into while running away...

An army of UNDEAD CONSTRUCTION WORKERS. They're swarming all over the crane like ants. The fire's glow dying around them.

Biltmoore reaches the top of the crane. Doesn't know what to do. But he better think fast, because the zombies are climbing right up after him. And they look seriously hungry.

Finally, Biltmoore finds salvation. He sees that the crane is still attached to one of the large movie screens far below.

This is it. He has one chance... He aims the nail gun sure and steady at the cab... FSSST.

And it's the shot of his life. The NAIL strikes the hoist control lever dead center and flips it into the "ON" position.

The crane chugs to life, raising the large movie screen, creating a moving platform. Biltmoore waiting for it to rise as the zombies scramble up the crane. Almost upon him...

About to jump on the platform, Biltmoore realizes the worst.

The shape of a HULKING WEREWOLF rises into view. Silhouetted in the dark, it crouches on the rising platform. Biltmoore's trick shot with the nail gun has brought the wolf to his door.

The werewolf GROWLS, leaping straight at Biltmoore (and us).

The nail gun topples off the platform, falling for what seems like forever until it SHATTERS far below. The fire dies out.

FADE TO BLACK.

EXT. DRIVE-IN CONSTRUCTION SITE -- MORNING

A dirty boot SLAMS into the dirt. It belongs to Art Biltmoore, the contractor. He peers around the lot, eyes hidden by SUNGLASSES. Eerily calm, as if last night never happened- he's almost sleepwalking.

The construction crew works unnaturally quick. And just like their boss... Every last one of them is wearing sunglasses.

An ominous BLACK LIMOUSINE rolls slowly, touring the Drive-In.

EXT. / INT. TYLER'S TOOLS AND TIDBITS -- DAY

Obie's sweeping up, doing chores around the shop for his parents. His dad's on the phone in the next room. Every time he passes the door we get snippets of his conversation.

OBIE'S DAD (OS)

No we're not gonna close our doors.
This Halloween festival will turn
it all around, that's how I'll be
able to make the extra payment.

(stressed)

I... I just need some more time.

As he talks, OBIE'S DAD reluctantly replaces the 25% OFF sign in the window with a new one: CLEARANCE SALE! 50% OFF.

Obie watches with slumped shoulders. He turns his attention back to the broom, but can't focus on the boring old chores.

Obie digs out a *Famous Monsters of Filmland* Magazine. Opens it to a story on the latest Galaxy Picture by Morlock. It reads:

JACK O' LANTERN

In the mag photo: a gargantuan monster with a grinning pumpkin head, long grasshopper legs, and a glowing red lantern.

OBIE'S DAD (OS)

The floor's not gonna sweep itself,
son.

Obie's busted. His dad's right behind him.

OBIE

Sorry, dad, but the drive-in and
all, it's hard to spend Saturday
before Halloween doing chores.

OBIE'S DAD

I hear ya', but mom and I didn't
want to take away your allowance
just because we couldn't afford it.
Working here, you'll learn the
value of a buck and an honest day.

(notices the monster mag)

Whoa. Who's that? The pumpkin
beast from beyond the funeral pyre?

OBIE

Get real, Dad, it's Jack O'Lantern.
Man-o-man, he's the ginchiest ever.

(shows him the mag photo)

He has to wear this pumpkin mask
'cuz his face is so ugly that one
look'll give you a heart attack!

Obie's Dad, shrugs it off; *where does my son get this stuff?*
Just then the phone rings. Tim Tyler sighs.

OBIE'S DAD
Get that, will ya, Obie? If it's
the bank, tell 'em I stepped out.

Obie answers the phone. There's only eerie breathing on the
other end of the line.

OBIE
Tyler's Tools and Tidbits... Hello?

GRUFF SPOOKY VOICE (OS)
You... You stole my newspaper.

Obie's spine coats with ice. His dad snatches the phone.

OBIE'S DAD
Tim Tyler, here. Can I help you?

Dad quickly makes a list. Hanging up, he hands it to Obie.

OBIE'S DAD
Load up the wagon, Obie. I need
you to take a delivery up to the
old Spinglemeyer house for me.

Obie's feet freeze to the floor.

OBIE
Spinglemeyer?! The crazy paper
man?! But that's up on Spook Hill!

OBIE'S DAD
Spook Hill? Really, Obie. Just
take the stuff to the front gate.
The money will be there for you.

As he pushes Obie out the door...

OBIE
But it's almost night time!

OBIE'S DAD
Then you better get moving.

EXT. TYLER'S TOOLS AND TIDBITS -- DAY

Hooking up his bike, Obie looks across town to Spook Hill.
The OLD SPINGLEMEYER HOUSE looms. He flips his mask down.

OBIE
"Take the stuff to the gate." Sure.
And wait'till he skins you alive.

CUT TO:

EXT. OLD VICTORIAN MANSION -- DAY

Obie stops next to the Spinglemeyer mailbox. A jar hangs from a NOOSE on the front gate. A wad of dirty old cash inside it. He grabs the jar, bolting back to his bike-- THUD!

He's shoved into the dirt. A reflector breaks off his bike. Scooter, the bully, picks up the money jar with a smug grin.

SCOOTER

Look-ee here. It's the Fream I'm gonna cream... These samoleans should make up for the four hours I spent after school yesterday.

(leans in close)

S'matter, nosebleed, you scared of that house? You don't need'ta be. You'd fit right in with that freak.

OBIE

W-w-what are you doing way up here?

Obie tries to get up. Scooter steps on him, mocking him.

SCOOTER

L-l-looking for you. Someone I know wants a w-w-word with ya.

Scooter wolf-whistles. His big brother swaggers over...

WHEELS (19) is a greaser who sweats attitude and spits mean. His gang, two other greasers named SHOVEL & LOCKJAW, are piled in his chop-top car.

The car, a black convertible BUZZ BOMB, is meaner than all three of them put together. A real rocket from the crypt.

Wheels snaps his fingers. Shovel tosses him a comb. Wheels slicks up his pompadour, offering some doo-wop wisdom to Obie.

WHEELS

Careful walkin' the streets at night, cube. It's dangerous... Like dynamite. Ya never know when stuff's gonna explode.

Wheels picks up Obie's Frankenstein mask. Snickers at it.

WHEELS

What is this, kindergarten?
(to Scooter, bored)
You said this was gonna be fun.
Start makin' it worth Wheel's while
or you're hoofin' it back home.

Wheels "trades" Scooter the mask for the money jar, then hops back in his bomb. Scooter takes over, gets in Obie's face.

SCOOTER

So you like monsters, huh? Don't
'cha know they ain't real? I know
that 'cuz I got brains. Only real
monster lives inside that gate.

Scooter leans in close, gripping Obie's shirt collar tight.

SCOOTER

You know he killed his parents.

Obie gulps, saying nothing. He's terrified.

SCOOTER

Maybe he'll get you next, Fream.

ROAR! A nasty engine booms on the other side the gate. It's scary enough to freak out the greasers. Scooter gets hasty.

SCOOTER

Since you like monsters so much,
you should go live with'em!

He tosses Obie's mask & backpack over the wall, into the yard. Scooter slugs Obie in the gut then dives into Wheels's bomb. The greasers tear-off.

Trying to catch his breath, Obie scrambles as the IRON GATE slowly creaks open. He hides along side it as...

A BLACK HEARSE with dark windows, blue flames, and a chrome skull on the hood, rumbles out. It makes the bomb look like a Matchbox car. Obie's awed. It drives off like rolling thunder.

Does it mean nobody's home? The gate's slowly creaking closed. Decision time. Obie thinks quick and darts inside.

EXT. SPINGLEMEYER YARD -- MOMENTS LATER

Obie grabs his mask and backpack. His 3-D GLASSES fall out.

Nerves calming a bit, Obie realizes it's not so creepy here after all. Nice grass, fresh paint, a well-kept flower bed... Suddenly, something bumps against Obie's feet. He jumps back.

A modified MECHANICAL MR. POTATO-HEAD walks on robotic feet, trimming the grass with its LAWN SHEAR ARMS. Another one digs at the flower bed... And another waters the lawn with a hose.

Obie's fear turns to awe. He can't believe what he's seeing. There's a small army of these guys performing all manner of chores. As a sign by the door says, they're the handiwork of:

HAROLD SPINGLEMEYER, INVENTOR

Obie climbs onto the porch, steps on a LOOSE BOARD-- CLACK! He TRIGGERS A MIRROR that locks into place by the door.

INT. SPINGLEMEYER HOUSE -- THAT MOMENT

Obie's reflection bounces through a network of mirrors that CLACK along a system trailing through the house... from the LIVING ROOM... to the KITCHEN... down some CELLAR STAIRS...

IN THE LABORATORY --

A mirror pops out amid a mess of mad science equipment. INTENSE EYES glare at Obie through horn-rimmed glasses... Somebody is watching him.

OUT ON THE FRONT PORCH --

The mirror resets back to its original position. As it does, it pulls the front door open. Obie cautiously eases into...

THE GLOOMY FOYER --

OBIE
H-h-hello?

His steps kick up dust. Nobody's been in here for awhile. Mechanical sounds come from the next room. Obie follows them.

IN THE KITCHEN --

It's like an auto-assembly line. Dishes are blasted clean by a faucet, loaded on a conveyor, and deposited in the cabinet.

Obie finds a door to a dark stairwell. GOGGLES WITH GREEN LENSES hang by it. Obie puts them on, totally awed by...

OBIE
No way!

OBIE'S POV-- The green goggles light the way. An early version of night-vision. There's a door at the bottom of the stairs.

OUTSIDE IN THE YARD--

Dirty boots stop at Obie's 3-D glasses. A hand picks them up.

BACK INSIDE THE LABORATORY --

Obie's in a converted garage/science lab. The green goggles illuminate an AMAZING WORLD OF SCIENTIFIC WONDER. Twisting liquid coils. Bubbling beakers. Lightning trapped in spheres.

A happy LAB RAT stares at Obie from a cage labeled: MARCONI.

A car is in the room. A NASH RAMBLER with TWO CANNONS on top. It has a huge exhaust. A WWII GAS MASK on the hood.

This is the SMOG MOBILE. A lot less menacing when it's quiet.

Obie checks the trunk. An unfolded newspaper rests in a tray. CLACK-FOOSH! Two metal arms fold the paper end over end. It's sucked into a tube and loaded into the launching cannon.

A SIGN hangs in the rear window of the smog mobile:

HAROLD SPINGLEMEYER, PAPERBOY

Obie bumps into a massive workbench where a dirty tarp covers what can only be described as a large "BODY." He gasps. It's like he just walked into the morgue.

Backing away, he notices something on the floor. He picks up an old SILVER DOLLAR. And that's when...

A big METAL HAND falls from under the tarp. Steadying himself, Obie slowly reaches for the tarp... closer...

VOICE (OS)
DON'T TOUCH THAT!

Leaping out of his skin, Obie drops the silver dollar. There's a FIGURE in the doorway. HAROLD SPINGLEMEYER (29).

Harry turns on the light before Obie can see him clearly. Obie's green goggle-vision turns blinding white.

Obie rips off the goggles, momentarily blind. Harry dims the lights so we can't get a good look at him. Obie's nervous...

OBIE
Www...what is this thing?

HARRY
Just an old piece of junk.

Obie motions to the sign in the car.

OBIE
Are you... H-H-Harold Spinglemeyer?

Harry disappears in the doorway shadow. He doesn't answer.

OBIE
I... I'm Obie. Obie Tyler.

Wraith-like, Harry quickly throws a tarp over his car and moves back into shadow.

HARRY
You're the paper thief.

OBIE
Umm... Borrower, actually.

Obie digs in his backpack. The silver dollar he dropped falls deep inside. Obie offers Harry the paper he took.

HARRY
Ain't news no more, kid.

Harry grabs a tool. Obie glimpses an ugly gnarled saw blade.

OBIE
Your machines are totally boss.
These goggles are way better than
anything in any H.G. Wells movie.
(holds back a beat, then)
I bet if you took these things into
town, all the people would think --

CLANG! Harry throws the saw on his workbench, JOLTING Obie.

HARRY
-- that I'm a monster?! A freak?!

OBIE
People don't think that.

HARRY
Tell it to the choir, kid.

Obie's stuck his foot in his mouth... an uncomfortable moment.

OBIE
Why don't you ever come into town?

Harry gets mad. He charges Obie but stops short of the light.

HARRY
Why'd YOU let that bully push you
around outside?

OBIE
You saw that?

HARRY
You gonna spend your whole life
being a fraidy cat or what? Huh?

OBIE
I don't...
I don't know, Mister Spinglemeyer.

Harry finally reveals his stoic face. Square-jawed, good looking, he's not what Obie expected... But he's very angry.

HARRY
Mister Spinglemeyer was my father.
(moves back into shadow)
...I'm just Harry, kid.

Obie's... frightened... awestruck... not sure what to think.

INT. HARRY'S LIVING ROOM -- MOMENTS LATER

Harry's at the window, watching Obie climb clumsily back over the wall. Harry shakes his head. Marconi, his rat, is on his shoulder. It shakes its head at Obie too. Harry pets it.

There are packed-boxes scattered all around. Harry's moving.

He picks up an old framed photo from the 1930s. It depicts A BOY with his MOTHER and FATHER. The same mother and father that perished at the World Expo. Harry's mom and dad.

He tosses the picture into a moving box. Slaps the lids shut.

EXT. HARRY'S HOUSE -- DUSK

Obie leaps over the wall, lands by the mailbox and notices...

OBIE

Aww, man. Rat-fink Scooter!

His bike is gone. Pulling the wagon, Obie starts walking home. As he goes we pull back, travelling up Spook Hill... past the old tiki bar... beyond the gnarled cemetery to...

EXT. HILLTOP -- DUSK

The Drive-In dominates the valley. The crew is raising the second movie screen. The door to the site office SLAMS open. SHERIFF DUNN storms out, feathers severely ruffled.

SHERIFF DUNN

I don't care who you are, Morlock,
you're s'posed to have the building
permits BEFORE the building starts!
I'm not signing off on anything!

He angrily kicks the tire on Morlock's limo then jumps into his police car and zooms off.

INT. SHERIFF'S CAR / EXT. NEIGHBORHOOD STREET -- DUSK

Sundown. Sheriff Dunn cruises town muttering as he drives.

SHERIFF DUNN

Hmmph! Go make your little movies.
I ain't losin' my badge on account--

He spies Obie pulling his wagon home. Obie watches the law man go by. Continuing on, Obie finds Wheels's bomb in a nearby driveway. He backs into the street, avoiding it...

SCREEEACH! He's almost flattened by a beat-up GYPSY TRUCK trailing the Sheriff's car. THE OLD GYPSY sneers from its passenger seat, looking through him. Like she knows something.

It's all too much for one day... Obie sprints home.

INT. SHERIFF STATION -- NIGHT

Deputy's deep in paperwork. Sheriff shuffles in, exasperated.

DEPUTY REDDY
Bad day, Sheriff?

SHERIFF DUNN
I tell ya, Reddy... Fella gets a
bit'a success, little taste'a
money, he thinks he's boss of you.

DEPUTY REDDY
Morlock...

SHERIFF DUNN
I don't care how big his pile of
box office receipts is, I think
it's all nothing but a pile of...
(sighs, giving up)
Ahhh... it don't matter anyway.

Something FALLS off of the APB board. Sheriff picks it up...
It's a TAROT CARD. The Star. The Sheriff's puzzled.

SHERIFF DUNN
What in the heck...

He holds out the card to Reddy: *you know anything about this?*

DEPUTY REDDY
Cribbage is my game.

That settles that. The Sheriff tosses the card aside.

SHERIFF DUNN
I'm heading to the diner. Maybe
I'll be nice and bring'ya back a
slice of Marie's rhubarb pie.

DEPUTY REDDY
You want to be really nice, why
don't you just bring me back Marie?

The Sheriff laughs. He reaches for the door knob-- KRASH!
A HAIRY, CLAWED FIST SMASHES RIGHT THROUGH THE DOOR.

Sheriff Dunn flies over his desk into the far wall.
The lights go out. SOMETHING HUGE enters the station.

Deputy Reddy races to the gun case. He grabs a SHOTGUN,
starts FIRING shells into the dark. A shadow descends upon
him. In a last gasp, he throws the shotgun at THE SHAPE.

DEPUTY REDDY (OS)
NNNOOOOOOOO!!

Sheriff Dunn hears the scream. Groggy, he crawls to his feet.

PANIC (noun): 1. A sudden overwhelming fear that produces hysterical or irrational behavior. 2. What can best be described as what happens when the Sheriff sees...

A HULKING MASS of fur and muscle hunched over the Deputy. It's hard to see, but we know it's the wolf from the drive-in. The Sheriff bolts into the...

THE HOLDING AREA --

CLANK! Trying to barricade himself in, The Sheriff closes a massive STEEL DOOR that separates the JAIL from the station.

SLAM! Something hits against the door hard, loosening the hinges-- SLAM! It hits again... and again.

The Sheriff retreats to the end of the row of cells. Entering the last jail cell-- CLANK! He locks himself in.

CRASH! The first steel door gives way. A thick BANK OF FOG rolls through the holding area. The cells RATTLE violently.

Blinded by fog, crippled by fear, the Sheriff can only watch as-- BOOM! One by one, the jail doors blow off their hinges.

BOOM-BOOM! Door after door EXPLODES off until the only one left is his cell. The Sheriff backs himself into the corner, collapsing into a ball. Waiting...

But the final BOOM never comes. All is deathly silent.

The Sheriff peers intently through the fog at his cell door... And that's when it comes, but NOT from the front.

BOOM! The cinder block wall behind the Sheriff explodes.

Two incredibly strong, fur-covered ARMS BURST THROUGH the stone, yanking him out of the cell from behind. The Sheriff is gone in a split-second. As the fog settles...

DISSOLVE TO:

TV SCREEEN -- BLACK & WHITE

Another old movie. The horror classic, *Frankenstein*. Villagers run. The monster rampages. Faye Morgan shrieks.

INT. OBIE'S HOUSE -- NIGHT

Obie's watching TV. On it, Dr. Frankenstein works in his lab.

OBIE'S MOM
We're leaving in ten minutes.

Obie goes to turn off the TV. The movie throws to commercial-- a typical 50's in-studio starring Faye Morgan.

