

HULLABALUJAH

Written by

Keith Merritt

Registered WGAw
Registration # 1059659

Keith Merritt
40836 Cherokee Oaks Dr.
Three Rivers, CA. 93271
559-786-6777

FADE IN:

Split screen (horizontal)

The bottom half of the screen depicts an animated dark blue ocean teeming with life. The top half of the screen depicts an animated light blue sky, with birds, clouds, and sun.

The animation style on the bottom of the screen is Victorian: elegant and ornate with many twists and turns of line. Greens and blues dominate the color scheme. There are many patterns of twirling tentacles, fish, and underwater plants.

Under the surface of the sea swims SIREN. Below the waist, she is a fish with a large tail, and above the waist, she is a beautiful woman with long flowing hair, the color of polished abalone. She wears a garment of silk which twists and trails her in the water as she swims.

SORROW, an angel, flies through the sky with widespread wings that glow warmly in the sun.

The animation style here is akin to Rembrandt's: simple, dark colors predominate. Faded browns, yellows, and the golden orange tones of nostalgia and memory fill the sky.

Sorrow and Siren do a ballet of courtship, with Sorrow flying and Siren swimming. The dance flows back and forth from attraction to repulsion. They come close, then move away, one has power, then the other. It is a tango between creatures from different worlds.

CLOWN (V.O.)

Once upon a time a creature of air,
and a creature of water fell in
love.

Sorrow and Siren grow closer to one another, each fearful of crossing over into the other's world. Their lips touch at the horizon line.

Sorrow lifts Siren from the water; she struggles against him and falls back into the sea. He approaches and she pulls him under the water. He resists, unable to breathe. They tug each other back and forth. Siren bellows underwater and in her rage morphs into a beast of tentacles and claws. She pulls Sorrow under and he fights until he can fight no more. The lovers sink to the bottom of the sea.

CLOWN (CONT'D)

And they lived happily ever after.
Except that one of them was dead,
and the other one was completely
emotionally destroyed.

There is a small island on the horizon, just a bit of sand and a palm tree. The figure of CLOWN stands there on the beach, small with distance. He's a silly man dressed in traditional clown garb: Huge pants with bright yellow bananas printed on them, a tiny black hat, and white face.

Clown is drawn in a messy, childish style, with exaggerated and uneven features that pop and stretch and do the impossible, like a cartoon.

Clown looks out at the audience and waves.

CLOWN (CONT'D)

(cupping his hands on his
mouth and shouting:)
That's all folks!

The camera zooms in on his face, a la Porky Pig, and he waves. Wacky carnival music plays. The screen goes black.

A moment later, the Clown reappears on the screen. He winks.

CLOWN (CONT'D)

Aw, I'm just messing with ya.

He dives into the sea and swims down to the bottom. He pulls at Sorrow, trying to bring him up out of the water. Siren hisses at him. Clown puts a Jack-in-the-box on the ground. Like a curious cat, Siren investigates it. The top pops up and a crazy, wild-eyed clown doll jumps up into her face. While she is thus distracted, Clown grabs Sorrow and carries him up through the water to the shore.

Clown sits exhausted on the sand. He whistles offscreen, and Mr. BOSWELL, a monkey in a silly hat and red pants, jumps into sight. Clown motions toward Sorrow. Mr. Boswell jumps on Sorrow's chest and bounces up and down. He lowers his hairy lips to Sorrow's mouth and blows in air. Clown makes a disgusted face.

Clown looks out at the audience.

CLOWN (CONT'D)

Ew. Hairy monkey lips. That's gross
even in animation. Let's start
somewhere else.

FADE TO BLACK

Clown intones in a serious voice.

CLOWN (CONT'D)

In the beginning was the word, but
the word was not spoken, it was
sung.

EXT. THE MOUNTAINS - DAYBREAK

The sun rises, and it is magnificent. We hear the beautiful
voice of a boy soprano singing in an foreign tongue.

The sea stands motionless and silent. The boy sings again,
and a wave rises and crashes to shore. Followed by another
and another.

CLOSE-UP SHOT OF CLOWN

CLOWN (CONT'D)

And there you saw the first wave
ever. Wow. Looked kind of like
every other wave. How's about I
fast-forward a bit here.

Random images blur by on the screen, too fast to discern.

CLOWN (CONT'D)

Round and round she goes and where
she stops nobody knows.

