

CLASH OF THE TITANS

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CAST OF CHARACTERS

Perseus -- our hero, a young fisherman, unaware he is a demigod. Fathered by Zeus, his mother was a human, Queen Danae.

The Wilting Girl/Vidalia -- a fading Earth Goddess, on assignment from Zeus to aid Perseus.

Andromeda -- princess, daughter of King Kepheus and Queen Cassiopeia, intended to be Perseus's bride; she becomes a damsel in distress.

Amoun -- wise man and wizard; former tutor to Perseus; now special advisor and "Magi Strategos" to King Kepheus.

Spyros -- Perseus's adoptive father; a tough, skeptical fisherman.

Peshet -- a Sfinx girl (humanoid/feline); originally nursemaid, now handmaid/protector, to Andromeda.

King Kepheus -- ruler of Joppa, a leader of Men in the War.

Queen Cassiopeia -- vain, arrogant, foolish wife of Kepheus.

Fantasos -- an evangelist of Tiamat, bent on subverting Kepheus.

Agenor -- Andromeda's boy toy; a convert to Fantasos's cult.

GODS AND MONSTERS:

Zeus -- God of Gods; father of Perseus.

Tiamat -- Goddess of the Deep, wants to subjugate Men; hopes to unseat Zeus on Olympos.

Set the Void -- an evil God; Tiamat's accomplice in misdeeds.

Thoth the Quick -- messenger of the Gods.

Medusa -- a serpent-woman monster with snakes for hair and a gaze that literally petrifies any who see her.

Leviathan -- the Kraken, the ultimate sea monster, roused by Tiamat to destroy Joppa and consume Andromeda.

ON THE EXPEDITION:

Mongke (father) and **Tamburlane** (son) -- Mongol monster hunters.

Shaikh Suleiman -- a Djinn warrior, priest of Zeus.

Praetorian Soldiers: Commander Draco, their leader, and **Kosmo, Abas, Icos, Thad, Boreas, Krikor, Polluc**. Good men, each has his moment. (But don't strain to keep them straight, they're all monster fodder.)

EXT. ALLEYWAY, VILLAGE - DUSK

Gloomy, last light. From out of the shadows comes --

A DOG. A dog of war. Big, mangy, muscular, scary. As he moves down the alley, the way becomes increasingly choked with fallen structures and signs of tumult..

EXT. BATTLEFIELD - DUSK

TRACKING WITH THE DOG as he comes out of the alleyway onto a battlefield. The hellish scene is REVEALED TO US SLOWLY as the Dog heads into the smoking aftermath.

SERIES OF SHOTS as the Dog traverses a landscape of --

BODIES, frozen in contorted death poses, some still writhing. This was furious, intimate, hand-to-hand fighting. There are human SOLDIERS, dead in piles to the horizon. But there are corpses here such as we've never seen -- CENTAURS, MINOTAURS, AND JACKAL-MEN.

The Dog climbs what appears to be a low hill, but is actually a mound of casualties from both armies. At the top, the Dog pauses and looks back across the battlefield. The Dog's eyes are sad, his expression (and it is that) weary and disgusted. He turns and disappears over the edge.

DISSOLVE TO:

EXT. THE PALACE OF KING ACRISIUS - NIGHT

The entrance is patrolled by a dozen PALACE GUARDS, but these men are not fit for such duty. They are exhausted, bloodied from battle. Perhaps that is why they don't notice --

The Dog slips from the surrounding darkness and pads silently to a narrow fissure in the palace wall. Barely more than a shadow, the Dog disappears inside.

INT. GREAT HALL, THE PALACE OF KING ACRISIUS - NIGHT

Bloodied and battered, the King's senior officers are gathered in a contentious war council. The GENERALS are disagreeing about strategy; the debate is near collapse into open fighting. A loud BANGING sound pierces the hubbub, and the officers slowly quiet, turning their respectful attention to --

KING ACRISIUS, a striking man, his rugged face marked by the scars of past wars. He rises from his throne at the front of the hall. The room grows silent. His DEEP VOICE commands the huge room --

KING ACRISIUS

Now we end the debate about tactics... and
begin to plan for victory.

AT THE BACK OF THE HALL, as Generals rise in robust support, we see another observer -- the Dog. He watches with intelligent eyes, staring at the King. Then slips away into the dim corridor.

INT. GREAT STAIRS, THE PALACE OF ACRISIUS - NIGHT

A Palace Guard stationed at the foot of the stairs has collapsed in exhausted sleep. His SERGEANT appears, irate, and rushes to awake him with the dull end of his spear.

Unseen, the Dog flies up the stairs, four at a time.

INT. CORRIDOR, ROYAL APARTMENT, THE PALACE OF ACRISIUS - NIGHT

The Dog silently approaches a doorway; stops to watch from the shadows.

INT. BEDCHAMBER, THE PALACE OF ACRISIUS - NIGHT

DOG'S POV: In the dim bedchamber, the SILHOUETTE of the beautiful QUEEN DANAE through the diaphanous curtain around the royal bed. A LADY-IN-WAITING removes her outer gown, revealing the Queen's perfect body as she slips into bed. The Lady-in-Waiting leaves.

The Dog's eyes. He moves forward.

FLOOR-LEVEL TRACKING with the Dog's legs as he moves toward the bed. The four canine legs MORPH INTO TWO HUMAN LEGS as the CAMERA RISES behind what is now a towering male figure. He pulls the gauzy curtain roughly aside.

In the bed, the Queen is startled, then pleased.

QUEEN DANAE

My King! Has the strategy been set so
quickly?

REVERSE ANGLE: The looming figure looks exactly like King Acrisius, every scar and feature identical. Silent, he looks at her hungrily.

QUEEN DANAE

Come to your Queen, my King.

He does.

INT. GREAT STAIRS, THE PALACE OF ACRISIUS - SUNRISE

The real King Acrisius wearily climbs the stairs, an AIDE at his side, Palace Guards behind.

INT. MAIN CORRIDOR, OUTSIDE ROYAL APARTMENT - SUNRISE

As the group approaches, the Dog comes padding out of the Royal Apartment. He exchanges a look with the group and turns to run.

KING ACRISIUS

Kill that dog!

The Palace Guards rush forward and hurl their spears.

The Dog dodges as the spears barely miss. From twenty feet away, the Dog launches himself toward an arched opening in the wall at the end of the hall. A spear THUDS into the frame at the same instant the Dog flies out and disappears into the dawn emptiness.

The King joins his Guards at the opening: far below the sea crashes upon lethal rocks. The wintry morn is too dim to see much.

KING ACRISIUS

Die on the rocks, filthy cur!

DISSOLVE TO:

EXT. ROCKY PROMONTORY, THE SEA - DAY

CLOSE ON King Acrisius's hardened countenance, staring at --

Queen Danae, PREGNANT NOW, and weeping. Her arms are bound.

A ROYAL ENTOURAGE is gathered on the windy point. The women weep, the men agonize. A DIRGE plays.

Palace Guards lift the Queen into a coffin-like chest, close and chain it. On the King's signal, the Guards carry the chest to the edge and drop it into the rough sea. We HEAR a SCREAM from within.

The chest rights itself and begins to ride the waves out on the tide.

INT. ROYAL BEDCHAMBER, THE PALACE OF ACRISIUS - NIGHT

King Acrisius tosses in the throes of a horrible nightmare, then sits up in a sweat. He tries to calm himself. He looks at the empty half of the bed, then out at the quiet bedchamber. He begins to recover --

SUDDENLY the Palace is shaken by an enormous EARTHQUAKE. The bedchamber is thick with flying furnishings and falling stone.

The King struggles out of bed and runs out.

INT. MAIN CORRIDOR, OUTSIDE ROYAL APARTMENT - NIGHT

With difficulty, the King makes it out to the corridor. He has barely taken a step when the entire FLOOR ROILS and SPLITS into a sudden abyss, racing from the outer wall toward him.

His Fate is clear to him in the last second before he disappears over the edge. He HEARS a VOICE, enormous, full of thunder --

ZEUS (V.O.)
DIE ON THE ROCKS, FILTHY CUR!

DISSOLVE TO:

EXT. OPEN SEAS - DAY

Queen Danae's coffin/chest tossing in the rough water. Through the roar of the waves, we HEAR a BABY CRY.

FADE TO BLACK.

TITLE: TWENTY-FIVE YEARS LATER

FADE IN:

EXT. COUNTRY ROAD - DAY

A LITTLE BOY leads a blind OLD MAN along a rutted road. Abruptly, the Old Man halts. Puzzled, the Boy scans ahead, SEES something coming --

-- an ARCHING SPRAY OF DUST, moving incredibly fast, behind a blurred BLACK FORM above the road --

-- in an instant, the apparition blows past them -- wind and dust whip at them. In awe and fear --

OLD MAN
Thoth the Quick...
(sensing the boy's confusion)
Messenger of the Gods. Bound for Olympus.

The Boy stares: the rushing form cuts across a field, its path now marked by a violent wave in the long grass -- and suddenly --

EXT. FIELDS/WOODS/MOUNTAIN/OLYMPUS - DAY

-- WE ARE IN THAT RUSHING POINT OF VIEW: the fields and forests below and to the sides are just blurs, the only steady image the mountain ahead: OLYMPUS. WE ZOOM UP its crags to the majesty of the summit --

-- AND BEYOND, into the clouds above the peak. Forms loom and coalesce through the mist, coming clearer as we finally slow: colonnades, villas, classical facades, all gleaming white marble. As WE APPROACH the polished stone entrance of the grandest villa, it reflects THOTH'S dark form about to touch down. At contact --

CUT TO:

INT. REFLECTING POOL, ATRIUM, OLYMPUS - DAY

THOTH THE QUICK enters the atrium -- a black cloak and hood, his cape billowing in fleeting shapes of raven wings, trailing feathers that melt into smoke. He strides alongside the reflecting pool in the center of the roofless courtyard, gravely acknowledging --

-- each of the TEN RADIANT FIGURES seated around the perimeter... THE OLYMPIANS. Resplendent APOLLO is here, and bronze-helmeted ATHENA; graceful APHRODITE and muscular VULCAN -- the eye is dazzled and loses count.

At the head of the pool, Thoth bows deeply before the throne of ZEUS, purple-robed, bearded, lightning-eyed. An EAGLE perches on his arm.

THOTH

My Lord.

ZEUS

(rumbles, like thunder)

We have debated, we have voted, and it is decided. We offer the Humans peace. Thoth, you will take them the terms of a treaty --

TIAMAT (O.S.)

(scornfully)

A treaty!

Zeus and his eagle turn their heads in synchrony, the God's eyes as terrible as the raptor's.

In the shadowed corner of the atrium stand TWO MORE Olympians: SET THE VOID, whose horny scutes and crocodile eyes are death made visible, the edge of his red cloak flickering like flame; and --

-- TIAMAT, QUEEN OF THE DEEP, projecting lethal power from her cloak of black liquid fabric, her voice full of the crash of surf.

TIAMAT

We don't negotiate with them! We dictate to them. Their place is to beg. They have forgotten their role and have denied us the sustenance of their prayers.

APHRODITE

Our mercy will give them reason to be grateful. They will bow down and whisper our names with more passion than before.

TIAMAT

They will bow down when we snap their backs! Mercy? We are Gods! Some of us remember that and are not afraid --

Zeus has had enough: furious ARCS OF LIGHTNING jump to the walls, thunder booms in his voice, the eagle beats its wings in rage.

ZEUS

Silence! Or learn what it is to be afraid!
The debate is over, the votes cast...

Zeus points to a golden tray; it bears TEN chips of alabaster versus TWO shards of obsidian. Zeus gestures: "enough said."

ZEUS

We offer them terms, we guarantee an armistice, we shield the bridegroom and the Joppan royal family. We will not touch any of them unless invoked by name.

SET

And if they refuse our terms?

ZEUS

They have suffered terrible losses. They will not pass up a chance for peace.

INT. ATRIUM - MAGIC (LATER)

Only Tiamat and Set here. Tiamat stares at Zeus's throne.

TIAMAT

He's grown weaker than I knew.

She gestures at the pile of alabaster chips as she picks up her shard of obsidian. Set's voice is cold, snake-sibilant.

SET

So have they all. They no longer think clearly.

TIAMAT

(thinking)

When Men see our weakness, they will revel
in joy and wine -- and drop their guard.
Someone will be careless. Someone will
misspeak. Opportunity will arise...

Tiamat flicks the obsidian into the reflecting pool -- instead of a small ripple, the shard roils and darkens the whole pool, choppy waves crash over the sides... a tiny tempest.

EXT. THE AGORA OF JOPPA - DAY

A bustling market, bordered by tri-storied stoas and colonnades. Smoke, PERFORMERS, noise, and MUSIC.

TITLE: JOPPA, CAPITAL OF THE DOMINION OF ILLYRIA

CROWDS of CITIZENS pack the thoroughfares eyeing the products of exclaiming MERCHANTS. Mostly human -- SHOPPERS, SAILORS, SOLDIERS, EXPLORERS -- but in the crush are SHEDU BULL-MEN with thick Assyrian beards and angel-wings, tall CYCLOPEAN TRADERS, and all manner of CREATURE SOJOURNERS.

Suddenly the market falls SILENT. A dark SHADOW moves across the multitudes. Everyone's attention is drawn to some PRESENCE which WE DO NOT SEE. Fear grips the crowd --

An Olympian approaches.

The clouds surge and stop dead. The crowd stops. TIME STOPS. But the Shadow does not stop -- it passes over, and moves toward the marble domes and columned peristyles of the BASILICA -- the royal residence and assembly hall.

INT. THRONE ROOM, THE BASILICA - DAY

KING KEPHEUS, the grey-haired, worried ruler of Joppa, sits on his throne, then stands, paces, sits again, nervously drumming his gold ring on the armrest. Expecting someone.

Flitting nearby is his Queen -- CASSIOPEIA, a fading beauty, arrogant, impulsive, foolish and vain.

Hovering near the King, but much calmer, is AMOUN, Magi Strategos and special advisor. This dour, cryptic scholar of indeterminate age wears dark robes and a necklace of bones.

AMOUN

The emissary approaches. Take your time in your responses, debate nothing...

KEPHEUS

(testy)

I've received ambassadors before.

AMOUN

. None like this.

KEPHEUS

Stop your nattering. I'm not cowed. If these arrogant Gods are so powerful, why are they the ones seeking a truce?

Amoun controls his impatience and responds respectfully --

AMOUN

I only recommend you take care with the tone of the conversation. A truce would benefit all...

KEPHEUS

I will decide how the discourse proceeds in my palace, not some messenger sent on errands by Zeus.

THOTH (O.S.)

You are correct, Your Highness, I do the bidding of Zeus...

To their astonishment, the emissary is already in the Throne Room, behind them. Startled, they turn to see, emerging from the shadows --

Thoth the Quick, Messenger of the Gods, floats forward.

THOTH

... as do all Gods... and all men.

Thoth removes his hood. His head is a crystal skull poured with night; stars and galaxies shine dimly through swirling black nebulas.

THOTH

(with an edge)

King Kepheus, as humble messenger of Zeus, I've come to talk of peace.

AMOUN

(deferential)

Thoth the Quick, I am Amoun, the King's Magi Strategos. I assure you we welcome you with commensurate humility.

The King shoots Amoun a look, but he is still cowed by Thoth's sudden appearance. Cassiopeia is trying to recover her composure.

KEPHEUS

I am a reasonable man. Everyone wishes for the conflict to end.

THOTH

Zeus above all. He has so long desired that the tragedy end, he made a plan that began twenty-five years ago.

CASSIOPEIA

Twenty-five years! How is that possible?

Amoun winces at her tone. Thoth's black-hole head sends a frightening glance her way. Icy --

THOTH

Beauteous Queen, let Thoth limn for you the forethought and wisdom of Zeus, God of Gods.

EXT. THE AGORA OF JOPPA - DAY

The crowded, now quiet market tries to return to normalcy. But the Basilica looms, pregnant with the gravity of the God's presence.

INT. THRONE ROOM - DAY

Kepheus and Cassiopeia sit stunned. Amoun watches without surprise.

KEPHEUS

A treaty marriage?

THOTH

You have a daughter of age.

CASSIOPEIA

(gasps)
Andromeda!

KEPHEUS

Andromeda? Surely the great Zeus does not ask a mortal father to give his daughter to a God.

Amoun tries to gauge Thoth's reaction.

THOTH

No. Such a union would be unclean. Years ago he created a scion of mixed blood. Half-man, half-God. Bred for just this
(MORE)

THOTH (cont'd)
 union. That is how important Zeus
 considers this truce.

KEPHEUS
 Is my only daughter to marry a demigod,
 not of this earth?

THOTH
 A prince, of both Olympian and Human
 royalty. A chosen one. Zeus has given his
 son to the cause of peace.

KEPHEUS
 I have heard of no such demigod.

AMOUN
 Majesty, if I may -- the boy does exist.
 He lives in a small fishing village on the
 island of Seriphos.

Kepheus turns, surprised at Amoun's foreknowledge.

KEPHEUS
 You knew about this and said nothing?

CASSIOPEIA
 (accusatory)
 Just which king do you serve?

AMOUN
 I have only served the great order of
 things. I was the boy's tutor years ago.

KEPHEUS
 How arrogant must this boy be, who knows
 he is half-God.

AMOUN
 He knows not from where he came. He
 believes himself an ordinary man.

Kepheus and Cassiopeia exchange wary looks.

CASSIOPEIA
 (sharply)
 What assurance do we have that our
 daughter will be safe?

Amoun winces at her antagonistic tone. Thoth is losing patience --

THOTH
 You have my word, as Ambassador of the
 Gods.

KEPHEUS

With our daughter's future at stake, we do
not bestow trust so easily.

(threatening)

If any harm should come to her --

Amoun reacts, but it is too late -- Thoth has been irritated.

Suddenly the WALLS GROAN, seem to breathe, compressing and expanding
with an AWFUL SHUDDER. The air DISTORTS like rippling water.

Kepheus and his Queen grab the nearest solid handhold, instantly
frightened and awed.

The golden marbles on a tabletop war-game map roll from their pits,
to and fro over the board, as if on a boat at sea.

Thoth sits still, hands folded, but there is upheaval in the black
sky of his skull. The ebb and flow of his influence on the room
breaks rhythm and shifts.

The rolling marbles cascade and pile up on one side of the war-game
map, where they hold without rolling back.

Wine in goblets tilts more and more in Thoth's direction. It begins
to dribble from the cups, like blood.

THOTH

(icy)

The Princessa shall not be harmed.

AMOUN

(urgently, to the King)

Your Majesty...

KEPHEUS

(shaken)

Of course... of course your word is
unquestioned here.

Thoth has a change of expression; if that's a smile of assent, it's
horrifying.

The marbles collapse and spill over the lip of the tabletop map and
PATTER loudly across the stone floor, rolling right to the feet of
Kepheus. TILT UP to his intimidated face:

KEPHEUS

Where is the lucky young suitor?

EXT. UNDERWATER, THE SEA - DAY

Only the Aegean is so perfectly blue, sunlight shafting from the surface.

A GREAT WHITE SHARK appears, ensnared in a fisherman's net. Panicked, the shark is diving as fast as it can. The net still holds a load of fish, unable to escape. As the net passes through frame we see --

ANTEROS, a hapless young fisherman, his legs entangled in the net. He's desperately trying to hold his breath. When they have disappeared, we see a FIGURE appear through the blue, as if from some liquid heaven. As he pursues BY CAMERA, we get our first look at --

PERSEUS, early twenties, wiry, bronzed from the sun, a stubbled jaw, stroking powerfully down after the net, a knife in his teeth.

EXT. SEA FLOOR - DAY

The shark reaches bottom and begins to thrash about, its snapping jaws coming close to Anteros, who will soon be past caring.

Perseus swims into view. He uses his knife to cut away at the net near the shark's snout. The shark lunges at Perseus, who dodges, then comes back. When a small hole opens, the shark tries to swim through, but instead drags the whole mess upwards. Perseus hangs on and continues to cut as he's pulled along. Anteros looks bad, out of air.

Perseus makes a final slice and the shark zooms out of the net, bumping the young man and heading off. The fish swim after it, and Perseus pulls the hopelessly entwined Anteros toward the surface.

EXT. FISHING TRAWLER - DAY

A CREW of sunburnt FISHERMEN are waiting desperately at the rail. The oldest and toughest one, SPYROS, watches in agony.

Perseus breaks the surface, gasping. He holds his lifeless friend in his embrace. Five of the Fishermen dive in to help Perseus, but he is mad with despair. They have to pull him away from Anteros.

Spyros watches sadly. But also, relieved to see the one survivor.

EXT. TRAWLER - NIGHT

Spyros makes his way to the bow of the ship, where Perseus sits alone, downcast, in pain. Spyros watches in silence. Then, gruffly --

SPYROS

Your grieving does Anteros no good. It comforts only you.

PERSEUS

It's my fault he's gone.

SPYROS

He was careless with the net.

Perseus gives him a hard look.

PERSEUS

So it's his fault. Not mine, not fate, not the Gods?

SPYROS

(disdainfully)

The Gods delude themselves about their power and watch in envy while we act. We make our own history.

PERSEUS

(breaks down, crying)

Now my history is I let my friend die in my arms. I made it back, why couldn't he?

SPYROS

What you do, no other man can do. Have you not noticed?

PERSEUS

To what purpose? I failed him.

SPYROS

(scoffs)

Purpose! Looking for purpose is what ensnares men in the superstition of the Gods, as surely as your friend was caught in that net. And all the searching leads down to the same place.

The trawler is approaching its home island, Seriphos. Perseus looks off at the rocky coast. Collects himself, quietly --

PERSEUS

You always say that my abilities are greater than other men's. But they were not enough to save him.