FAYE MORGAN
 (on TV, bubbly)
 Here in Hollywood, looks are everything. So I use Glamazon make-up. It goes on natural to cover up blemishes and minor imperfections. Be glamorous, girls! Get Glamazon!

Faye powders up from her compact. Obie clicks off the TV.

He heads to his bedroom -- a shrine of monster posters, lobby cards, Aurora models, and *Vault of Horror* comics. Obie grabs his jacket, tripping over his backpack.

The old SILVER DOLLAR falls out. Puzzled, he picks it up-- KNOCK-KNOCK! Somebody's at the front door.

OBIE'S MOM (OS)
 OBIE, GET THAT, PLEASE!

Obie opens it... his BIKE is there.

It's polished. The reflector's fixed. And the bike has been suped-up. Hoses all over the place. A paper sits snug in a side cannon. A control box with buttons reads: BULLY BUSTER.

Obie's 3-D GLASSES hang from it, eyes replaced with GREEN FILTERS, like Harry's goggles. Obie regards the silver dollar.

OBIE
 ...Harry.

CUT TO:

EXT. / INT. CENTERVILLE ELEMENTARY SCHOOL -- NIGHT

The lot's packed. The beat up gypsy truck pulls in and kills its lights. The Old Gypsy and her shadowy driver are inside.

INSIDE THE GYMNASIUM --

WHACK! The Mayor bangs a gavel to start the town meeting.

MAYOR FAREWETHER
 As you all know, the recession has taken its toll on our town. It's time for Centerville to dust itself off and stand back up on its feet.

Familiar faces in the crowd. Bobby Lee is with Lupita as she strokes her pet bunny. Haywood's in back with Prof Wells.

Obie's sitting with his parents. Oblivious to the financial woes, he's drooling over MOVIE POSTERS propped-up on stage.

Wheels and his gang are on their best behavior... because... Sheriff Dunn and Deputy Reddy keep the peace up front. Biltmore, the contractor is next to them. All three are...

Sitting eerily still. And we have to wonder if their DARK SUNGLASSES are a fashion statement or something more sinister?

MAYOR FAREWETHER

Ladies and gentlemen, meet the man who has made it possible... Please welcome Movie Mogul, Melvin Morlock! With him, Silver Scream Queen, the lovely Faye Morgan!

The lights go out. Eerie glow illuminates MELVIN MORLOCK and his arm candy, FAYE MORGAN. They take center stage; prom king & queen of Sinister High. Time hasn't changed Morlock. He's still weasly slick, addressing the crowd like P.T. Barnum.

MORLOCK

Good People of Centerville--

But he's cut off. Wheels pipes up from the back.

WHEELS

So it turns out the dish is datin' a dish rag. What a waste. C'mon boys, let's agitate the gravel.

Wheels's gang leaves. Morlock sneers; *nobody steals his thunder*. A beat. He recomposes.

MORLOCK

Ahh adolescence. Is there any wonder why animals eat their young? Good People! Thank you for your gracious reception. Long are the days since I left my home to seek my fortune. It warms me to know...

(snide)

This place hasn't changed a bit.

Master showman, Morlock feigns sincerity, plucking the heartstrings of the townsfolk like a harp player.

MORLOCK

It's no secret recent years have not been kind to Centerville-- Stores have been forced to shut down... farms in danger of foreclosure.

Tim Tyler puts an arm around his wife, pulls her close to him. Bobby Lee spits out his wheat chaff.

MORLOCK

But all that is about to change!

OUTSIDE THE GYM --

Harry's sits in his car, wearing a set of giant headphones. He points a gizmo that's half-shotgun, half-foil-covered umbrella at the gym. He's eavesdropping via home-made device.

BACK INSIDE --

Morlock strolls to a big poster. It's an artist's rendering of the completed Cinco-Rama Drive-In decked out for Halloween.

MORLOCK

Tomorrow the Cinco-Rama will open its doors in spectacular fashion-- a Halloween Festival like nothing seen before. People will come in droves, crossing county lines to be a part of a historic event. Centerville will regain its place as cultural center of the Mid-west!

The crowd eats it up. Applause. Cheers ring out. As this is going on, Obie notices something out the window...

Wheels's gang. They're up to no-good. Obie sees them breaking into a side-door of the gym. Curious, he ventures over...

BEHIND THE STAGE AREA --

Obie hears voices in the dark hall. Follows them.

SCOOTER (OS)

C'mon, hurry up before they see us.

WHEELS (OS)

Quit bein' such a pansy. Nobody's gonna see nothing. Sheesh, on what planet are you my brother?

BACK ON STAGE --

MORLOCK

Mayor Farewether, in honor of the celebration, please accept my gift-- a surprise contribution to Centerville's regrowth. Ladies and gentlemen, I give you...

Morlock holds up his hand - POOF! A magic cloud appears. Inside is a bottle of green soda with a monster on the label.

MORLOCK

Monster Pop.

Morlock glides effortlessly through the crowd. They're dumfounded. It doesn't stop him from selling his snake-oil.

MORLOCK

Monster Pop bares the official approval of the featured movie monster- here we find Jack O'Lantern, in honor of my latest Galaxy picture. But more important, Monster Pop's taste is fresher than any other cola on the market because every Monster Pop is bottled right when it is ordered.

BEHIND THE STAGE AREA --

Obie wanders in on the greasers. They're huddled around some kind of MECHANIZED BOTTLING MACHINE.

The size of a car, it consists of a conveyor, a black cauldron, pressure cooker, bottle racks, and a stamping press.

LOCKJAW

What is it, Wheels?

WHEELS

Whatever this thing is, it's gonna be straight from the fridge when they start it up and Ka-blammo!

Wheels pulls a wrench from his leather jacket. He tinkers with the bottling machine. The gang laughs. That's when Scooter notices...

SCOOTER

Hey, it's the Fream.

The greasers all turn to find Obie watching them. He's scared.

BACK INSIDE THE GYM --

Bobby Lee pipes up from the crowd.

BOBBY LEE WONG

One thing, Hollywood. Why in the name'a creation's crap would I buy a green sody with a critter on it?

MORLOCK

Because when you do, half the proceeds go directly to this town. And that means every Monster Pop sold at every theater nation wide.

An awe comes over the crowd. Those little green bottles now seem filled with hope. They know what this can mean for them.

OUTSIDE THE GYM --

Harry listens. Morlock's words leave a bad taste in his mouth.

HARRY

Of all the cockamamy schemes --

WHEEEE! Loud FEEDBACK buzzes Harry's headphones. Re-adjusting his listening gizmo, he picks up static... then... another conversation...

WHEELS (OS)

Listen up, Tyler, and pay attention
real good...

Harry punches a button on his dashboard...
Outside the car, A PANEL swings open on the door.

THUNK! A spinning frisbee-like object flies from the car,
imbedding itself into the gym wall, next to a window.

Harry makes some quick adjustments on a control box. A
mechanical arm extends, holding a tiny mirror. Harry controls
it via remote. His car's mirror catches the reflection.

Using the mirrors, he can now see and hear Obie and "friends."

WHEELS

You're gonna skedaddle along and
you're gonna pretend like none of
this ever happened. Got it, cube?

INSIDE - Wheels shoves Obie... over into Lockjaw, who shoves
him... Over into Shovel, who shoves him back to...

WHEELS

Otherwise...

CLICK! Wheels flicks open a gleaming switchblade. Obie's
shaking, scared to death.

SHOVEL

I have to drive my point home.

Wheels closes the switchblade. Gets right in Obie's face.

WHEELS

Now am-scray before Wheels has a
change of heart.

Wheels motions for his gang to clear a path for Obie. The
greasers part like a leather Red Sea. Obie's trembling.

INSIDE THE GYM --

The crowd is energized by Morlock's news. Everyone's excited.

PROF WELLS

Let us taste the Monster Pop!

MORLOCK

Not until the grand opening. Let's not spoil the celebration. I want you all to understand that the Cinco-Rama, Monster Pop, the Grand Opening... It's my chance to give back to the community that made me who I am. Trust me when I say: This year's *Halloween...* Will be unlike anything ever *seen*.

Taking his cue, the glamorous Faye Morgan tries out a few air-headed rhymes of her own...

FAYE MORGAN

It will *thrill* you! It will *chill* you! It may even...
(thinks a bubbly beat)
Horrrify you!

Lights flicker. Thunder bangs. Morlock holds up a Monster Pop.

MORLOCK

Tomorrow night will be the dawn of a new era for your town.

BACK BEHIND THE STAGE AREA --

Obie nervously leaves the greasers. Scooter pipes-up.

SCOOTER

Get gone, 'fraidy cat... *Meow*.

It strikes a chord deep in Obie, remembering what Harry said.

OUTSIDE - It also strikes a chord in Harry.

HARRY

Oh no, kid. Not now. Don't do it.

INSIDE - The greasers laugh at him. Obie grits his teeth.

OBIE

I ain't no 'fraidy cat.

WHEELS

What did you say?

OBIE

You punks aren't gonna ruin the Halloween festival. The town needs it. My dad needs it...

Obie's trembling hand clenches into a fist.

OBIE

I ain't no 'fraidy cat!

Obie shoves Scooter with everything he's got, then sprints for the door. The greasers pounce on him.

OUTSIDE - Harry springs from his car, sprinting to the window.

INSIDE - The greasers grab Obie, dragging him to the bottling machine. Struggling furiously, Obie breaks free, but Wheels shoves him again. He falls back into...

The bottling machine. Obie SLAMS against a lever, turning the machine on. It belches to life. Steam chugging and hissing. Gears spinning. Conveyors moving. It seems alive.

A BOTTLE rolls along. It's filled, capped, and stamped with a label. Eerie green cola glows inside. More bottles roll through, filling themselves.

OUTSIDE - Harry stops at the window, taken aback by the machine. Mass-produced Monster Pop is rolling out.

INSIDE - Obie grabs the lever to shut it down. It won't budge-- SNAP! The LEVER BREAKS off in his hand. Wheels chuckles.

WHEELS

Who ruined Halloween now, chump?

The greasers flee, leaving Obie with the haywire machine. He frantically tries to shut it down, but it just gets faster and faster, shaking even harder... FOOM-FOOM-FOOM!

Monster Pop bottles launch like missiles from the machine.

KRASH! One goes through the window... Harry ducks as it nearly takes his face off.

Finally, the machine's pressure cooker BLOWS. The force of the blast KNOCKS the wheel-blocks from under its platform. The machine LURCHES forward.

Obie tries to stop it from rolling, but it's far too heavy. SLAMMING into him, he buckles forward onto the machine.

Obie's riding atop the rolling machine. Sounds warp. Gears wind down with a grinding CRUNCH. The machine rolls onto...

THE STAGE --

When the smoke clears... Obie's in the middle of the town meeting, sprawled on top of the BROKEN BOTTLING MACHINE.

OBIE'S DAD

My god, Obie, what have you done?!

Obie's dad. His mom. The Mayor. Bobby Lee. The entire crowd from the town meeting. They're all staring at him.

Morlock gives Faye a look of almost-panic. She shrugs it off with a bubbly smile; *don't look at me, I'm the talent.*

The Mayor steps forward, disgusted with Obie.

MAYOR FAREWETHER

You... you... the Spook-Tacular...
it's doomed.

BOBBY LEE

It's all yer fault, Tyler! If
pidgeons had yer brains they'd all
be flyin' backwards!

OBIE

It wasn't me... I-I didn't do it...

He tries to defend himself, but the busted machine and the broken lever in his hand tells another tale.

OBIE'S MOM

No more stories, Obie.

Anger builds in the crowd. The whole town turns on the boy. For Harry, at the window, it's an all-too familiar scene. The hammer's about to drop on Obie. And he knows how it feels.

HAYWOOD THE SODA JERK

That's some real sour soda, Obie.

PROF WELLS

What are we gonna do? This was our
last chance. You killed it, Obie.
You've ruined everything.

The mob crowds around him. Obie stares at the angry eyes looking back at him. Tears welling up in his own eyes.

MAYOR FAREWETHER

Who are we ever going to get to fix
this mess?

VOICE (OS)

Me.

The crowd parts. Gasps heard all around. A stoic, but angry, figure pushes his way to the front of the room. It's...

Harry Spinglemeyer. Standing in front of the townspeople, this is the closest he's been to them in twenty years.

HARRY

Leave the boy alone. I can fix
your damn machine.

CUT TO:

EXT. CENTERVILLE ELEMENTARY SCHOOL -- NIGHT

Harry rigs the bottling machine trailer to his car. Townspeople watch, cautiously keeping their distance. He can hear them whispering over the sound of the chains and ratchets.

They're all staring. As he works, Harry notices a NEW FACE in the crowd. A pretty, sandy-haired YOUNG WOMAN (20s). Eventually we'll know her as AGGIE, but not right now.

Just because she wears no make-up, and even though she's not a bombshell like Faye, doesn't mean Aggie's any less beautiful.

She makes eye contact. And Harry notices it big time. Then, she disappears in the crowd. Harry continues with the trailer.

The Mayor stands by Harry, coldly. It's awkwardly silent. All that's heard is the sound of chains and ratchets, until...

HARRY

Once it's fixed, I'll be gone. For good. I'll drop it off on my way out of town. Then I'm no longer your problem. You won't be mine either. Fair enough?

The Mayor nods apprehensively. Before he can say anything, someone emerges from the crowd, strolls over in grand fashion.

MORLOCK

Harry Spinglemeyer. My dear old friend. It's been far too long.

Harry glares right through him. If looks could kill, Morlock would be dead three times. Morlock offers his hand. There's a BLACK CRESCENT MOON birthmark above his cuff.

MORLOCK

Come now, Harry. One simple handshake isn't going to kill you.

Harry ignores it. Morlock seems hurt, but nods, understanding.

MORLOCK

I can't say I blame you. I know this town has never treated you the same since "that night."

Morlock's words sear into Harry.

MORLOCK

But here we have a chance to make all those hard feelings go away.

HARRY

How 'bout I keep the hard feelings and you just go away.

The LIMO rolls up. It dwarfs Harry's car. Inside, Harry notices Faye giving him the once over. He just dismisses it. Faye bites her lip, glaring pure fire.

MORLOCK

Harry, don't be petty. Every man deserves a chance to redeem himself. You're helping the town after all. Perhaps the Halloween Festival holds a chance for old wounds to finally heal.

HARRY

Happy to disappoint you, Melvin.

Harry gets in his car and fires it up.

MORLOCK

Then why are you doing this?

Harry looks over and sees Obie watching him. Morlock notices. He smiles. Harry's just tipped his hand. He can't hide it.

MORLOCK

Funny. I never took you for the sentimental type.

Harry grits his teeth and starts to pull away. Obie breaks from the crowd, runs up to Harry's window.

OBIE

Harry, wait!

HARRY

Bug off, kid, the volunteer center's closed for the night.

OBIE

Please, don't go. Just come talk to everybody. It'll be ok. They don't understand you the way I do.

HARRY

They don't want to understand me, kid. And that door goes both ways.

Obie spits out a breath. Defeated. But he soldiers on...

OBIE

I know you wanna help people. That's why you fix stuff. To help. Like my bike. You fixed my bike.
(off Harry's look)
Maybe you just wanted to help me.

Harry doesn't answer.

OBIE

But they need your help too.
 (beat)
 How are you ever gonna help people
 if you don't even get to know'em?

This rubs Harry raw. Growling in anger, he lies to the boy.

HARRY

I'm not doing this for anybody.
 Not you, not them. I'm doing this
 for me. So I can leave this place.
 That's all I want, Obie. To be
 left alone. So do me a favor, huh?

Harry nods for Obie to step back from the car. Obie stares at Harry, disappointed, then takes a slow step back, eyes down.

HARRY

Oh, and about the bike...

Harry flips the "PAPERBOY" sign in his window so it now reads:

HAROLD SPINGLEMEYER, HANDYMAN

HARRY

I'll send you a bill.

He drives off, towing the bottling machine. With a sigh, Obie watches Harry disappear. A beat. His Mom and Dad approach.

OBIE'S MOM

I don't know what's gotten into
 you, Obie, but if it doesn't stop
 now, you're going to regret it.

Obie doesn't know what to say. His dad does.

OBIE'S DAD

Mom and I have to help clean up.
 You've caused enough trouble
 tonight. Go wait for us in the car.

EXT. CENTERVILLE ELEMENTARY -- NIGHT

Alone, Obie's walking to the car when he spots something
 SHIMMERING across the lot. Curious, he heads over to find...

A lone BOTTLE OF MONSTER POP glowing on the ground.

He looks around, spying the broken window from earlier. The
 bottle was spit out by the haywire machine. Obie picks it up.

CUT TO:

EXT. TOWN SQUARE -- NIGHT

On his way home, Harry stops for a traffic light. He turns, looking out his driver-side window--

JOLT! The OLD GYPSY is standing there. He nearly jumps through the roof as she leans toward him.

THE OLD GYPSY
(heavy Romanian accent)
You are thee one!

HARRY
Back off, you crazy old bird!

Harry drives off, watching the Old Gypsy in the rearview.

BACK TO:

EXT. CENTERVILLE ELEMENTARY -- THAT MOMENT

Obie's mesmerized by the green glowing bottle of Monster Pop, where Jack O'Lantern smiles menacingly from the label.

Obie uncaps the bottle of Monster Pop, dying for a sip. But just as the bottle is about to touch his lips...

PROF WELLS (OS)
What are you doing, Tyler?!

Out of nowhere, Wells angrily grabs the bottle from Obie.

PROF WELLS
I know you heard Morlock. Nobody's supposed to have this. Now scuttle off or it's a week's detention.

Obie complies, walking away. The Professor eyes the Monster Pop bottle thirstily. He doesn't want to ruin the show *but...*

PROF WELLS
...just one little sip won't hurt.

Prof Wells feverishly drinks down the Monster Pop. Licking his lips, he savors the flavor... then grimaces in disgust.

PROF WELLS
Yecchh... this is horrib-- Agghhh!

Before he can finish the words, SEVERE CRAMPS set in. He clutches his stomach in horrible pain. Drops the bottle.

SMASH! Obie spins. Wells is doubled-over. Shaking violently. Contorting like he's going to be sick. Obie runs to his side.

OBIE
Professor? Are you okay?

The Prof's only answer is a painful groan. He turns green. Behind them, the BLACK LIMO silently rolls to a stop. Obie's too concerned to notice. The Prof's getting worse.

OBIE

I'm gonna get you some help.