INT: A LIVING ROOM - NIGHT

CLOSE UP: A bright white ceramic Easter Bunny.

CLOWN (V.O.)

What the H-E-double toothpicks is
that?

Full Shot of the mantle upon which the rabbit sits. We see a
fireplace, a couch, and sitting on the couch, FRANK, a mean-
looking member of Hell's Angels.

CUT TO:

Live action. The scene takes on the sharp, stark appearance
of digital video or news footage: ugly and raw.

INT. FRANKS APT. - DAY

A vile hole of a place, littered with countless cigarette
butts, beer cans, and potato chip bags.

We hear the DRONE of a vacuum cleaner.

Frank watches television and munches apathetically on potato chips. Crumbs fall from his mouth onto the floor as he eats.

Clown sticks his head into the shot. We are looking at the big black silhouette of his curly clown afro.

CLOWN
Who's that dude?

The silhouette of Mr. Boswell, wearing his little hat, moves across the screen. The shadow of the monkey sticks its hand into Clown's popcorn. Clown bats it away.

We see a vacuum cleaner moving back and forth on a filthy carpet.

SALESMAN/SORROW, a 37 year old man with a bad suit and a great smile, demonstrates a vacuum to Frank, who couldn't care less, and doesn't even look at him.

CLOWN (CONT'D)
Woo! Woo!

Clown claps madly.

CLOWN (CONT' (CONT'D)
That's my buddy there! Oh I
remember this part. Oh man, watch
this, watch this, watch.

Clown pulls his head down out of sight and is silent.

Mr. Boswell chatters.

CLOWN (CONT'D)
Shh!

Salesman runs the vacuum over the couch, vigorously sucking up debris from the filthy fabric.

Salesman turns off the vacuum, removes its bag, and empties the contents onto a piece of black velvet. He proudly displays a large pile of white, sandy material, which has turned the piece of velvet into a Milky Way of dust.

SALESMAN/SORROW
You're wondering why the dirt is
white instead of brown? Well Frank--
may I call you Frank?

Frank drinks his beer, and stays poker-faced.

SALESMAN/SORROW (CONT'D)

It's because this is not dirt, but the peculiar heavy snowfall of your own skin, which rubs off and accumulates on your couch each night as you watch tv. Disgusting, isn't it?

Frank burps and wipes his wet lips with his arm.

SALESMAN/SORROW (CONT'D)

But it's nothing this little beauty can't handle.

He gestures to the vacuum like Vanna White pointing to letters.

SALESMAN/SORROW (CONT'D)

In fact, it can handle a lot more than that. Observe.

He dumps a pile of dirt and dust onto the floor. Frank coughs. The salesman picks up an ashtray which is filled with cigarettes and ashes. He dumps the ashtray's contents onto the pile.

SALESMAN/SORROW (CONT'D)

Now, that's a mess. But not to worry, because we have your vacuum here, and we'll just...

He tries to pick up the dirt with the Frank's vacuum. But the machine does not do a very good job. Most of the mess stays on the floor.

SALESMAN/SORROW (CONT'D)

Uh oh. Good thing we're not making a sandwich, cause your vacuum is not cutting the mustard. Let's try mine. 6.5 amps of suction. The most 'sucking force' in the industry.

He grabs his demo vacuum. When he flips the switch on the machine, nothing happens.

SALESMAN/SORROW (CONT'D)

Hmm.

Salesman crosses to the electric outlet and pulls out the vacuum's plug. He looks at it and plays with the prongs a bit, then sticks the plug back into the outlet. VROOM! The vacuum roars to life, belching black soot and dust up into Frank's face. Salesman quickly unplugs the vacuum.

SALESMAN/SORROW (CONT'D)

Ooh.

Frank rises, his eyes blinking wide. He looks like he just stuck his head up a chimney.

The men exchange a long look.

CUT TO:

Frank runs across the room, carrying the screaming Salesman. They exit onto the balcony and Salesman is launched into space.

Salesman falls through blackness, arms and legs kicking. A very awkward looking bird.

Mr. Boswell and Clown reappear. Clown laughs and cheers. Mr. Boswell claps and makes excited monkey noises.

CLOWN

Great fall! Great face he pulls there. Classic. Meanwhile back at the ranch, well actually, at the beach...

Mr. Boswell drinks from a glass of water. He turns towards the audience and spits all over the screen. The water runs down in rivulets that crisscross and complicate, changing color to the blue-green blackness of the ocean.