SPYROS

You are still a man, confined by man's limits. You are just as likely to fail as succeed.

PERSEUS

How is that greater than other men?

SPYROS

Ordinary men fail most of the time.

The trawler rounds a point on the island.

Perseus spies a beautiful girl on the cliff. She seems to glow from within, but her color is washed-out, bleached. Or is that just a trick of the moonlight? A closer look --

A huntress; a pagan leather bandeau and belts hug her lithe figure. There are flowers in her golden hair -- wilted dahlias. Young yet ancient. THE WILTING GIRL.

She watches Perseus intently as the boat passes. He turns to see if Spyros or his friends have seen her, but no one has. When he looks back, she's gone.

INT. KITCHEN, HOME OF SPYROS - NIGHT

Perseus eats with his adoptive family: Spyros, his wife MARMARA, and their daughter TEKLA, 14. Spyros is patient with his wife though he disagrees with her beliefs.

TEKLA

I still don't understand.

SPYROS

Your mother can explain. She believes everything has an explanation, even if we have to make it up.

Marmara throws him a warning look.

SPYROS

(laughs)

It's one of the reasons I love you, Marmara.

TEKLA

Tell me! Why is there war between Man and the Gods?

Marmara and Tekla continue to bring out the food.

MARMARA

At the beginning of time, when Man was young, he prayed to the Gods. His belief in the Gods gave his life meaning. It was a good thing.

SPYROS

If you consider superstition, fear and darkness good things...

MARMARA

(ignoring him)

But Man grew, as children do, and he turned away from the Gods. He began to put his faith in other things.

Perseus watches the debate with fiery eyes.

TEKLA

What things?

SPYROS

Learning, art, invention... science.

PERSEUS

(passionate)

... self-determination! Those things that give Man dignity and independence.

MARMARA

But what of the Gods, who had protected and guided us so long? They must breathe our prayers to survive. They hunger for worship --

SPYROS

-- as lions hunger for blood.

MARMARA

Spyros!

(to Tekla)

Your father's mind is closed on these matters.

SPYROS

The Gods were desperate to claim our awe again.

TEKLA

Desperate... the Gods?

SPYROS

Yes, even the Gods. If they could not earn our faith with love, they would demand it with fear. Whatever was necessary to ensure their continued existence.

Marmara and the wide-eyed Tekla sit down. Marmara leans close to spoon her food.

MARMARA

And that is how war broke out between Man and Gods.

(turning to serve Perseus)

Now eat your dinner, which the Gods -- and your father -- have provided.

INT. PERSEUS'S ROOM, HOME OF SPYROS - NIGHT

Middle of the night. The tiny space Perseus occupies can barely hold his mattress, so crammed it is with the tools of invention and science. Nothing fancy, but lots of stuff -- spyglasses, astrolabes, wheels, cranks, gears and straps.

In candlelight, Perseus sits and studies a schematic, comparing the drawing to the device on his table, an amber wheel with a crank, held against a strip of hide by a copper rod and orb.

Perseus turns the crank. The WHEEL HUMS against the hide. The HUM RISES as he cranks faster, then lets go.

An arc of static electricity jumps from the copper orb to Perseus's fingertips. He draws back, startled, but without pain. Perseus reaches slowly closer and a CRACKLING ARC leaps to his hand, shivers and flexes as it kisses his fingertips. He laughs, astonished as he finesses the arc.

Suddenly, a KNOCK at the door. Loud. Perseus pulls back his hand and stops the device.

INT. DOORWAY, HOME OF SPYROS - NIGHT

Perseus opens the door. The Wilting Girl stands in the doorway. Up close, her strange beauty strikes Perseus like lightning. Her skin is whisper-white; one eye is lucid blue, one glowing copper.

PERSEUS

You... I saw you watching our boat at the cliff.

WILTING GIRL

It was not the boat I was watching.

PERSEUS

Can I be of service?

WILTING GIRL

Yes, of service. I need you to come with me on a journey.

Perseus gives her a look.

PERSEUS

Right now?

(she nods)

It wouldn't take much persuading to get me to leave this village, but tonight is impossible. My family can't wake and find me gone. Where do you want me to go?

WILTING GIRL

It's not what I want. I am in the service of others.

Perseus can't get over her beauty, the dulcet sound of her voice. Even so --

PERSEUS

Come back in the morning and we can talk about it.

WILTING GIRL

I'm sorry.

PERSEUS

For what?

Perseus doesn't notice the black widow spider scurry between her feet. Followed shortly by another. Then a slithering centipede and a scorpion. Then a swarm of them, all trickling silently toward Perseus's bare legs.

Suddenly he feels the first spider on his ankle and he looks down, lifts his foot and brushes it off. But more creatures are climbing his other leg. He winces as they begin to bite. He swats at them, but it's futile.

He begins to weaken from the venom and stumbles backwards into the table, losing his balance. He looks up --

PERSEUS'S WOOZY POV: The Wilting Girl standing placidly in the doorway watching.

He blacks out and hits the floor. Within seconds, he's blanketed by the swarm.

EXT. SAILING DHOW, OPEN SEA - DAY

A white sail, swollen with wind, draws the small boat swiftly across the sea. The Wilting Girl, alone, sits quietly at the stern, effortlessly steering.

CLOSER, we SEE that she is also watching Perseus, who is sleeping in a makeshift bed in the bottom of the boat. Her eyes slowly travel over his bronzed, muscled frame. There are bite marks on his legs and arms, but they seem to be healing as we look at them.

Perseus stirs and wakes, squinting up at the Wilting Girl. He looks around, trying to get oriented.

PERSEUS

How long have I been out?

WILTING GIRL

This time? Only a few hours. The time before, almost a day. How was your rest?

PERSEUS

I had a dream. I fell into a dark pit. I thought I would never stop falling. But a beam of light formed a soft net, caught me and tossed me back.

The Wilting Girl watches him.

PERSEUS

When I came back up to the world, a beautiful woman appeared and spoke to me. But as she spoke she would sometimes disappear into the whiteness with a strange sound.

PERSEUS'S POV: The Wilting Girl listens to his story.

PERSEUS

When I could hear her, she spoke nonsense. She said that my father was a God and my mother a --

At that moment the blinding-white sail of the dhow swings between them as she tacks, obscuring his view of her for a moment. The wind makes a LOUD SNAPPING SOUND in the cloth. Then she reappears, the sail on her other side.

Perseus's face, as he realizes what he has just seen. She is his vision.

WILTING GIRL

You are special, Perseus. Your birth was ordained for this very purpose.

PERSEUS

I am an ordinary man.

WILTING GIRL

Do you ever lie awake during a storm and listen to the thunder? And it sounds as though it matches the beating of your heart?

He doesn't have to answer; it's written on his face.

WILTING GIRL

How long can you hold your breath? Longer than the others? Are there times when you know you should feel pain, but you don't?

PERSEUS

None of that means anything.

WILTING GIRL

Look at your arms, Perseus.

Perseus watches the bites on his arm heal visibly.

PERSEUS

A good trick. You must be the demigod, not me.

WILTING GIRL

("no")
I'm a Chthonian.

PERSEUS

A Chthonian?

WILTING GIRL

An Earth Goddess.

(Perseus is confused)

The Gods have a caste system just as Men do. The Olympians are our nobility -- few but cosmic. The Chthonians are the peasants. Our abode is this earth, and we exist as long as Men worship us.

PERSEUS

And when none worship you?

Sadness flickers through her extraordinary eyes.

WILTING GIRL
(softly)
We fade away.

This strikes Perseus deep in his heart. He feels terrible, though he doesn't understand why. His tone changes.

PERSEUS
And demigods, where do they stand in your hierarchy?

WILTING GIRL
Nowhere. Sorry.

PERSEUS
No offense taken. But, for the sake of argument, if demigods rank so low, why do you need me?

WILTING GIRL
For a marriage.

PERSEUS
What!

WILTING GIRL
Zeus, God of Gods, has proposed a treaty to end the war. At the center is the marriage of a mortal with a demigod.

PERSEUS
Who, me?

WILTING GIRL
Zeus himself has chosen you. A demigod may be less than a God, but he's more than a Man. One foot in Humanity, the other in Divinity. Your marriage will be a symbol of accord between our races.

PERSEUS
Forget it.

WILTING GIRL
Such a union could save millions of souls.

Perseus is struck by that. He looks off across the sea.

PERSEUS
And just who exactly am I supposed to marry?

INT. SCULLERY CLOSET, BASILICA (JOPPA) - DAY

CLOSE UP: A hot, tight, standing embrace. In the blur of movement our first good look is at the GIRL, a beauty, dark eyes, cascading curls, cinnamon skin. This is PRINCESSA ANDROMEDA, 18.

The BOY is AGENOR, a scullion -- grimy, sweaty, ripped, sexy. It's hard to tell if the girl is trying to slow him down or speed him up. There's some panting confusion as clothes slip and slide. Gasping, she holds him at bay a moment --

ANDROMEDA

Do you think you can manhandle a Princess
this way?

(he kisses her)

As though she was hungry and needy as you,
a mere servant?

His answer is to pull her into another steamy kiss, which she returns with passion. In between liplocks, she's able to whisper a few hot words --

ANDROMEDA

... very mistaken... a woman of my
station... never be attracted...

No more talk is possible as they go at it again.

EXT. PERISTYLE - DAY

SERVANTS hang laundry in the atrium. A NIMBLE GIRL glides silently through the hanging clothing and surrounding columns.

She's PESHET, a Sfinx girl -- humanoid/feline, with a long cat tail. Slit nostrils, yellow eyes, tawny fur. Lean arms end in paw-like hands. Her Cleopatra-bob bounces over cat ears.

Peshet is handmaid to Princessa Andromeda, and now she hurries to the door of the scullery closet. From inside -- MOANS, GIRLISH LAUGHTER, RIPPING FABRIC. Peshet raps softly on the door with her paws.

PESHET

Princess... Princess!

ANDROMEDA (O.S.)

(muffled from inside)

The Princess is not here.

(a squeal)

Find another... Princess.

PESHET
(urgently)
The Queen approaches!

ANDROMEDA (O.S.)
(moaning)
I don't care!

PESHET
Andromeda! You'll care enough if you're
caught! Remember last time...

From inside we HEAR complaining, more kissing and moaning.

CASSIOPEIA (O.S.)
Peshet!

Startled, Peshet leaps impossibly high onto a ledge; fast and agile
as a frightened cat. The Queen walks up.

CASSIOPEIA
Where is my daughter?

INT. SCULLERY CLOSET - SAME TIME

Andromeda freezes at her mother's voice, stopping Agenor in a twisted
embrace. Finger to her lips.

Agenor glares bravado, ignoring her halt, and rolls his hips into her
to start again. Andromeda, irritated, does something below the frame
that jolts him off of her. We can't see what it was, but the girl can
clearly take care of herself.

EXT. PERISTYLE - SAME TIME

Peshet drops to the floor to face the Queen.

PESHET
Is she not in her chambers, ma'am?

CASSIOPEIA
She is not and --

Another SQUEAL and WHISPERING from behind the scullery door.
Cassiopeia hears it. She purses her lips and squints at the closet.
Peshet guiltily lowers her head.

CASSIOPEIA
(loudly)
Tell Andromeda, should you find her, that
(MORE)

CASSIOPEIA (cont'd)
her father and I want to see her
immediately.

She storms away. Peshet raps urgently on the closet door.

PESHET
My Lady, your parents!

INT. THE TABLINUM PARLOR, BASILICA - DAY

A small, lavish royal space -- flower gardens spill off one end. Cassiopeia and Kepheus sit side by side in golden chairs, looking off to their right expectantly. After a long moment, Andromeda enters frame from that side, and faces them squarely. She speaks with the absolute conviction of a child.

ANDROMEDA
I'd rather die than submit to such a
marriage!

She stomps out the other side of the frame, her parents' heads turning to their left to follow her until she's gone. Finally:

KEPHEUS
It will take half-a-God to handle her.

CASSIOPEIA
(real pride)
Yes... She'll be a great ruler one day.

EXT. SAILING DHOW, COAST OF JOPPA - DAY

Perseus sits in the bow, rested and recovered, his eyes riveted by The Wilting Girl, steering in the stern. She tries not to be self-conscious; she would blush were she not so pale.

WILTING GIRL
You're looking in the wrong direction.

PERSEUS
I don't think so.

WILTING GIRL
Perhaps you should give some thought to
your immediate future.

PERSEUS
(laughs, flirtatious)
That's what I'm doing.

WILTING GIRL
Maybe you should take another look...

She indicates the view behind him. Perseus turns and reacts, jaw dropping.

WHAT HE SEES: A breathtaking view of Joppa -- a city in two parts.

At sea level, tangled hovels, boats, and docks crowd the working-class area -- the LOWER WHARF.

Above, twisting stone stairs climb the cliffs to the ACROPOLIS with its gleaming villas, temples, statues, and colonnaded towers, hugging the precipice.

EXT. THE AGORA OF JOPPA - DAY

The crowded, frenetic marketplace, teeming with life.

PERSEUS (O.S.)

Why Joppa?

The Wilting Girl (who moves with an inhuman, graceful gliding step) leads Perseus through the agora. He's never seen anything like it. He rubbernecks, awestruck as he passes a BLACKSMITH who takes a dragon skin from the coals and fashions armor by pounding the white-hot scales over a mold.

WILTING GIRL

Joppa sits at the center of civilization. Square in the middle of every major shipping lane on the Mezzosea. Joppa controls the flow of goods, armies, and culture through the dominions of Man. As goes Joppa... so goes the world.

They round the corner to the first view of the regal Basilica. SERVANTS hang banners and scatter flower petals on the steps, decorating for the betrothal.

PERSEUS

What are they celebrating?

WILTING GIRL

You.

INT. THE TABLINUM PARLOR, BASILICA - DAY

Cassiopeia hurries down a corridor to the parlor. WE FOLLOW to find: Kepheus speaking sternly to Perseus, before him.

KEPHEUS

... before I am a king or a peacemaker, I am a father. Do you know what that means?

PERSEUS

I'm not sure, Your Highness. I did not know my father.

KEPHEUS

(thrown)

Yes, well... it means I had no desire for my little girl's carefree springtime to be cut short --

(to Cassiopeia, irritably)

What's she doing?

CASSIOPEIA

(embarrassed)

Well, I didn't actually see her... but I'm sure she's preparing herself to make the best possible impression.

Perseus suppresses a smile, amused by the royal couple. Kepheus paces with mounting impatience.

KEPHEUS

(lecturing Perseus again)

-- and all so she could be thrust into a momentous conflict... of which she knows nothing at all.

PERSEUS

She's not the only one, sir. I don't know much about the events for which I've been drafted.

KEPHEUS

(disarmed, but tough guy)

I take no comfort in that, young man. In fact, I find little to take comfort in here. You are an outsider, from a distant home, and I am asked to entrust the welfare of my daughter to you.

(leaning into Perseus)

If you are not kind and patient with her, if any harm of any kind should come her way, I will have your head on a stake.

Kepheus thinks he sees a smirk on Perseus's face. (He may be right.) He puts his hand on the hilt of his sword.

KEPHEUS

Is this amusing to you?

PERSEUS

Not even a little, my lord. It's just that I myself was waylaid -- snatched also, as you say, from my happy springtime...

Kepheus studies him to see if he's making jest of him.

PERSEUS

... I have agreed to nothing yet. I'm abiding these events insofar as they serve a higher purpose, of which I'm not at all convinced.

KEPHEUS

Does a truce in the war between Men and Gods not strike you as a higher purpose?

PERSEUS

With all respect, King Kepheus, I have never seen a God. To me they're no more than a story.

Kepheus, shocked by the young man's attitude, turns to Cassiopeia.

KEPHEUS

This is supposed to be the son of a God, yet he doubts their existence!

PERSEUS

People wiser than me have no such doubts. But I can only proceed based on what I have experienced, not on a faith I do not possess.

KEPHEUS

Where does a young person get such ideas?

PERSEUS

Perhaps from my adopted father, sir. I admire him greatly, and he believes in little he cannot hold in his hand.

AMOUN (O.S.)

I know this mentor who so influences young Perseus.

They turn to see that Amoun has silently entered the chamber. Perseus reacts in amazement.

PERSEUS

Master Amoun!

He hurries over to the older man, who embraces him warmly.

AMOUN
Hello, Porpoise.

Perseus laughs at his old nickname and holds Amoun at arm's length.

PERSEUS
I'm happy to see you again. I had heard only rumors since you left the village. What are you doing here?

AMOUN
(a nod/bow to Kepheus)
I am honored to serve the King as an advisor. His Magi Strategos.

PERSEUS
From my village tutor to Magi Strategos... What a path!

AMOUN
In time that may not seem so strange. Tell me of Spyros, who has given you such opinions. Is he well, still tough as sharkskin?

PERSEUS
Yes, when last I bid him goodnight, only to disappear without a word. I fear he must be worried about me.

AMOUN
Perhaps. He understands many things.

The King's patience is exhausted. To Cassiopeia --

KEPHEUS
Where is Andromeda? At the least, the two should meet before tomorrow's ceremony...

PERSEUS
(freaked)
Tomorrow? Is the wedding so soon?

CASSIOPEIA
The wedding comes later. Tomorrow we will have the public announcement.

AMOUN
And a celebration of the treaty.

A Page enters and hurries to whisper in Kepheus's ear. Kepheus listens, irritated and more than a little embarrassed.

KEPHEUS

It seems our Andromeda has wandered away.

Cassiopeia reacts, upset.

AMOUN

Perhaps the thought of her new life has made her frantic to enjoy the vestiges of her old one.

Kepheus studies Perseus, who looks unfazed, if not relieved.

KEPHEUS

Perseus, if you're to take the wild girl for a wife, maybe this is a good time to start your training. Go into the city and retrieve her.

PERSEUS

How will I know her?

CASSIOPEIA

She is unmistakable.

PERSEUS

I'm a stranger here. Any hints?

AMOUN

Follow the lights and the sound of profane music.

EXT. SIDE ENTRANCE, BASILICA - MAGIC

The Wilting Girl slips out of the shadows and into the dusk like a thief, gliding in her unique way down the steps.

EXT. ALLEYWAY - MAGIC

The Wilting Girl steals down the dark, narrow alley, headed toward the outskirts of town. She looks like a fugitive.

Suddenly, a heavy wall shoots up from the cobblestones, blocking her way. She startles, but does not stop. She goes up to the wall, turns at an angle, puts a hand into the solid rock and slides right through the stone, like a ghost.

On the other side of the wall, she emerges from the stone, breathing hard. She looks around and hurries down an intersecting passageway.

She's gone only a few steps, when just ahead of her, thick vines shoot out of the darkness and form a dense barrier. The Wilting Girl is fazed, but takes a breath and dives into the surging growth.

On the other side, she almost makes it through, but at the last moment, vines wrap her arms and legs, holding her prisoner. She gives up, with a sigh. We HEAR the LAUGHTER of a God.

WILTING GIRL

Zeus?

Zeus' rumbling voice is held low, talking to her in an intimate way -- a beautiful sound.

ZEUS (V.O.)

Why do we have to play these games, my lovely girl? You know you cannot leave.

The vines retract, freeing her. She rubs where they gripped her.

WILTING GIRL

My part is finished.

ZEUS (V.O.)

It has just begun. Have you forgotten your place in this?

WILTING GIRL

As I've lost my believers, the future has become dimmer to me.

ZEUS (V.O.)

I still believe in you. Close your eyes and see your tomorrow.

She closes her eyes and takes a deep breath. A single tear runs along her cheek. She opens her eyes.

WILTING GIRL

I can't involve myself. It's too painful. Please.

ZEUS (V.O.)

You will, you are, and you have already. Such is fate. We cannot hide from the trials of our future... no matter how dark the alleyway.

She looks back at the Basilica with profound sadness.

EXT. STREETS OF JOPPA - MAGIC

Perseus roams, taking in the variety of the city with interest. He turns down a road toward the sound of MUSIC.

EXT. OCEAN TERRACE - MAGIC

Perseus follows the MUSIC and the sound of LAUGHTER through a portico, revealing --

A festive, crowded terrace ablaze with lanterns, overlooking the sea where a beautiful sunset is fading. Here the YOUNG PEOPLE of the upper classes gather to party. The throng moves in a throbbing mass; groups form and disintegrate, dance and sway.

Perseus moves through the dizzying revelry, trying to take in every girl, testing his instincts. He focuses on a Pretty Redhead, then decides it's not the Princess. At that moment, he spies someone, dancing in the clustered center of attention -- a singular beauty. He knows instantly that this is Andromeda...

Arms out, she rolls her hips to the MUSIC. The sheer pleats of her gown enhance the sensuality of her movements. The MUSIC ends. Andromeda laughs and flicks her hair back. Her dress slips off one shoulder.

A HANDSOME YOUNG NOBLEMAN comes forward and takes her in his arms. She gives him a deep kiss, causing a sensation in her crowd. But she breaks it off roughly with a laugh, and spins away, leaving him hugging air with embarrassment. Andromeda disappears into the crush.

EXT. BALUSTRADE - MAGIC

Andromeda separates herself from the crowd and moves to the balustrade. The Young Nobleman fights his way through, but she stops him in his tracks with an imperious gesture. She wants to be alone. She regards the last light on the sea.

PERSEUS (O.S.)

Very beautiful.

Andromeda spins, petulant.

ANDROMEDA

Will you please give me some peace --

The sight of the handsome stranger gives her pause.

ANDROMEDA

What did you say?

PERSEUS

I said, 'Very beautiful.'

ANDROMEDA

Really? Do you think just anyone can make familiar judgements on the royal family?

PERSEUS

I was referring to the sunset.

She regards Perseus over her bare shoulder. Sweat glistens; damp curls fringe her eyes.