Suddenly, Obie and The Prof are blasted by the limo's headlights. A hand grabs Obie, turning him away from Wells.

MORLOCK

Perhaps I may be of assistance.

Even though Morlock's blasted by the light, he's still in shadow. A skinny shaft of light streaks his eyes, like Lugosi in *Dracula*. If Obie wasn't freaked out before, he is now.

MORLOCK

Such a curious little boy...
You know what curiosity did to the
kitty, don't you?

Obie nods nervously. All attention focused on Morlock, Obie doesn't see what is happening behind him, but we do...

The Prof's SKULL EXPANDS as an OVER-SIZED BRAIN grows out of the top of his head. His EYES BULGE as BLACK and as big as eight-balls. His mouth curls into an ever-silent groan. His hands transform into huge, green crab-like PINCHERS.

The Monster Pop has changed The Prof into a creature similar to the Metaluna Bug Mutants of *This Island Earth*.

The zombie-like Sheriff and Deputy appear at the Mutant Prof's side. They silently wrangle him off into the shadows as Morlock stands beside the still-unaware Obie.

OBIE

The Professor's sick. I need to--

MORLOCK

Come now, The Professor is fine.

Morlock spins Obie around to see... The Prof is gone.

MORLOCK

An over-active imagination can be a master of trickery in the dark, especially around Halloween. Are you sure you saw what you said you saw? Or what you think you saw?

OBIE

I know what I saw.

MORLOCK

Perhaps you should come with me.

Morlock motions to the limo. The door opens by itself. Obie looks at Morlock. His gaze is hypnotic. Obie's getting sleepy. But before anything else happens, he's saved by...

OBIE'S DAD

Son, I told you to wait in the car.
Sorry, Mr. Morlock, I hope Obie's
not bothering you.

Morlock turns on the charm.

MORLOCK

None at all. Who could be bothered
by the spirit of our youth? Always
eager to grasp the bigger picture.

OBIE'S MOM

Come on, Obie. Let's get going.

Groggy, Obie turns toward his parents. As he does...

MORLOCK

Obie, if you're anxious for a
little excitement...

Morlock whips out a BIG TICKET to the grand opening.

MORLOCK

See the show!
If you think you can survive!
HA-HA-HA-HA-AHA-AHA-AHA-AHA-AHA!!

OBIE POV-- Morlock holds the ticket, his hypnotic eyes burning in the background. Everything warps into a dizzying spiral as Obie is lulled to sleep...

FADE TO BLACK.

INT. OBIE'S BEDROOM -- NIGHT

Obie snaps from a deep sleep. Morlock's ticket is on his dresser. As he moves to get it, he passes the window, sees...

OUTSIDE -- The Sheriff and Deputy are standing in the street. Sunglasses on, they stare eerily up at his window.

Obie rubs his eyes, checking the window again... It's safe. Nobody outside. Must be seeing things. Rolling back over into bed, Obie catches a reflection in his dresser mirror...

JOLT! The Sheriff's and Deputy's LARGE FACES are pressed right against his window, staring inside. Obie bolts for...

THE HALLWAY --

Obie skids to a halt halfway to his parents' room. There, at the other end of the hall, right in front of their door is...

The Mutant Professor.

Lumbering slowly in the dark, the Mutant Prof turns toward his parents' room. Drawn by Tim Tyler's overly-loud snoring.

His parents are helpless. Obie quickly finds his slingshot. Aims. WHIZZ-- a MARBLE soars harmlessly past the Mutant.

Steadying his trembling hands, Obie lines up another... HORRIBLE SHOT. He misses. Obie abandons the slingshot for a...

A BOOK on a nearby shelf. He throws it.

The book BONKS off the creature's big bulbous brain. The Mutant Prof turns just in time as Obie fires another book... And catches it in its giant pincher claw.

Martians, Go Home by Frederic Brown. With a quick SNAP of its mighty pincher, The Mutant Prof rips the book in two.

The terrified look on Obie's face says he might need some new underwear.

OBIE

Uh oh... ummm... not a big sci-fi fan, I guess.

Leaving his parents alone, the Mutant Prof lumbers down the hall after Obie once again. Obie runs into...

THE LIVING ROOM --

Obie skids into the dark room, trying to catch his breath. The Mutant Prof's shadow looms closer to the doorway. Obie squeezes in back of the TELEVISION SET for a peek outside...

OUTSIDE -- Obie sees the Deputy down the side of the house. He's still peering into his bedroom window, silent and still.

Obie strains against the window screen, trying to find...

JOLT! And that's when the Sheriff's face appears right in front of him. He punches through the window screen.

Obie backs away in terror. The Sheriff's arm flails at the window but he can't get in. That doesn't stop the Sheriff...

He grabs a bottle of MONSTER POP tucked inside his holster. Reaches in the window and...

...pours the bottle of Monster Pop all over the television.

FZZT! The TV flickers to life. On screen, the monster classic *20,000,000 Miles to Earth* is playing. The giant monster, Ymir, struggles to free himself from a cage.

Suddenly, the THING'S MAMMOTH ARM grows out of the TV into Obie's living room. The huge Thing is crawling from the television into real life. Obie tries to get a grip.

The Thing gets its head, shoulders, and other arm out of the TV but its waist gets stuck. The Thing roars, crawling toward Obie. Half-way out, it drags the television behind it.

Obie thinks fast. He pulls the plug. Sparks fly. But it doesn't stop the monster. In fact, it seems to piss it off.

That's precisely when the Mutant Prof's pincher SNAPS for Obie's neck, barely missing as Obie drops, ducking to safety. Obie scrambles out a side window. The two creatures follow.

EXT. OBIE'S HOUSE -- NIGHT

Dusting himself off, Obie sees the Sheriff's car leaving. That's one problem gone, but Obie still has to deal with the Mutant Prof and the Thing from the TV it sicced on him.

Obie leaps the back yard gate.

INT. TOOL SHED -- MOMENTS LATER

The door CRASHES open. Thinking on his feet, Obie grabs... A ROPE. An AXE hanging on the wall. And Dad's RUBBER BOOTS.

EXT. BACK YARD -- THAT MOMENT

Obie ties the rope to something on the side of the shed. He sees The Mutant Prof at the back gate. The flickering light behind it says the Thing from the TV is close.

Obie steps into the large boots. End of the rope in one hand, axe in the other, he awkwardly marches out to the middle of the grass; a junior-league back yard monster fighter...

And a very scared one at that. He's shaking horribly.

OBIE

C'mon. Come and get me.

The Mutant Prof stops at the edge of the grass. Looks at him.

OBIE

(sotto)

Don't be fraidy cat... Don't be...

(terrified, to the Mutant)

What'sa matter? You scared of me?

I'm just an ankle-biter and you're

a big old monster. Come get me.

The Mutant Prof stares at Obie. Then the grass. Gears in his big brain turning, it's trying to figure out what he's up to.

OBIE

You're mom has a hairy eye-ball.

That did it. The Mutant Prof's mouth curls in anger. He stomps toward Obie... Behind him, the Thing from the TV drags the television, ENTERING THE BACK GATE.

Shaking in fear, Obie steadies. The Mutant Prof gets closer...

OBIE

A little more...Come on...Almost...

The Mutant Prof raises its big pincher, right on top of Obie. And then we see what Obie's been waiting for...

The Thing from the TV drags itself on to the lawn. Obie yanks the rope with all he's got. It's tied to...

The lawn sprinklers. They explode to life - FZZZT! The TV SURGES with electricity. Shocks course across the grass, into the Mutant Prof's feet, up his body, into his bulbous brain.

Obie's feet stand firm, protected by the RUBBER BOOTS.

The Mutant Prof topples, crashing to the ground like a tree in the woods. The TV fizzles out, taking the Thing with it.

Obie nudges the Mutant Prof with his foot... Out cold. He checks the TV. It sparks to life again, a hand emerging.

CRASH! Obie swings the axe, killing his television.

INT. HALLWAY -- MOMENTS LATER

Back in the house, Obie looks out the window. The Mutant Prof lies sprawled on the grass next to the busted television.

Obie turns to his parents' doorway, watching them sleep as he contemplates his decision. How's he gonna explain this to them? He turns, practicing his lines to them in the mirror...

OBIE

(sotto)

Mom, Dad, there's a monster in the back yard... No... Wake up! There's something on the lawn you need to see! It came from the television! ...No, that's not it...

Obie checks the window again. The Mutant Prof is gone. All that's there is the broken television. Obie rubs his face. Great. He turns back to his sleeping parents.

OBIE

Sorry, but somebody needs to figure out what the heck's going on. And I'm the only somebody for the job.

EXT. OBIE'S HOUSE -- MOMENTS LATER

Obie wheels his bike from around the side of the house.

EXT. TOWN SQUARE -- NIGHT

Obie rides through the empty streets. The wholesome '50s town square is dark and deserted. Obie knows there's evil lurking in the night. He drops his bike, dives into a bush just as...

Morlock's ominous limo turns a corner. Obie sees it cruise town then leave. He gets on his bike, following the limo... Past the welcome sign... Out of town.

CUT TO:

EXT. SPOOK HILL ROAD -- NIGHT

Dark. Lonely. Skin-crawlin' creepy. Obie pedals, the only light coming from the limo fifty yards ahead of him. They are the only signs of life for miles.

And then the limo peels off. Fast. Disappearing into the night, it leaves Obie alone in the dark. He can barely see a thing. Obie starts to panic, but only for a moment because...

VRROOM! Headlights roar around the corner, straight at Obie.

It's WHEELS'S BUZZ BOMB. Caught in its path, Obie turns and pedals like hell. But the bomb's barreling too fast. It pulls alongside Obie. Shovel and Lockjaw hoot and holler in back.

As he drives, Wheels reaches over and grabs Obie's handlebars.

WHEELS

What's buzzin', cuzzin'?

OBIE

(struggles to break free)
Please! I didn't say anything!

WHEELS

I'll put that on your tombstone.

VRROOM! Wheels gives it gas. The bomb hits break-neck speed, taking Obie with it. His handlebars rattle like a jack-hammer.

OBIE

PLEASE SLOW DOWN! PLEASE!

WHEELS

You hear that boys, we got us a
real safety-first Clyde here.

The greasers laugh like jackasses. They won't let up. Obie doesn't know what to do. He quickly whips out his slingshot. FOOM! He fires... a horrible shot.

The shot goes wide, banking off Lockjaw's flask, and CRACKS Wheels's rearview mirror. Wheels turns ten shades of pissed.

WHEELS

Oh you're dead, Spaz. Wheels is gonna teach ya what happens when you whizz on a Wazootski.

Wheels releases Obie's bike and slams on his brakes. The bike shoots ahead of the bomb, Obie fighting for control. Then...

WHEELS

Time for a li'l follow the leader!

VRROOM! Twin flames blast from the bomb as Wheels floors it. The bomb blazes after Obie. He's about to get flattened...

Obie presses a button on the BULLY BUSTER control box.

BOOM-FSSSSST! A SMOKE-SCREEN spews from his bike with a loud backfire. It blankets the highway in a thick fog.

Wheels gets lost in the haze. He SLAMS the gas pedal down.

Obie cuts his handle bars hard. His bike swerves out of the way just as the bomb bursts through the smoke cloud behind it. Wheels flies right by, tearing up the highway a quarter mile.

The bomb busts a 180 skid, heading straight for Obie.
It's now a fierce chicken match between car and bicycle.

The bomb rockets past the bike, narrowly missing Obie. Grazed, Obie almost falls, but manages to hold on.

Wheels spins his suicide knob, flipping a another U-turn.

WHEELS

Hey Shovel, I think sleepy hollow's a little cold! Throw him a heater!

Shovel pours his flask over a jack o'lantern then sets it on fire. He winds up, ready to throw the FLAMING PUMPKIN at Obie.

Obie pedals futilely. The greasers are right on top of him.

KA-BLAMM! A rolled newspaper SMACKS Shovel, BLASTING him into the backseat. The fiery pumpkin smashes to the road.

Wheels swerves. In the backseat, Shovel groggily crawls up.

SHOVEL

Cream that creep!

KA-BLAMM! He takes a newspaper in the face and goes down.

KA-BLAMM! Another newspaper SLAMS against the bomb's front windshield, spider-webbing the glass.

Obie looks back to see Wheels dropping off his tail.
CHUG-CHUG! Obie hears a weird noise. He looks up to see...

He's riding into a huge, CHUGGING SMOG CLOUD. A MECHANICAL ARM safely lifts him off his bike... and places him in the seat next to HARRY, who wears a fedora and gas mask. Obie sits in the now-convertible smog mobile.

IN THE SMOG MOBILE-- Harry hits a couple buttons. A rod snakes out the side, locking Obie's bike to the car. The convertible roof snaps back down. Harry guns his engine.

IN THE BOMB-- Wheels spots the smog mobile through the cloud in front of him and swerves out of the way. Now he's pissed.

WHEELS

Nobody makes Wheels chicken out!

Wheels punches it. He roars right by the smog mobile and flips around like a lightning bolt. It's now a full-on chicken match between Wheels and Harry... And neither is slowing down.

IN THE SMOG MOBILE-- Harry scans his dashboard. Obie's eyes are wide in fear as the bomb approaches. Harry spots something on the side of the highway... it's Bobby Lee's farm.

HARRY

Hang on.

IN THE BOMB-- Wheels sneers as he pushes pedal to the metal. The two cars scream toward each other, head on.

IN THE SMOG MOBILE-- Harry dials up his air pressure. The needle red-lines. He grabs a control stick, adjusts the aim.

The roof cannons aim down at the street. On the dash, a red button FLASHES. Obie notices it, sweating profusely. Outside, Wheels is right on top of them, his headlights blinding them.

HARRY

When I say now, you punch it-- NOW!

Obie slaps the button.

ON THE HIGHWAY-- The two cars are about to CRUNCH together when - KA-BLAM! Harry's roof-top cannons explode.

The force of the BLAST PROPELS THE SMOG MOBILE into the air. It soars right over Wheels's bomb. The greasers look up at the undercarriage of Harry's car as it flies by.

IN THE SMOG MOBILE-- Harry quickly hits another button as the car soars. It's labeled "OIL CHANGE."

ON THE HIGHWAY-- The smog mobile begins its automated self-service operation, DUMPING all the oil in its engine... Right on top of Wheels and his gang.

WHEELS
WHAT THE-- AAAAAAHHH!!

Wheels loses control. He spins out into a wooden fence, then SMASHES into a chicken coop. When the dust clears, we see...

The greasers have been tarred and feathered.

Harry's car automatically replenishes its oil reserve as it hits the ground... Then 180 skids to a stop. The door opens.

Harry steps out in gas mask and hat. The greaser-chickens recover their senses and hop out, too. Wheels is fuming

SHOVEL
(spitting out feathers)
Yo' Wheels look it's, it's--

WHEELS
The paper freak!
(explodes at Harry)
WASN'T NONE OF YOUR BEES-WAX,
CREEPSHOW! I HAD BEEF WITH THE KID!

HARRY
(distorted mask echo)
Then you got beef with me.

KA-BLAM! KA-BLAM! BLASTS from the smog mobile rain newspaper rockets on the Greasers. They dive into the bomb for cover.

WHEELS
YOU AIN'T SEEN THE LAST OF US, YOU
FREAKS! I'M GONNA BREAK YOUR HEADS
LIKE I BROKE THAT BOTTLING MACHINE!

And on that note, the ominous black limo rolls silently out of the dark. Nobody notices it lurking in the background behind the bomb. A beat later...

Wheels peels out, the limo following the bomb in the dark.

CUT TO:

INT. HARRY'S CAR -- MOMENTS LATER

It's an awkwardly silent drive. Obie nervously looks to Harry. Breath still echoing, Harry pulls off his gas mask.

HARRY
You all right?

OBIE
Why? ...Is this goin' on my bill?

Harry almost smirks.

OBIE

Thanks.

HARRY

Just answer me one question. What the heck are you doing way out here in the middle of the night?

OBIE

Forget it. You'd never believe me.

HARRY

Oh yeah, why don't you try me?

EXT. HILLTOP -- NIGHT

Harry's car is on top of Spook Hill, overlooking the Drive-In. Far below, the crew raises the third screen. Harry stares down at it, scratching his head. No easy way to say it:

HARRY

Look, you seem like you're a pretty smart kid but--

OBIE

...But you think I'm totally nuts.
(off Harry's silence)
See, I knew you wouldn't believe me. I'm not making it up, Harry.

HARRY

Obie, Morlock's not turning people into monsters. He's just playin' on this town's emotions by using a low rent holiday to line his fat pockets. He wants to sell tickets.

OBIE

I don't like him. He scares me.

HARRY

Scares you?

OBIE

There's just something really *weird* about him. I think it's boss that he's master of the monsters and all - *Creature Walks Among Us, Beast from Haunted Sea, Jack O' Lantern* - specially since he only used to make stupid surf movies, but...

Obie digs in his backpack. He pulls out a *Famous Monsters of Film-land* magazine. Morlock's on the cover. Headline:

KING OF THE MONSTERS!

OBIE
...Then he disappeared.

Obie flips the magazine to a big article. Morlock movie posters and a panoramic shot of Death Valley. Headline:

THEY CAME FROM THE DESERT!

HARRY
 Yeah, yeah. Lost on a desert shoot, some prospector found him months later. It's all hype, kid.

OBIE
 Somethin' happened to him in that desert. Right when he came back, he made his very first monster movie, *Trance Town Tramp*. We saw it in my class, it was so boss! There was a witch who tried to put a spell on an entire town with these little bottles of po-- WHOA!
 (he does the math)
...What if it's real?

HARRY
Rriiight... Ya ask me, shoulda left him in the desert for the buzzards.

OBIE
 But Harry -- !

HARRY
 But, nothing. Your brain's on overload, Obie. And it's puttin' mine on overload too. It didn't come from the TV. It's not coming from the Drive-In. You've gotta give it a rest for good, huh?

Harry gets in and fires his car up. Obie climbs in after him, shoulders slumped in disappointment.

CUT TO:

EXT. TIKI BAR PARKING LOT -- NIGHT

Torches burn at the abandoned tiki bar on Spook Hill. Harry's car pulls up. Obie gets out, intrigued when he spots a BLACK HEARSE with flames and skull; the one he saw at Harry's house.

OBIE
 What is this place?