EXT. THE SEASHORE - NIGHT

A Full moon illuminates the water. Waves crash.

An OLD MAN is fishing. He casts far out and the bobber lands with a PLOP!

Almost immediately he feels weight on the line. He pulls, but nothing happens. He pulls harder. From the depths, WHALE rises slowly, like a glistening mountain.

The animation style is once again the lush, romantic style we saw for Siren in the title sequence.

Siren rides on top of Whale. She is dressed in shimmering garments of shell and coral. A long robe of seaweed lies in folds around her.

She looks up and down the deserted beach. Whale opens his mouth and speaks in a deep rumbling voice.

WHALE

He's late. Again.

Siren stands and flaps her robes out and back, like an angry bird. She opens her mouth and sings. Her melody fills the night and floats on the air. The waves seem to respond to her song, dancing and weaving, as if alive. Spirit faces form in the churning froth.

SIREN

(singing:)

I have counted the waves that
crashed upon the shore since you
left. I have counted the sunsets,
ignoring their colors. I have
waited patiently for you to die.
You promised to be here, now. Where
are you? Where are you, and why?

CUT TO:

The OLD MAN drops his fishing pole and walks into the sea toward Siren, as if in a trance. He is knocked over by a large wave. He rises, and falls again.

Siren jumps nimbly from the back of Whale. Her robes billow up and catch the air, slowing her descent. She floats down to the sand. The Old Man stumbles toward her through the surf.

OLD MAN

Wait. Don't go. I..I love you.

Siren HISSES! horribly at the old man. Her face transforms into a monster's: green, scaly, and full of sharp teeth. The Old Man yells and falls on his butt in the water. Struggling to his feet, he comes face to face with the giant eye of Whale.

Shocked, The Old Man yells and hurries away, splashing through the water.

WHALE

Don't take it personally. She's got
a boyfriend.

Clown and monkey reappear and laugh.

CLOWN

Hey, it's our old friend whale!
Everybody's in this movie!

Siren walks up the beach, singing.

Whale flaps his little fin to get Siren's attention.

WHALE

Are you gonna need a ride? Should I wait here for you?

She waves her hand without turning back.

WHALE (CONT'D)

You're welcome.

The whale backs up and heads out to sea.

WHALE (CONT'D)

I don't know what men see in her. I sing prettier than she does.

(singing:)

Fish, fish, I love dem fish. Eat em all up, don't need a dish. Fishies, fishies, if I had three wishes, I'd wish, I'd wish, I'd wish, for lots of fishes.

Siren walks past a grass tiki hut where BUD, an iconic surfer figure resembling Cheech Marin, lounges on the sand. Vargas style girls in bikinis and sundresses hang around him, preening themselves. Bud lets his sunglasses drop down on his nose as Siren passes by, but he's too cool to be drawn into her whiles and he just sips his Pacifico and keeps on chilling.

EXT. PCH HIGHWAY - CONTINUOUS

The animation style remains clownlike. A ribbon of black with a yellow line down the middle represents the PCH highway. The ocean is just a scribble of blue on the right side of the screen.

MARCUS, a slick black guy, zooms by on the highway in his convertible BMW. The radio blasts out "Sending out an S.O.S", by The Police. Siren's eerie moaning weaves itself into the music on the radio.

MARCUS

Damn, that's a crazy remix.

We hear Siren's voice melding with Sting's.

SIREN

Marcus. Come to me.

Marcus does a double-take at the radio. His eyes pop out of his head comically, cartoon-like.

MARCUS

Oh no, I didn't hear that.

SIREN

I love you Marcus. I need you.

MARCUS

I don't know how you're doing that,
but you better back off, Sting.
Homey, don't go that way. Ain't
gonna be no sweaty yoga-wrestling
fun-time with me, my man!

He makes fast karate moves, hands moving at lightning speed.

SIREN

Come to me, die for my love,
Marcus.

Marcus tries to change the station, but the same song is on every channel.

Cartoon musical notes buzz around his head and he swats them away.

MARCUS

Sweet Jesus, help me now! I invoke
the power of my grandma Josephine's
anti-vooodoo "right-back-atcha"
boomerang claw.

Marcus contorts his hand, and waves it in the air.

EXT. BEACH - CONTINUOUS

Siren walks along the sand, singing. She hears a CRASH! and looks up. Above her, at the top of a steep embankment, the BMW comes crashing through the guardrails and sails downward. Marcus screams crazily all the way down. CRUNCH! The car lands, sticking straight up out of the sand.