ANDROMEDA

Do you always start a seduction with an insult?

Perseus moves to the rail, very close to her, and looks at the sea.

PERSEUS

I know nothing of seduction. I'm a simple fisherman. My home is across that water.

ANDROMEDA

What brings you here?

PERSEUS

To Joppa? I was kidnapped.

She gives him a look, but decides to ignore this.

ANDROMEDA

I mean here, tonight.

He looks over at her a long moment.

PERSEUS

I've come to see my future wife.

Startled, Andromeda suddenly realizes who he is. A mad mix of emotions crosses her face.

EXT. GARDENS OF THE BASILICA - NIGHT

Perseus and Andromeda walk in the moonlit gardens of the Basilica. She walks close, attracted to him. Confiding --

ANDROMEDA

It's not personal. You're not a bad-looking boy.

(Perseus laughs)

I'm too young. I don't want to be married.

PERSEUS

Me either.

ANDROMEDA

Then why are you doing it?

PERSEUS

No one asked me. And now that I've met you, I don't know if I can go through with it.

She flashes him a insulted look. He smiles.

PERSEUS

It's not personal. Seeing you makes it real. I think a man should make his own decisions. I don't want to be the pawn of a King or a God.

She looks at him with new interest.

ANDROMEDA

I feel the same. Since we agree, it's settled. No marriage.

PERSEUS

I don't think it's going to be that simple.

Ignoring that, she takes his arm, moving even closer.

ANDROMEDA

That doesn't mean we can't be friends. Get to know each other. I want to show you something.

Holding tight, she leads him through the threshold of a tall, hedged garden maze.

EXT. GARDEN MAZE, THE BASILICA - NIGHT

It's beautiful here in the moonlight. She hurries him quickly around one turn, then another, and another. He laughs at her excitement.

PERSEUS

I think I'm lost already.

ANDROMEDA

I'll take care of you.

They take two more jogs and find themselves in an odd sylvan chamber. Soft plants have been stacked in what could be mistaken for a bed.

ANDROMEDA

This is my special place. No one can see
or hear or even find us now.

PERSEUS

. (looks around the chamber)
I don't suppose I could escape without
your aid.

ANDROMEDA

Do you want to?

When he turns back to her, she melts into his arms and gives him a
long deep kiss. He's surprised, but handles it well. When she tries
to continue, he slows things down, holding her at bay.

ANDROMEDA

Do you not find me attractive?

PERSEUS

One of the most beautiful women I've ever
seen.

ANDROMEDA

Of course, you haven't been much in the
world.

PERSEUS

True. Maybe a lot of girls look like you.

ANDROMEDA

Don't you want to make love to your almost-
wife? Maybe we'll find we're not
compatible.

PERSEUS

What if we find we're very compat --

She stops him with another kiss. He starts to surrender to his
desire, but again, he stops. Her voice is a low PURR --

ANDROMEDA

Is it true you're a demigod?

PERSEUS

(makes a face)
It seems what everyone wants to believe.

Her face is inches from his. She looks into his eyes. Sexy --

ANDROMEDA

I don't see it.

(Perseus laughs)

But let's find out for sure...

She kisses him yet again, pulling him toward the bed of foliage. He can no longer resist. Together they fall into the softness. He kisses her passionately as their bodies begin to move together. She breaks the kiss for only a moment, her voice husky --

ANDROMEDA

I think I'm becoming a believer...

They start to make love.

EXT. GARDEN MAZE, THE BASILICA - SUNRISE

Perseus wakes on the bed of foliage, looks around. Andromeda is gone. He thinks, smiles. Then he remembers his situation. The smile fades.

INT. GREAT HALL, THE BASILICA - EVENING

The grandiose room is hemmed by columns and statues. The marble floor crowded with REVELERS. SYLPHS perform before the dais, whirling and undulating to rhythmic DRUMS.

Perseus moves through the crowd, decked out in a white tunic and polished ceremonial armor. It's a jolt to see him in something other than his simple cloth garment; he's beginning to look imposing.

He moves toward the dais where Kepheus and Cassiopeia sit. Andromeda motions from the side of the dais. Perseus moves up beside her.

ANDROMEDA

You're late.

PERSEUS

I didn't know how to get this outfit on.

ANDROMEDA

I want to thank you for seeing me home. I was so flushed with wine I can't recall much of the evening.

Perseus half-smiles and turns to the crowd.

PERSEUS

Me either.

PERSEUS'S POV: The Wilting Girl watches from the back of the hall, set apart by her pale, spectral beauty. She makes eye contact and quickly looks down, letting her flaxen curls hide her face.

Perseus is surprised by his feelings. Andromeda has seen her, too, and Perseus's reaction. He has a guilty moment and averts his eyes from Andromeda.

ANDROMEDA

At what point do you plan to tell them
we're not getting married?

PERSEUS

Tell who?

ANDROMEDA

(a sweeping gesture)
Them...

FROM BEHIND THEM: We see the ecstatic crowd of thousands, all celebrating the union.

Perseus and Andromeda exchange a perplexed look. He starts to say something -- when the DRUMS STOP and the crowd begins to settle.

ROYAL HERALD (O.S.)

The Queen will speak!

Now the room really QUIETS. Cassiopeia moves a bit unsteadily front-and-center of the dais with a cup of wine, not her first.

CASSIOPEIA

I won't be long-winded. You all know I am
a modest person, no matter my rank.

Some of the crowd react silently. Andromeda watches her mother with trepidation, but not as much as Kepheus, watching from his throne.

CASSIOPEIA

In this time of great joy, I want us to
pay attention to the moment... to note the
momentous nature of...

She seems to lose her thought for a moment, but her eyes clear and she starts again with authority.

CASSIOPEIA

This betrothal is more than a celebration,
more than the happiness of two parents, or
of our good people. This union represents
new hope for a lasting peace!

The crowd reacts with exclamations and applause. Amoun watches from nearby, willing her to stop right there. But she's on a roll --

CASSIOPEIA

For many, the first peace of their
lifetime. That is a truly honorable
mandate.

Affirmation from the crowd. Cassiopeia takes another sip.

CASSIOPEIA

(dewy-eyed)

I'm so proud of Andromeda. She's grown
into a fine young woman... confident and
sure. And look at her! Isn't she
beautiful?

Her subjects agree loudly. Perseus watches the Queen with morbid
fascination. He looks at Andromeda, who just wishes this would end.
Cassiopeia raises her glass.

CASSIOPEIA

To my beautiful daughter... more beautiful
than all the women of Joppa. More
beautiful than the Gardens of Nineveh...

She seems to be running out of gas. Kepheus seems ready to jump up
and pull her away. But she finds the superlative that she's been
searching for --

CASSIOPEIA

More beautiful than the turquoise ocean
and its sublime Goddess of the Deep...
Tiamat herself! A beauty even a Goddess
must envy.

Amoun reacts in dismay. A distressed MURMUR roils the crowd.
Andromeda starts toward her mother.

CASSIOPEIA

(blotting tears)

I'm sorry... I've gone on too long --

She stops with a look of sudden dread. Andromeda reaches her side and
has taken her arm when she feels her mother shiver.

The Great Hall DARKENS. The torch-flames TURN BLACK. The crowd's
restive breaths suddenly show like icy plumes in winter. The statues
lining the hall shut their eyes.

The doors to the hall burst open.

Tiamat, Queen of the Deep, floats forward, parting a sea of cowering celebrants. The folds of her liquid cloak billow to the sound of SURGING TIDES. All eyes follow her. Perseus sees his first Olympian.

Tiamat arrives at the dais. Kepheus stands at the throne. Andromeda and her mother shrink back. Cassiopeia drops to her knees. Every word the Goddess directs to her shakes her frame.

TIAMAT

You have blasphemed powers beyond
understanding... You, a stupid braying
goat before the unfathomable galaxies. You
dare put this frivolous, scrawny slut...
(Andromeda flinches)
...above the infinite Goddess of the Deep!

Tiamat tears off her cloak, which scatters to a fine mist. THE GODDESS STANDS NAKED. The skin of her luscious body glows with the frigid bioluminescence of a deep sea creature. Swirling fins in lieu of hair. Sublime and terrifying.

Most look away, shielding their eyes. Cassiopeia cannot. Stricken, eyes wide, color drains from her face; her hair turns white.

TIAMAT

Look upon the sublime and know your error.
You'll not blink. Tell me now, mortal, how
bright your preening urchin shines?

Cassiopeia trembles, her eyes well with stinging tears. Tiamat looks at Kepheus, then surveys the multitude with her terrible glare.

TIAMAT

People of Joppa, hear me. For the
sacrilege of this arrogant creature, I
will loose Leviathan upon you.

The crowd shudders at her mention of Leviathan. Cassiopeia's body buckles; her eyes roll, but Tiamat snaps her back to consciousness --

TIAMAT

I'm not finished. Hold your gaze.
(to the people)
For thirty days, Joppa shall suffer the
scorn of Leviathan. And on the final day,
what's left of you will be wiped from the
earth.

The people react in vocal terror.

TIAMAT

Unless...
(instant silence)
(MORE)

TIAMAT (cont'd)

... unless you sacrifice that body so
impertinently compared to this Goddess--
(turning toward Andromeda)
-- your beloved, worthless Princessa.

Andromeda GASPS. Shock everywhere. Blood-tears trill from Cassiopeia's eyes, but her stare is frozen. No one in the hall can bear to look so long. No one except Perseus. Tiamat looks at Perseus a long moment, noting his boldness, then back to the crowd.

TIAMAT

This is my will, Joppa. Desolation or
sacrifice. Choose your penance. You can
thank your...
(looks at Cassiopeia)
... sickly, aged Queen.

Clouds of black sea-ink swirl and swallow Tiamat, then implode. Tiamat is gone. Cassiopeia, palsied and withered, collapses. Kepheus and Royal Aides rush to her.

EXT. OCEAN FLOOR - NIGHT

In the gloom of the ocean floor, monkfish with "lantern" orbs swim over a meadow of undulating tube worms. SOMETHING SPOOKS THEM; the monkfish scatter, the tube worms vanish into the mud.

A soft, EERIE GLOW swells in the dark -- Tiamat glides toward us, stops and raises her palm. The silt SWIRLS and RIPPLES.

VAST PRIMORDIAL BONES rise from the clouds of ocean mud: Gaping jaws. Cavernous ribcage. Giant spine. The bones organize themselves at Tiamat's behest, GROWING MUSCLE and connective tissue.

Tiamat raises one hand slowly in the water, then SNAPS HER WRIST -- a BLINDING FLASH OF GREEN LIGHT envelops the bones. Even Tiamat must shade her eyes. The BEAST'S throbbing ROAR drives an ultrasonic SHOCKWAVE across the silt.

EXT. OCEAN SURFACE - NIGHT

The sea bulges and explodes a tower of roiling steam. An apocalyptic SURGE rolls from the epicenter and THUNDERS for the shores of Joppa.

EXT. JOPPA'S LOWER WHARF - NIGHT

Dark docks and shanties under the cliffs, populace asleep.

A lone FISHERMAN tosses his nets from his boat to the dock. He turns to throw the last net and finds the dock rising out of reach -- rather, the water level under his boat, falling.

The sea pulls away from LOVERS in the shallows. Exposed, Peshet, the Sfinx Girl, SHRIEKS and disentangles from her boyfriend, a marine/humanoid FINBOY. Peshet rushes toward land while Finboy is drawn out to sea with the riptide.

Roused by the girl's piercing SCREAM, RESIDENTS of the Wharf come out as Peshet blows by in a feline blur. Frightened, they watch the sea draw back, exposing rocks, fish and rotting wrecks. A deep RUMBLE shakes the ground at their feet.

Some turn to run, but most stand, mesmerized by the darkening horizon that CLIMBS higher and higher, eclipsing even the full moon which now shines through the GREEN-BLUE WALL OF WATER.

In seconds, the colossal wave has begun to break and fall upon them. The torrent of churning white foam splinters the docks and rips through the crowd.

The rampaging TSUNAMI surges through the streets, pulverizes houses, and dashes Residents into the sheer rock and stone stairs. Peshet is just steps ahead of the wave, streaking toward the Basilica.

INT. ROYAL CHAMBERS - NIGHT

Cassiopeia lies blank and wan with glassy eyes. A NURSE wipes drool from the Queen's lip as Kepheus rushes to the window in horror.

A LOW DRONE grows and grows, swallowing all other sound. And then, a deep, EARTH-SHATTERING BELLOW from a creature not of this world. The room SHUDDERS from the shockwave and the ROAR. Dust jumps from the seams in the stone floor. Then... SILENCE.

KEPHEUS

Leviathan awakes...

INT. CORRIDOR, BASILICA - NIGHT

A figure passes by a window in silhouette -- Andromeda stealing through the shadows toward the Throne Room. She heads up a flight of gloomy stairs.

INT. BALCONY ABOVE THRONE ROOM - NIGHT

Hidden by shadow, Andromeda edges into position to see the room below.

AMOUN (O.S.)

... Leviathan -- First dweller of the deep. Hewn by Tiamat from the dark blood of the earth...

HER POV: A somber council of VICEROYS and MINISTERS gathered before Kepheus -- who listens with fingertips steeped between his closed eyes as Amoun reads from a scroll. Perseus stands off to the side.

INT. THRONE ROOM → NIGHT

Down in the room --

AMOUN

... All beasts of the sea are but shadows of Leviathan the Kraken... the monster is colossal, rapacious, and nigh indestructible.

A grim silence. All eyes turn to Kepheus for his reaction. When the King lowers his hands from his face he looks exhausted, his eyes bloodshot. Perseus reacts to his diminished state.

KEPHEUS

'Colossal'... 'Indestructible'...

(after a long moment)

The Queen lies near death. Am I now to choose between the survival of our city state... and the survival of my only child?

AMOUN

I beg you, King, do not even consider such a sacrifice --

KEPHEUS

(raging)

Do you tell me only what you think I wish to hear? Do you speak for the people, waiting out there, fighting for their lives... and with a month yet to come of plagues we know not of? Would you have me gamble the city and all my subjects to save one girl... my Andromeda?

PERSEUS (O.S.)

You need make no such choice, your Highness.

All heads turn toward Perseus, who walks into the circle of men. Amoun watches him with satisfaction: he's been waiting for this.

PERSEUS

Andromeda must be saved, and the city too.

UP ON THE BALCONY, Andromeda reacts, falling in love with Perseus.

DOWN IN THE THRONE ROOM, Kepheus looks fiercely at Perseus.

KEPHEUS

Impossible.

PERSEUS

Nothing is impossible. We need only the will to do it. We are Men and we are finished bowing to the Gods.

KEPHEUS

Did you not hear, the monster is indestructible?

PERSEUS

I know that I am young and have not seen much of the world, but it seems to me that nothing is indestructible.

The Ministers react to the young man's arrogance.

SPYROS (O.S.)

I am far from young and have seen much of the world... and I agree with my son.

Everyone turns to the new arrival: it is Perseus's adoptive father, Spyros. His garments are simple compared to the Ministers', but his carriage seems more noble. And tougher. Perseus goes to embrace him.

PERSEUS

Father, how did you find me?

KEPHEUS

I thought this boy's father was a God. How does a stranger walk unmolested into the Throne Room of the King?

AMOUN

It is by my arrangement, Lord. I sent for him.

Perseus is surprised by this as well.

AMOUN

This good man raised Perseus from infancy and taught him like a good father. He will help him now.

KEPHEUS

Help him with what?

SPYROS

With whatever is needed...

Perseus approaches the King.

PERSEUS

He will help me destroy Leviathan.

Spyros does a double take, then swallows: 'Yeah, okay, sure.'

KEPHEUS

But how?

PERSEUS

If there's a trick to slaying Leviathan,
I'll find it. If I fail, the losses will
be great, but --

SPYROS

Speaking of failure is a waste of time.

AMOUN

Majesty, we can seek the counsel of the
Norn Sisters of Skolothia. They are
powerful oracles who know the hidden ways
of the Gods. If Leviathan can be slain,
they'll know how to do it.

PERSEUS

We have thirty days to find its weakness.

MINISTER

Twenty-nine.

PERSEUS

(flashes him a look)
We'll leave tonight.

KEPHEUS

With what army?

PERSEUS

We will go alone. Give us a map.

Amoun laughs. When some of the others join in, the King gives them a
look that stops them dead.

AMOUN

My King, with your permission...

The King assents, seemingly lost. Amoun speaks to Perseus.

AMOUN

I'll give you a map and much more. I'll go
with you and give you a band of brothers
to help you on your mission. We can leave
(MORE)

AMOUN (cont'd)
 at first light.
 (to his Aide)
 Diokles, the map.

The Aide moves over to the work section of the room and selects a map from amongst dozens. The men, including the King, move over there. Perseus is about to go, too, when something catches his eye alone --

PERSEUS'S POV: Andromeda, up in the balcony, has made herself visible only to him. She gives him a look that is unmistakable, and silently mouths these words -- "Thank... you."

Perseus bows his head in acknowledgement and turns toward the map.

AT THE MAP, which has been hung for all to see, Amoun uses a pointer.

AMOUN
 We head north on the Via Dahlia until it enters the Disputed Territories. There, with the King's permission...

The King nods. MOVE IN on the tip of Amoun's pointer on the map...

AMOUN (V.O.)
 ... we'll join with Commander Kalibos and his desert legion, the most formidable unit in all the army... They'll get us safely to our destination, which lies to the east...

We DISSOLVE THROUGH the map and pointer, which remain LIGHTLY SUPERIMPOSED over the following:

EXT. VIA DAHLIA - DAY

MUSIC SWELLS as we see THE FULL EXPEDITION ON THE MOVE on this dusty main road to the north. The group is on horseback and they come over a rise as we hear Amoun identify them:

First, two fearsome Mongols, MONGKE (father) and TAMBURLANE (son), surly, nail-eating warriors with plates of boiled-leather armor. Their hair and fu manchus braided with talons and fangs.

AMOUN (V.O.)
 Our guides will be Mongke and Tamburlane, father and son monster hunters from the steppes of the Far East, the Kingdom of the Iron Horde.

Next, THE PRAETORIAN GUARD (eight in all), commanded by a square-jawed old soldier, DRACO. His men hard as rock with gleaming helmets, heavy swords and shields -- KOSMO, Draco's lieutenant, and the

soldiers we will know as ABAS, ICOS, THAD, BOREAS, KRIKOR, and POLLUC.

AMOUN (V.O.)

Our escort will be a special detachment of the elite Praetorian Guard, led by
 • Commander Draco and his lieutenant, Kosmo.
 Their men are the most honored security force in all of Joppa.

Next, on a stunning pale horse, the pale rider, the Wilting Girl.

PERSEUS (V.O.)

Was it essential that you bring the Chthonian into this danger?

AMOUN (V.O.)

If you think you'll be protecting her, you've got the situation upside down. I thank the stars we have her. Besides, she takes her orders from an authority much greater than I.

Next, Spyros; he's a man of endless skills -- but horseback riding is not one of them. Behind, bringing up the rear, Perseus and Amoun, riding side by side, talking --

PERSEUS

And you, Amoun, I get the feeling that it is no coincidence you've come into my life, so long ago and, now, once again.

AMOUN

(laughs)

No matter what you believe, Porpoise, some things are fated. I will admit this... I've been looking forward to this journey for a long, long time.

He spurs his horse, riding ahead. Spyros drops back beside Perseus.

SPYROS

Who would have thought we'd be on a journey like this? Two simple fishermen.

PERSEUS

I fear I've dragged you into real danger.

SPYROS

Glad to be back with my little boy.

PERSEUS

Father, you always taught me that everything depends upon your attitude.

(MORE)

PERSEUS (cont'd)
 (Spyros nods)
 What's our attitude about destroying
 Leviathan?

SPYROS
 (thinks a moment)
 We're just going after another big fish.

Perseus smiles. They ride on.

EXT. THE EDGE OF SPACE

Tiamat floats two hundred miles above earth, the sea and peninsula of Illyria below. She draws circles with her finger, creating a massive VORTEX OF STORM CLOUDS, winding it around a tight "eye."

Set the Void approaches.

SET
 You summoned me?

TIAMAT
 The demigod and his retinue are joined.
 They march for the counsel of the Norn
 Sisters, to seek the frailty of my
 Leviathan.

SET
 (concerned)
 The Sisters...

TIAMAT
 Yes. I beseech you, track the expedition.

SET
 To plainly thwart them would betray our
 intentions and draw the wrath of Zeus and
 the others.

TIAMAT
 And that, we cannot have. No, Set, I
 merely suggest that the road to Skolothia
 is hazardous. I await your report of any
 accidents which may befall them.

SET
 I take your meaning.

Set dissipates in a cloud of dust particles that whirl and streak back to earth. Tiamat resumes stirring the storm clouds tighter and tighter, engulfing Joppa.

INT. ANDROMEDA'S CHAMBERS, THE BASILICA - NIGHT

The storm that Tiamat stirs is pounding Joppa. An archway provides a view as a jagged web of LIGHTNING stabs through the dark clouds. RAIN POUNDS the tiles outside Andromeda's lavish bedroom.

Peshet prowls through the darkness, intermittently lit by the LIGHTNING. She slides up to the bed like a cat and looks at Andromeda, who lies wide awake, red-eyed and distressed.

PESHET

You must sleep.

(no reaction)

Princessa! You must take care of yourself.

A CRACK OF THUNDER breaks the spell. Andromeda looks over at her, thinking. Finally --

ANDROMEDA

My father was ready to sacrifice me to the monster.

PESHET

I'm sure that is not so.

ANDROMEDA

Yes, I saw it. I heard the words. My loving father, his only child. Only Perseus stayed his decision

(tears come)

And do you know the worst part, Peshet? He was right.

Peshet's feline eyes widen. More LIGHTNING.