Harry straps on his tool belt as he leads Obie into the bar. They don't notice the Gypsy Truck passing the parking lot. The Old Gypsy watches them intently.

INT. ALOHA JOE'S DARK CONTINENT -- MOMENTS LATER

Spooky. Moody African drums play. Torches cast long shadows over hanging grass, palm leaves, and WWII trophies from Guadalcanal. Harry and Obie are alone... until...

Two SHRUNKEN HEADS are thrust right in their faces.

DEEP VOICE (OS)
BOOGA BOOGA BOOGA!!

ALOHA JOE tucks the heads on his belt. A retired US Army Capt. in a bad Hawaiian shirt, Joe speaks low, like an undertaker...

ALOHA JOE
Evenin' Harry. Gotcha, didn't I?

Harry rolls his eyes. Joe shrugs.

HARRY
Obie Tyler, meet Aloha Joe, the most... *preternatural* barkeep east of the Pacific Rim.

ALOHA JOE
You know the rules, Harry. No kids in here...
(smiles at Obie)
The last one never left! Ha-ha!

HARRY
Funny. Want the pump fixed or not?

Joe shakes Obie's hand. Obie sees an old EAGLE BATTALION TATTOO on Joe's arm -- the same tattoo he got the night Harry's parents died; the night he took Harry under his wing.

INT. ALOHA JOE'S DARK CONTINENT -- LATER

Harry's tinkering with the soda pump under the bar. Obie's sipping a flaming shake. Joe intensely regales Obie with tales from his days on the Dark Continent...

ALOHA JOE
Twelve thousand of the Emperor's Elite, all sharpening their swords. My entire brigade- our Watusi guides- wiped clean. It was just me and the witch-doctor...
From nowhere, there came'a laughin' like no laugh my ears had ever heard. *Real evil. Real creepy.*
Echoing behind the witch-doctor's mask... *This mask.*

Joe pulls a shroud of leopard skin from above the bar. Unwraps it. Inside is an ornate, cackling-faced ZULU DEATH MASK.

ALOHA JOE
He knew they never had a chance.

Just then, Lupita, Bobby Lee's wife, enters the bar. She takes a seat, stifling sobs as she carries her pet bunny.

ALOHA JOE
 Here, Obie, talk to my friends...

Joe leaves his shrunken heads and Zulu Death Mask with Obie as he tends to Lupita. Harry comes up from under the bar.

HARRY
 Wish I'd met you sooner. I wouldn't have had to listen to Joe ramble on all these years.

Harry places an assortment of nozzles and fittings on the bar.

OBIE
 What are those?

HARRY
 Pieces from Joe's pump. I'll use'em on that stupid bottling machine.

Obie looks grave at the thought.

OBIE
 Don't fix it, Harry. Please.

HARRY
 Are you nuts? Those people hate my guts. If I don't fix it, you may as well feed me to them.

OBIE
 If you do fix it, we're all gonna be food for something way worse.

Harry silences Obie with a stern look. He's about to respond, when he's interrupted by an explosion of sobs from Lupita.

OBIE
 What'sa matter, Mrs. Wong?

LUPITA
 (she holds up her bunny)
Mi poor Conejolito.

HARRY
 Bobby Lee wants to get rid of it.

Lupita SNUGGLES to Harry. Joe winks. Harry glares; *cut it out.*

LUPITA

Bobby Lee is *muy malo*. He wants a *perro*. I scared of *perros* because they bite me. Jou see, look--

Lupita lifts her skirt, showing a tiny scar below her butt.

HARRY

Easy, lady. You're a fire hazard.

ALOHA JOE

(re: the bunny)

Lemme see that little critter...

Joe pulls out a DUSTY SKULL, flips open the cap, and sprinkles hot pink VOODOO POWDER on the bunny.

ALOHA JOE

Watango!

The lights in the bar flicker. Are we crazy or... Is something happening to the bunny? A beat later, everything's normal. The bunny stares back at them; business as usual.

HARRY

Nice try, Houdini, but you can't spell believe without "lie." The sooner you two realize that, the sooner I can get gone from here.

OBIE

Lay it on Joe. See if he thinks I'm on the level about Morlock or the--

HARRY

Enough! There's about as much goin' on there as there is with Joe's phony-baloney powder and... this rotten, old hunk of wood.

Harry grabs the Zulu Death Mask. Thrusts it at Obie.

But the mask's face has changed. The cackle's been replaced by a menacing scowl. Definitely some bad ju-ju going down.

OBIE

Boy, I hope you're right, Harry.

CUT TO:

EXT. SPOOK HILL GRAVEYARD -- NIGHT

Wheels's bomb is parked by some tombstones. The Greasers have cleaned themselves up. Wheels paces, ranting.

WHEELS

I swear, boys, if that Freakle-
meyer so much as shows his face...
(pops his switchblade)
They're gonna be fittin' him for a
wooden kimono.

Wheels is interrupted by a set of headlights that pull into the cemetery. It's a spankin' pink '59 Dodge La Femme.

SEXY FEMALE VOICE (OS)

Excuse me, but can any of you big,
strong men help a little lost
kitten find her way back to town?

Faye Morgan slinks out. She's wearing a black "Little Red Riding Hood" cowl and cape, pushed open to reveal cleavage. Wheels snaps. Shovel hands him a comb. He fixes his pompadour.

WHEELS

Tell me your tale, Nightingale?

Wheels motions toward his bomb.

WHEELS

Or if you're not one for long
speeches, hop in my bruiser...
(checks out her cleavage)
Me and you can discover America.

For a split second, Faye's bubbly persona disappears.

FAYE MORGAN

You ain't gonna find it down there,
Columbus.

WHEELS

Sorry, baby, but you got curves
that make 3-D look flat.

Faye laughs, far from ditzzy. *Is this guy for real?* She goes back to being an airhead. Pulling out her make-up compact, she checks her face. Wheels moves behind her. Before he can glimpse her mirror, she SNAPS it closed.

Nobody notices THE LIMO has silently entered the graveyard.

WHEELS

What's a fox like you doin' here?

FAYE MORGAN

I'm lost... What about you?

WHEELS

Wheels and the boys were just
discussin' a little science
experiment. We wanna see how far
we can roll us a couple'a squares.

FAYE MORGAN

Ooh. Sounds hard. I like that.

JOLT! They're BLASTED by the limo's blinding headlights.

WHEELS

Clyde, whatever joke you're pullin'
ain't gonna be funny in a minute!

VROOM! Suddenly, Wheels's bomb starts all by itself.
VROOM! So does Faye's La Femme.

The bomb guns it, driving straight at them. Wheels tackles
Faye out of its path. The La Femme follows, heading right for
them. Wheels pulls Faye out of the path of the second car.

Shovel and Lockjaw run off into the graveyard.
Fog engulfs Wheels. Something whips by him with a GRRROWL.
Faye is gone. A beat. The thing whips back the other way.

GRRROWL! Wheels hears the thing behind him and abandons ship.
Running for his life, he hops the old iron cemetery gate.

EXT. SPOOK HILL ROAD -- THAT MOMENT

Wheels hits the ground running. Sprinting down the road a
bit, he turns back toward the graveyard. It's gone. Not
visible through the thick wall of fog back at the iron gate.

The fog rolls down the road toward Wheels. It's time for...

BRAVADO (noun): 1. a false showing of bravery, in some
circumstances driven by a deep-seeded feeling of intense fear.
2. The way that Wheels has just whipped out his switchblade.

Three BLOOD-CURDLING SCREAMS rip from the fog... Shovel...
Lockjaw... Then Faye. It's too much for Wheels. He runs...

And spots his Bomb on the side of the road. Wheels dives into
it and fires up the engine. He peels out, driving into the
black night... panting... checking his rearview...

The bomb's engine lets out a horrible grumble. The car dies.

WHEELS

No... no... stupid piece'a junk...

Wheels hops out, nervously checking his surroundings. He's
completely alone in the dark.

Knocking sounds come from under the hood. Wheels pops it open.

And THE WOLF grabs him with a loud ROAR. Hiding under the hood, it pulls him inside where the engine should be. It happens in a split-second flat.

And even though all we see are flashes of glowing eyes, sharp teeth, and mammoth furry arms, the sound of the GRRROWL alone should send the audience through the ceiling of the theater.

The switchblade drops in the dirt. Bent completely in half. It lands right next to an old Tarot card... The Sword.

CUT TO:

EXT. CENTERVILLE TOWN SQUARE -- NIGHT

Deserted streets. It's a ghost town. Except for...

HARRY'S CAR-- He's driving Obie home. Obie's pressing him.

HARRY

It's all just Halloween malarkey.
You can lay even money on that.

Obie suddenly remembers something. He digs in his pocket.

OBIE

Speaking of money, this is yours...
I accidentally took it from your lab.
It's s'posed to bring you luck.

He gives Harry the old SILVER DOLLAR. Harry stares at it hard for a long beat, then... he tosses the coin back to Obie.

HARRY

Keep it, kid. You need all the
luck you can get.

Obie takes the coin. He looks at Harry as a boy would look at his father. Harry gets the message and it makes him uneasy.

EXT. OBIE'S STREET -- NIGHT

Light beams pass over the car. There's a flurry of activity. Dozens of people with flashlights search the block. This doesn't look good. A MOB descends on Harry's car, led by...

OBIE'S MOM

OUT OF THAT CAR NOW, LITTLE BOY!

She yanks Obie out. Harry follows. A gasp comes from the mob. The whole town is there. They're keeping their distance... Except Tina Tyler. She gets right in Harry's face.

OBIE'S MOM

WHAT THE HELL ARE YOU DOING WITH MY
SON? ARE YOU SOME KIND OF WEIRDO?

Harry stands defensive as the mob huddles around him like the Frankenstein villagers. Obie jumps between Harry and his mom.

OBIE
Mom, no! You have to listen to me!

OBIE'S DAD
GET IN THE HOUSE, OBIE!

AT THE OPPOSITE END OF THE STREET --

The black limo sits in the dark, watching the confrontation.

BACK OUTSIDE OBIE'S HOUSE --

OBIE
No! Not until you two listen to me! There was a monster in our house tonight! A real monster!

Harry rubs his face: *now is not the time, kid.*

OBIE
The sheriff made it come out of the TV with Morlock's Monster Pop!

Laughs and murmurs of disbelief from the crowd.

OBIE'S DAD
So that explains why you smashed it up on the lawn, right?! Do you have any idea how much money that cost? How much money we don't have now?

OBIE'S MOM
Enough lies, Obie!
(to Harry)
You're feeding him this nonsense!

OBIE
Harry saved me! I followed Mister Morlock's limo on my own! I didn't want him to ruin the Spook-Tacular!

OBIE'S MOM
You've done that yourself, Obie.

Obie's mom takes out the big ticket that Morlock gave him... And RIPS IT into tiny pieces. Obie nearly bursts into tears. He looks back to see everyone watching... Marilyn, from school... Scooter... But most important, Harry is watching.

Fueled by embarrassment, sadness, and anger, Obie lashes out.

OBIE
I HATE YOU BOTH! I WISH I NEVER HAD PARENTS!

Harry shakes his head silently to himself.
Obie grabs his bike and hops on, pedaling off into the night.
All eyes go back to Harry, who calmly bottles his anger.

HARRY
(to Obie's parents)
You two should be proud. That's
some really great parenting, lady.

Harry fires up his car. The mob pounds on his windows. A
familiar face presses up against the driver's side...

BOBBY LEE WONG
Fix our darn machine; then git
outta this town, you no good--

OBIE'S MOM
Stay away from my son! You hear me?
Stay away from Obie!

Harry drives off. Obie's parents share a weary look.

OBIE'S MOM
...Sorry, Tim. I didn't mean to--

OBIE'S DAD
...maybe we should've given Mister
Spinglemeyer a chance to explain.

The crowd disperses until there's only one person left.

BOBBY LEE WONG
C'mon now, people, we dun found the
boy. Ain't nobody gonna help look
for that that no good wife a'mine?

CUT TO:

INT. HARRY'S CAR -- MOMENTS LATER

Harry punches violently on the steering wheel as he drives.

HARRY
Leave my son alone! <SLAM>
Guess what, lady?! <SLAM> You'd
have no son if it weren't for me!

He spots something in his rearview... And SLAMS on his brakes.

EXT. TOWN SQUARE -- NIGHT

Harry storms to the passenger window of the gypsy truck that's
been following him. The Old gypsy and her driver are inside.

HARRY
Why are you following me?!

He notices the Gypsy's shadowy driver.

HARRY

And what are you lookin' at, Mac?!

The driver abruptly gets out to confront him. She removes her ball cap to reveal AGGIE, the pretty, sandy-haired WOMAN at the town meeting. Harry's totally disarmed.

AGGIE

Who are you callin' Mac? Listen, Mr. Spinglemeyer, my grandmother and I need to talk to you. Centerville is in big trouble.

HARRY

How do you know my name?

AGGIE

It's written on your car, Einstein.

Harry turns. The Old Gypsy grabs him. A VISION jolts HARRY...

HARRY'S IMAGINATION -- THAT MOMENT

FLASH! 1939. Young Harry takes a card from a FORTUNE TELLER. FLASH! The Centerville Farmer Expo burns to the ground.

EXT. TOWN SQUARE -- THAT MOMENT

Harry snaps back to reality. He looks at The Old Gypsy's hand. She has a BLACK CRESCENT MOON BIRTHMARK on her wrist.

THE OLD GYPSY

You must lee-sin to us.

CUT TO:

EXT. HILLTOP -- NIGHT

Obie's bike skids out. He looks down at the newly-finished Drive-In then checks his watch: 11:11 PM, OCT. 30, 1959.

INT. DRIVE-IN -- MOMENTS LATER

Obie rides through the main gate. None of the sunglasses-wearing workcrew notice as he rides up to...

The pentagonal formation of big screens. He goes behind them.

BEHIND THE SCREENS-- A secluded center area. Reinforced girders hold the screens, like a giant STEEL BIRDCAGE.

IN THE DRIVE-IN LOT -- Obie emerges but stops. Wheels's bomb, the Sheriff's cruiser, and the limo are headed his way. The Greasers, Cops, and Biltmore exit the cars. And then the only one WITHOUT sunglasses emerges... Morlock.

Sheriff hands Morlock some BUILDING PERMITS. Then, Biltmore, blueprints in hand, leads the group towards Obie. Timing it, Obie sneaks to the limo just as they go behind the screens.

OBIE

What are you guys up to?

Creeping close again, Obie peeks in on them... Morlock's checking the blueprints against the steel girders.

Obie strains to see-- CRACK! The wood he leans on busts. Everyone looks in his direction. Obie scans for a place to hide but... There's only one. Morlock orders Sheriff & Deputy to check the noise... they do... nobody there.

The Sheriff eyes the black limo, growing suspicious. He peers in the deep black windows. All he sees is his own reflection.

INSIDE THE LIMOUSINE --

Obie's in the backseat. The Sheriff's looking straight at him, but can't see through the window because the tint's too dark.

The Sheriff peers, removing his glasses for a better look...

JOLT! The eyes in his sockets are as black as midnight. Petrified, Obie will have nightmares for the rest of his life.

And then Deputy appears at the window behind Obie. Together, the evil lawmen try the doors. They're locked. *Whew!* Obie watches them check the trunk.

IN THE DRIVE-IN LOT-- The lawmen dismiss it and head back behind the screens. Obie gets out. And that's when everyone emerges from the screens. With no choice, Obie throws his bike in the limo trunk and hops in. He pulls the lid closed.

IN THE TRUNK-- It's pitch black. Obie holds up the lid to see.

OUTSIDE-- Morlock spies the broken wood... and BICYCLE TRACKS.

IN THE TRUNK-- Obie hears him enter the limo. Peeks to see...

OUTSIDE-- The work CREW surrounds the limo. Obie's fear grows with each new set of sunglasses. Morlock leans out the window.

MORLOCK

It's gonna be one Hell of a show.

IN THE TRUNK-- The limo drives off. Obie opens the lid, but the car hits a bump- CLICK! The trunk latches. He's locked in.

OBIE

...Great.

CUT TO:

INT. GYPSY TRAILER -- NIGHT

Universal Horror circa 1940. Classic fortune teller set-up. Aggie and BELLA, the Old Gypsy, show Harry their ANCIENT BOOK.

AGGIE

Evil has come to your town.

The book is full of 15th Century artwork corresponding to...

BELLA (OS)

Five hundred years ago, in our small Romanian village, there lived a cruel sorceror named Zaleska.

In the book: a picture of a hideously UGLY HAG. Thunder bangs.

BELLA

Zaleska put a trance on the village with potion and sacrificed its most innocent to the Prince of Darkness.

New page: ghost peasants with black eyes gathered in a circle.

BELLA

The villagers became living ghosts. Zaleska became a powerful witch.

New page: A HULKING FIGURE encased in a CAGE OF FIRE.

BELLA

Until a brave knight blocked the portal to the Underworld.

Bella flips the last page. The Ugly Hag screaming in agony.

BELLA

Zaleska was reborn a hideous beast. But The Evil was not destroyed.

HARRY

Listen. Take your nuthouse papers and hit the high road to China.

He turns to leave- JOLT! Bumps into Bella, now behind him.

BELLA

Stubborn ox! This is a warning of what will befall your town!

HARRY

What the heck does any of this have to do with me or that clod Morlock?

BELLA

Melvin Morlock and The Evil Witch Zaleska are one in thee same!

EXT. GRAVEYARD / INT. MORLOCK'S TRUNK - NIGHT -- CONTINUOUS

OUTSIDE-- Two cars stop behind the limo. The Cops & Greasers get out. They're in the cemetery next to an old MAUSOLEUM. Morlock exits. The Sheriff & Wheels join him at the trunk.

IN THE TRUNK-- Obie holds his breath. He can hear...

MORLOCK (OS)
Everything's moving to plan, but
there's a small fly in the
ointment: a nosy, 10 year-old brat.

OUTSIDE-- Morlock gives them the order.

MORLOCK
Find him and bring him to me.

IN THE TRUNK-- OK, Obie, time to leave. But it's too dark... Obie fishes out the GREEN 3-D GLASSES that Harry made for him. *Voila!* '50s night-vision.

Obie finds a TIRE IRON and wedges the lid. He peeks out...

OUTSIDE-- Morlock & company escort Faye Morgan into the crypt.