The car door swings open. Marcus crawls out onto the beach.

MARCUS

Hey, baby. Hold up. I got to get
your digits, I just got to. Oh,
baby, I think my leg is broken.
Damn. Don't be like that. Lemme
give you my card, at least. Damn,
that's cold. What's your name? Are
you a model? Baby? Baby? Damn.

Siren just keeps walking.

EXT. BY THE POOL - NIGHT

SALESMAN/SORROW lies contorted and broken on the pavement, a few feet away from the pool. His eyes are open, blinking with disbelief and pain.

The animation style is still comic, and Salesman's eyes change to big black X's, as neon red blood seeps out onto the pavement.

CUT TO:

Clown grimaces.

CLOWN

Ooh. This part's not so funny.

He points at Mr. Boswell, who nods and goes to work. The monkey throws several buckets of paint on the screen. They are a wash of earth tones: brown, yellow, gold, orange.

Jumping all over the screen like Jackson Pollack on speed, Mr. Boswell uses three brushes at once. Two brushes are held in his hands, and the third the monkey grasps with his tail. He changes the animation style to a more serious tone, with deep shadows and a light of glowing fullness. It is a style resembling the technique of artists such as Andrew Wyeth or Rembrandt.

Frank glares down from his balcony.

FRANK

That's what I think of your vacuum cleaner, loser!

Frank throws the vacuum cleaner, and re-nters his apartment. The vacuum sails through the air and KERPLOOSHES! into the pool.

The water spreads in ripples. A light at the bottom reflects onto a white wall. Salesman watches the dancing patterns.

SALESMAN/SORROW

Pretty.

His vision fades to black.

There is a flash of white light, and a parade of memories march through Salesman's mind.

SERIES OF SHOTS

CLOSE SHOT

Image of a woman's face, smiling.

EXT - A FIELD - DAY

A child running through golden hay.

EXT - WOODS - NIGHT

A man and a boy, sitting by a fire.

CLOSE UP

The numbers 16-38-6 Written on a slip of paper.

INT.- HIGH SCHOOL CAFETERIA - NIGHT

A teenager and a pretty woman slow-dancing.

EXT. - CITY STREET - DAY

A man sitting on a snowbank, putting on a pair of black shoes.

EXT - COUNTY FAIR - DAY

A Ferris wheel.

EXT - THE OCEAN SHORE - DAY

Waves slowly erode a sand castle.

CLOSE UP

A dog twitching in dream sleep.

CLOSE UP

Hands opening a gift.

INT. HOSPITAL ROOM - NIGHT

A man in a hospital bed.

CLOSE UPS

Faces of smiling people, crying people, angry people.

And then Salesman focuses on the light emanating from the bottom of the pool. It shines up through the water, and creates a dancing green shadow on the wall of the building nearby.

CLOSE SHOT OF SALESMAN

Salesman's eyes close.

CLOWN

That's my cue! I'm going in!

Clown jumps up, animated in a crazy, childlike cartoon style and prepares to dive into the movie. Mr. Boswell screeches and starts to paint Clown in the somber serious style of the death scene on the screen.

The Clown shoos him away.

CLOWN (CONT'D)

Hey I'm proud of being a clown. No one paints on my bananapants!

Clown dances across the screen. He stops next to Salesman and prods him with his toe.

CLOWN (CONT'D)

Good thing you didn't fall in the pool, you can't swim. Hello, you in there?

He kicks the body of Salesman. We see a hand tap on Clown's shoulder.

Clown jumps. He turns to see SORROW, an exact twin of Salesman lying on the ground, except that Sorrow wears the garb of a knight: a plain rough fabric shirt, with light chain mail. A sword hangs by his side.

SALESMAN/SORROW

Have some respect. I'm not even cold yet.

He bends down toward the body. The corpse stares back at him. He looks like a man gazing into a mirror.

SORROW

It was a good life. My first word was "pretty."

Cut to: A baby sitting in green grass and smiling.

SORROW (V.O.) (CONT'D)

As a baby, I lay in summer grass, and saw a flower. My last word was "pretty" as well.

Close up: Salesman's cheek lies on the pavement. His eyes are empty.

CLOWN

And in between those two pretties
was a lifetime of ugly.

SORROW

The most painful thing for me,
being a salesman, was smiling.