ANDROMEDA

The city is besieged. All the people suffer. Why? Because of me, because he did not offer me up. Is that right?

PESHET

Go to sleep, my Lady.

ANDROMEDA

(wiping her eyes)

Sleep? Sleep will come soon enough for me, faithful one. In one month... at the latest.

The whole room seems to shake with the ROLLING THUNDER.

EXT. THE VIA DAHLIA - NIGHT

The sound of that same DISTANT THUNDER, but here there is no storm. The Expedition follows the road through terraced vineyards. Far to the south behind them, LIGHTING FLASHES over faraway Joppa.

TITLE: THE VIA DAHLIA, NORTH OF JOPPA... 28 DAYS REMAINING

Draco rides to front, where Mongke and Tamburlane lead.

DRACO

Crazy Mongol, do you plan for us to ride
the whole night? It's time we rest the
horses and the men.

Tamburlane turns to his uncomprehending father and speaks in their Asian dialect. Mongke's expression doesn't change, but he shrugs.

DRACO

Nice talking to you. I'll ride ahead and
pick a spot.

NEAR THE BACK OF THE LINE, Perseus and the Wilting Girl ride side by side. Perseus looks back at the distant storm.

PERSEUS

Joppa is pummelled by the Dark Goddess.

WILTING GIRL

(without looking)
It will not stop. Tiamat knows no mercy.

PERSEUS

We will stop her.

The moonlight illuminates a crumbling, limestone arch on which time-worn letters read: "VIA DAHLIA."

PERSEUS

What am I to call you? What name may mere
mortals utter?

WILTING GIRL

I have no name.

PERSEUS

Who do your worshipers pray to?

WILTING GIRL

I can't remember.

PERSEUS

Perhaps that is why they are falling in number?

The Wilting Girl flinches, and Perseus feels guilty about his jest.

PERSEUS

I have to call you something...

(thinking)

Since we're naming you on this road, what about 'Via Dahlia'?

She gives him a sharp look. Is he mocking her? He's defensive.

PERSEUS

That's a pretty name. Wait, better yet -- 'Vidalia'? How's that... 'Vidalia'? That's more than pretty, beautiful really, just as you are.

She is pleased, self-conscious, concentrating on the road ahead.

PERSEUS

You don't like it?

(she murmurs)

What's that? I missed it --

WILTING GIRL

(just loud enough to hear)

I do not object.

She picks up the pace, moving her horse a little ahead. He smiles.

EXT. FOREST CLEARING, VIA DAHLIA - NIGHT

They've set up camp for the night in a protected clearing. A big fire is burning, food is cooking.

Mongke and Tamburlane emerge from the woods with armfuls of timber and kindling, which they drop at the fire pit. Draco glances up from striking his flintstone. Gruffly --

DRACO

A little more yet.

Mongke and Tamburlane stare at him, unreadable -- either not comprehending or ready to fight about it.

DRACO

It must last all night.

PERSEUS
 (suddenly between them)
 I'll find some more.

He grabs a gladius sword and heads into the woods.

EXT. VIA DAHLIA WOODS - NIGHT

Perseus hacks low-hanging branches and picks up deadwood. He slashes at a tree -- TING! The STEEL sparks on the "trunk." Perseus pulls away the vines to find a stone column.

He notices mossy steps cut into limestone and climbs them. At the top, he finds an overgrown building.

EXT. DILAPIDATED THERMAE - NIGHT

The ruins of a public bath. The marble pool is fed by a stream, creating a miniature waterfall. At the other end, an outlet. Vines wrap the surrounding columns. Water lilies float on the pool.

Perseus reaches a column and pauses, taken by the spot's beauty. He sees Vidalia standing on the far rim, her back to the water.

He starts to call out, but freezes when she loosens her bandeau, slips it over her head, then drops her feathered linen garment to the stone floor. Naked and oblivious, she begins to turn.

Perseus crouches quickly behind a column and peers through the leafy vines that snarl it.

HIS POV: The leaves offer a tantalizing, intermittent view of her body as she dips her toes, then dives in with a quiet SPLASH.

PERSEUS
 (to himself)
 Now is when an honorable man would turn
 around and walk away...
 (doesn't move)
 ... but they say I am not really a man.

Vidalia surfaces and throws her hair back in an exquisite arch of water. She drifts on her back and looks sadly into the sky.

Perseus fixates on the sadness in her eyes. His expression changes and the tenor of this stolen vigil is altered.

RAINDROPS peck ripples on the water. The SKY OPENS and a CLOUDBURST pelts the pool. Vidalia floats on her back, closes her eyes and opens her lips to taste the rain. She smiles. A flash of LIGHTNING.

Perseus's HEART POUNDS in his ears as he watches. KRA-KOOM! The ROLLING THUNDER hits exactly on his heartbeat -- BOOM, BOOM, BOOM!

Vidalia instantly knows he is nearby. She looks around quickly and huddles in the water.

Perseus retreats. Out of sight, he rests against a wall and catches his breath, face flushed with the awareness of a whole new dilemma.

PERSEUS

Vidalia...

EXT. THE VIA DAHLIA - NIGHT

A wet sheen from the departed rain glistens over everything in the ochre light of the campfire. Vidalia rests in the bough of a tree.

The Praetorians laugh and cook meat. Mongke and Tamburlane have huge slabs and, in their language, mock the soldiers' girlish appetites.

Perseus has fashioned some sticks and vines into a spit, which he cranks, roasting a rabbit. Two Praetorians, Abas and Krikor, a dim-witted comedy duo, have never seen such a contraption and are mesmerized. They regard Perseus with awe.

Thad, the massive Praetorian, delicately tunes his bouzouki and strums. Amoun is smoking a pipe, little interested in food.

AMOUN

And which story do you wish to hear?

PERSEUS

Tell of the Gorgoneion.

Thad looks up. Everyone falls silent. Only CRICKETS. The soldiers shift, suddenly nervous. Amoun gives Perseus a mysterious look.

AMOUN

The Rape of Medusa? Even back in the village, that was the story you wanted to hear.

KOSMO

(alarmed)

With respect, Magi, do not recite that black tale. You'll bring the sky down on us.

Spyros, who sits near Perseus eating, gets a mischievous look.

SPYROS

Frightened of a fairy tale, Lieutenant?
Superstition's just another arrow in the
Gods' quiver of tricks.

KOSMO

(offended)

I've seen things in the wars, perhaps,
that a fisherman has been spared.

SPYROS

(twinkly)

No doubt. I know of little but bait and
chum.

DRACO

Tell the story, sir. My men fear only one
thing -- to let fear in their hearts.

Mongke says something that means, "Go ahead already."

AMOUN

Medusa was a tender young woman once -- a
mortal creature born with such rare
beauty as to tempt even the Gods. It would
prove her undoing. One night, on the road
home, she caught the eye of the God of
Deserts and Entropy -- Set the Void.

EXT. COUNTRY ROAD (FLASHBACK) - NIGHT

A stunning beauty, YOUNG MEDUSA, hums as she carries a pitcher home.
Suddenly, she is frightened, feeling something behind her. Chilled,
she turns, sees something, drops the pitcher and runs.

AMOUN(V.O.)

A hungry breath prickled her neck and her
blood ran like ice. She hastened to
hallowed ground, thinking the Goddess
Tiamat would protect her in her temple.
But the God Set followed.

A SHADOW passes swiftly over the pieces of the shattered pitcher, in
pursuit of Medusa.

INT. TEMPLE OF TIAMAT (FLASHBACK) - NIGHT

A dark hall in a temple of Tiamat. In the center of the space, SET
overtakes Medusa, enfolding her in his cloak. He takes her down to
the cold floor. The cloak ripples as SHAPES PUSH THROUGH THE FLOWING
SPECTRAL FOLDS -- the girl's reaching fingers, her screaming face.

AMOUN (V.O.)

He held her to the stones and ravished her. She felt the heartless passion of a God.

LATER. Alone, Medusa crawls with bloody fingernails toward the altar.

AMOUN (V.O.)

Despoiled and broken in the shadow of Tiamat's altar, she prayed for comfort and pleaded for courage... But the Goddess of the Deep regarded Medusa with disdain. The prayers of such a frail and filthy mortal angered Tiamat.

A nearby idol of Tiamat chiseled from black crystal opens her BLAZING eyes, THROWING A LONG SHADOW OF MEDUSA down the hypostyle.

AMOUN (V.O.)

The Goddess responded with a vengeance we ourselves have seen. She twisted young Medusa into a loathsome new thing...

The contorting shadow shows the transformation. Legs twist and snap as joints turn pulpy and become a single slithering tail. The shadow yanks her hair out. Snake heads peck and wriggle from her skull.

EXT. VIA DAHLIA WOODS (BACK TO THE CAMPFIRE) - NIGHT

The Expedition all hang on Amoun's every word.

AMOUN

... and cursed her with a hateful stare that petrifies to stone all that look upon her.

Grave silence. Draco realizes he's burned his dinner on the fire. He removes the charred meat. Spyros shakes his head. But Perseus just stares, no skepticism in his eyes.

EXT. CEDAR FOREST - AFTERNOON

Huge old-growth cedars shoot up into a broad canopy, eclipsing all but a few streaks of sun from the mossy stones below.

TITLE: THE CEDAR FOREST OF THE ILLYRIAN BORDER... 24 DAYS REMAINING

Here, HUMBABA slumbers. A dinosaurian dragon with a leathery hide of scales and spines, short arms, three-taloned legs and dual horns.

Suddenly, Set the Void appears from a cloud of light particles. The evil God strokes the sleeping monster's head. Set's hand turns partially transparent and reaches inside Humbaba's skull. The animal goes stiff; its leg twitches.

SET
Hear me, my pet. Let my instructions be
seared to your primal mind as natural law.

The monster's eyes shoot open; its pupils shrink to pinpoints.

SET
You are starving. Your gut says you'll
soon perish. No earthly meat will still
that hunger. What you need, what you ache
for, is the flesh of... a demigod!

EXT. CEDAR FOREST ROAD - DAY

Nearby, the Expedition rests, minus Perseus, Draco, Icos, and Boreas.

EXT. CEDAR FOREST CLEARING - DAY

A herd of winged horses, PEGASSI, graze, none of them white. They have the motley colors of wild mustangs.

Draco, Boreas, Icos and Perseus -- thrilled -- hide in a thicket.

DRACO
Pegassi, stallions of the Gods.

ICOS
Perseus. How long do you think you could
stay on one of those?

Perseus grins at the idea. Icos and Boreas exchange a sly look.

BOREAS
Don't goad the boy, Icos. No Man can ride
a Pegasus.

ICOS
Did not Bellerophon tame the Great White
Pegasus?

BOREAS
Ah yes, Icos, I believe you're right. And
he was a demigod, too...

DRACO

Stop it, rogues. I don't want to have to tell Amoun how our young hero got bucked to his death from a thousand feet up.

Boreas and Icos burst into hushed laughter.

BOREAS

A thousand feet? The boy won't even get on its back.

With a "watch this" look, Perseus stands and goes toward the Pegassi.

The Pegassi prick up their ears. Perseus approaches a roan Pegasus, hands up to calm it. It WHINNIES and backs away. Perseus comes on. Agitated, the horse threshes its wings, buffeting Perseus with gusts.

The Pegasus rears up, flaps its wings and leaps over Perseus's head. It lands behind Perseus, bucks its hind legs, and kicks Perseus face-first into the dirt.

Icos and Boreas are laughing, but when Draco gives them a dark look, Boreas jumps up, sobered and heads into the clearing.

BOREAS

I'll collect him right now, Commander.

Suddenly, Humbaba erupts from the thicket with a ROAR.

Perseus clambers back. The Pegassi take flight. The Humbaba lunges and grabs one in his slavering muzzle, rips the wings in a cloud of bloody feathers, and swallows the rest whole.

Humbaba turns to face Perseus and the others, jagged chops bloody.

DRACO

Perseus -- get out of there! Icos, fetch the beast slayers. Boreas, flank me.

Icos bolts. Draco and Boreas leap into the clearing to draw the monster's attention and plant themselves with swords drawn. Perseus does the same. The monster looms over them.

DRACO

I told you to run, boy. Stay at my back.

PERSEUS

What is it?

EXT. CEDAR FOREST ROAD - DAY

The rest of the Expedition is already up, hearing the ECHOING ROARS. Icos bursts from the tree line, out of breath.

ICOS

A Humbaba... Perseus, Draco, Boreas -- all still out there.

Mongke and Tamburlane fly into the woods; Vidalia, the others follow.

EXT. CEDAR FOREST CLEARING - AFTERNOON

The reinforcements arrive just in time to see Humbaba striking at the three warriors. Boreas gets pinned by its talons.

DRACO

Boreas!

Draco risks his life to hack at the monster's leg, but can't distract it. It rips Boreas's head off and swallows his body.

Perseus CRIES OUT and leaps at the creature, sword swinging. Vidalia and Spyros rush forward. The Goddess spins her shepherd's sling and pitches lead sling-bullets. The glinting streaks punch through the monster's body. Spyros goes dangerously close to thrust his weapon -- a VICIOUS-LOOKING HARPOON/BOAT HOOK.

Tamburlane unwraps a shoulder-mounted, ancient bazooka, cast in the shape of an open-mouthed lion. Mongke loads a cannonball, lights the fuse and backs away.

KA-BOOM! The iron lion belches smoke, throwing a slash of fire and metal that slams into the Humbaba's hide.

The Humbaba staggers, lunges forward and swallows Mongke. Tamburlane doesn't seem upset. Spyros sinks his harpoon in one leg, but has it ripped from his hands when the monster lurches.

PERSEUS

How can it take such a beating?

VIDALIA

A cruel delusion is planted in its mind.
It thinks it's starving.

The Humbaba's eyes bulge with surprise. A saber ruptures up through its nose and its jaws prize open from inside. Mongke lifts the roof of the beast's mouth with his saber.

VIDALIA

I can't reverse the powerful curse. But if
the monster's hungry, I can feed it.

Vidalia raises her arms and shuts her eyes. A cyclone of CAWING RAVENS descends from the sky. The HUMBABA ROARS and the ravens dive straight into its mouth. The Humbaba panics and tries to shake them away. Mongke is thrown clear. The creature throws its head back in a desperate effort to swallow the choking swarm.

VIDALIA

(to Draco)

Now! The belly! Slash the belly!

Draco moves to do that when Perseus leaps forward, lunges and sweeps his blade up Humbaba's belly at the same moment Draco sweeps down. The two blades barely miss each other, opening a huge X in the belly. The others are shocked and impressed by Perseus. Steaming purple entrails spill over Perseus and Draco. HUMBABA CRASHES TO THE GROUND.

The flock of ravens, liberated from Humbaba's gut, shake the viscera from their feathers and take flight.

Icos and Thad climb right into the monster's stomach to retrieve Boreas's dismembered body. Draco and the others watch them sadly.

EXT. STREAM, THE CEDAR FOREST - DAY

Perseus, somber, washes the creature's guts from his arms and legs. He turns to find Vidalia standing above him, furious.

VIDALIA

I should cast a spell upon you and leave
you forever a stone upon this stream.

PERSEUS

I didn't beckon the Humbaba.

VIDALIA

You are my charge, your safety entrusted
to me by the mightiest power on Olympus.
And all you can think to do is search for
ways to risk life and limb.

PERSEUS

The monster killed my new friend and
protector. I could not contain my rage.
But you, Goddess, are aloof from the
emotions of Men.

Vidalia's eyes narrow, enraged.

VIDALIA

Yes, a tyrannical Goddess, who dares
question your mad rush to annihilation.

(quietly intense)

The hopes of multitudes reside with you.
Next time, perhaps, you will give that a
thought before you act.

She whirls and walks away.

EXT. PHRYGANA SCRUBLAND - NIGHT

Perseus sits by the dying campfire fiddling with an astrolabe -- a geared device the size of a pocket watch. On its face, a dial, date meter, and rotating zodiac wheel. Perseus holds it to the sky, turns the dial to line up with the moon and a star. Amoun approaches.

AMOUN

What do you see in the stars?

PERSEUS

(grim)

Twenty days to stop Leviathan.

AMOUN

(takes the astrolabe)

You made this?

("yes")

Clever.

PERSEUS

Amoun, tell me of this Commander Kalibos.

AMOUN

One of the best -- fearless, honorable and wise. His Skirmishers are a fierce group, trained to fight behind enemy lines. They've been chasing Djinn Raiders in the mountains of the Disputed Territories for years. I think Kalibos considers it his own personal war.

PERSEUS

Djinn Raiders?

AMOUN

Yes, Godly zealots, supposedly insane. They fight like Hades himself is keeping score. That's how Kalibos and his men came to be called 'God-slayers.' I'm not ashamed to say I'll be relieved to have their protection the rest of the way.

PERSEUS

Amoun... You knew about me, didn't you?
When you came to our village?

AMOUN

. There are no coincidences. Your birth was
written in the stars and I read them...
(indicating the astrolabe)
... as you read them tonight. I sought you
out and took it as my cause to teach you.
For the good of Mankind.

PERSEUS

Did you foresee this journey and its cause?

AMOUN

A cataclysmic threat was omened. The
details appear as they draw near.

PERSEUS

If you knew, why not warn Kepheus or
Cassiopeia? Tell them of the danger to
their daughter?

AMOUN

It would have happened regardless.

Perseus is resistant. He looks off into the night.

PERSEUS

I chose to take this on. That wasn't the
stars, it wasn't fate. It was my choice.

AMOUN

The choice you were fated to make. Choice
is an illusion. *Amor fati*, Perseus. 'Love
thy fate.'

PERSEUS

And am I to believe it, that my fate is to
be half a God?

AMOUN

If you still doubt it, just wait. You will
know soon enough.

Amoun starts back to bed.

PERSEUS

I'll not be a slave to fate, Amoun.

AMOUN

Get some rest, Perseus.

INT. HIDDEN SANCTUARY OF TIAMAT, JOPPA - NIGHT

A CADRE of REVOLUTIONARIES, including FANTASOS, their spiritual leader, are gathered in a secret sanctuary. Agenor, the handsome scullion who made love to Andromeda, comes in with Peshet. The small gathering has been waiting for their arrival.

Peshet is frightened. She looks to Agenor, who has misled her.

PESHET

Where have you brought me?

AGENOR

(calming her)

It's okay...

Peshet tries to leave, but Agenor stays her with a strong arm.

AGENOR

Just listen to this good man. He needs your help.

Fantasos comes forward, avuncular and comforting.

FANTASOS

Do you know who I am, child?

PESHET

You are the Priest of the Streets.

FANTASOS

That's right. You know that the good common people of Joppa trust that I will look after their welfare.

PESHET

Some do...

FANTASOS

Do you love the people of Joppa, Peshet?

(she nods, frightened)

Do you want them to be destroyed by this awful curse?

(she shakes her head)

No, of course not. You want what's best for the people.

PESHET

I have always served the royal family.

FANTASOS

Yes, you have, good Peshet. And now you may be in a better position than anyone to help the Princessa save the city.

INT. ANDROMEDA'S CHAMBERS, THE BASILICA - NIGHT

Andromeda tosses and turns as the RAIN pounding the balcony outside blends with DRUMS BEATING...

EXT. THE AGORA OF JOPPA (DREAM/FLASHBACK) - DAY

A MERMAID BELLY DANCER gyrates in a glass cauldron in a market stall.

YOUNG ANDROMEDA (8) walks alongside a YOUNG PESHET (16) past narrow stalls packed with seafood in watery barrels.

YOUNG ANDROMEDA

What are we looking for?

YOUNG PESHET

Dinner.

Peshet stops at a barrel. Andromeda stands tiptoe to peek inside. It is loaded with squirming, sliding octopuses in mucky water.

YOUNG ANDROMEDA

They're alive!

YOUNG PESHET

Your father wanted fresh octopus.

YOUNG ANDROMEDA

You can't eat them! They're trapped.

YOUNG PESHET

They're disgusting. Nobody will miss them.

Andromeda bunches her tiny fists and glares up at Peshet.

YOUNG ANDROMEDA

If you take one octopus, I will scream that a murderer is abducting the Princessa. And I won't stop screaming.

YOUNG PESHET

Very well, my lady. No octopus tonight.
You can tell the King.

CLOSE ON Andromeda as she takes Peshet's hand.

YOUNG PESHET (O.S.)
 Such a brave little girl...
 (voice changes)
 Such a mighty compassion...

Andromeda looks up at Peshet, but now it's Tiamat who holds her hand.

TIAMAT
 A worthy sacrifice...

Andromeda, now 18, yanks her hand away and opens her mouth to scream but only air bubbles come out. THE WHOLE MARKET IS UNDER WATER.

The stall awnings billow to the fluid currents. The displayed fish come alive. Tiamat drifts close to Andromeda, who tries to swim away.

TIAMAT
 You shall save your people. They will come
 for you in the night and feed you to my
 beast. Your compassion bids you succumb.
 You will not fight it. You cannot fight
 it. Your future is endless desolation...

A huge SHADOW DARKENS THE ALLEY. Andromeda and Tiamat look up. A monstrous silhouette swims overhead.

TIAMAT
 Leviathan... is hungry.

INT. ANDROMEDA'S CHAMBERS, THE BASILICA (BACK TO PRESENT) - NIGHT

Andromeda wakes with a start, drenched in a cold sweat as if she truly had just surfaced from the sea. She GASPS, still terrified.

EXT. ROAD, THE SIROQUE MOUNTAINS - DAY

**TITLE: THE SIROQUE MOUNTAINS, DISPUTED TERRITORIES... 19 DAYS
 REMAINING**

The Expedition moves through a barren, jagged mountain pass. Perseus eyes a distant shelf of rock. Amoun and Draco stop. They catch glimpses of CLOAKED FIGURES behind boulders.