IN THE TRUNK-- Obie watches them going into the mausoleum. Just a few more steps and he's out of here. And then... SHREEEAK! A shrill SCREAM cuts the night. Obie's WATCH ALARM goes off: 12:00 AM, OCT 31, 1959. Happy Halloween, Obie.

OUTSIDE-- Morlock turns toward the limo's trunk with a smile.

MORLOCK
Seems the brat has brought himself.

IN THE TRUNK-- Obie's sweating buckets as Morlock approaches.

MORLOCK (OS)
You shouldn't play in the cemetery
at night. The dead don't like it
when their sleep is disturbed.

OUTSIDE -- Morlock tests the strength of the trunk lid then looks up to the fog-shrouded full moon.

IN THE TRUNK-- It starts to SHAKE violently. Morlock's voice changes to a monster-like growl, chilling Obie to the bone.

MORLOCK (OS)
*How about a sneak preview of what
tomorrow night holds!*

Then the shaking stops. All is deathly silent.

BACK TO:

INT. GYPSY TRAILER -- CONTINUOUS

AGGIE
Morlock bares the birthmark.

Aggie opens the magazine Obie had. She shows HARRY the BLACK MOON on Morlock's wrist. She and Bella have the same mark.

HARRY
Spare me. Obie already gave me a crash course in Morlock 101.

AGGIE
Then let's see if you're better at equations than you are at history--

Bella holds the ad for Trance Town Tramp. It shows a small town, a potion bottle, Faye Morgan, and THE DEVIL. She references it against the old book.

BELLA
The veil between the living and the spirit world is thin on *Samhain*. Bridging the two relies on...

Aggie shuffles Tarot cards; draws one. Bella draws three more at random. Aggie offers the deck to Harry. Their eyes connect. Could there be something there?

Harry reluctantly draws. Aggie places all five face down, in the pattern from the beginning of the movie.

She flips a card. It matches the book... The Masked Death.

AGGIE
Zaleska's disguise: Melvin Morlock.

Bella flips the second card. Another match... The Hammer.

AGGIE
The Drive-In. The town is gathered in the circle built by Morlock.

She flips the next card. Another match... The Star.

AGGIE
He now controls The Sheriff, who's job would be to stand in his way...

She flips the fourth... The Sword. Harry's got the creeps.

AGGIE
And gives cause to rebels who would normally have none. But his plan...

Bella taps the final card. Harry's card.

BELLA

It can only be forged upon the back
of one struck by repeated blows...

Aggie flips it over... The Anvil.

AGGIE

You, Harry.

Harry's says nothing, letting it all sink in.

INT. SEPULCHRE -- THAT MOMENT

UGLY HANDS watches them via reflecting pool. In the water are Harry, Aggie, Bella and... THE BOOK. The pool zeroes in on it.

BACK IN THE GYPSY TRAILER --

AGGIE

This book can banish the evil, but
time's running out. Zaleska must
complete her spell by the end of
the witch's new year... Midnight.

HARRY

I'm a man of science. I don't put
my faith in a deck of cards.

AGGIE

Surely there's something you do
care about?

Bella stares into Harry's soul. He has to look away.

BELLA

I know your hurt runs deep...
Harry, it was not your fault.

HARRY

What do you know? You're just a
circus sideshow with a trunk full
of chicken-heads and dried lizards.

BELLA

Your fate is sealed. Thee cards do
not lie.

HARRY

Sell it to someone else.

Harry throws the deck of cards and storms out. Aggie & Bella
look at the cards on the floor with grave concern.

AGGIE

At midnight there's going to be
nobody left to buy it.

EXT. GYPSY TRAILER -- NIGHT

Harry starts his car. Empty streets. The huge full moon looks like it's about to crash into the earth. A lone howl echoes.

BACK TO:

INT. MORLOCK'S TRUNK / EXT. GRAVEYARD -- CONTINUOUS

Obie's in the trunk of the limo, scared. All's quiet until... POP-- The trunk latch mysteriously UNLOCKS. Obie psyches himself and shoves the trunk lid open. He lifts his head out.

OUTSIDE-- Obie scans the cemetery through his GREEN SPECS. Tombstones... mausoleum... dead trees... seems he's alone.

Too bad for Obie that the opened-trunk blocks the view over his shoulders. Then he notices something else in the trunk... A TAROT CARD... the Masked Death.

A lone DROP hits Obie's cheek, trickling from...

THE NINE FOOT-TALL WEREWOLF with razor claws and dripping fangs that's standing on the roof, silently lurking over him.

TERROR (noun): 1. an intense fear of physical injury or death. 2. the feeling that makes Obie move faster than he ever has in his life when THE WOLF SWIPES at him with a GRRROWL.

Obie drops back into the trunk, yanking it closed.

IN THE TRUNK-- BAM! The Wolf tries to break through. Obie picks up the tire iron, thinking quick.

OUTSIDE-- SKRUNCH! The Wolf savagely pounds a hole in the trunk. It reaches in and grabs... Nothing. *Obie's gone.*

CLUNK! The trunk-lid pops open, SLAMMING The Wolf in his chinny-chin-chin. It goes down. Hard.

INSIDE THE LIMOSINE --

Obie lets go of the trunk release lever. He's used the tire iron to rip through the backseat and has climbed up front.

OUTSIDE THE LIMOSINE --

Obie opens the door, scrambles to the trunk for his bike. Seems the Wolf is gone. Obie lowers the trunk...

The Wolf's not on the roof either. Obie spots a faint reflection in the back window...

He DUCKS as a MAMMOTH CLAW WHIZZES over his head. Obie dives back in the trunk, but The Wolf's not falling for that trick again. Instead, it goes to the driver's door and rips it off.

WOLF POV-- CLANK- the TIRE IRON sails out of the limo, SMASHING The Wolf's face in.

The trunk BURSTS open. Obie leaps out with his bike. He hits the ground pedaling for his life. Through his GREEN SPECS... Obie spots an opening in the fog bank and soars into it.

DEEPER IN THE GRAVEYARD --

Obie frantically searches for an exit. He skids out in a clearing to catch his breath. Sees SOMETHING on the ground...

His shadow. It disappears as a cloud passes over the moon. A beat. The cloud goes by. Obie's shadow returns...

JOLT - And there's ANOTHER HULKING SHADOW right next to it. GRRROWL! The Werewolf takes another huge swipe at him.

Obie barely ducks. The Wolf rips his 3-D specs to shreds.

Obie hits a button on his control box- BOOM! A newspaper fires like a missile from the bikes's mounted cannon...

Hitting the wolf square in the WOLFMAN NARDS.

Obie rides, pedaling for the main gate. The Wolf leaps in his path. Obie uses a toppled headstone as a ramp and JUMPS it...

But The Wolf rips his back tire off in the air.

The bike SLAMS down, sending Obie over the handle bars, onto his back. Something SHINY lands in the dirt next to him...

It's Harry's SILVER DOLLAR.

The Wolf comes in for the kill. Obie throws dirt in his eyes, blinding it. He somersaults, grabbing the coin as he rolls.

Obie comes up with LOADED SLINGSHOT aimed at The Wolf...

OBIE
KEEP THE CHANGE!

FOOM-- Good shot! The SILVER DOLLAR nails The Wolf in the shoulder. It howls in sizzling pain, running off into the fog.

EXT. SPOOK HILL ROAD -- MOMENTS LATER

Obie hightails it out of the cemetery-- JOLT! He's grabbed by a set of wrinkled arms. Obie struggles furiously. Aggie steps forward. Her comforting face calms him.

AGGIE
It's OK, we're friends of Harry.
What did you see in there?

A howl is heard in the distance. Bella loses her patience.

BELLA

There is no time! Tell us or your
friends and family will pay a
terrible price!

On-coming headlights pause the gypsy momentarily. Obie bolts.
He pushes past Bella, frantically hopping into the back of...

BOBBY LEE'S PRODUCE TRUCK --

Bobby drives, yelling at his wife. Her pet bunny hangs out
the window, tongue flapping like a dog. Looks like Aloha Joe's
voodoo worked. In back, Obie's hiding amongst the veggies.

CUT TO:

INT. ALOHA JOE'S DARK CONTINENT -- NIGHT

HARRY

You're into mumbo-jumbo, Joe. How
much stock you put in tarot cards?

Harry slumps to the bar. Joe double-takes. *Did he hear right?*

HARRY

Come on. I'm not in the mood.

ALOHA JOE

Cards never lie. The basics- tools
represent foundations and strength.
Let's see, stars are authority.
Power. The obvious-- death is bad.
Masks, tricky. Oh, cups are good.

Joe grabs a glass and fills it for Harry. He could use it.
But instead of giving it to Harry, Joe spills the glass over.

ALOHA JOE

But if you ever see a spilled cup,
head for the god-damn hills.

(relaxes)

Wouldn't worry about it too much.
All boils down to what you believe.

HARRY

Yeah, they're just cards. What do
I care? Nothing. I'm outta here.
No cards, no town, no kid.

ALOHA JOE

Got that right. No town. Keep
these people at a distance. And a
kid in your life? That just ties
you down. I mean who wants a kid
coming to them all the time for
support... advice... love...

Joe's words and thoughts of Obie weigh heavy on Harry. Until:

ALOHA JOE
Hell, that kinda torture could last forever.

HARRY
Sometimes I wonder why you just didn't leave me for the wolves.

ALOHA JOE
Aww, c'mon... who else would fix my sink for free?

Harry storms out.

CUT TO:

INT. HARRY'S HOUSE -- DAWN

Empty rooms. Bare walls. Everything's packed.

INT. HARRY'S LAB -- THAT MOMENT

Harry's been working on the bottling machine a while... He hits the switch. The machine cranks to life. Running smoother than ever. A bottle rolls down the conveyor and fills.

Harry tosses Marconi, his rat, a tiny bit of cheese then...

He smiles at his handiwork. But it quickly fades. Harry sees at all the machines in the lab- *his life's work*. The hollow quiet sound is deafening. One invention in particular...

Makes Mockery of Harry's solitude. He rips the tarp off...

THE RESCUE ROBOT. It destroyed the fair... his parents... and his life. The look on Harry's face says it's payback time.

HARRY
I'll show you hurt, gypsy.

He fires up his blow torch, slaps his welder's mask down, and cuts into the robot. A beat later, he finds an inscription:

**BUILT WITH PRIDE TO SERVE AND PROTECT THE INNOCENT
LAWRENCE SPINGLEMEYER & SON, HAROLD -- 1939**

Harry rips off his mask, BEATING it furiously against the Robot, his eyes welling with tears. He collapses onto the robot, throwing his mask aside...

But there's no CRASH. The mask doesn't make a sound.

Morlock stands at the door. Dressed in a slick Jack the Ripper-style cloak, he has Harry's mask in his right hand.

MORLOCK

I always thought you were more of a crying on the inside kind of guy...

Morlock's left arm is hidden under the cloak. He sets the mask down and marvels at the bottling machine.

MORLOCK

But it goes without saying, the right guy for the job.

HARRY

I'm not even gonna try and figure out where you came from, but I'm gonna insist you go back. Now.

Morlock moves around the different machines.

MORLOCK

Harry, it's the truth. Just look at your work--

Morlock picks up a MECHANICAL MALLET. The head flips open, a spring-loaded arm extends, holding a red hot nail. The back of the mallet shoots forward, driving the nail into the bench.

MORLOCK

Perfection.

Morlock produces a contract. His eyes are hypnotizing.

MORLOCK

I know what you want... respect. Acceptance... you want to be somebody. And I can make you somebody. You alone have the power to build this town-- other towns all over the world-- into something greater than they can imagine. I can give you the stage to do it...

Morlock extends a hand. *Is Harry actually thinking about it?*

MORLOCK

Come work for my studio, Harry.

Harry takes Morlock's hand... And twists his arm, spinning it behind him. The birthmark. It's there.

HARRY

Drop dead... Twice.

EXT. FRONT YARD -- MOMENTS LATER

Harry, still twisting Morlock's arm, pushes him outside. THE LIMO is there. Harry looks at it, then his closed gate. *How the hell did that get in here? Ah, never mind.*

HARRY
Pull another Amelia Earhart like
you did in the desert and GET LOST.

Faye Morgan gives Harry a tiny wave from the limo. He leaves.

HARRY
Let the gate hit'ya on the way out!

Morlock spots the MECH-POTATOHEADS carrying moving boxes out.

MORLOCK
No matter where you run, Harry, you
can't escape your destiny.

CUT TO:

EXT. BOBBY LEE'S FARM -- DAWN

Bobby's truck pulls in. The bunny hops out and starts to dig holes, like a dog. Bobby Lee goes around back and finds:

BOBBY LEE WONG
Get up, boy, this ain't no Ho-Jo's!

Obie's sleeping among the veggies. He wakes, disoriented, then jumps off the truck, and runs for the hills.

Bobby tries to grab him but trips in one of the freshly-dug holes. The Bunny kicks dirt on him, burying a carrot like it's a dog bone.

CUT TO:

INT. HARRY'S LAB -- MORNING

The lab's been packed away. Only the Robot remains.

EXT. HARRY'S YARD -- MORNING

The bottling machine is on a trailer, hooked to Harry's car. All of his stuff is stacked and boxed on another trailer. Once he delivers the machine, Harry will be ready to leave.

Harry starts his car and fires a paper into a target on the wall, setting off levers and pulleys that open the front gate. The car pulls out and almost hits...

Obie. He sprints into the yard, out of breath. HARRY gets out.

OBIE
...Harry... you gotta...

HARRY
Stop, Obie. You're right. You
gotta stop all of this nonsense and
go home. It's over.

Obie catches his breath. He sees all the moving boxes.

OBIE
What... what's over?

HARRY
Everything. I've never made anything worth a lick'a spit. I'm never going to. Not here. This town doesn't need me. I sure as hell don't need it.

OBIE
Something bad's going down tonight! You have to believe me, Harry! You're the only who listens to me!

Harry shakes his head & goes toward the house. Obie follows.

OBIE
I followed Morlock to the cemetery. He changed into... into... a...
(almost not believing it)
A werewolf.

HARRY
(sighs, then...)
OK. Time for you to leave.

OBIE
Your silver dollar! That's what saved me! I shot him with your silver dollar!

HARRY
What? You lost my-- Ah, forget it.

Harry's at the end of his rope. He blows up:

HARRY
What's wrong with you? There's no monsters, Obie. We're not in a movie! I'm not your Doctor Frankenstein! And your not my Igor!
(he digs in)
I'm no hero. I'm no father...
And I'm not your friend. Don't look to me... 'cuz I won't be there... And that's my choice.

Obie's crushed. Tears well in his eyes.

OBIE
...but...but...but.

HARRY
Go home to your family, Obie.
You're lucky to have'em.

What Harry says next hurts him as much as it does Obie.

HARRY
They're the ones who care about
you...
(lying, he turns away)
Not me.

OBIE
(fighting back tears)
You told me I can't be scared my
whole life. But you're the one
who's scared. You can't blame the
town forever... and you can't blame
yourself either. All you can do
is... *play the cards you're dealt.*

Harry, his back to Obie, closes his eyes. Obie fights tears.

OBIE
You want to run away. But anywhere
you go, Centerville's still gonna
be inside you, Harry. In me too.
(tears turn to anger)
You don't wanna help me-- Fine!
I'll stop Morlock by myself! Who's
the damn Fraidy Cat now?!

Obie tosses something at his feet. Harry turns. Obie's gone.
The plastic FRANKENSTEIN MASK rests in the dirt.

INT. HARRY'S LAB -- MOMENTS LATER

Harry slumps into the lab, Obie's words hanging on him.
Across the room, something SPARKLES on the workbench.
It stops Harry dead in his tracks.

HARRY'S IMAGINATION -- A LITTLE WHILE AGO

FLASH! Morlock fidgets under his cloak, his arm in a sling.
FLASH! Morlock uses Harry's mech-mallet by the workbench.

MORLOCK
Perfection...

INT. HARRY'S LAB -- RIGHT NOW

The SILVER DOLLAR is stapled into the work bench. Obie's
story, far-fetched or not, was right. Morlock had the coin.

CUT TO:

EXT. SPOOK HILL GRAVEYARD -- DAY

Harry sniffs for clues. He finds Obie's SHREDDED 3-D GLASSES... big animal FOOTPRINTS... and Obie's mangled bike.

EXT. SPOOK HILLTOP -- DAY

Harry stares down at The Drive-In. There's something sinister about the multi-plex but Harry can't put his finger on it. Thick clouds roll in. *Could Obie have been telling the truth?*

INT. ALOHA JOE'S DARK CONTINENT -- DAY

KRASH! The bar door opens. Harry storms past Joe on a mission.

ALOHA JOE
Aren't you outta my life yet?

Harry opens a closet cluttered with occult. He tosses out a Zulu shield with arrows embedded in it... jackal's head... tiki gods... rune stones... crystal ball with lady inside. Finally Harry finds the TAROT CARDS. He forges for the door.

CUT TO:

INT. HARRY'S HOUSE -- DARK DAY

Harry's alone in the gloomy living room shuffling the tarot cards. KRASH! Thunder. He deals out five random cards...

HARRY
OK, show me what you got...

The five cards: Masked Death, Hammer, Sword, Star, Anvil.

HARRY
Coincidence. It happens.

He shuffles and deals... the same five-- KRASH! More thunder. Pissed, He shuffles and deals... the same five cards-- KRASH!

EXT. HARRY'S HOUSE -- DARK DAY

Harry clings to the highest steeple on the house. He heaves the deck off the roof. The cards rain down into the yard.

LATER IN THE YARD-- Harry finds the cards scattered on the grass, all face down... *Except for five of them...* KRASH! Harry doesn't want to believe it. But he can't deny it.

And then he spots the bottling machine on the trailer.

INT. HARRY'S LAB -- LATER

Some equipment's unpacked. It's set up on the workbench. Harry opens Marconi's cage, takes the rat out.

Using a DROPPER, he feeds the rat a tiny sample from the glowing green Monter Pop bottle... Nothing happens. Harry picks Marconi up for a closer look... And then sees it.

The rat's eyes swirl with red glow. Its hair brittle, standing straight up. The rat's teeth are growing.

And then the rat SPRINGS from his hand, lunging for Harry's throat. He closes his hand on it, struggling hard to keep it away. But the rat fights harder.

Harry looks for something... anything... as he tries to hold back the creature. Then he spots...

His car. He lunges toward the open trunk and heaves the rat into the paper tray in back--

CLACK-FOOSH! A news paper folds around the rat, end over end. It's sucked into the cannon and cinched with a band. Harry cranks up the air pressure dial...

KA-BLAAM! Harry launches the beast out the window and over the horizon. Slowly, Harry turns back to the workbench...

He stares at the Monster Pop bottle with much regret. Everything Obie told him was true. It's echoed by...

BELLA

It is only when you open your mind
that the truth can be ree-vealed.

Bella and Aggie are in the lab. Aggie holds the newspaper with Morlock & Faye Morgan on it.

HARRY

Obie... Obie was right... And I--

BELLA

There is time to stop it but you
must let go of your hatred.

AGGIE

There's something you need to know.

Aggie steps aside, Bella moves to the lifeless Rescue Robot.

BELLA

Harry, it was not your fault...

Bella gently puts his hand on the robot. A vision jolts him.

HARRY'S IMAGINATION -- THAT MOMENT

FLASH! Farmers' Expo, 1939. Young Morlock buys cotton candy with a wooden coin.

FLASH! Dad's tent. Young Harry closes the chest panel on the Rescue Robot.

FLASH! The coin in the Robot's chest surges with electricity. It catches fire. Silver paint slowly burns off.

FLASH! The robot goes haywire. It's chest explodes into brilliant flame. Young Morlock watches in fear. Candy falls from his mouth. Morlock drops A COIN in the dirt...

FLASH! The Expo in ruins, Young Harry finds his Dad's silver dollar in the dirt. The one Morlock switched when he stole it.

BACK TO HARRY'S LAB --

Harry rips open the robot's chest. Fishing around the dusty innards, he finds an old, BURNT COIN inside.

Harry snaps it in half. It's made of wood.
Gut-punched, Harry's barely able to speak as he realizes...

HARRY
Morloc-- All this time, it was--

He regains composure and picks up the bottle of Monster Pop...

HARRY
He's trying to play me again, but I
ain't nobody's erector set.
*Sometimes you just gotta play the
cards your dealt.*
(picks up the spell book)
Time to ante up.

EXT. HARRY'S HOUSE / INT. HARRY'S LAB -- LATER

A dark storm is brewing. Inside, Aggie and Bella watch Harry huddle over his microscope, analyzing the Monster Pop.

In the scope, GREEN COLA CELLS viciously attack one another.

Harry picks up the Monster Pop bottle. Bella brings the Spell Book over. Reading from it, she enchants the bottle.

GLOW sparkles inside it... And the green cola changes to a glowing SHADE OF BLUE. Harry analyzes it again.

In the scope, BLUE CELLS are fighting off all the green ones. When they're all gone, the blue cells stabilize...

But only for a moment. The microscope glass CRACKS as the cells expand out of control.

Shaking his head, Harry re-caps the lone bottle of blue pop.

AGGIE
What are we gonna do?

HARRY
 What should've been done in the
 first place...

INT. SEPULCHRE -- CONTINUOUS

Through the REFLECTING POOL, UGLY HANDS watches Harry pick up a sledgehammer. An EVIL CACKLE echoes out as Harry says...

HARRY
 ...I'm gonna destroy that stupid
 bottling machine.

CUT TO:

EXT. HARRY'S YARD -- DUSK

Gray sky. Harry & Aggie are on the porch. The bottling machine's hooked to his car. Aggie grabs his arm softly.

AGGIE
 Listen... I want to thank you,
 Harry. For opening your mind...
 (takes his hand)
 And your heart.

Aggie moves closer, but Harry's lost in his thoughts.

AGGIE
 It's Obie, isn't it?.

HARRY
 He's the only one who ever really
 gave me a chance. Wish I would've--

AGGIE
 Don't wish, Harry. *Do something*
 about it. Things are only what you
 choose to make them.

He closes his hand around hers and moves closer... but hesitates. The sun pokes out of black clouds on the horizon.

AGGIE
 See. The light always finds a way.

HARRY
 (nods, then...)
 Let's get this back inside the lab.

Harry fires up the car. He backs the bottling machine trailer down the ramp, into the underground garage.

Aggie stares longingly at the stormy sunset. Until...

JOLT! A hand viciously grabs her from behind, covering her mouth. Wheels, wearing shades, snickers as he restrains her.

Morlock checks his watch as he steps onto the porch.

MORLOCK
Right on call time.

INT. HARRY'S LAB -- MOMENTS LATER

Harry picks up his wrench, removes the TRAILER-HITCH BALL. Bella's by the bottling machine as Harry unhooks it.

BELLA
The seeds of happiness must be watered if they are to grow.

HARRY
Lady, anyone ever told you that you sound like a fortune cookie?

A blood-curdling SCREAM rings out. Harry bolts upstairs.

INT. HARRY'S LIVING ROOM -- MOMENTS LATER

Harry skids into the room. He drops the trailer-hitch when he sees Morlock standing there. Outside, the greasers are man-handling Aggie. Harry tightens his grip on his wrench.

HARRY
I'm gonna fix your pipes for good.

But before he can, THE METAL BALL from the trailer-hitch magically rises into the air all by itself. Bella makes it up the stairs just in time to see it...

WHIZZZZ! The metal ball launch across the room. It SLAMS into Harry's stomach. He doubles over onto the floor.

Bella tries to react-- CRACK! But gets a THUNDEROUS slap to the face instead.

FAYE MORGAN
Ouch! That's a real sleeper hit.

Faye slowly picks up the spell book, like she's been waiting to touch it her whole life. Smiling, she reads a line in ancient tongue. DARK ENERGY collects in her eyes.

Faye grabs Bella's forehead-- FZZT-BAM! A SURGE of evil energy courses, throwing Bella across the room.

FAYE MORGAN
Shocked to see me, sister? You were expecting someone else?

Bella writhes. Harry tries to get up to help, but...

FAYE MORGAN
Ahh, quit your bellyachin', stud.

Faye waves her hand and the metal ball SLUGS Harry in the gut again. He goes down, in agony. Faye turns back to Bella...

BELLA

You... You are Zaleska?

FAYE MORGAN

Of course, it's me, fool. Do you have any idea how long it took to set this up? All these stupid movies, playing the damsel in distress...

(yelps a phony scream)

OH HELP ME... Get real.

Faye reads another line from the spell book-- FZZZT!
And hits Bella with another vicious BLAST.

DOWN IN HARRY'S LAB --

In an incredible feat of strength, the greasers, Shovel and Lockjaw, lift the bottling machine up and carry it out.

BACK IN THE LIVING ROOM --

BELLA

You may have fooled me, Zaleska,
but you will not escape unscathed!

Bella's in bad shape. Mustering her last bit of strength, she channels LIGHTNING into Faye. But when the smoke clears she's only messed up Faye's hair. Now Faye's really pissed.

FAYE MORGAN

Sorry, granny, but this is one
Halloween party where there's no
bats allowed.

Faye waves her hand, magically SLAMMING Bella into the ceiling then back down onto the floor. Standing over Bella, Faye flips the pages of the old book, searching for the right spell... And reads the ancient line.

FZZZT! A furious TORNADO OF BOLTS envelops Bella, lifting her.
Sadly, her evil energy proves too much for the old gypsy.

Harry's in agony, but tries to do something... He crawls across the floor... inching his way toward the metal ball... he's almost there... but someone beats him to it.

MORLOCK

Your work's finished, Spinglemeyer.
Time to take you off the payroll.

HARRY POV-- Morlock drops the metal ball right on top of us.

SLAM TO BLACK.

EXT. DRIVE-IN -- DUSK

Spotlights wave. The Drive-In buzzes, a line of cars outside.

INSIDE-- Cars scattered everywhere. Carnival booths. People in ghoulish costumes. Kids trick or treat from booth to booth. It's packed. The show's ready to begin.

CUT TO:

INT. MAUSOLEUM -- NIGHT

Harry's groggy. A face comes into focus above him... Wheels. His smile, crooked vampire teeth. His eyes, completely black. Wheels sucker-punches Harry.

Tied to the altar, Harry can't move. Crypts line the walls.

AGGIE (OS)

Harry...

Aggie's bound to an outcropping. She's been worked over.

Morlock enters. He Gets in Harry's face... WOLFS-out... then goes normal. It scares Harry, but he tries not to show it.

HARRY

I shoulda known you weren't pope of this boat, Morlock.

FAYE MORGAN (OS)

Shoulda, woulda, coulda, Mister Spinglemeyer.

Faye Morgan enters looking glamorously evil.

AGGIE

But... but...

FAYE MORGAN

But, but- let me tell you somethin', honey. If "ifs and buts" were cherries and nuts, we'd all have a merry Christmas. But this ain't Christmas. It's Halloween. And in Hollywood, everyday's Halloween as long as you got a few masks and plenty of...

Morlock wipes his birthmark off. Faye removes her long glove, revealing the mark she's been hiding. She opens her compact.

FAYE MORGAN

...make up.

In the mirror, her true reflection: an ugly eye surrounded by wrinkled, weathered old flesh. She snaps it closed.

FAYE MORGAN
Well, that and a good publicist...

Faye holds up Bella's spell book.

AGGIE
...grandmother...

FAYE MORGAN
Yes, it's a shame the old bat
couldn't join us, but crispy gypsy
just happens to be the new snack
bar item at the Drive-In...
What did I tell you, Morlock?

MORLOCK
Yes. Your plan worked out so
beautifully I could kiss your feet.

FAYE MORGAN
(taps her compact)
You will as soon as this glamour
spell wears off. Then I'll finally
take what's rightfully mine.

HARRY
Lemme guess, *the world*, right?

FAYE MORGAN
Think bigger.

Faye opens the spell book and reads a line in ancient tongue.
Thunder booms. Her eyes glow red. Her voice is unearthly and
echoed. The voice from the beginning of the story.

FAYE MORGAN
From ashen earth & hallowed *ground*,
Call from hell the snarling *hound*.
Sacred rights not once *read*,
Obey my voice and wake the *dead*.

All of the crypts RATTLE. Her eyes go normal. She pets Harry.

FAYE MORGAN
Fitting. The boy that destroyed the
town grows up to be the man who
destroys the world. It was in your
cards, Lamb. Always has been.

Faye holds up the Anvil card. Lightning flashes. And as it
does, Harry recognizes her face. She is the FORTUNE TELLER
from the 1939 Expo. She gave him this card long, long ago.

FAYE MORGAN
Your whole life is based on my
script. But don't feel too bad...
It's got a killer ending.

Faye snaps her fingers. The crypt lids EXPLODE off the walls. Wheels & Morlock carry Aggie out. Faye blows Harry a kiss.

FAYE MORGAN

Toodles.

ROTTING HANDS emerge from all the crypts as A HORDE OF UNDEAD wakes from a long rest. Harry tugs his bindings. It's no use.

CUT TO:

INT. DRIVE-IN -- NIGHT

The Mayor speaks from a stage under one of the big screens.

MAYOR FAREWEATHER

Happy Halloween everybody! Welcome to the Centerville Cinco-Rama! Let the Monster-Fest begin!

A rockabilly band strikes up. Festivities are underway. Costumed teens cut a rug. Haywood the Soda Jerk bobs along. Scooter, Marilyn, and some other kids are bobbing for apples.

There's a huge line at the concession tent, inside which the Sheriff and Deputy load bottles into the MONSTER POP MACHINE.

CUT TO:

INT. MAUSOLEUM -- THAT MOMENT

CRASH! A crypt lid nearly falls on top of Harry. He's tied-up. Walking dead shuffle toward him, closing in.

WALKING DEAD

...ahhhh...ohhhh...brains...

They're almost upon him. One's just about to grab... when a NOOSE drops around its neck. It's hoisted in the air by...

Obie. Clutching the rope, he leaps off a cross beam, the counter-weight carrying him to the ground. He kicks another monster, then grabs a nearby torch, using it to wave off the walking dead.

Obie tosses Harry a pocket knife. Harry frees himself and picks up one of the fallen crypt lids.

HARRY

Get behind me!

Using the lid as a shield, Harry plows their way out of the crypt. Obie waves the torch, covering the rear.

EXT. SPOOK HILL GRAVEYARD -- NIGHT

Harry wedges the mausoleum door shut. He and Obie emerge into the graveyard. The two of them just stare at each other.

HARRY
...thanks.

OBIE
I'll send ya a bill.

HARRY
Obie, I... Listen...

This is hard for him to say. It takes a moment to come out.

HARRY
You were right. Obie, I'm sorry.
I'm sorry I didn't believe in you.

OBIE
There's no time for that. You're
just lucky I followed Morlock here.

HARRY
Morlock's not the bad guy.

A nasty GROWL interrupts their moment. TWO FEROCIOUS GRAVEYARD DOGS stand poised for attack. Jackal-like hell hounds-- make that hungry jackal-like hell hounds.

Without a thought, Harry picks up Obie and bolts. The blood-hungry dogs chase. They dart through the cemetery until...

CRUNCH! A SKELETAL HAND pops up from the ground.
CRUNCH! Another... and another... blocking their way.
SKELETONS are digging out from their graves.

CUT TO:

INT. DRIVE-IN -- THAT MOMENT

Morlock appears center stage. The crowd goes nuts.

MORLOCK
Creatures of the night! In a
moment you will be taken on the
scariest journey of your lives!

BEHIND THE BIG SCREENS-- Aggie hangs, bound from the girders.

MORLOCK
It is with the utmost honor that I
present to you Hollywood's true
queen of the Silver Scream... The
Duchess of Dread... The Girlfriend
of Gore... MISS - FAYE - MORGAN!

BOOM! Pyrotechnics and fog. A mammoth set of skeleton hands lower from a crane. Exaggerated screams of terror ring out.

The giant hands of death open. Faye sits inside them, waving to the crowd, blowing kisses like Marilyn Monroe. As people flock the stage, Faye hams up her act with practiced flair.

OUTSIDE THE DRIVE-IN --

Wheels shuts the main gate to the Drive-In. Sliding a cross beam in place, he padlocks it. Nobody's getting out of here.

INSIDE THE DRIVE-IN --

Faye magically waves her hand over Morlock's open palm. POOF! A Monster Pop bottle appears. There's hushed anticipation in the crowd as Faye takes a sip. Then...

FAYE MORGAN
Deeeee-lightful.

MORLOCK
MONSTER POP! IT'S BRIMSTONE IN A
BOTTLE... AND THE FIRST BOTTLE'S ON
US! ENJOY THE SHOW!

The bottling machine FIRES UP. The crowd goes nuts. The evil cops hand out bottles as fast as they roll off the line.

Faye and Morlock smile, watching the Monster Pop frenzy. The crowd is theirs. The giant skeletal hands close around them.

CUT TO:

EXT. SPOOK HILL GRAVEYARD -- NIGHT

A skeletal hand grabs Harry. He SNAPS it in two then picks up a grave marker - an OLD WOODEN CROSS. Three red-eyed SKELETONS move in on him as he wields it like a baseball bat.

Obie grips an iron rod in a tug of war with the two dogs. BARK! The hell hounds bite Obie's rod in half.

Harry swings his cross to no avail. He and Obie flee.

KRACK! The dogs disappear in a flash of lightning... KRA-KRACK! They materialize right in front of Harry and Obie... And the skeletons are closing in behind them.

Harry spots a freshly dug grave.

HARRY
When I say now, hit the deck-- NOW!

Obie drops. Harry sommersaults, landing behind the skeletons. He rams them with his cross, tackling-sled style. He pushes the skeletons into the dogs, the hungry hounds SNAPPING.

HARRY
 KNICK-KNACK! PADDY-WHACK!
 GIVE - A - DOG - A - BONE!

With all his might, he shoves them all into the empty grave.

Vicious snarls are heard in the hole. Bones bounce up and down. It's a feast. A half-skeleton desperately climbs out. JOLT! A dog drags it back down into the grave with a growl.

HARRY
 Obie, you alright?... Obie?

Obie doesn't answer. Silent and wide eyed, he's staring at things that are appearing all over the graveyard...

GHOSTS. Dozens of ghosts walk the grounds like mindless drones. We recognize The Mayor... Haywood... Bobby Lee... Lupita... The ghosts of the townspeople.

OBIE
 Samhain, Harry! The ghosts of the
 living walk the graveyard!

Obie checks his watch: 10:45 PM, OCT 31, 1959.

OBIE
 If we don't stop this by midnight,
 all these people are going to--
 (he suddenly goes pale)
 Oh no... NO! NO! NO!

Obie runs. Harry follows, mouth falling open as sees...

The ghosts of OBIE'S PARENTS. The little boy has come face to face with the spirits of his mother and father. Crying, Obie futilely tries to hold them back...

OBIE
 (frantic)
 I TOLD YOU NOT TO GO! PLEASE, NO!

It's a hard sight for Harry to see Obie in pain. He knows exactly how the boy feels. Obie tries to stop them but...

The ghosts walk right through him. Harry grabs Obie.

HARRY
 Obie, listen, we still have time!
 We have to move! We can get down
 to the Drive-In and stop Faye!

Obie stifles a tear, nodding silently. He and Harry press on. The ghosts of Obie's parents ramble on mindlessly.

CUT TO:

THE DRIVE-IN -- THAT MOMENT

Obie's real PARENTS search the Drive-In for their son. They pass the concession tent. Dozens of people gulp Monster Pop.

FSSST! Overhead, a light beam cuts across the Drive-In lot. Everyone turns to one of the big movie screens where...
THE GALAXY PICTURES LOGO APPEARS.

AROUND THE VARIOUS PROJECTION BOOTHS --

BOOTH 1-- Morlock has just turned on the projector.
BOOTH 2-- FSSST- Biltmore fires up another movie...
BOOTH 3-- FSSST- The Sheriff follows suit...
BOOTH 4-- FSSST- As does The Deputy...
BOOTH 5-- FSSST- Wheels turns on the final projector.

IN THE DRIVE-IN --

The crowd watches in amazement all the big screens flicker to life at once. Five black and white horror B-movies.

BEHIND THE SCREENS-- The dangling Aggie is lit by the eerie glow. No matter how much she struggles, she's helpless.

AT THE CONCESSION TENT-- The Monster Pop frenzy's dying down.

Morlock ushers Haywood out. He orders Shovel and Lockjaw to rip the big cauldron off of the bottling machine. Together, they carry it to the roof of one of the projection booths.

Morlock follows with a sneer. All around him, patrons gulp Monster Pop as they stare at his movies... All except for... Obie's parents. They continue the search for their son.