AMOUN
 You wanted to know about Djinn Raiders.
 Here they are.

DRACO
 (to the others)
 Look sharp. Watch your surround.

EXT. SIROQUE VALLEY - DAY

The Expedition moves into a desert valley through fetid dust. Strange MAGENTA FLOWERS dot the ground. Vidalia eyes the flowers warily.

VIDALIA
The Alkali Lotus...

Vidalia stops her horse at the sight of something in the distance. Kosmo pulls up beside her.

VIDALIA
What is it?

THEIR POV: shimmering through the desert heat -- tents and flags.

KOSMO
(smiles)
An army bivouac... flying the flag of
Joppa. It's Kalibos.

EXT. BIVOUAC OF KALIBOS - DAY

MOVING POV'S: The Expedition takes in the abandoned camp. Tattered tents and sun-bleached bones.

Draco and the others look around in dismay. The WIND blows uneasily through the ragged camp.

DRACO
What happened here?

Spyros HEARS something and follows the SOUND to a tent, weapon ready.

INT. TENT - DAY

Spyros looks inside. A cauldron BUBBLES over a fresh fire. ALKALI LOTUS blossoms bob on the boiling broth. Spyros, uneasy, backs out.

EXT. BIVOUAC OF KALIBOS - DAY

Spyros comes out.

SPYROS
Draco, tell me what this --

He notices everyone standing perfectly still.

DARK FIGURES lurk all around -- shadows perched atop rocks and flickering eyes in dark tents. Slowly THE SKIMISHERS lurch into view.

They resemble human soldiers only in their old armor, scuffed and dented. Otherwise, what WE SEE is creatures, horribly altered humans: LOTOPHAGI..

A BUZZARD-TALONED HAND draws back a tent flap and the electric-blue and flame-red FACE OF A MANDRILL peers out.

A GORILLA FACE looms; boar tusks curl and rupture his cheeks.

CLOSE ON: A FOOT as it plants in the dust -- CHIMP-LIKE, with toes like fingers. The companion foot lands beside it -- completely different, a CLOVEN HOOF. TILT UP TO:

KALIBOS -- enormous, with an ape-like face, black eyes, a pair of twisted horns that jut from his scalp. Like the others, he wears battered armor, clinging to that speck in him that is still human.

Draco recognizes something in the malformed face.

DRACO

Kalibos?

Kalibos speaks in a rough, deep ANIMALISTIC VOICE.

KALIBOS

You know me... But I does not know you.

Draco, dismayed, swallows hard to retain his composure. He salutes.

DRACO

Commander Draco of the Praetorian Guard!
Stand down, Commander Kalibos!

Kalibos backs away, squinting at Draco with suspicion.

DRACO

Commander... What happened here?

The jittery Kalibos moves erratically, first coming close to sniff and then backing away as he finds the words.

KALIBOS

Tired of war... Slaughter and death. For
who do we kill? For what?

Kalibos circles them like a jackal.

KALIBOS

We eats the lotus... Lotus makes joy in
the fight... Blood tastes sweet... So we
eats more... more... more...

VIDALIA

(whispering)

Lotophagi. Lotus-eaters. We should
leave... now.

Kalibos SNARLS and circles them faster.

KALIBOS

We smells something on you... You not
trick Kalibos... We smells everything.
Oozing out your pores, reeking in your
clothes... it what burns our nostrils.

Gradually the other Lotophagi begin to leave their shadowy hiding
places. Kalibos stops pacing.

KALIBOS

You got the stink of Gods on you!... We
war with Gods... We rape Gods... Eat
Gods... You the enemy!

Draco draws his sword.

THE LOTOPHAGI ATTACK, swift and brutal. The bestial zombies swarm the
bivouac. Long arms thrash and rip at the Praetorians.

Mongke and Tamburlane BLAST the swarm with handgonnes -- smaller
versions of the bazooka. Spyros lobotomizes one with the thrust of
his harpoon. Amoun opens a leather sack of black sand.

AMOUN

Muster to me!

Thad, Krikor and Perseus are the first there. Amoun tosses an arc of
the black sand around them all. The ring of sand ignites and throws
up a glowing barrier of rippling amber. Amoun shouts to the others,
still fighting.

AMOUN

Come on! You can pass through!

Draco bolts for the barrier. A Lotophagi crashes into Kosmo and
twists his head almost off, killing him. Draco slides through the
barrier with a splash as it reseals behind him. He looks back at
Kosmo in horror.

Polluc slashes one zombie and runs toward the bubble. He's almost
there when one of the Lotophagi lands on him from above, sinking

fangs into his skull. Polluc sticks his sword up into the creature and they both fall over dead. Abas, Icos and Spyros fight their way to the bubble and jump inside.

A Lotus-eater is blasted backwards against the hard bubble and slides to the ground dead, revealing Mongke and Tamburlane, who've shot it, as they leap over the corpse into the protected shell.

The tide of HOWLING and SHRIEKING Lotophagi claw and hammer at the barrier to no avail.

AMOUN

Only humans can penetrate the shield!

Perseus takes quick stock of the group under the bubble, thinking.

PERSEUS

Only humans...

He looks over the Lotophagi and sees Vidalia out there, alone, flinging sling-bullets as she fights her way toward the barrier.

PERSEUS

Drop the barrier!

AMOUN

No!

PERSEUS

Drop it, Amoun!

AMOUN

No! It's too late for her!

At that moment, Kalibos grabs Vidalia by the hair and drags her to the top of an outcrop of boulders. At the top, he turns and SCREAMS his intentions to the other creatures: "This one is mine!" Vidalia struggles but Kalibos presses her face against rock.

KALIBOS

You are weak Goddess... Losing your powers... Fallen behind the herd... You for Kalibos!

He hungrily rips her leather bandeau. Perseus turns to Amoun.

PERSEUS

Take the barrier down or I'll go through it!

AMOUN

You can't. Only humans.

On the boulder, Kalibos grabs Vidalia's white flesh.

KALIBOS

Kalibos split you open... Split you like a ripe peach.

Perseus grabs at Thad, the massive Praetorian.

PERSEUS

Get down!

Thad responds to the authority in his voice and goes on bended knee. Perseus backs away three steps. To the others --

PERSEUS

Get ready to defend yourselves!

Perseus runs, plants a foot on Thad's back and leaps high, SHATTERING the barrier, which collapses around the humans.

DRACO

I didn't know that was possible.

AMOUN

It's not...

But they have only a moment to react as the equally stunned Lotophagi come to their senses.

DRACO

Men to arms!

Perseus jostles over the berserker Lotophagi, running over their backs; they reach for him and miss. Hurling off them, he scrambles up the boulder pile and catches Kalibos in mid-turn, knocking him off Vidalia. Kalibos rolls and flips onto his feet.

Perseus swings his gladius. Kalibos catches the blade in his jaws and rips it away, flinging it out of reach. Bloody spittle flies from his split tongue.

Kalibos leaps and pins Perseus. He opens his jaws, pulls his lips back from long fangs, and sinks his teeth into Perseus' shoulder. Vidalia cracks Kalibos in the back of the skull with a jagged rock.

Kalibos leaps up, whirls clumsily on Vidalia and careens toward her. The back of his head is concave and splattered from the rock. The monster staggers and reaches for the Goddess.

Perseus leaps in the air and catches the dazed Kalibos in the back with both feet, knocking him over the edge. The beast hits a boulder headfirst and his neck CRUNCHES. He ricochets off the lower rocks, pinwheels through the air and slams into the dust, dead.

Perseus has landed on his back, weak from the bite. When he tries to rise, his legs are rubbery. Vidalia catches him as he falls forward and lowers him gently, looking at the bloody puncture wounds.

VIDALIA

. (soothing)

Okay... sshh... I've got you.

A THUNDEROUS SOUND SURGES in the distance. Vidalia scans the horizon.

DOWN BELOW, Draco, Spyros, Amoun and the others hack away, fending off the Lotophagi. Outnumbered, they won't last long at this rate. But then the earth begins to VIBRATE as the SOUND reaches the melee. The Lotophagi are distracted, looking around nervously.

Over a rise, SCORPIOCHS, rhino-sized scorpions, appear and stampede down the ridge. Riding atop the glistening black carapaces of the Scorpiochs, DJINN RAIDERS. Flowing black silk and tightly wrapped veils cover everything but their blazing blue eyes.

They lay into the Lotophagi. The Scorpiochs skewer the beast-men with their HUGE PINCERS. The Djinn use flashing SCIMITARS to cut down all but the few who manage to flee in a panic.

ATOP THE ROCKS, in Vidalia's arms, the fading Perseus watches as the Djinn turn and surround the Expedition members, closing in.

PERSEUS

Vidalia... we need to help them...

He blacks out.

EXT. DJINN CARAVAN, SIROQUE MOUNTAINS - NIGHT

A STRING OF LIGHTS snakes through the dark mountains. Each light a lantern hanging from a Scorpioch's tail stinger. Some of the huge scorpions carry PALANQUINS -- small box/rooms slung between two poles.

The Expedition members ride on the Scorpioch backs alongside the Djinn, their horses herded along behind.

INT. PALANQUIN - NIGHT

The room jostles with the caravan. Oil lamps FLICKER, casting shaky light. Perseus lies sprawled on cushions, unconscious. Vidalia places a cool, wet cloth on his brow, then removes the dressing of his bite wound, revealing a swollen canker. Black "lotus roots" spiderweb from the punctures, spreading through his veins. She speaks softly to him, knowing he cannot hear her --

VIDALIA

To save me, you risked everything -- your mission, your friends... the fate of multitudes. Men need better judgement in the one who is meant to lead them. You must lay aside your boyish bravado and think about...

She runs out of steam, no longer able to lecture the wounded demigod. She regards him with a look that is unmistakable. Passionately --

VIDALIA

You shouldn't have risked your life for me. No one speaks of me and my true name is forgotten. With none to worship me, I fade away. It is a waste to save me when I'll be gone so soon.

She strokes his long curls and kisses his forehead.

VIDALIA

Thank you for your reckless disregard.
Thank you, Perseus...

Vidalia holds her palm above the floor and mutters a quick incantation. Electricity dances from her hand to the floor. A small shoot SPROUTS, BUDS, and quickly BALLOONS into a bulbous cluster of fat pods. Vidalia plucks a pod. She squeezes out the pod's salve and warms it between her palms before spreading it on Perseus's wound.

The infection under the wound bulges, seeming to come alive, then squirms deeper into Perseus. Perseus shoots up and grabs his chest, digging his fingers in. Vidalia gently pushes him down.

Perseus gags; his face turns blue. He opens his mouth and A VIPER WRIGGLES ITS WAY FROM HIS THROAT. The snake slithers away with a fat lump in its stomach -- it ate the infection.

VIDALIA

The poison is gone now.

PERSEUS

Where... Where are we? The Djinn --

VIDALIA

The Djinn helped us. We're in their caravan. They're escorting us to the Skolothian border.

PERSEUS

But I thought the Djinn...

VIDALIA

So did we all. But their leader, Shaikh Suleiman, has some special interest in you.

(off his confusion)

Don't worry about it now. Just sleep.

She waves her palm over his face, and he does sleep.

EXT. BIVOUAC OF KALIBOS - DAY

A pack of surviving Lotophagi chew on the bones of the slain Praetorians and their own fallen. One spots an Alkali Lotus in the sand and reaches for it hungrily, but suddenly the petals blacken and curl. The Lotophagus looks up as the others, spooked, sniff the air.

All at once, their skin wrinkles and they age years in seconds, then keel over, dead. The cause: Set the Void glides over, following the trail of the Expedition. A swath of death and desiccation stretches in his wake back to the horizon.

EXT. VILLAGE IN SKOLOTHIA - AFTERNOON

Higher, wetter terrain. Pines, fog, and mountains. The road cuts through a war-ravaged village of stucco and thatch.

TITLE: FRONTIER OF SKOLOTHIA... 15 DAYS REMAINING

The Expedition parts company with the Djinn Raiders, who turn their Scopiochs away. Each Raider bows as he passes the one of their number who is staying -- SHAIKH SULEIMAN, a veiled priest. The Expedition heads through the village, noticing the scars of war, the ruptured walls and scorched thatch. DOORS and SHUTTERS CREAK shut as they pass, UNSEEN INHABITANTS skitter about.

DRACO

The Skolothians have suffered more than their share in this war. The Legions of the Gods have battered them.

SPYROS

It's no wonder they shy away from all strangers.

Perseus, recovered if a little weak, moves up next to Amoun. He indicates the Shaikh.

PERSEUS

Why does this Djinn stay with us?

AMOUN

Shaikh Suleiman is their high priest. He joins us because of you. You're the reason they saved us from the Lotophagi.

PERSEUS

But why?

AMOUN

Why don't you ask him?

PERSEUS

I thought they didn't speak.

AMOUN

They have no mouths. That doesn't mean they do not speak.

DISSOLVE TO:

EXT. MOUNTAIN ROAD (SERIES OF SHOTS) - DAY

The Expedition climbs increasingly challenging trails through rugged, beautiful country. Finally, at the turn of a path, Amoun stops, looking up. There, dead ahead, rising high, wreathed in fog -- a series of sheer granite pinnacles crowned in pines.

PERSEUS

Amoun. What is that?

AMOUN

Our destination. The Pillar of Moirai.
Lair of the Norn Sisters.

PERSEUS

Tell me of them.

AMOUN

They're witches in the form of Strix.

PERSEUS

Strix?

AMOUN

Not a pleasant sight, a Strix. You'll find out soon enough. They have powerful magic and dreadful habits. Baby-eaters, among other things.

(off Perseus's shock)

But they owe me a favor. When the war broke out, they lent their powers to the Skolothians against the Gods in exchange

(MORE)

AMOUN (cont'd)

for infant sacrifice. Tiamat struck them blind for the treachery. When they came to me for help, I fashioned them an artificial eye, through which they channel their Second Sight.

PERSEUS

You fashioned it?

AMOUN

Did you think you learned your mechanical skills from Spyros, the fisherman?

PERSEUS

You made only one eye?

AMOUN

(pleased with his foresight)
Yes. They have to share it, taking turns. If they all could see at once, they would be invincible, which one cannot risk in beings so grotesque.

Draco appears, with Mongke on his heels.

DRACO

We camp here, away from the forest. We'll make our ascent before dawn.

EXT. CAMP, SKOLOTHIA - NIGHT

The Expedition sleeps. Drizzle PECKS the canvas under which Perseus slumbers. WHISPERS.

Shaikh Suleiman moves through the darkness toward Perseus. The WHISPERING comes from behind his veil, in an indecipherable language. He slowly pulls a GLEAMING BRONZE SICKLE from his cloak. The WHISPERS become more intense. The priest stands over the sleeping figure, his hooked blade in front of him.

FROM OUT OF THE DARKNESS, Spyros comes at a run, his harpoon raised over his head for a strike.

SPYROS

Stay away from my boy!

The Shaikh motions gracefully at Spyros with his hand and seems to throw the fisherman over his head and ten feet beyond, where he lands hard against a trunk with an "UMPH!" In fact, the Shaikh has not actually touched him.

Perseus jolts awake and takes in the scene. He reaches for his sword, but has none (Kalibos destroyed it). Spyros struggles to his feet and retrieves his harpoon to start another charge.

Suleiman, WHISPERING LOUDLY, raises his hand and freezes Spyros in his position. Perseus looks from that sight up to the Shaikh, whose veil has fallen, revealing his frightening countenance: no mouth in scaled black and white skin of charred wood; eyes like slots in a furnace of licking blue flames. Perseus listens to the WHISPERING.

PERSEUS

Spyros, it's all right. He means me no harm.

The Sheikh lowers his hand: Spyros falls into the dirt. The Sheikh pulls his veil over his face. He kneels before Perseus, head bowed.

PERSEUS

I hear you and I understand you. But I don't know how.

SHAIKH SULEIMAN

Moi ne epos ae'prostiti, mene daeva.

PERSEUS

You are praying to me? There must be a mistake. You are a high priest to your people. What am I to them?

SHAIKH SULEIMAN

Kos drepanon ashuna hei bala temos.

The Shaikh proffers the gleaming bronze sickle which has a zig-zag, LIGHTNING BOLT PATTERN engraved on the blade, honoring Zeus.

PERSEUS

An 'offering'? I will take it humbly, if you wish, but as a gift from a friend, not an offering. For which I thank you.

He takes the weapon and bows his head, surprising the Shaikh.

SHAIKH SULEIMAN

Tuj patir esti ho theos kosmosr.

PERSEUS

You honor my father? You honor Spyros?

SHAIKH SULEIMAN

Ho Zeus Patir... Zeus...

Perseus reacts, taken aback to hear it from this mysterious stranger. The Shaikh bows and takes his leave.

EXT. MOIRAI PILLAR - NIGHT

The Expedition ascends the sheer rock pinnacle via a series of narrow, rain-slick stairs and GROANING ROPE BRIDGES.

EXT. SUMMIT OF MOIRAI PILLAR - SUNRISE

In a low, morning fog, the Expedition enters a round henge of FREE-STANDING MONOLITHS. As the mist clears, the view from this high, pagan sanctuary offers endless vistas of the surrounding territories.

White bird feculence fouls the monoliths -- piles of regurgitated food, scraps of clothing, and tiny human baby skulls and bones.

A soft, stealthy FLAP of WINGS, the SCRAPING of gnarled talons on stone, and suddenly perched atop the scattered monoliths are the NORN SISTERS: URD, VERDANDI, and SKULD -- Strix, human-sized owls with the gray, feather-hemmed faces of old crones.

Each has a socket for one central EYE, but only Urd's is filled at the moment. The Eye she uses is artificial -- copper cogs, apertures, and lenses enclosed in a polished sphere of etched crystal.

They toss the Eye between them and pop it into their empty sockets to scrutinize the Expedition. Their VOICES are a disturbing cross of OLD CRONE AND AVIAN HOOT.

URD
(low, hoot-owl)
Amoun... So sorry to see you again.

AMOUN
Likewise, Urd. But I've come to seek your counsel.

VERDANDI
(shrieking)
You want us to tell you about Leviathan.

AMOUN
You know already...
(nod of respect)
... of course.

VERDANDI
We know this -- the Kraken cannot be defeated.

SKULD

(eerie, piercing)

You've wasted a journey. I trust it was not a taxing one.

She and her Sisters CACKLE HORRIBLY at her joke. Skuld SWOOSHES down toward the Expedition. Abas and Krikor, terrified, hit the deck simultaneously, which causes the Strix more amusement. Skuld perches on a low altar and tosses the Eye back up to Urd. Perseus watches with growing impatience and irritation.

AMOUN

Surely the beast from the sea has some weakness. You owe me this answer at least.

URD

The Sisters of Norn owe nothing to you or any Man!

She tosses the Eye to Verdandi, who focuses her attention on Perseus.

VERDANDI

There's something wrong with that one. I don't like having him here.

SKULD

Let me take a look.

Verdandi tosses the Eye down toward Skuld. Perseus leaps from his place on a sculpted sarcophagus and snags the Eye out of mid-air. The Strix all SCREECH WILDLY in protest.

Perseus rushes to the edge of the pinnacle.

PERSEUS

Tell us what we want to know or your Eye has seen its last.

The Norns flap their wings and puff up their feathers.

VERDANDI

Amoun, you've brought a thief into our nest!

URD

A villain!

SKULD

Scum!

AMOUN

No, good Sisters... the son of Zeus.

The Strix react in horror and all land on the same monolith.

PERSEUS

Since you cannot see, let me tell you what I'm about to do. I'm about to throw this evil Eye a thousand leagues to the rocks below. I fear its journey will be a taxing one.

The members of the Expedition exchange looks of admiration -- the young demigod continues to impress. Vidalia watches, adjusting her own assessment. The Strix are panicked --

URD

We can't tell you what you want. We can't betray Tiamat again.

SKULD

A second offense and she will destroy us!

PERSEUS

You don't have to tell us. But you will have to live as blind as she made you.

SKULD

No! Give us the Eye and we'll tell.

PERSEUS

Tell me first. If I like the answer, you get your Eye.

VERDANDI

We need the Eye to see the answer!

AMOUN

You know the answer sure as you already knew the question.

The Norn Sisters confer, enclosing themselves in a curtain of wings. When they break --

SKULD

Leviathan can be destroyed...

VERDANDI

The beast has one weakness.

SPYROS

Tell us now!

The Strix are torn, frightened. Finally --

URD

The stare of Medusa. No creature can look directly in her eyes and still survive.

The answer hangs in the silence of the stunned Expedition.

AMOUN

They're lying, Perseus.

Perseus studies the Sisters, weighing his response.

PERSEUS

I believe them.

(tosses the Eye high)

Here's your second sight.

Verdandi launches and catches it in her beak, pops it in her socket.

PERSEUS

(to the Norns)

And Medusa? Where does she abide?

SKULD

In Tartaros, beyond the frozen Tethys Sea.

PERSEUS

How can she be slain?

VERDANDI

With extraordinary cunning and unimaginable luck.

Skuld flaps into the air and alights at the top of a pitch-black opening to an UNDERGROUND VAULT.

SKULD

And the proper tools. Explore our cache of spoils. You may find such a tool.

Perseus stares into the black entrance.

DRACO

Don't go in there, Perseus. It's a trap.

VERDANDI

No. We have guaranteed the rage of Tiamat with this revelation...

SKULD

... we ask only that the young God mention our aid...

URD
... to his Father.

PERSEUS
(nods)
If ever I should meet him.
(turns toward the vault)
I need a light.

The Shaikh holds a branch near his eyes until the end bursts into flame. It is handed from Praetorian to monster hunter to fisherman to demigod. Perseus draws his sickle and disappears into the blackness.