CUT TO:

EXT. HILLTOP -- NIGHT

Harry and Obie rush to the top of Spook Hill. What they see on the valley floor below is enough to bowl them over...

HARRY
That's one hell of a whammy circle.

He's right. From here, we see Faye's plan in all its glory:

The circular drive-in. Five screens in a PENTAGON FORMATION. Five projector booths with light beams fanning out from pin-points along the perimeter to create FIVE POINTS OF A STAR...

WHEN FULLY OPERATIONAL, THE CINCO-RAMA IS A GIANT PENTAGRAM WITH A STAR MADE OF LIGHT.

Visible only from Spook Hill, it couldn't be seen before because the projectors were turned off. Now it makes sense.

HARRY

An incantation to bring forth the
Prince of Darkness on Halloween...
And enough Monster Pop to create an
army that'll cancel his Christmas!

OBIE

She's not gonna take over the world

HARRY

Not when she can take over the
under-world instead...

Obie hands Harry his "HOW TO KILL MONSTERS" list. Harry
stares at it, the mad scientist burning in his eyes.

HARRY

Get down to the Drive-In. See if
you can find Aggie. Just don't do
anything till I get there.

OBIE

How are we gonna stop that witch?

HARRY

(remembering dad's advice)
*We'll find a way... Or we'll build
one.*

With that, Harry's gone. Obie charges down the hill... and
just as it was twenty years ago, a ten year-old boy races down
the hill at full stride, desperate to reach the light...
Only this time, the fate of mankind is at stake.

CUT TO:

THE DRIVE-IN --

Five big screens. Five monster movies. Five different close-
ups of FAYE MORGAN screaming. And high above it, the real FAYE
laughs from the roof of a projection booth. The crowd cheers.

Spotlights shine. Glamorously, Faye resides over the cauldron.

She reads the spell book in ancient tongue. Thunder booms.
The cauldron bubbles. The wind howls. From nowhere, an eerie
clock chimes, carrying over her words as she begins...

FAYE MORGAN

GATHER ROUND CREEPS, GATHER ROUND
FOOLS,
GATHER ROUND SPIRITS, GATHER ROUND
GHOULS.
HEAR MY VOICE AS I TELL YOU THIS
STORY,
OF BLACKENING FRIGHT AND ALL THINGS
GORY.

The crowd is dumbfounded. Mayor slaps Haywood on the back.

MAYOR FAREWEATHER
Hell of a show!

Elsewhere, Lupita's dressed like a sexy vampire. She and Bobby Lee watch from their truck. Lupita's sipping Monster Pop. Bobby Lee isn't. Pissed and chewing on wheat, he gets out.

BOBBY LEE WONG
Awww, I'd rather eat hot wings!

He hurls his bottle at the movie. Monster Pop runs down the screen where a GIANT SQUID attacks a submarine.

OUTSIDE THE DRIVE-IN --

Obie climbs up onto the perimeter wall next to a large, burning torch. He sees Faye above, then scans the crowd... focusing in on the area BEHIND THE MOVIE SCREENS.

Moving, Obie accidentally kicks over a tank next to a torch. It spills. The tank reads: KEROSENE. Meanwhile...

FAYE MORGAN
DARK SPIRITS ASSEMBLE TO CELEBRATE
IN *FEAST*,
AS POTION THY DRINK, TRANSFORMS MAN
INTO *BEAST*.

Faye's cauldron glows. All around the Drive-In, the same glow emanates from all the Monster Pop bottles...

The GREEN SODA turns a SICKLY BROWN color... BROWN AURAS circle around the stomachs of all who drank the Monster Pop. Obie runs through the crowd. All around him, Monster Pop drinkers contort in pain, looking sick to their stomachs.

The Mailman doubles over... The Mayor's homely Secretary cries... Lupita looks really sick. She puts her pet BUNNY in the back of the truck and heads for the First Aid Tent.

Elsewhere, Obie's parents comfort the writhing-in-pain Mayor.

MAYOR FAREWEATHER
Mmmm... Monster Pop...

OBIE'S DAD
But... But we didn't drink any.

High above, Faye cackles, watching fervently. She doesn't notice Obie slip behind the movie screens... But across the Drive-In, someone else notices... The Sheriff.

BEHIND THE SCREENS-- Obie finds Aggie dangling high above. He climbs the girders like monkey bars, trying to reach her. On the ground, The Sheriff begins the climb up after him.

INT. ALOHA JOE'S DARK CONTINENT -- NIGHT

Joe is spit-polishing a glass when the door CRASHES open. Harry grabs the ZULU DEATH MASK and the VODOO POWDER SKULL. He zips out to Joe's bewildered stare. A beat.

Harry zooms back in. He grabs Aloha Joe.

INT. / EXT. HARRY'S HOUSE -- MOMENTS LATER

Harry and Joe quickly gear up for the battle of their lives.

DOWN IN THE LAB-- Obie's list lands atop of the workbench. Harry and Joe scramble to collect materials...

Harry rips all of his DOORBELL MIRRORS from the walls.

IN THE YARD-- Joe pulls PICKETS off the garden fence.

IN THE LAB-- Harry slaps down a PAINT ROLLER and a FAN MOTOR.

Joe yanks the NEWSPAPER CANNONS off Harry's car.

Harry pops out the GREEN LENSES on his night-vision goggles. He pounds on the ZULU DEATH MASK with a hammer.

IN THE YARD-- Joe rounds up the POTATO HEAD ARMY, sprinkling them with voodoo dust from his skull. He sprinkles some more on his SHRUNKEN HEADS and ties them together by the hair.

IN THE LAB-- Harry loads his mechanical mallet with the pickets from his fence.

Joe opens the back of his hearse, slides out a COFFIN TRAY.

IN THE HOUSE-- Harry rips open one of the moving boxes, pouring out a ton of SILVERWARE.

ON THE PORCH-- Harry yanks the "HAROLD SPINGLEMEYER, INVENTOR" sign off the wall.

IN THE LAB-- Joe welds the big slab to the front of his hearse like a battering ram. He flips up his WELDING MASK.

Harry yanks the welding mask off, testing the way the visor flips up and down.

Harry pries the stapled SILVER DOLLAR from his work bench. It has a hole in it.

Harry hangs Joe's shrunken heads from his tool belt, before slipping one final item inside...

The glowing BLUE BOTTLE OF MONSTER POP still on the workbench.

Harry checks Obie's watch: 11:45 PM, OCT 31, 1959.

IN THE YARD-- Joe's suped-up hearse blazes across out of the garage. Harry gets out, picks up Obie's Frankenstein mask.

The hearse tears off. The gate closes. We see the Spinglemeyer crest, the symbol of one struck by repeated blows...
The Anvil.

CUT TO:

THE DRIVE-IN --

The Monster Pop transformation is beginning.

BEHIND THE SCREENS-- Obie climbs the girders up to Aggie. He goes to work on her ropes, loosening the binds.

AGGIE
Hurry, we've got to get to Faye.

JOLT! The Sheriff grabs Obie from the beam next to him.

SHERIFF DUNN
I don't think you understand the gravity of your situation, boy.

AGGIE (OS)
Hey, Isaac Newton...

The Sheriff turns. Aggie's free from her bonds.

AGGIE
I think you're the one who needs the physics lesson!

Aggie swings from a beam, kicking The Sheriff. Releasing Obie, he falls, learning the gravity lesson the hard way.

BACK IN THE LOT-- Faye continues her evil spell. Obie and Aggie emerge from between the screens just as...

FAYE MORGAN
SEEDS OF EVIL, FED BY SKIES THAT
ARE *STORMING*...
IN DARKNESS, TOGETHER...
WE... ARE... FORMING!

KRACK-BOOM! With a final clap of thunder, everything goes silent and black. Obie and Aggie stand in the dark.

The lights slowly fade up around them to reveal...
THEY'RE SURROUNDED BY THE WORST CREEPIES AND CRAWLIES OF CHILDREN'S DARKEST NIGHTMARES!

All who drank the Monster Pop have become horrible creatures of the night, terrorizing the INNOCENTS who did not drink.

People transform into the monster costumes they're wearing.

IN THE FIRST-AID TENT-- A DOCTOR checks Lupita's blood pressure. She's deathly sick.

DOCTOR
Everything looks normal... What's
your blood-type?

Lupita spits out her fake vampire teeth. She now has real ones and answers in her spooky-sexy Spanish monster voice.

LUPITA
JOURS!

She bites him.

IN THE DRIVE-IN LOT-- Chaos.

GIANT SQUID TENTACLES grow out of the hexed screen where Bobby Lee threw his Pop. The tentacles grab a car and hurl it across the drive-in. It barrel rolls over other cars.

Obie's Mom and Dad heave pop bottles, fending off the BEASTS. New MONSTERS leap out from the screens as each bottle crashes against them. 3-D TERRORS from beyond start to attack.

Obie's favorite creature, JACK O'LANTERN, smiles an evil pumpkin grin as his giant grasshopper leg steps out the movie screen and into real life. His glowing face takes it all in.

The school kids, Scooter and Marilyn, look for a spot to hide.

Aggie and Obie sprint through the melee toward Faye.

AGGIE
We have to get that book!

ELSEWHERE, Obie's Mom and Dad take cover. DAD spots...

OBIE'S DAD
Oh my God, Tina, look!

Obie's Mom gasps as she sees her son with Aggie. And they're climbing up onto the roof of Faye's booth just as the evil witch kicks her spell into high gear...

FAYE MORGAN
MINIONS, HEAR ME.
THROUGH THIS NAUSEOUS NIGHT WE'LL
SOAR,
TO WADE THROUGH POOLS OF RANCID
GORE.
PAST THE BOWELS OF THE EARTH WHERE
WRETCHED SOULS AWAIT,
TO THE ENTRANCE OF THE BLACK CAVE,
BEHOLD THE GATE.

Lightning flashes as Obie and Aggie get behind Faye. Obie gives Aggie the signal. They shove Faye right off the roof.

Faye goes over the edge... but she doesn't fall. Floating in the air, she cackles, collecting lightning swirls around her.

FAYE MORGAN

Do I look like a push over to you?

She BLASTS at Obie with a energy bolt. Rolling out of the way, Obie goes off the edge of the roof, hanging on by his fingertips three stories off the ground.

With a wave, Faye magically lifts Aggie into the air... up... up... fifty feet, holding her in a hovering prison.

FAYE MORGAN

There's no one who can stop me now.

KA-BLAMM! Just as those words leave her mouth, the wall opposite her EXPLODES. The black hearse CAREENS into the Drive-In lot, spinning to a halt, its headlights shining back at the hole it just made.

A LONE FIGURE steps through the hole in the wall.

With two metal cannons hung at his sides, like some kind of inter-galactic cowboy, a brilliant shine comes from his face.

FAYE MORGAN

Who in the hell are you?!

WSH-WSH-WSH! A gleaming frisbee hurls at her. Faye catches it. It's the metal sign from the porch, and it now reads:

HAROLD SPINGLEMEYER, WITCH-DOCTOR

Just like a welder does, the figure flips up his now mirror-plated ZULU DEATH MASK to reveal:

HARRY

Trick or treat, witch. It's time to take your medicine.

Harry cranks up the air pressure, fires his cannon - BOOM! A rolled newspaper shoots out like a missile. It hits the projection booth's support leg. The roof pitches forward...

...flinging the bubbling cauldron at Faye. Soaked by the boiling mess, she falls to the ground.

As Obie hangs on for dear life, the balcony he dangles from pitches forward. He leaps safely to the ground just in time.

The spell now broken, Aggie drops from her hovering prison. She manages to barely catch hold of a suspended cable with lights on it, clinging for her life above the ground.

Scanning for THE SPELL BOOK, Aggie sees it on the toppled roof of the projection booth, amid the mess.

IN THE LOT-- Harry stands firm, monsters and mortals gaping at him. Faye gets up slowly. It's a stand-off until...

FAYE MORGAN
KILLLLLLLLLLL HIMMMMMMMMM!

All of the monsters rush Harry. TWO DRACULAS land right in front of him. He whips out his mechanical mallet.

HARRY
Don't *count* on it.

WHAM! The spring-loaded arm pops out holding a wooden fence picket. The mallet RAMS it home. Both Dracs get the point.

As they go down, the evil aura surrounding the Dracs vanishes. The Dracs transform back into SLUMBERING TOWNSFOLK... but that's not important, because more...

Monsters crawl out of the woodwork. It's a creature riot.

AMID ALL THE ACTION-- We find Obie's parents hiding behind a car with Scooter and Marilyn. Peering out from hiding, they watch Obie rapidly SLING-SHOT three fiends.

SCOOTER
Told you I had all the brains! The
Fream's gonna get himself killed!

Obie's Mom hears this and screams to him.

OBIE'S MOM
OBIE, GET OVER HERE RIGH--

Spotting something off screen, Obie's Dad covers her mouth. But it's too late. They're all bathed in an eerie RED GLOW.

JACK O'LANTERN, Obie's favorite monster, shines his evil lantern, hypnotizing all of them with the glow.

Nearby, Obie sees them mesmerized. They're catatonic.

OBIE
No!

BACK TO HARRY--

He spins around in time to see A MUMMY and A GHOUL closing on him. Whipping a paint roller contraption from his belt, Harry grabs the Mummy's bandage and gives the roller a spin.

HARRY
Not so fast, King Tut...

The Mummy's bandage spools onto Harry's roller. The Mummy collapses to a pile of dusty bones. Harry quickly loads the roller into his paper cannon just as The Ghoul grabs him.

HARRY
I'm on a roll!

BOOM! He fires. The bandage wraps around and around, winding the ghoul up tight, just like a mummy.

Harry hears a scream. He spots Aggie hanging on the cable above him, her grip slipping. He's gotta get to her quick... But something's lurking in the shadows behind him.

Flipping the Zulu Death Mask down over his face, he peers through the green night-lenses now in the mask's eyes...

JOLT! Night-vision reveals a MAD BEAST bull-charging at him.

Harry yanks a vial from his tool belt. Covering his eyes, he throws it down, smashing it on the floor. FOOM! There's a BRILLIANT FLASH, like a stun grenade. The Beast goes blind.

HARRY
Lights out!

Harry clocks the beast with his mallet then looks up at Aggie on the wire. Barely holding, she won't last much longer.

BACK TO OBIE --

Running to his parents, trying to save them all from Jack O'Lantern. The Monster almost has them. Obie's about to--

JOLT! He's grabbed by a VAMPIRE GREASER. It's Wheels.

WHEELS
Where ya goin', punk? We still got
us some beef ta' squash.

Wheels does a super leap, taking Obie with him. They land on the roof of the black hearse. Obie whips out a garlic bulb. Wheels SLAMS Obie down onto the car, yanks the garlic out of his hand. Wheels bites into it like an apple, savoring it.

WHEELS
You been watchin' too many fright
flicks. Garlic ain't got nothing
on Wheels!

Shovel and Lockjaw, land behind Obie. Both baring fangs, they pick him up by each arm. Wheels hoots...

WHEELS
Roadkill, Fream, that's what you
are. You know what we do with
roadkill, don'tcha boys?

SHOVEL
We eat it, Wheels.

WHEELS
Right. Now pass that chicken here
before it loses all its juice.

Wheels opens his VAMPIRE MOUTH to take a big bite of Obie...

HARRY (OS)
Hey, butch wax...

Harry throws something at them as he runs past...

HARRY
We had chicken last night,
tonight's special is...

OBIE takes his cue and elbows Shovel in the nuts then stomps
Lockjaw's foot. He catches the thing Harry just threw...
It's the mechanical mallet.

OBIE
STAKE!

WHAM! The mallet fires a picket, punching Wheels's ticket.

WHAM-WHAM! Obie quickly greases the other two greasers,
spinning to see Jack O'Lantern about to get his parents.

Just then, Wheels comes to, snapping out of his trance. He's
not a vamp anymore, but he's still an asshole...

WHEELS
The heck just happened-- That's it,
Tyler, you're dead mea--

THUNK! A spinning hub-cap SOARS, KONKING Wheels in the head.
He goes out for the count. The hub was thrown by...

HARRY--

Never breaking stride, he's still hell-bent on saving Aggie.
He better hurry, though, 'cause she's about to fall.

Harry tugs a zip-line on his belt, loads it in his cannon.

BOOM! The line FIRES, thunking into one of the screens.
Harry runs up a car, leaps off its roof just as Aggie slips
and falls. She's screaming as...

Harry swings through the air, catching her in mid-fall. She
clings to him as they touch down safely. Aggie's in awe. By
the look on Harry's mug, he can't believe what he did either.

Sharing a moment, he's about to say something...

WHACK! A vicious, FURRY BACKHAND sends Harry CRASHING to the floor. He drops his cannon. WOLF FEET step in front of him. THE HULKING MONSTER morphs halfway between man and monster.

MORLOCK

That was some show. But I'm afraid
it's time for the curtain to fall.

On the ground, Harry struggles to grab the other newspaper cannon still slung to his left side. The MORLOCK WOLF-BEAST picks Harry up, hurling him ten yards. Harry crashes hard.

The Morlock Wolf-Beast swats Aggie away, leaps to Harry.

MORLOCK

You're just like your no good
inventions, Spinglemeyer...

The Morlock Wolf-Beast FLINGS Harry the other way, SMASHING him into a car. The newspaper cannon lands in front of him.

MORLOCK

Your purpose has been served.

Dazed, Harry struggles to crawl to his feet. The Morlock Wolf-Beast picks up the paper cannon, laughing at it...

MORLOCK

Beat me? With this thing? Ha ha
ha! Paper covers rock... But it
doesn't cover wolf.

Morlock arrogantly tosses the cannon to Harry. Stunned, Harry catches it.

HARRY

Hot of the press, Melvin. It's not
loaded with paper, so say goodbye
to Hollywood.

BOOM! A barrage of FLYING SILVERWARE soars through the air like buckshot. The Morlock-Beast's eyes widen. That's a wrap.

BACK TO OBIE--

Trying to stop Jack O'Lantern, Obie loads his rubber mallet into his slingshot and pulls the strap back...

FOOSH! The mallet soars, BONKING Jack O'Lantern in his huge pumpkin head. He drops his lamp. It SMASHES to the floor.

Obie's parents, Scooter and Marilyn snap out of the trance.

Jack O'Lantern's fightin' mad. Obie runs to Scooter, yanks off his leather jacket.

OBIE
I need to borrow this.