INT. VAULT OF THE NORN SISTERS - DAY

Perseus presses through cobwebs and hanging roots into a cavity. The torch REVEALS piles of armor, bones, and broken clockwork inventions. Perseus surveys the room, not sure what he is looking for.

A round edge protruding from the junk catches his eye. He pulls it out -- A SHIELD, TARNISHED AND DENTED. He looks it over in the light, unsure why it attracted him. He slings it on his back and leaves.

EXT. CAMP, DESERT OF DISPUTED TERRITORIES - NIGHT

At the campfire, Draco and Amoun plot the next move. Perseus, Vidalia and the others listen nearby. Perseus works a cloth to wipe the tarnish from the inside of his shield. His reflection begins to emerge from the grime.

DRACO
We head South, back to Joppa. We
marshal more men. Better armaments.

AMOUN
And then?

DRACO
We return to Tartaros to claim the head of
Medusa.

PERSEUS
(quietly)
No.

AMOUN
It took us half the month to get
here. It's delusion to think we can spare
the time to go back.

DRACO

Delusion is sending anything less than an army against that nightmare.

PERSEUS

. We're not going back.

All eyes lock on Perseus -- Draco annoyed to be contradicted. Spyros regards him with pride. Vidalia shows concern.

DRACO

We can't slay Medusa.

PERSEUS

If you believe that, Draco, go home. I'll do it.

DRACO

You and what army?

A long moment of silence. Perseus looks around at the Expedition. Spyros nods, "Me, of course." Mongke and Tamburlane GRUNT the same.

Even Draco's Praetorians grudgingly nod their support, nervous about their commander's wishes. (Abas and Krikor comically and simultaneously look at each other before nodding in unison.)

Vidalia and Amoun are steadfast in their support, no sign necessary.

Draco's scowl slowly turns to a hard-bitten smile.

DRACO

You're all fools. I admire that. But I had to make sure there wasn't a reasonable one amongst us to gum up the works.

Perseus grins and clasps Draco's forearm; Draco returns it and they shake as compatriots... and equals.

PERSEUS

We will return to Joppa with the head of Medusa.

EXT. DARK SKY ABOVE AN OCEAN STORM - NIGHT

CLOSE ON Tiamat's frightening visage, lit by FLASHES OF LIGHTNING. THUNDER DETONATES as the vile Goddess smiles (horribly) in satisfaction at what she has conjured.

EXT. OCEAN - NIGHT

The STORM RAGES around a FLEET OF SHIPS, manned by armored CREWMEN, that rises and falls on hundred-foot mountains of water.

EXT. DECK OF LEAD SHIP - NIGHT

The FIRST MATE shouts to the stalwart CAPTAIN.

FIRST MATE
Captain, the storm is too great!

CAPTAIN
Joppa is under seige! King Kepheus needs these provisions!

Nearby, something huge breaches the surface.

The Captain squints through the dark sheets of rain... and sees a GIGANTIC SCUTED TAIL coming down through the haze like a falling tower. With a BOOMING CLAP, the ship is torn asunder and vanishes as the massive tail cleaves the water.

EXT. JOPPA'S LOWER WHARF - NIGHT

Rain and waves pound the flooded Lower Wharf, the water choked with debris and rotting corpses.

From the water, something inhuman emerges -- five suckered-tentacles, aligned like fingers, grip the top of a splintered pylon stump.

A horde of creatures rises from the surf. They are CETOS -- molluscan monsters with slimy feelers and bloating sacs. They climb from the surf in silence, crawl up walls, slide down alleys and fan out through the Wharf.

EXT. TOPPLED HOUSE, LOWER WHARF - NIGHT

A SCAVENGER with a cart full of junk forages through the debris. He sees something twinkling in the heap in front of him. He moves closer and sees that the twinkling thing is a glistening black eye. It blinks. The heap shifts shape -- not a heap of garbage, but a camouflaged Ceto.

The Junkman tries to run. The Ceto spits its barbed venomous tongue. The Junkman is instantly paralyzed. The Ceto opens its skull, peeling open to the back of its tooth-lined gullet. It enfolds the Junkman's head and slowly works the living meal down.

EXT. PLANK HOVEL, LOWER WHARF - NIGHT

A Ceto finds a notch in the planks and squeezes its big pulpy body through the fist-sized hole with the POPPING of folded cartilage.

INT. PLANK HOVEL - NIGHT

The Ceto bulges and distends back into shape as it emerges from the hole. It slides across the floor to a SLEEPING GIRL.

EXT. JOPPA'S LOWER WHARF - NIGHT

The Girl's CLIPPED SCREAM fractures the night. Soon, MORE AND MORE SCREAMS follow from across the Wharf.

EXT. BALCONY, THE BASILICA - NIGHT

Kepheus stands by the rail in the rain, listening to the DISTANT SCREAMS. A massive tent town has been pitched in the piazza of the Basilica. Threads of smoke rise from the tents, as do the VOICES -- frequent, angry, and disorganized -- SHOUTING CURSES at the Basilica.

Peshet comes out onto the balcony.

PESHET

You sent for me, Majesty?

KEPHEUS

(without turning)

Peshet. Do you sympathize with Men against the Gods?

PESHET

Sir, the Sfinxes are neutral.

KEPHEUS

Do you think my daughter will make a good ruler?

PESHET

(lowers her eyes)

She's... very tenacious...

KEPHEUS

Neither do I. But she is my daughter.

PESHET

Yes, Majesty.

KEPHEUS

The relief fleet is lost. Monsters come from the sea. And still, no word from the Expedition. Soon I won't be able to keep my own people at bay.

(quietly)

I remember first seeing you with the newborn Andromeda. You still had your cub-spots. You cradled her so tenderly and sang so soft. You remember?

PESHET

Yes, Majesty, I do.

KEPHEUS

Peshet, if they finally come for the Princessa, it falls on you to keep her safe. Do you understand that I'm relying on you?

With a secret pang, Peshet takes a deep breath, and nods.

EXT. JETTY, THE TETHYS SEA - DAY

A bleak shore. A boulder jetty juts into the cold pewter sea and fades into the fog. Chunks of ice bob on the lapping waves.

TITLE: THE TETHYS SEA... 12 DAYS REMAINING

The Expedition waits on the frigid beach. Draco finds Perseus sitting on a boulder, polishing the shield he got from the Norns.

DRACO

Was that the best you could find in the witches' vault?

PERSEUS

It asked to come with me. I don't know why.

DRACO

You won't need a shield to protect you from Medusa. It's her eyes you must fear, not her sting. One look directly in her eyes and this shield will adorn a statue.
(raps the shield)

It's dead weight. Toss it into the sea.

Perseus thoughtfully examines the shield, then pulls one of the straps over his shoulder. He watches as Vidalia touches her sparse clothes, which magically transform into a long, thick wool pelt. She wraps herself tight and sits looking at the sea.

NOISES from the fog: SPLINTERING ICE; SLOSHING OARS. A SHADOW darkens the fog, then emerges -- an ice-cutting TRIREME, a THREE-TIERED GALLEY, its oars moving with precision as it eases up to the jetty.

AMOUN
. Charon's ferry.

EXT. THE TETHYS SEA - DAY

The prow of the trireme cuts the ice sheets. Rows of oars slice the frigid water, pulling the boat through at a steady clip.

INT. BELOW DECK, GALLEY - DAY

Dark, hot and loud: SHUDDERING PIPES, HISSING STEAM, RUMBLING GEARS and PISTONS.

CHARON, a grizzled old sea captain, shovels coal into the furnace and slams the hatch. He walks past rows of benches and his "crew" -- MECHANICAL OARSMEN of tarnished brass, automata powered by the boiler, rowing tirelessly. Charon dons furs, then climbs up to the --

EXT. UPPER DECK, GALLEY - DAY

-- icy slick deck. The men of the Expedition huddle around coal stoves in the gray mist, pelted by snow. They look miserable. No one speaks. The only SOUNDS: the STACCATO BEAT of the oars, the GROANING of the HULL, and the ominous SNAPPING of the ICE. Charon CHORTLES as he passes by. His VOICE is deeper than the sea --

CHARON
Better stoke those fires, boys, it's going
to get cold soon.

INT. HOLD - DAY

There's a small space among the stores of provisions. Perseus has his eyes shut and holds a fighting stance as he slowly turns. Vidalia circles him, her ETHEREAL MOVEMENT silent and fluid. Suddenly behind him, she sweeps his legs from under him. He lands hard on his ass.

VIDALIA
She's got a tail and she'll use it just
like that.

Perseus opens his eyes.

VIDALIA

Keep your eyes shut! Open them with Medusa
and it will be the last move you make.

He closes his eyes, but he doesn't like taking orders from her.

PERSEUS

You're enjoying this too much.

He can't see her smile. Or that she looks at him with something much
hotter than amusement. She tries to punch him in the stomach, but he
blocks it.

VIDALIA

Good!

He's so pleased with himself he doesn't sense her right cross to the
jaw, which knocks him down again.

VIDALIA

Do you think the Gorgon will hit once and
then surrender her head?

He gets up, eyes closed, and resumes the defensive position, turning
with her as she moves around him.

VIDALIA

Listen... you will hear her muscles coil
before the strike. Taste her sweat in the
air. Feel her hunger in your own gut. Ask,
how will she feed it?

PERSEUS

I wish it, but I can't perceive the world
that way.

VIDALIA

You're the son of a God. You can do those
things, Perseus, and much more.

Gradually, he shadows her movements more closely, back and forth.

VIDALIA

You think a room is silent until someone
points out the wind. Then the wind is all
you hear.

She strikes. He dodges, moves behind, and locks her neck. She is
pleased. Effortlessly, she flips him over her shoulder. Surprisingly,
he lands on his feet, not his back, and immediately sweeps her legs.
She starts to fall backwards, but --

SWITCH TO SLOW MOTION as, amazingly, Perseus is able to dive forward and cradle her gently as they both fall to the floor. It's a move beyond human. He is now lying on her. She looks up at his closed eyes, anxious, worried. Her chest rises and falls. Their lips are inches apart. BACK TO REGULAR SPEED --

PERSEUS

I'm beginning to hear the wind.

(smile fades, confused)

You're afraid. But of what? Vidalia --

She covers his mouth with a deep, tender kiss. He returns it. They roll and she's on top. Suddenly, she pulls away and stands up. She quickly turns away and touches her mouth, surprised at herself.

PERSEUS

Wait...

She is already climbing, in her unique manner, the ladder out of the hold. She stops for only a moment --

VIDALIA

You've learned enough for now.

She disappears up the ladder.

EXT. UPPER DECK, GALLEY - DAY

Spyros stands at the rail, looking over the fog-choked ocean of ice. Perseus approaches, troubled, and stands with his stepfather, who looks at him closely.

PERSEUS

What?

SPYROS

Nothing.

PERSEUS

What do you see?

SPYROS

A look I know well.

PERSEUS

From me?

SPYROS

("no")

Never before.

PERSEUS

Then where?

Spyros smiles, puts his huge, calloused hand on Perseus's shoulder.

SPYROS

In my own mirror, son.

PERSEUS

When does it go away?

SPYROS

If we're lucky... never.

EXT. COAST OF TARTAROS - DAY

A landscape of volcanic rock; snowfall melts in glowing fissures. Lava pours into the sea, raising HISSING VEILS OF STEAM, through which the Expedition appears, disembarking the Galley's gangplank.

TITLE: COAST OF TARTAROS... 10 DAYS REMAINING

EXT. TARTAROS - DAY

VARIOUS SHOTS: The Expedition traverses the ruptured, black glass terrain, lava vents here or there. Eerie QUIET but for the CRUNCH of their footfalls.

EXT. PITCHED TEMPLE OF TARTAROS - MAGIC

In the distance, dark ruins -- a scraggy, ominous tilted facade, half-sunk into the dried lava-flow.

SHAIKH SULEIMAN

*Jaggous temploi Tartaros de Gorgoneion
maitress.*

AMOUN

The Pitched Temple of Tartaros. It's her home.

Mongke and Tamburlane exchange words and point. Draco looks.

DRACO

Then those must be her guards.

A pair of enormous CENTAURS: NESSUS and IXION, with blood-painted barrel chests and Clydesdale bodies. Their eyelids are sewn shut with crisscrossing snake fangs. Abas and Krikor exchange distressed looks.

VIDALIA

Their eyes are stitched shut to protect them from their mistress.

THAD

. Good idea.

Suddenly, Nessus and Ixion turn toward the Expedition.

SPYROS

They've smelled us.

The Centaurs hurtle down the ridge and charge toward the Expedition at a GALLOP, hooves shaking the ground. They raise fearsome spiky maces of jagged iron.

Vidalia loads her sling. Perseus swings his sickle, measuring its balance, and adjusts his shield. He checks a canvas sack on his belt.

PERSEUS

I'm going into the Temple.

AMOUN

Draco, Thad, go with him. We'll take care of the Centaurs.

ABAS AND KRIKOR

We will?

SPYROS

I go with my boy.

Perseus, Spyros, Thad and Draco split off toward the temple.

The Shaikh draws his scimitar. Mongke and Tamburlane load their handgonnes. Amoun, Abas, Icos and Krikor ready their swords.

Nessus and Ixion, fifteen feet tall, arrive, swinging their maces.

EXT. TEMPLE OF TARTAROS - MAGIC

The Temple contingent catch their breath on the steps, then tie on blindfolds. Perseus tightens his shield to his forearm.

DRACO

Thad, cover our backs. Spyros --

Spyros gives him a stony look.

DRACO
 Never mind.
 (to Perseus)
 Are you afraid?

PERSEUS
 Of what?

DRACO
 Good boy. Stay close and I'll steer us
 through.

They feel their way into the shadows of the Temple.

INT. TEMPLE OF TARTAROS - MAGIC

The Temple is CREEPY GLOOMY and CROOKED, as if pounded by some great force. SHAFTS OF EVENING LIGHT angle through the caved-in roof. Debris everywhere. Impossible to see who or what is in the room.

Draco, Spyros and Perseus pick their way blindly through the mess with Thad behind. Perseus steps over what feels like a pile of rubble: actually, a cringing, PETRIFIED CORPSE, human teeth still jutting from the twisted stone hole of a screaming mouth.

CORPSES everywhere. Dozens of BODIES OF STONE HUMANS, with hollow eye sockets, frozen in cowering, soul-stripping horror. WIND WHISTLES.

The men cannot see it, but suddenly one wall frames a silhouette of MEDUSA: head of writhing hair atop the shoulders of a woman's torso, joined with the body of a mammoth reptile and the segmented tail of a rattlesnake. Her savage shadow oozes silently toward the men.

WE SEE glimpses of Medusa as she slides through pools of shade and light, her charcoal scales shedding in translucent, flaking tatters. And HAIR OF SNAKES -- cobras, taipans, coral, adders -- HISSING. Striking one another and Medusa herself. She flinches from the constant bites but skulks ahead toward her prey. Her forked tongue, purple-black, tastes the air.

EXT. TEMPLE OF TARTAROS - MAGIC

Ixion's mace catches Krikor, snagging him on its spikes. The Centaur flings the flailing body to his death in an open lava vent. Abas CRIES OUT for his friend and wades in with sword swinging. He lands some blows before Ixion smashes him to oblivion from above.

Icos, enraged to see his fellow Praetorians slaughtered, races at Nessus, but the Centaur avoids his sword and kicks him in the chest, crushing the life from Icos's body.

Nessus charges Amoun, mace swinging. Amoun reaches into his bag of sand and throws a handful. The sand becomes a hail of STEEL-BARBED DARTS in midair, which lash the Centaur's flesh. Nessus recoils, then advances, undaunted, skin twinkling with steel splinters.

Tamburlane rolls under the beast and fires his weapon where the Centaur's heart should be. The slug punches through and knocks the creature back. Nessus touches the bleeding hole in his chest, then angrily grabs Tamburlane, hurls him against a boulder and starts toward the shaken monster-hunter, when --

-- Shaikh Suleiman jumps between them, scimitar flashing. His blade slashes the beast's chest. The Centaur raises his mace. The Shaikh hurls his blade into the monster's neck, then BOWS HIS HEAD.

Nessus swings his mace and shatters Shaikh Suleiman's head of charred wood. The priest's insides spill from his neck as BLUE FIRE, spiraling up as the hollow corpse collapses. The fire ENVELOPS THE CENTAUR.

Nessus shakes and bucks wildly. Mongke BLASTS a slug through the creature's skull. The burning Centaur crumples, dead.

INT. TEMPLE OF TARTAROS - MAGIC

WITH THAD as he moves along, blindfolded, protecting the rear flank. He turns and CONKS HIS HEAD hard into a collapsed pillar. Frightened and frustrated, the huge Praetorian whips the blindfold off and ducks under the pillar.

As he raises up on the other side, his eyes widen as he sees close-up what WE DO NOT SEE. He starts to scream, but his vocal cords have already turned, with the rest of him, to stone.

WITH SPYROS, who hears nothing. He moves forward, harpoon ready.

WITH PERSEUS AND DRACO, on opposite sides of the sanctuary, trying not to make a sound.

OUR VIEW OF DRACO is suddenly BLOCKED by the huge serpent body of Medusa. She coils and surrounds Draco without touching him. Turning, he LISTENS to the RASP of SCALES ON STONE.

DRACO

(harsh whisper)

I hear her, Perseus. She's near!

Her torso behind him, she RATTLES her tail in front. Draco spins and slices the air. The RATTLE stops. Draco waits, confused.

PERSEUS

(from across the room)

Draco, be wary --!

Medusa reaches with misshapen fingers and gingerly tugs the loose end of Draco's blindfold, pulling the knot out. The blindfold flutters to the ground. Draco sees just the tail before him. Terrified, unthinking, he instinctively spins and looks.

Medusa's face is inches from Draco's, her eyes like dark suns. Her snake hairs STRIKE OUT at the veteran soldier's head. But the bites don't matter now -- his muscles lock, his flesh scorches and hardens to scabrous pumice-stone, emanating a HISS OF SMOKY GAS.

Medusa breathes in the vapors. She allows herself a brief, ecstatic EXULTATION.

Spyros HEARS HER. In an instant, he blindly hurls his harpoon toward the sound.

WITH THE HARPOON as it sails cleanly through a forest of fallen, slanted pillars and debris, WHOOSH, WHOOSH, until it comes through a tiny opening and --

THUDS into the scaly meat of Medusa's thick reptilian body! The Monster SCREAMS as if stung, jerking away from Draco's statue corpse, whipping herself into walls. Finally, she stops and tries to pull the harpoon out, but its sharp hook prevents it. Agony on her deathly face.

SPYROS (O.S.)

Perseus, I think she's hit!

PERSEUS (O.S.)

Where?

SPYROS (O.S.)

Near to the left!

Medusa's enraged attention shifts back and forth between the VOICES of the two men, deciding which to attack.

EXT. TEMPLE OF TARTAROS - MAGIC

Ixion SLAMS his mace down, missing Amoun by inches. The tutor plunges his sword between Ixion's horse-ribs. His sword sticks.

Furious, Ixion REARS UP, kicking wildly. Amoun hangs on by the hilt of his stuck sword, planting his feet in the creature's side, despite the whiplash ride. Finally, he yanks his sword free and falls to the ground.

Bleeding, Ixion readies to smash Amoun. Suddenly, a hail of sling-bullets cut the air, PINGING OFF Ixion's mace to slice his flesh. He forgets Amoun and leaps toward Vidalia and her sling.

Landing heavily, Ixion slams down his mace with all his might. Vidalia rolls out of the way with her ethereal grace. The impact of the weapon splinters a thin crust of rock above a lava tube. Ixion's hooves scramble and slide.

Mongke and Tambulane, groggy but game, simultaneously throw snares: the chains and sinkers CARTWHEEL THROUGH THE AIR, snagging Ixion's ankles and wrapping his legs together. Ixion slides into the lava tube.

About to disappear, his hand suddenly grabs the ledge. He heaves himself out -- what's left of him -- his horse-half melted away by the rushing lava. His human torso terminates in burning flesh and a section of spinal column that glows like molten iron. He drags himself towards Vidalia. She kicks his face, over and over, until he slides, sizzling, back into the lava.

INT. TEMPLE OF TARTAROS - MAGIC

Perseus, HEART POUNDING LIKE THUNDER, tries to control his shakes and ragged breath. He jumps at every sound and gust of WIND, head swiveling blindly. From a distance --

SPYROS (O.S.)

Perseus... I don't hear her near me!

Perseus turns, steps back and BUMPS into a column. He jolts with fear, but quickly steadies himself, sickle and shield ready.

HIGH ABOVE on the column, Medusa clings, her body coiled tight around the top, Spyros's harpoon still stuck in her side. She begins CRAWLING DOWN the column toward Perseus, OUT OF FRAME.

Perseus has his back pressed back flush against the column -- a false security blanket. FROM THE TOP OF FRAME, Medusa's wretched fingers appear and reach slowly for his blindfold with the meticulous patience of a snake. She pulls the knot out and withdraws her hand as the blindfold falls.

Perseus squeezes his eyes closed and slashes the air all around, sweeping the sickle side to side until he SMASHES it into the marble column -- BRINNNG! The sound echoes through the Temple and slowly FADES until there is DEATHLY QUIET.

Perseus waits and listens. Then, PING!, one drop of Medusa's blood from the harpoon wound, lands on Perseus's shield.

Perseus, head down, opens his eyes and peers into the basin of his shield. In the reflection on the polished bronze, Perseus SEES: Movement. Coiled snakes. Searing eyes... Medusa!

He shuts his eyes and windmills his sickle in a vertical arc above him. Medusa's talons DEFLECT the blade and the sickle flies from his grip and spins across the floor.

Perseus scrambles for it on his hands and knees. Behind him, Medusa quickly SLITHERS down from the column and heads for Perseus.

Perseus reaches the sickle. He lifts his shield up in front of him and sees Medusa's reflection growing closer behind him.

He shuts his eyes and wheels around to sweep the blade again. A soft F-THMMP as the blade slices through something...

SILENCE. Perseus turns away and opens his eyes, looking into the shield. Still, the image of Medusa looming behind him!

But suddenly, Medusa's head THUDS and rolls on the ground. The headless reflection topples over, dead.

EXT. TEMPLE OF TARTAROS - MAGIC

In the aftermath of the battle, the survivors -- Vidalia, Amoun, Mongke, and Tamburlane -- take mournful stock of their losses. Mongke sees something, smiles and SWEARS in his language. Tamburlane looks and points. They all turn to see:

Perseus and Spyros, spent and saddened, stand at the top of the Temple steps. Spyros has retrieved his harpoon. Perseus, shield on his back, has his bloody sickle in one hand. In the other, the canvas sack he wore at his belt when he entered, its strings drawn tight. Now it holds Medusa's head, which bloodies the whole bag and sends a steady, crimson drip to the stones. Perhaps worst of all, there is still movement in there -- squirming, striking serpents.

EXT. HIGH PARAPET, THE BASILICA, JOPPA - NIGHT

Below, relentlessly pounded by rain, the Basilica's colonnades and terraces descend to the piazza, where thousands of REFUGEES from the Lower Wharf are encamped.

King Kepheus, his MINISTER OF WAR and GENERALS at his side, surveys the view beyond the city. He focuses a long, mounted spyglass.

SPYGLASS POV: First, the raging sea, LIGHTNING, giant swells.

THE SPYGLASS SWINGS TO LAND: Outside the city walls, BONFIRES RAGE, Minotaurs march, Centaur regiments gallop. Siege towers roll slowly

toward the city. INDISTINCT SILHOUETTES pass in front of the flames -- LIVING CREATURES too big to fit this telescopic view.

KEPHEUS (O.S.)

Tiamat commands a massive horde.

MINISTER OF WAR (O.S.)

Set the Void has joined his forces with hers. Nephilim Giants and Anubites have arrived from the Witchloams.

Kepheus pulls back from the eyepiece and looks into the distance.

KEPHEUS

If we could ignite the Sun-Lenses, we could roast them before they attack.

MINISTER OF WAR

Yes, your Majesty... if there were sunlight to harness.

KEPHEUS

The Goddess of the Deep will not stay this cursed storm that suffocates us by sky, sea, and land. How many days remain?

MINISTER OF WAR

Four, Majesty...

Kepheus looks grim.

GENERAL CLEON

The engineers are readying the Automata. We have cards yet to play. We'll buy the time we need until...

KEPHEUS

(gives him a look)

Until the Expedition perhaps returns?...
Until the fisherman's son performs the impossible?

MINISTER OF WAR

My King, remember and take hope... he is not truly the son of a fisherman.

Kepheus looks unconvinced. He returns his eye to the spyglass.

KEPHEUS

From your lips, I pray, to his true father's ear.

INT. ANDROMEDA'S CHAMBERS, THE BASILICA - NIGHT

Peshet comes into the dark room and looks at the lump on Andromeda's bed. She turns to go, stops and hurries to the bed. She throws off the covers.-- a pile of cushions, no Andromeda. Peshet races out.

EXT. THE ACROPOLIS - NIGHT

Peshet sprints through the RAIN, dodging the REFUGEES and CITIZENS like a cat, peering under each hood, searching for her mistress.

EXT. COVERED PLAZA, THE ACROPOLIS - NIGHT

The plaza is jammed with a rabid throng of Refugees, doing their best to stay out of the downpour. Fantasos, the Revolutionay leader, exhorts the mob. He is surrounded by a phalanx of REVOLUTIONARY BODYGUARDS, including Agenor.

FANTASOS

How much are we meant to suffer? Where is your mighty King? Safely cloistered above the flood... on the high ground, with the high-born -- the privileged gentry!...

The angry crowd responds, fists shaking in the air. Peshet moves through the throng, desperately looking for Andromeda. Passing close to the rostrum. Fantasos registers her presence as he continues --

FANTASOS

... Does Kepheus worry about you? No! Only the Princessa -- another generation of selfish ruler who bleeds not for Joppa...

Peshet searches the incensed crowd, frightened.

FANTASOS

... And still, the Kraken comes! Does the King build his defenses at the water's edge?

Furious CRIES of "NO!" from the crowd. Peshet is shocked to find herself replying along with them -- "NO!" Fantasos motions for Agenor to step to the front and continue the harangue, while Fantasos hurries off the stage.

AGENOR

No! He makes his stand at his daughter's chamber door!... We will show Kepheus we are not fodder to be sacrificed. We will

(MORE)

AGENOR (cont'd)
tremble the walls of his Basilica to the
very foundation!

RABID SUPPORT from the crowd. Peshet stops suddenly, peering ahead.

HER POV: at the fringe of the crowd, Andromeda herself watches from the anonymity of a hooded cloak, terrified.

AGENOR (O.S.)
Andromeda is the one Tiamat wants! The
spoiled Princess is the cause of our
destruction! We die so she may live.

As mob EXPLODES with approval, Andromeda hurries away in tears, disappearing into the rainy night.

Peshet struggles through the crush to follow her.

EXT. ALLEY, THE ACROPOLIS - NIGHT

Peshet rounds a corner, frustrated. Andromeda is gone. From the darkness a hand grabs Peshet's shoulder. She leaps vertically in fearful surprise. It is Fantasos.

FANTASOS
Peshet, you've come at the right time.

Peshet settles, gathering her wits. She nods.

FANTASOS
One night soon, a gong will sound three
times. When you hear it, unlock the back
gate of the Basilica. Then go to
Andromeda's chambers...

Fantasos hands Peshet a dagger.

FANTASOS
... and bring out Andromeda. My men will
meet you and take her to be offered to
Leviathan.

Peshet just stares at the dagger, hands trembling.

FANTASOS
Do you understand me?
(harshly, off her non-response)
Peshet, do you understand how important
your part is?

The Sfinx nods, horrified by her predicament.

EXT. MILESTONE, OLIVE GROVES, ILLYRIA - DAY

An ancient walled road curves over the pastoral orchard hills.

TITLE: HILLS OF ILLYRIA... 3 DAYS REMAINING

The exhausted Expedition, once fourteen strong, is now carved to six: Perseus, Vidalia, Amoun, Spyros, Mongke, and Tamburlane. They've stopped to draw water from a well beside a MILESTONE.

Spyros studies the ancient words carved into the milestone: "Polis of JOVE PATER : XI stadia S."

SPYROS

Eleven stadia to the South... What is 'Polis of Jove Pater?' I'm ignorant of this.

AMOUN

Jove the Father is another name by which Zeus was known. This milestone dates from when city states were named for their patron deities.

Perseus, filling his canteen, peers at the marker as Amoun uses one hand to cover the letters "-VE" and the other the letters "-TER."

AMOUN

'The Polis of Jove Pater' is the ancient name of --

PERSEUS

-- Joppa.

AMOUN

Yes, Joppa... once the most sacred site in the worship of Jove.

PERSEUS

(dawning on him)

That is why Tiamat has chosen Joppa...

(Amoun confirms this)

She chooses the city of Zeus to take hostage. She compels the people to make human sacrifice of the Princess Andromeda...

AMOUN

... and transforms Joppa into the new church of Tiamat. The ancient abode of Zeus...

VIDALIA

(quietly)

... becomes the new home of Tiamat,
granting her sway to supplant him as the
God of Gods.

(urgently to Perseus)

You can't allow Tiamat to rule Olympos.
She will feast on the prayers of her
subjects and the blood of her enemies. The
War will last forever.

Perseus holds her look. "No," he won't let that happen. But in his
eyes are fear and doubt.

EXT. FOREST TRAIL, ILLYRIA - MAGIC

The Expedition rides through deep woods. The travelers all seem weary
until we come to Vidalia, who appears paler and more ephemeral than
ever. But now, she is suddenly alert, looking around, moving off the
trail to peer into the trees. The others don't notice.

SPYROS

We should stop for the night.

PERSEUS

No, we must keep moving. Time is running
out.

Vidalia becomes more agitated. Her eyes dart, she sniffs the air.

SPYROS

If we don't rest the horses, they won't
make it to Joppa.

AMOUN

(to Perseus)

We all need rest. If you don't save
yourself, you'll have nothing left when
you face the Kraken.

Vidalia EXCLAIMS SOFTLY and slides off her horse with her inimitable
grace. She runs into the woods.

PERSEUS

Vidalia!

Perseus rides to the spot, jumps from his mount and follows her.
Mongke says something to Tambulane; they LAUGH. Amoun to Spyros:

AMOUN

I guess we'll rest here tonight.

Spyros smiles as he dismounts, staring off after Perseus.

EXT. DARK GROVE, FOREST, ILLYRIA - MAGIC

Vidalia appears first at a half-run, darting through the trees as though she has only an inkling of her destination. Perseus is not far behind.

PERSEUS

Vidalia... What is it?

She stops, closes her eyes a moment, moves off again.

THROUGH A STAND OF TREES, Vidalia appears again, and stops, searching her senses. Perseus breaks through and watches her.

VIDALIA

I know this place...

She moves forward again, this time with Perseus at her side. Suddenly, she hurries to the trunk of an ancient, gnarled tree. She probes in the heavy foliage, steps forward... and descends into the ground, out of sight.

VIDALIA (O.S.)

Here...

Perseus pulls back the shrubs to find a small opening in the tree's twisted roots.

INT. SHRINE IN THE SEDGE, ILLYRIA - MAGIC

Perseus drops into a dim, earthen den, walls formed by roots and old timber supports. Vidalia stands motionless before a bare altar.

VIDALIA

This is my church. Where I was born to the world. Where my people prayed to me.

PERSEUS

Who?

VIDALIA

I remember little. I know they were humans and I loved them. I sheltered them because I was certain the harsh world would break them. They seemed so fragile and beautiful. But now I know I underestimated them.

She turns to Perseus. Her eyes -- one lucid blue, one copper -- have not faded; they pierce him.

VIDALIA

When I saw you emerge with Medusa's head,
 I knew.. Beautiful, yes, but not fragile.
 Resilient. Fearless. I saw that a Man had
 done an impossible thing...

PERSEUS

I was mad with fear. I could barely think.
 I was no hero. I just didn't want to die.

Perseus turns toward the altar. Daylight fades.

PERSEUS

What is this?

A marble tablet sits on the altar, its surface defaced, only fragments of letters visible -- remains of a word gouged away long ago. Vidalia runs her fingers along the scoring.

VIDALIA

In the early days of the War, Men ranged
 through the hills, stamping out whatever
 traces of God-worship they found.

(touching the tablet)

My true name was carved here. When it was
 obliterated, my worshipers lost faith and
 my last season began.

PERSEUS

How long do you have left?

VIDALIA

Only days.

PERSEUS

What will happen?

VIDALIA

I will vanish, quick and quiet as dew
 evaporating at dawn. No one will notice
 the moment because all thought of me will
 be gone.

PERSEUS

You're wrong. What about me?

Vidalia's face is riven by anguish and desire.

VIDALIA

Nothing can save me.

PERSEUS

Are you sure? Vidalia, will love not buy
another day?

He takes her in his arms. She starts to resist, but can't, melting
into him. She's in pain. And in love.

PERSEUS

I don't believe that.

VIDALIA

(tears flowing)

I was cut free of earthly longing. Why did
you have to give me a name?

The light is almost gone now. They kiss. The wilted blossoms in her
crown slowly open with color. They begin to make love.

DISSOLVE TO:

INT. SHRINE IN THE SEDGE, ILLYRIA - NIGHT

Perseus and Vidalia lie together. Sweat cools on their skin. They
listen to the night sounds of nightingale, cricket and owl.

PERSEUS

When you vanish, I'll find you.

VIDALIA

I am not your Princessa.

PERSEUS

I will find you.

Vidalia lifts her head to face him.

VIDALIA

Close your eyes.

PERSEUS

I'd rather look at you.

VIDALIA

Do what I tell you.

He closes his eyes.

VIDALIA

I'm going to give you a spell.

PERSEUS

Don't give away your secrets. You will still have need of them.

VIDALIA

. Please, let me give you this sliver of magic.

PERSEUS

How will I know how to use it?

VIDALIA

I'll write it on your instinct. When the time comes, you'll know.

She takes his head in her hands, pressing her forehead to his. Gently, her fingers slip into his mind. A TEAR runs down her cheek.

WHAT PERSEUS SEES, in quick FLASHES: A white lid opens to a black eye. Reflected in the eye -- clouds roll over a stormy sky. Then:

Feathered WHITE WINGS beat the air. Then:

Racing over the surface of a blue SEA, and then down, down, to SMASH THROUGH the surface, into the depths.

INT. TEMPLE OF TARTAROS - NIGHT

Tiamat and Set the Void stand over the beheaded corpse of Medusa. Baby snakes and beetles spill in and out of her neatly sliced neck.

SET

The future ripples with uncertainty. Fate has begun to shift.

TIAMAT

How did he do this? They were not even to reach Medusa.

SET

The demigod bends the path without knowing it. He is ignorant of the rules, or unconcerned with them.

TIAMAT

Then there shall be no rules. The time has come to make your presence known. Bloody your hands, Set, and quickly. If the demigod defeats Leviathan, our coup ends... as do we.

INT. SHRINE IN THE SEDGE - SUNRISE

Perseus wakes. He reaches for Vadalia, but she is gone.

PERSEUS
Vadalia!

Perseus pulls on his tunic and turns, surprised to see Amoun descend into the shrine. The Tutor regards Perseus severely.

AMOUN
This is my fault. I take full
responsibility.

PERSEUS
Where is she?

Amoun shrugs, watching dourly as Perseus straps on his sickle.

AMOUN
I've permitted this infatuation to
progress too far.

PERSEUS
With respect, Tutor, it is not yours to
permit. I must find her --

Vadalia descends into the shrine, her apron full of raspberries.

VIDALIA
Perseus? Look what I've found for us --

She startles when she sees Amoun. The raspberries fall to the ground. Her questioning eyes dart to Perseus, who is relieved to see her.

AMOUN
(to Vadalia)
You should know better. Perseus is engaged
to the Princessa.

PERSEUS
I won't marry Andromeda.

Both Amoun and Vadalia react in surprise.

AMOUN
Don't even say that. If, by some miracle,
you survive your encounter with Leviathan,
the hand of the Princessa is your reward.
Your marriage will be the happy ending to
a story that will be told for centuries...
(MORE)

AMOUN (cont'd)
 (with intimate warmth)
 Your story, Porpoise.

PERSEUS
 It sounds like a good tale. But I can't be
 in it. I've chosen to write my own
 . version.

AMOUN
 Are you so selfish? The end of the War,
 the fate of the city and its people...
 Would you risk everything for the foolish
 love of a fading --

A furnace-like BLAST of HOT DESERT WIND blows a cyclone of sand down
 into the Shrine. Vidalia's spilt raspberries turn brown and shrivel.

Amoun grabs his chest and drops to his knees. Perseus and Vidalia
 stagger and crumple in agony.

The sand SWIRLS AND COALESCES into the evil God, Set the Void.

Amoun struggles to invoke a spell, but he can barely speak. Set is
 calm as he reaches down and softly touches Amoun's chest. Amoun
bloats and splits open. Shiny BLACK SCARABS by the hundreds pour out.

Vidalia and Perseus strain to rise against the hot gusts of Set's
 tornado. Set points his twisted fingers at Vidalia, lifting her and
 slamming her into the earthen wall, showering her with dirt. Set
 grabs her neck, strangling her.

Perseus fights his way to his feet, raises his sickle and swings, but
 Set stops the blow easily by pointing his fingers, ripping the weapon
out of Perseus's hand. It sails across the space and sinks with a
 CLANG! into the marble tablet that once held Vidalia's true name.

Still choking Vidalia, Set grabs Perseus's arm with his free hand.
 Perseus doubles over, paralyzed by the dead touch.

Suffocating, pale Vidalia FADES MORE. Even her blue and gold eyes
 turn grey. The yellow drains from her flaxen hair.

Perseus's eyes burn. Finding his last strength, he rises, folding
 his hand into a fist. He cocks his arm and clobbers Set with an ear-
 splitting CRACK OF THUNDER and a sparking BURST OF WHITE ENERGY.

Set drops Vidalia and staggers back, aghast. TORRENTS of BLACK BLOOD
 shoot from his mouth.

Perseus's forearms bristle with a CRACKLING CHARGE as he wraps his
 fingers around Set's neck and SQUEEZES. The God's body SPASMS and his
 visage deforms into a hideous DEATH MASK. Perseus's own face contorts
 with rage. Just when it seems the God will expire in his grip, Set

DISSOLVES into a CLOUD OF SAND, which falls through Perseus's hands and blows out of the Shrine.

Perseus rushes to embrace Vidalia, who is more evanescent than ever. They look with pain at the remains of Amoun.

VIDALIA
I'm so sorry, Perseus.

He accepts that silently, but even as he holds her, a look of brutal, determined resolve grows in his face. She speaks to him with awe.

VIDALIA
You faced a God in lethal combat... and
vanquished him. Never have I heard of such
a thing.

He looks at her, mind racing, then lifts her with him as he stands.

PERSEUS
We must go quickly now.

He pulls the sickle from the marble with a BRINNG! The light flashes off Zeus's LIGHTNING BOLT PATTERN on the blade.

PERSEUS
The combat has just begun.

DISSOLVE TO:

INT. HIDDEN SANCTUARY OF TIAMAT, JOPPA - NIGHT

Fantasos and the LEADERS of the Revolution, in robes and hoods, are gathered in the gloom around a SACRIFICIAL FIRE. They rock in unison, trance-like, filling the room with their rhythmic CHANTING.

TITLE: JOPPA... THE EVE OF THE 30TH DAY

FANTASOS
We invoke thee. We attend thee only to
listen and obey.

He throws leaves on the coals; thick hallucinogenic smoke rises.

Fantasos moves through the smoke to an altar. A hanging banner bears the symbol of the revolution -- TIAMAT'S SCEPTER. He pulls the curtain away, revealing a cauldron filled with an oil-black liquid.

FANTASOS
We desire to serve your will so that we
may be absorbed into your perfection...
Holy of holies, Goddess of the Deep..
Tiamat!

The mirror-flat surface RIPPLES as a VOICE comes from the cauldron:

TIAMAT (V.O.)

Loyal servants...

Fingers emerge from the black liquid and curl over the rim. Tiamat rises before them. The viscous liquid clings to her, forming a dark gown as she ascends.

She floats before them, peering at each hooded figure. Heads bowed in silence, only Fantasos dares look at her.

TIAMAT

You've done well, sowing the seeds of revolt. Now comes the harvest. My legions stand ready at the gates. Only one rite of consecration remains before the Ascension.

Tiamat reaches to Fantasos, pushing the hood from his head. She runs her fingers sensually through his hair and reaches into his brain.

TIAMAT

Offer up the Princess Andromeda to Leviathan in exaltation of the Deep. The hour of sacrifice is upon us.

INT. ROYAL CHAMBERS, THE BASILICA - NIGHT

A GONG sounds ONCE in the night. Kepheus sleeps fitfully on a divan by the shriveled Cassiopeia's bed.

INT. ANDROMEDA'S CHAMBERS - NIGHT

The GONG sounds again. CLOSE ON Andromeda's tortured face staring down at the city -- too CLOSE to see exactly where she is.

EXT. BACK GATE, THE BASILICA - NIGHT

The GONG sounds a THIRD TIME. Peshet stealthily pulls back the lock bolts and leaves the heavy gate ajar. She looks down at the dagger in her palm and hurries inside.

INT. PERISTYLE, THE BASILICA - NIGHT

At first, nothing. Then four hooded, CLOAKED REBELS emerge from the shadows, brandishing daggers of their own.

INT. ANDROMEDA'S CHAMBERS - NIGHT

Peshet enters, dagger held at her back. No sign of Andromeda.

PERSHET
My Lady? Princess Andromeda?

She looks off, alarmed --

Andromeda stands on the balustrade of her balcony, about to jump.

Peshet gasps; the DAGGER CLATTERS to the floor. Andromeda turns at the sound, her face streaked with tears. Peshet rushes out to her.

ANDROMEDA
No, Peshet, stop! I know what I am meant to do.

PESHET
My Lady, please --

ANDROMEDA
I've been worthless to my people. No, worse than that, I've caused their suffering by selfishly clinging to my empty life.

PESHET
Princessa, give me your hand. Andromeda, please. Please.

ANDROMEDA
I was afraid, Peshet. Afraid to understand that the fate of so many could pivot on me.
(wipes her eyes)
I'm not afraid anymore. I must make it right. I will die so that they may live.

She takes a step, but Peshet leaps like a lioness and grabs her, pulling her to safety. They fall to the floor of the balcony.

PESHET
You'll not die, my lady. I'll not let it happen. Come, I'll keep you safe.

She pulls the weeping Andromeda up.

PESHET
Today, you are only a Princess. One day your people may need a Queen who's ready to die for them.

Peshet snatches up the dagger from where she dropped it.

PESHET

Oh, what have I done?

(pulling Andromeda along)

. Come, we have to hide you... right now.

EXT. CORRIDOR OUTSIDE ANDROMEDA'S CHAMBERS - NIGHT

Peshet leads Andromeda out.

ANDROMEDA

We must get to my mother and father.

A VOICE from the darkness:

AGENOR (O.S.)

Your father is dead and your mother might
as well be.

The four Cloaked Rebels step into the light. The one who spoke pulls his hood down -- it is Agenor. He wipes his bloody dagger on his cloak as all four advance.

AGENOR

The Princessa is coming with us. She has a
rendezvous to keep.