Obie uses the jacket to pick up the GLOWING COAL from Jack's lamp. Shows it to the monster. Jack hides his face in fear.

When Obie steps forward, Jack backs up... Obie takes more steps, using the coal to maneuver the big monster into...

GIANT SQUID TENTACLES protruding from a nearby screen. The tentacles grab Jack O'Lantern, bashing him until his pumpkin head breaks. The coal burns out. Obie turns to the group...

OBIE
Are you okay?

His parents and Marilyn nod. They're all amazed. Except...

SCOOTER
We're all right, no thanks to you,
nosebleed.

Fed up, Marilyn hauls off and socks Scooter in the kisser.

MARILYN
You're the nosebleed, *NOSEBLEED!*

She grabs Obie's hand and together they run off with his parents, leaving Scooter cradling a bloody nose.

SCOOTER
Aww, I don't need you anyway 'cuz I
got all the brains. YOU HERE ME?
I GOT THE--

WALKING DEAD (OS)
...brains... ahhhh... brains...

Scooter turns to see a HORDE OF ZOMBIES. They want his...

WALKING DEAD
BRAINS.

BACK TO HARRY--

He regroups with Obie and Aggie. Checks the monster wrist watch... Uh-oh. 11:58, OCT. 31, 1959.

HARRY
Where's Faye?

AGGIE
Forget Faye, where's the book?

It's right where she last saw it. On the toppled projection booth. An evil cackle fills the air. Faye Morgan crawls atop the wreckage and picks up the book.

FAYE MORGAN
 NOW MY SPELL WILL BE *COMPLETE*,
 WITH POINTED TAIL AND CLOVEN *FEET*.

Faye stares right through Harry's soul, a ball of evil energy collecting in her free hand. Harry watches it build. Faye points at Harry with her free hand. It's got his name on it.

HARRY
 Bring it.

FZZZT! Faye unleashes the blast at him. With a quick nod of the head, Harry flips the mirror-plated Zulu Death mask down in front of his face.

The blast *RICOCHETS* right back at Faye. Her eyes widen as it *SLAMS* home, throwing her into a pile of wreckage.

Harry flips up his mask. Haywood pokes up from behind a car.

HAYWOOD THE SODA JERK
 Damn. That's some bad hat, Harry.

Eerie calm settles in... but just for a moment. Faye's laugh echoes out, ushering in a wave of havoc. One by one, cars flip over. People run in fear for their lives.

Clutching the spell book, Faye soars out of the wreckage, up onto the Drive-In's perimeter wall...

Obie sees her next to the kerosene torches. Now's his chance.

BAM-BAM-BAM! Obie topples the torches on the wall with three rapid sling-shot bursts. Kerosene spills, creating a *RING OF FIRE* circling the top of the wall.

The fire engulfs Faye. Screaming, she falls and drops the spell book. Aggie catches it and flips it open... And the ground *RUMBLES* violently. Faye's evil cackle echoes louder.

FAYE MORGAN (OS)
 I'LL WEAR YOUR SOULS LIKE COSTUME
 JEWELRY AS I WATCH THE STARS BURN
 OUT. THE END OF MAN HAS ARRIVED.

The ground breaks apart. It's just like the cheesy movie Obie was watching in class... only now it's real.

FAYE MORGAN
 TONIGHT I REALIZE MY LIFE LONG
DREAM...
TO UNLOCK HELL THIS HALLOWEEN!

BEHIND THE SCREENS-- A brilliant *GLOW* shoots into the sky. The gate has been opened. The huge earthquake intensifies.

HARRY
 Whatever you're gonna do, do it
 fast.

Aggie frantically flips through the spell book.

AGGIE
 I can't find the spell! You have
 to block the portal!

HARRY
 Block it? With what?!

AGGIE & OBIE
 ANYTHING!!!

Harry checks for something... anything. He grabs the first thing he sees next to him, in the back of Bobby Lee's truck.

The BUNNY chomps on a carrot. Harry yanks it from the bunny's mouth and hurls the carrot as hard as he can...

The carrot disappears over and into the middle of the screens. The bunny sprints for it, like a dog playing fetch.

INT. BOWELS OF THE EARTH -- THAT MOMENT

An unseen EVIL FORCE tunnels its way up through a passage of fiery rock. It comes through the opening, into the area between the movie screens just as the bunny hops inside.

The evil force goes straight into the innocent creature.

IN THE DRIVE-IN --

BAM-BAM! Two SONIC BOOMS echo, then all falls deathly quiet.

HARRY
 Is it over? Did we stop it?

CRREEAK! One of the screens TOPPLES over to the right. Then one to the left. The screen in front of them falls forward.

OBIE
 HOLY...

HARRY
 HOSSENFEEFFER!

Standing before them, the cute BUNNY has been changed into...

A BUNNY-SAURUS-REX. Twenty feet tall. Blood-red eyes. Dripping razor teeth. Claws like sabers. Legs ripped with muscle. And a giant, cute, fuzzy cotton tail.

The rabbit from depths of Hell roars with primal fury.

It stomps toward the plaster carrot on Bobby Lee's truck. Bobby spits out his wheat chaff and aims his varmint gun.

BOBBY LEE WONG
You might take my life but you'll
never take my truck you som-bee--

BLAM! He pops a shot, pissing off the bunny-saurus. It rams the truck, flipping it. The big carrot breaks off. A beat later, the mutant rabbit promptly gobbles up Bobby Lee.

The rampaging bunny-saurus charges toward Harry and company... Just as Aggie finds the right spell in the book.

AGGIE
HERE IT IS!

HARRY
Read! Now!

The bunny-saur barrels straight for them. Aggie's petrified.

AGGIE
But... but... but...

HARRY
READ IT!

The bunny-saur is right on top of them! Thinking fast, Harry whips a REMOTE off his belt and pushes a red button.

HARRY
(sotto)
This one's for you, Dad.

BOOM! The back door of Joe's hearse blows open. A gurney slides out, launching a wooden coffin between Harry and the bunny-saurus-rex.

SMASH! A huge METAL FIST EXPLODES from inside the coffin.

The RESCUE ROBOT, now wearing Obie's Frankenstein mask, rises from the coffin. It engages the bunny-saur in combat, the two battling it out like a couple of B-movie titans.

Inside the robot's clockwork chest, the silver dollar surges with power. A heart with a hole in it beats twice as strong.

The robot trades blows with the bunny-saur, holding it off as Aggie reads from the book in an ancient tongue. Above, the sky opens. Winds whip. The spell is working. Until...

FAYE MORGAN (OS)
NNNNOOOOOOOOOOOO!!!

Horribly burned, Faye emerges. Her voice unearthly. No longer the beautiful bombshell, Faye's old and weathered... True form revealed, Faye is a HIDEOUS SHE-BITCH.

FAYE MORGAN
YOU WILL ALL DIE!

She blasts BOLTS at Aggie. Harry whips off his mask, using it as a shield. He deflects the blasts as Aggie reads. The wind swirls kick up as...

The rescue robot picks up the big plaster carrot like a baseball bat and swats the bunny. The carrot SNAPS in two.

Faye blasts the mask away from Harry. Now he's defenseless.

FAYE MORGAN
*I MAY NOT HAVE HELL, BUT I'LL STILL
HAVE YOUR HEAD.*

She prepares to fire her killer blast.

DEEP CREEPY VOICE (OS)
WATANGO.

FAYE MORGAN
What?

A MECH-POTATOHEAD scurries toward Faye. Then another. And another. More scurry out of the woodwork.

Aloha Joe stands atop the back wall of the Drive-In, raising his glowing voodoo skull, guiding an ARMY OF POTATOHEADS that swarms Faye like rats. She picks off a few with pot-shots.

Harry has his chance. Whipping the SHRUNKEN HEADS off his belt, he spins them overhead like a bolo... Then throws them.

The shrunken heads SCREAM TO LIFE as they fly through the air.

SHRUNKEN HEADS
AAARRRGGGHHHHHHHHHHH!!!

The screaming heads wrap around Faye, biting into her shoulders. Behind her, THE BATTLE OF THE BEHEMOTHS rages as the Rescue Robot and the bunny-saurus beat each other senseless. The bunny-saur pummels the Robot, SLAMMING it down. The SILVER DOLLER HEART pops out of its chest.

The Rescue Robot dies. The battered bunny-saur shakes off its damage, staggering around for its next victim.

Harry seizes the opportunity. Picking up the top half of the broken plaster carrot, Harry SHOVES it over Faye's head.

The B-rex spots the half-carrot with human legs and...

CHOMP! The bunny-saur makes a meal out of Faye Morgan. But the impromptu plan backfires on Harry. Big time.

In her final act of evil, Faye's dying spell melds her forces with the B-rex. Contorting, it gets larger... uglier... meaner. The bunny-saur grows epic, quickly becoming...

LEPORIDAE GARGANTUA. For Centerville, Halloween has just become the Night of the Giant Killer Lepus.

It STOMPS over toward the concession stand where all of the unaffected townspeople huddle in fear. Obie's parents, the Mayor, Haywood, Marilyn, everyone... even Obie.

They're all helpless in the sight of the Killer Gargantua.

Gear depleted, Harry has one thing at his disposal. And as The Gargantua stalks the townfolk, Harry realizes what he must do.

He stares hard at the fallen Rescue Robot, FOCUSING his thoughts. Reaching for his tool belt, Harry turns to Aggie.

HARRY

Whatever happens, finish the spell.

AGGIE

No, Harry, don't--

But it's too late. With no other choice, Harry shows the town of Centerville the ultimate meaning of the word:

COURAGE (noun): 1. The quality, mind, or spirit that enables a person to face difficulty, danger, or pain without fear. 2. The selfless act that Harold Spinglemeyer performs when:

He raises the glowing bottle of BLUE MONSTER POP to his lips and drinks it down without so much as a second thought.

AT THE CONCESSION STAND --

Obie and his parents hold each other. The townsfolk huddle around. The shadow of the Gargantua falls over them. The killer rabbit lunges for a bite, which SNAPS short because...

A hulking set of CYBORG-LIKE ARMS have it by the tail.

Holding the Gargantua at bay is THE AMAZING COLOSSAL HARRY. He's a thirteen-foot HULK of muscle, accentuated by robotic joints, ready to finish the job his dad's creation started.

As she watches the Colossal Harry protect the others, Aggie looks to the heavens and recites the spell's final line.

AGGIE

Winds of hope, end the Season of
Fall...
Banish the evil once and for all.

A VORTEX opens from the Hell gate between the screens. An upside-down tornado back into Hell, sucking in everything around it... The screen... Cars... The dirt from the ground.

In the eye of the storm, the Amazing Colossal Harry lifts Gargantua above his head, carries it through the tornado, and tosses its evil bunny-ass straight back into Hell.

Exhausted, he collapses at the edge of the rift and SHAPESHIFTS back into normal Harry. He grabs onto a Drive-In speaker post, struggling to keep himself out of the vortex.

Everyone else clings to speaker posts for dear life against the unrelenting vacuum. The spell book is ripped from Aggie.

AGGIE

NO!

Letting go of her speaker post, she tries to retrieve the book, getting sucked right past Harry. He grabs her hand, struggling even harder to hold onto his post.

Aggie gets the book back, but she's slipping from Harry's grip. Harry has nothing left in him to hang onto her.

HARRY

LET... IT... GO...

The tornado rages around them.

AGGIE

NO! I CAN'T... MY GRANDMOTHER!

HARRY

YOU HAVE TO LET IT GO... SHE'D WANT YOU... TO START OVER...

(sincere)

Aggie... please... we can do it together.

Aggie closes her eyes. She releases the book, grabbing Harry's hand with hers. The book soars into the vortex.

The vortex closes. All falls silent. It's over. The weather magically clears. Faye's spell has been broken.

Around the Drive-In, fallen creatures awaken as normal townsfolk once again. The transformation has been reversed.

Harry opens his eyes. Aggie holds him. Obie's there. And so is Aloha Joe. Harry gives him a dry smirk.

HARRY

Glad you finally decided to show.

ALOHA JOE

What can I say? I'm a clutch man.

EXT. DRIVE-IN -- DAWN

Daybreak. People scattered all around. Clean-up has begun. In a lonely section, Aggie stares down at a puddle, sobbing quietly. A war-torn Harry comes over. She dries a tear.

HARRY

(soft)

We make a pretty good team... I'm sure Bella would've been proud.

AGGIE

She is. Thank you, Harry.

Aggie kisses him. Harry nearly falls off his feet, stumbling back into the puddle where... Bella's smiling image dissipates as his foot crashes into the water. She's gone.

IN ANOTHER SECTION-- Obie shares a moment with his parents.

OBIE

I'm sorry. I didn't mean what I said before.

OBIE'S MOM

We know, Obie... We're sorry too.

Obie's parents see Harry with Aggie.

OBIE'S MOM

Mr. Spinglemeyer. Harry... Thank you for listening to our son.

MAYOR FAREWEATHER

(mean)

Harold Spinglemeyer...

Harry and The Mayor square off, staring at each other in awkward silence. It's a tense moment until The Mayor smiles.

MAYOR FAREWEATHER

This town has been very wrong about you for a long time. Please accept my... our most sincere apology...

The Mayor extends his hand. Harry stares at it with regret. Is there really too much past hurt for him to totally let go?

HARRY

I'm sorry Mayor, but...

(looks at Obie, then)

...I was wrong about all of you. I hope your town... our town... can forgive me.

Harry shakes the Mayor's hand.

MAYOR FAREWEATHER

No need for an apology. We owe you our eternal gratitude. You, sir, are a great inventor.

(suddenly realizes)

We also owe a debt of thanks to your young sidekick as well.

HARRY

(firm)

You got that wrong, Mayor. He's not my sidekick...

Obie looks down glumly.

HARRY

He's the real hero. And he's my best friend. Here, Obie, I think you dropped something...

Obie looks up in appreciation as Harry hands him the SILVER DOLLAR with the hole in it. Obie grasps it tightly then springs into Harry's arms. Nearby...

WHEELS

AHH, GET A ROOM!

Wheels, knuckle-dusted and bruised, pipes up from the wreck. The Sheriff leads him away...

SHERIFF DUNN

I think a month stay at the Graybar hotel can cure that mouth right up.

WHEELS

Ain't a cell in the world that can hold Wheels, flatfoot.

The strong Deputy Reddy grabs him. Hard. Wheels folds faster than Superman on laundry day. With a gulp...

WHEELS

Except yours, sir. Sorry.

We fly over the Drive-In. Lupita sobs over Bobby Lee's truck, but quickly finds comfort in the arms of Prof Wells.

LUPITA

Jou are a very smart man.

Her pet bunny hops out from under Bobby Lee's hat, chewing a chaff of wheat. It angrily hops after them.

Elsewhere, a car trunk opens. Scooter hops out, holding a hub-cap on top of his head for protection.

SCOOTER
 LEAVE ME ALONE! I GOT NO BRAINS,
 YA HEAR! I GOT NO BRAINS!

We pull up, up and away as he runs through the lot. From above, a long line of cars leaves the wrecked drive-in.

FADE OUT.

EXT. / INT. DRIVE-IN DEMOLITION SITE -- THAT MOMENT

Snow falls over a massive tear-down effort led by... Biltmoore Demolition. Art Biltmoore, now normal like everyone else, sips coffee at his trailer, overseeing the clean-up.

STATE RELIEF CREWS fill dump trucks. Obie's parents deliver a fresh shipment of supplies. Looks like business is booming.

In a far corner, crews cram any salvageable goods they find into SALVATION ARMY TRUCKS that are packed to the gills.

Just then, A WORKER spots something amid the garbage. An old cardboard box. He looks inside and finds nothing unusual...

Just a few sealed soda bottles.

They're in pretty good shape. The worker puts the box on a truck, closes the cargo door, and waves the truck off. The Salvation Army truck rolls onto the snowy highway, destination unknown, stocked full of items for the poor...

And one unassuming case of Monster Pop.

The truck heads toward the hills, kicking up lots of dust. Something blows by in the truck's wake.

One lonely tarot card. It lands on the road, face up...
The Spilled Cup.

As we settle in on it, all we can do is pray that Aloha Joe was wrong about what the cards foretell. For all our sakes.

FADE TO BLACK.

EXT. CENTERVILLE TOWN SQUARE -- COLD DAY

Holiday lights. Decorations. Snow blankets all. A white Christmas. And a new statue in the center of the square... The RESCUE ROBOT with Frankenstein's face has a Santa hat on.

EXT. / INT. HARRY'S HOUSE -- THAT MOMENT

The wall's been torn down. The garden is visible from the road. Inside, a fire roars. The house is warm. Lived in.

Aggie sets a turkey on the table. Obie whips a mech-saw off his tool belt to carve it. His parents are there, Joe too.

Harry raises a glass to toast his new family... and Marconi, the rat. The pet is on the table, wearing a tiny neck brace.

Nearby, the television blares. Everyone watches, smiling.

ON THE TELEVISION --

Snow blankets the majestic lawns of THE WHITE HOUSE.

WALTER CRONKITE (VO)
This truly is a monumental day in
the history of our two nations...

INT. WHITE HOUSE -- THAT MOMENT

A mansion-sized kitchen.

A MAID pulls two chilled SODA BOTTLES from the refrigerator. She doesn't notice the fizzling glow as she cracks them open.

Carrying a tray with the soda, we track the Maid down a majestic Hall to a door. TWO MEN IN BLACK wave her through.

WALTER CRONKITE (VO)
In this time of cold war, the warm
glow of friendship can be felt all
around the world as bitter enemies
come together...

EXT. BIG CITY STREET -- COLD DAY

A throng of CHRISTMAS SHOPPERS, all bundled-up in warm clothing, huddle outside of MACY'S in the snow. They're glued to the rows of TVs in the store window display.

ON TV -- each side of the screen is bordered by a flag. One belongs to the USA, the other is SOVIET.

WALTER CRONKITE (VO)
Perhaps it's a sign of hope.
Perhaps it's the seed of civility.
Perhaps it's nothing more than a
soft drink and a smile...

The shoppers at the window all watch the news together as...

Two bottles of Monster Pop CLANK together in a toast to world peace. As we PULL BACK, we see they're held by THE PRESIDENT OF THE UNITED STATES and THE PREMIER OF THE SOVIET UNION.

WALTER CRONKITE (VO)
Whatever it may be, this
commentator thinks it is only the
beginning.

THE END.