Peshet WHIPS HER DAGGER through the air; it THUDS into the neck of the First Rebel, killing him on his feet. The others react as Peshet bares her teeth with a feline HISS. She springs between Andromeda and the Rebels, plants herself, and unsheathes her LIONESSE CLAWS.

PESHET

(snarls)

Come and take her.

Agenor and the others rush Peshet.

She fights them with feline agility, dodging and leaping. Her sharp claws tear the gut of the Second Rebel, eviscerating him. She springs on the Third Rebel and rakes his face with her claws -- then GASPS. Agenor has sunk his blade into her exposed ribs. She totters and COUGHS -- deep and bloody.

Peshet falls against the wall and slides down, COUGHING and GURGLING, leaving a slick trail of blood down the wall. The Rebels advance toward Andromeda, who CRIES OUT for Peshet.

Peshet explodes up, sweeping her claws through the air -- one last burst of energy. But she can't continue. Mortally wounded, she takes

a final thrust of steel in the spine from Agenor. She pitches to her knees before Andromeda, her eyes full of deep regret.

PESHET

Princess, I've failed you... Run... Run!

Andromeda opens her mouth and WAILS, but WE HEAR NOTHING. Agenor and the Third Rebel drag Andromeda away, kicking and struggling, reaching forlornly toward Peshet's body.

EXT. WOODED RIDGE - DAY

The survivors -- Perseus, Vidalia, Spyros, Mongke, and Tamburlane -- crest a hill in the RAINY DAWN LIGHT. Vidalia is close to transparent and colorless. The Expedition reacts in shock to what they see.

FROM BEHIND THE GROUP: They find themselves on a shelf above the wide, flat basin that lies outside Joppa. A limitless INHUMAN ARMY fills the plain, right up to the city walls --

CENTAURS, woolly MINOTAURS, capering ANUBITE JACKALS and HYENA-MEN. NEPHILIM GIANTS tower over the hordes with their rhino heads atop leathery humanoid shoulders. They tow SIEGE TOWERS toward the city.

EXT. BEHIND THE WALLS OF JOPPA - DAY

Ranks of fifteen-foot CLOCKWORK TALOS SOLDIERS are massed to fight. OPERATORS feverishly work the mechanisms of the steel soldiers, which flex their artificial limbs and weigh their massive weapons.

EXT. WOODED RIDGE - DAY

Mongke and Tamburlane exchange words. For the first time, they look impressed -- but also delighted. This is what they live for.

Spyros looks over at his stepson.

SPYROS

If it should come to pass, tell your mother and sister I loved them much.

Perseus reaches out and touches his stepfather.

PERSEUS

You'll have to tell them yourself.

Vidalia's voice has become weaker.

VIDALIA

Inside those walls, the people are frightened. But they can triumph. They need only one thing.

Perseus turns to her, a question on his face -- "Tell me..."

VIDALIA

A hero. They're waiting for you, Perseus.

Perseus looks back toward the city. Uncertainty glimmers in his eye.

PERSEUS

I hope I do not fail them.

He turns toward Vidalia, but Vidalia is gone.

PERSEUS

Vidalia?

(realizing, anguished)

No. Not now. Please, not now.

But it's too late. She's disappeared.

EXT. CLIFFS OF JOPPA - DAY

Grey, STORMY. A funereal atmosphere prevails as HUNDREDS OF ONLOOKERS have gathered in the RAIN to watch a grim spectacle:

A GRANITE PLATFORM on the cliff's edge has been fitted with a colossal IRON WINCH. At its base, Fantasos waits with dozens of Revolutionaries beside a huge BRONZE GONG.

A PROCESSION appears: Agenor and his cohorts bring Andromeda barefoot through the mud. The Onlookers press for a good view. Andromeda returns their stares with her last reserve of dignity.

Most, no matter what their class, share a similar expression -- weary, resigned, absent either hate or affection or relief.

ON THE PLATFORM, Agenor removes the cloak that protects Andromeda from the elements. Underneath, her torn nightgown, grimy now. On her naked back, MYSTERIOUS SYMBOLS have been inked by her captors.

Andromeda's hands shake as she holds up her soggy nightgown. Fantasos inspects the symbols. The raindrops streak ink down Andromeda's back.

Agenor and his men pull her to the winch at the windswept precipice, hundreds of feet above the raging sea. They bind her with heavy cuffs and hook her to the winch by chains crisscrossing her body.

As the winch is cranked, the hanging chain pulls taut and lifts Andromeda upside down from the ground.

ANDROMEDA'S MOVING POV: the cliff drops away beneath her and she sees straight down the jagged wall to the churning waves below.

FANTASOS

(incantation)

O Leviathan, firstborn of the Deep, accept this offering of mortal flesh... for the exaltation of your Cosmic Mother. May it sate your hunger for a thousand years.

Agenor pulls Andromeda close and flashes a cruel grin. She spits in his eye. Startled, he wipes his eye and lets the chain swing free. The Princess dangles over the water. As the GONG IS STRUCK, CUT TO:

The faces of the Onlookers, then... GONG! Fantasos continues his incantation and watches the sea, then... GONG! Andromeda's face as she dangles like bait, her frightened eyes searching the ocean.

All look out to sea. Waiting.

EXT. WOODED RIDGE - DAY

Perseus, Spyros, Mongke, and Tamburlane hear the far-off GONG, GONG, GONG. Mongke and Tamburlane exchange worried looks and speak to Perseus in their language.

SPYROS

The sacrifice has begun. Time has run out, my son.

PERSEUS

I must get to the cliffs now!

Spyros gestures to the plain below them.

SPYROS

Yes, but how?

They all look at what separates them from the city --

EXT. BATTLEFIELD - DAY

The legions of Tiamat move into action. They draw their grisly weapons and rush forward, BELLOWING savage BATTLE CRIES. Waves of monsters roll across the plain to break on the walls of Joppa.

The GATES OF THE CITY swing open and the TALOS MARCH OUT. Legions of Human HOPLITE INFANTRY stream out between the Talos legs and, with

spears and swords, slam into ranks of Centaurs, Minotaurs, and the snarling Anubite packs.

The Talos make directly for the big threats, swinging their battle axes, splintering the siege towers and engaging the Nephilim giants. The Nephilim twist and charge through the metal Talos with tusks, horns, and teeth. THE BATTLE IS JOINED; THEY FIGHT.

EXT. SOLAR COLLECTOR, HIGH BATTLEMENT, JOPPA - DAY

OPERATORS man an enormous CONCAVE LENS of innumerable polished glass panels. They work an array of massive cranks and gears.

CHIEF OPERATOR

Try it.

OPERATOR #1

But the clouds...

CHIEF OPERATOR

Do what I tell you! Try it!

The GEARS turn and CLACK. The dish slowly tilts.

EXT. CITY WALLS - DAY

A network of prisms, mirrors, and brass tubing tops the city's walls. FLICKERING BEAMS of light are channeled from the Collector to --

EXT. SUN LENS TURRETS - DAY

-- where GUNNERS manipulate WIDE ARRAYS of stacked MAGNIFYING LENSES on adjustable turrets, twisting open the bronze apertures of the lenses... to no avail; there's no sunlight.

EXT. CLIFFS OF JOPPA - DAY

GONG! The wind rocks Andromeda on her CREAKING CHAIN. She watches...

A MILE OFFSHORE, a BULGE OF WATER SWELLS and plows toward the coast.

The Onlookers watch in terrified awe. Andromeda's throat trembles as her eyes follow the advancing BULGE to the base of the cliffs.

Leviathan breaches the surface, like a volcanic mountain erupting from the ocean plain. Too huge to be held completely in view, the dark mass of muscle surges up, up, up the three-hundred-foot cliffs. And still only a portion of its length is exposed. What can be seen:

A PREHISTORIC SHAPE from which some Creator cast all the creatures of The Deep -- crustacean carapace, croc scutes, clawed flippers, bristling swimmerets. Jaws lined with rows of crooked teeth...

Jaws that hurtle up at Andromeda. Onlookers recoil. Fantasos stumbles in his panicked retreat. Andromeda's eyes grow wide with terror.

The Jaws open, a great black hole rimmed by dagger teeth, BELLOWING from the squid-beak at the back of its gullet. A HORRIBLE SOUND.

At the apex of its surge, it SNAPS ITS JAWS SHUT with a booming THUNDERCRACK... just millimeters from Andromeda's dangling head -- and FALLS BACK, so huge it looks like SLOW MOTION. Churning surf surrounds its endless SLIDE back down.

ANDROMEDA'S POV: The Kraken slips underwater and its vast shadow immediately begins to circle wide for another attempt.

EXT. WOODED RIDGE - DAY

Spyros, Mongke and Tamburlane ready their weapons and mount their nervous horses for the rush to battle.

PUSH IN ON Perseus, who does not mount up. Eyes burning, he detaches the bloody canvas bag from his saddle and lets loose his horse's reins. He MURMURS the INCANTATION Vidalia planted in his mind.

WHAT PERSEUS SEES, in quick FLASHES: A white lid opens to a black eye. Then:

Feathered WHITE WINGS beat the air. Then:

The MUSCLED FLANKS OF A GLORIOUS, WHITE CREATURE.

BACK TO SCENE, as Perseus HEARS the BEATING OF THE WINGS and spins to look above the trees. WIND RUSHES away from him, fanning out through the woods. Instantly, the WIND bounces back, growing to a HOWL... and ABRUPTLY CEASES. He waits.

The pure WHITE PEGASUS WHOOSHES into view over the treetops, huge wings displacing so much volume they SUCK THE AIR from the space. The Pegasus BANKS, DESCENDS and LANDS. Its hooves plow billows of dust as it slides to a stop right in front of Perseus.

Spyros, Mongke, and Tamburlane gawk as the MAGNIFICENT EQUINE bows and flattens its wide wings to the ground, inviting Perseus aboard.

Perseus climbs on. The Pegasus stands and Perseus rides up to the others.

PERSEUS

May we all have a good ride today!

He spurs Pegasus. It beats its wings, launching from the ridge with astounding power, leaving swirling vortexes of dust in its wake.

Spyros, Mongke, and Tamburlane watch Perseus drive the soaring animal high into the sky.

MONGKE AND TAMBULANE

Qi chin yang hung xian!

SPYROS

No shit.

They spur their horses, raise their weapons and charge down the slope to war.

EXT. CLIFFS OF JOPPA - DAY

CLICK-CLACK-CLICK-CLACK. The chain lowers Andromeda upside down, toward the sea. She looks straight down as the water comes closer -- and the distance Leviathan will have to leap shorter.

With a new, determined look on her face, Andromeda begins swinging her chain. Back and forth she goes until she builds enough momentum to reach up and grasp the links above her ankles. With enormous effort, she pulls herself up and climbs the very chain she dangles from, leaving a slack loop under her.

Leviathan lets its eyes break the surface below, watching Andromeda. With a HOWL, Leviathan HURTLES UPWARDS, jaws wide.

FROM ABOVE Andromeda, Leviathan grows huge as it leaps for her. UP, UP, UP. The JAWS SNAP CLOSED... just below her climbing feet. So close, it BITES ON THE DROOPING SLACK OF CHAIN!

The monster slides back down, clutching the section of chain tight in its jaws. The Princessa plummets down with it.

UP ON THE PLATFORM, the spool spins, wildly unreeling the chain as Agenor looks down in surprise. The chain catches tight... and rips the whole winch out of the platform. It careens over the edge, taking Fantasos, Agenor and their Helpers to their plunging, screaming death. The giant bronze gong rockets off the cliff and catches an updraft to sail beyond the rocks.

A SHADOW glides over the shocked Onlookers. One by one, they raise their eyes from the sea and look up, GASPING, pointing to --

PERSEUS AND PEGASUS soaring down from the stormy sky. Perseus sees Leviathan diving and Andromeda, just before she splashes down and is violently pulled underwater. Perseus leans forward and urges the great white steed toward the ocean's surface.

The winch SLAMS into a jutting rock on the cliff face, gets hung up for a moment, then breaks through, pulled by Leviathan.

SMASH CUT to PERSEUS'S POV: Exactly the image Perseus saw when Vidalia first planted the spell in his mind -- down, down toward the dark surface of a blue sea.

Perseus and Pegasus arrive at the boiling surf a moment before the crashing winch, which is still attached to the submerging chain.

Pegasus's hooves splash through wavetops -- Perseus dives off into the sea with the bloody bag in his hand. With his free hand, he catches the chain just ahead of the winch. Perseus is pulled down into the depths.

EXT. BATTLEFIELD - DAY

KA-BOOM! Mongke and Tamburlane's shoulder-mounted gonnes hurl a round at a rhino Nephilim. The shot catches its shoulder. The Nephilim stumbles and slams into a siege tower; both the giant and the tower crush a clutch of Minotaurs.

Spyros fights a pack of barking Anubite warriors, wielding and spinning his harpoon with samurai grace. Backing away, he looks, leaps and leads them right under the THUNDERING HOOVES of a quartet of Centaurs. Spyros rolls clear, but has to immediately jump up and face a Minotaur.

EXT. UNDERSEA - DAY

Leviathan hurtles downward. Andromeda flails, helpless, bound to the chain.

FAR ABOVE, Perseus doggedly grips both the downward-shooting chain and the bag in his hand.

Leviathan passes the edge of the continental shelf and spirals on, but THE WINCH CATCHES ON A REEF and the chain SNAPS! Andromeda, suddenly cut loose of the monster, sinks, weighted by her shackles.

Perseus dives after her, but loses his grip on the bag with Medusa's head. Desperate, he looks back and forth: Andromeda, the sack -- both are disappearing into the depths.

Perseus dives after the sack.

Leviathan realizes it has lost the Princess. Huge eyes darting, it spots Andromeda and surges down after her.

Andromeda, drowning, passes out. Tiny bubbles of air leak from her lips and nose. Leviathan swims up next to her, its eye as big as Andromeda's entire body.

The wreck of a SUNKEN WHALER rests on the ocean floor. The Medusa sack FALLS INTO VIEW and catches on a harpoon wedged upwards from the deck. Perseus appears, snags the sack and is about to kick upward. On impulse, he grabs the harpoon.

Leviathan opens its cavernous jaws. Everything nearby, including Andromeda's tiny figure, is sucked toward the maw.

Perseus swims upward to the tail of Leviathan, hanging so far beneath its giant head. Perseus grips the harpoon tightly and concentrates -- a sparking BURST OF WHITE ENERGY shoots through his forearm to the harpoon in his grip. LIGHTNING CRACKLES and BOILS the water. He plunges the harpoon in the Kraken's tail --

-- at the same moment Leviathan inhales the unconscious Andromeda.

Contact -- an ELECTRIC FLASH-POINT FLARES and shoots down the harpoon. A charge races up Leviathan's spine.

Jolted, the monster spits Andromeda out. Still jittering, it curls its tail to get a look at the nuisance. Leviathan looms over Perseus, locking its enraged gaze on him.

Perseus shuts his eyes and yanks Medusa's head from the sack. The hair-snakes strike Perseus' forearm -- the demigod winces but holds it steady.

The Gorgon's hellish eyes ignite channels of boiling energy directly into Leviathan's eyes. CHURNING, NOXIOUS GASSES billow from the screaming monster, OBSCURING everything.

EXT. CLIFFS OF JOPPA - DAY

The Onlookers crowd to the edge of the cliffs, staring out to sea.

EXT. OCEAN SURFACE - DAY

The ocean ROILS and GLOWS with a fiery light. CHOOM! A TOWER OF ENERGY explodes from the sea, punctures the storm clouds and blows open a giant window of blue sky.

We FOLLOW that tower of energy up, up to --

EXT. THE EDGE OF SPACE - DAY

Tiamat is here. She recoils in shock from the gaseous geyser that contains the obliteration of her fearsome monster, her beloved Leviathan. Knocked back in the dark sky, horrified and defeated, she recedes, diminished, into the black void of space.

WE TILT DOWN with a blinding shaft of sunlight to --

EXT. SOLAR COLLECTOR, HIGH BATTLEMENT, JOPPA - DAY

Operators hurriedly spin the cranks, CLACK-CLACK-CLACK. The dish TILTS TO FACE THE NEW SUN. The glass basin FLARES with light.

EXT. CITY WALLS - DAY

The light shoots through the prisms in a bright web that FLASHES TO --

EXT. SUN LENS TURRETS - DAY

One by one, the GUNNERS swing their massive lenses onto the battlefield and twist open the apertures.

EXT. BATTLEFIELD - DAY

Shafts of FOCUSED LIGHT rake the enemy ranks as FIRE RAINS on the battle. Siege towers ripple and burst into flames. The tide of the battle is turned. Anubites INCINERATE, the Nephilim giants BLACKEN and SMOKE. Chaotic retreat spreads across the enemy ranks.

Mongke and Tamburlane roar and lift their weapons high. Spyros, bloodied but unbowed, smiles wide and sits down, exhausted.

EXT. OCEAN SURFACE - DAY

The water stills. The sea calms. Still no sign of Perseus or Andromeda. WIND and QUIET...

Perseus surfaces with Andromeda in his arms, GASPING FOR AIR.

EXT. CLIFFS OF JOPPA - DAY

The Onlookers rejoice.

EXT. OCEAN SURFACE - DAY

BACK WITH Perseus and Andromeda. He keeps them afloat with his powerful kick. Perseus looks at her lifeless countenance in agony -- has he failed again?

Distraught, Perseus grimaces, his muscles go taut around Andromeda and a short powerful burst of electric energy shoots from his enveloping arms into her still body -- SHE JOLTS TO LIFE!

Movement! Breath! The color returns to her face. Perseus, too, breathes again, relieved.

For the first time since the start of the adventure, they find themselves alone, holding each other.

PERSEUS

Hello.

(she smiles, relieved)

Are you all right?

She takes a moment, doing an inventory. Finally, she nods.

ANDROMEDA

I think I am. Thanks to you.

He accepts with a smile. She'll never know how close they came to oblivion.

ANDROMEDA

Are you ready to become a king?

His expression is kind, but unmistakable. Gently --

PERSEUS

No.

She accepts that, rueful.

PERSEUS

Are you ready to become a queen?

She thinks about it, her face beginning to light with confidence.

ANDROMEDA

Yes. Yes, I am.

PERSEUS

Good.

(he kisses her)

Are you ready to go home?

She nods. Perseus raises one arm. The AIR reverberates to a LOUD BEATING OF WINGS. Andromeda looks up in wonder.

The Pegasus arrives out of the glare of the sun, gracefully alighting on the water. Perseus helps Andromeda up and then climbs on behind her.

The Pegasus and the MUSIC take off. We TILT UP with them until they are lost from sight.

DISSOLVE TO:

EXT. BLUE SKY AND WHITE CLOUDS - DAY

Black smoke RISES to dirty the perfect sky. TILT DOWN TO:

EXT. SACRED GROUND - DAY

The Sacred Ground of Joppa is high in the verdant hills, with a panoramic view of the sparkling sea. So beautiful is this place, it might be mistaken for Olympos.

TWO TALL FUNERAL PYRES are burning furiously. The People of Joppa, assembled by the thousands, commend to the afterlife their King Kepheus and Queen Cassiopeia.

MOVING OVER THE CROWD, WE PUSH THROUGH the flame and smoke to find, at the head of the assembly, the new ruler of Joppa. Mournful, but cloaked in an aura of regal dignity and imperial strength -- QUEEN ANDROMEDA. We admire her composure for a moment and then CUT TO:

A DISTANT POV of the Queen, the ceremony and the heavenly setting.

It is Perseus who views the scene this way, from the summit of a nearby hill. Behind him, the Pegasus waits patiently, chewing on the grass. Until --

-- the magnificent equine suddenly WHINNIES and REARS UP. Perseus turns. To his surprise, the Pegasus goes silent, calms and BOWS DOWN. Perseus looks in that direction, to find --

ZEUS the Prime, God of Gods, an eagle perched on his arm. Instead of the purple robes of Olympos, he wears furs and armor for his visit to the realm of Men, and he couldn't look more imposing. As always, his voice rumbles like thunder.

ZEUS

Am I to understand you do not intend to
make this union with the Queen Andromeda?

PERSEUS

Yes.

ZEUS

Despite my will and intention that you do
so?

PERSEUS

Yes.

ZEUS

Would you choose to condemn Men, your own
people, to suffer more of this devastating
War?

PERSEUS

I have no people. You have stranded me
between realms, neither Man nor God.

ZEUS

(sternly, with a thundercrack)
Do you reproach Zeus?

PERSEUS

No. I thank you... Father.

Zeus, mighty God, reacts to the word. His expression softens and he
looks on Perseus with growing pride.

PERSEUS

You have freed me. I will not be a pawn
for Men or Gods.

ZEUS

Does that absolve you suddenly of your
responsibilities?

PERSEUS

You've helped me understand that my
responsibility is to myself. So it is with
us all.

(intimately)

You've put me to a great test. In the
midst of it, I found the courage in my
heart to defy Gods. I do not know how much
of that comes from you, Father... and how
much from my Mother, who I never knew.

Zeus starts, subtly, at the mention of Queen Danae.

PERSEUS

It matters not. Whatever the source, I am
only grateful.

He looks off toward the funeral pyres and the human throng.

PERSEUS

This war will end the moment you choose
for it to end... and Men agree. I think,
perhaps, that is the free will that all
realms share.

Zeus looks at him proudly, yet wistful -- what an offspring, what a
creation!

ZEUS

What will you do, Man of free will?

Perseus motions Pegasus forward, and swings up onto his back.

PERSEUS

I'm going to find Vidalia.

ZEUS

So... my Son, you will be a pawn for love?

PERSEUS

(laughs)

Yes, Father, gladly.

Perseus spurs Pegasus and launches into the sky. And soars away.

THE END