Cut to: An extreme close up of Sorrow's smile. Light glints
off his teeth as if they have been polished.

SORROW (CONT'D)

All day long, every day.

CUT TO:

INT. AIRPORT - DAY

We see Salesman in an airport. He shakes hands with a guy in
a suit and then gives him a big "thumbs up".

INT . HOTEL LOBBY - NIGHT

Salesman waves a man over to the bar. He pantomimes for the
bartender to give the guy a drink. The man says something and
Salesman laughs too loudly.

SORROW (V.O)

Till the mask became my face.

INT. BATHROOM - NIGHT

Salesman stands bare-chested and overweight, practicing his
smile in the bathroom mirror. The smile doesn't look
convincing, not even to himself.

CUT TO:

EXT. BY THE POOL - NIGHT

Sorrow pulls a slip of paper from his pocket.

CLOSE SHOT

The paper has the name "Sarah" written on it. And a phone
number.

CUT TO:

INT. -RESTAURANT - DAY

A small dive restaurant. We see the scene without hearing its sounds. Salesman sits at the counter next to a sad looking little man, and is finishing up some breakfast.

A female hand pours dark black coffee into his cup. Steam rises, he follows it up to see the face of a pretty young woman.

They are talking, joking, flirting. She writes her name on a piece of paper and hands it to him. He's surprised. She smiles at him from across the room. He folds up the paper very carefully and places it in his suit pocket. He thumps his chest with his hand to show "I got it right here."

SORROW (V.O.)

I had just met a girl this morning.
She said something funny and I
smiled. It was a real smile. And I
couldn't remember the last time
that had happened.

Salesman shows the piece of paper to the sad little man sitting next to him at the counter. The man smiles back, drinks his coffee, and nods.

EXT. THE POOL - NIGHT

SORROW (CONT'D)

I was going to call her tonight.
I...He... We felt our life was
about to begin again.

Sorrow looks confused. He wobbles on his feet, and the Clown takes hold of his arm.

CLOWN

I..He..We. It's trippy coming back
to yourself, huh? Even after all
these lives? Hey what's this?

He pulls out a big sharp knife, gives Sorrow a weird look, and then stabs the knife into Sorrow's stomach. Sorrow screams and doubles over. Then he realizes there is no pain. He pulls the knife from his side and the wound disappears.

Clown laughs.

CLOWN (CONT'D)
That joke just keeps getting
funnier. C'mon let's go,

SORROW
Do you have my life?

CLOWN
Right here. 37 years.

Clown rummages around in his huge Clown banana pants and produces an impossibly large lumpy bag.

CLOWN (CONT'D)
Wait. This is the first time you
haven't drowned. Why?

SORROW
Something is different. It doesn't
feel over.

CLOWN
Oh, no no, you're done. It's
physics see? Face, plus Forty feet,
plus Pavement. Equals you're dead.

They hear the sound of running feet.

CLOWN (CONT'D)
No time to argue. Here they come,
and here we go.

He puts on a pair of sunglasses. He pulls a giant zipper out of his pants and slaps it onto the wall of the building. Grabbing hold of the zipper and pulling it down, ZIP! He opens up a doorway to another place. Bright sun shines through the gap and wind blows through Clown's crazy red hair. He grabs Sorrow and pushes him through the zipper door.

EXT. A RIVERBANK - DAY

TITLE: "The River of Lethe. Fountain of forgetfulness. Its water causes the dead to forget their earthly existence."

The souls of many are carried along by the water's current. Tossing and turning, they cry out and grasp at the air and each other.

Sorrow runs along a dirt path by the river. He is pursued by KNIGHT ONE, a handsome youth dressed in shiny, white chain mail.

Clown runs behind them, carrying a large bulky bag slung over his shoulder. He stops, exhausted.

CLOWN

Why am I running? They ain't after me.

KNIGHT TWO runs past, and Clown trips him. KNIGHT TWO falls into the river. A moment later, he arises, wet and sputtering, with a lost look on his face.

KNIGHT TWO

Where am I? Who am I?

Before Clown can answer him, Knight two is grabbed by the clutching hands of souls rushing by on the river. Knight two struggles, but cannot resist. He is pulled into the river, and away.

CUT TO:

Sorrow comes face to face with KNIGHT ONE and KNIGHT THREE. They raise their swords.

KNIGHT ONE

Have you lost your way, brother?
The water awaits you. Coming and going, the first thing is baptism.
This is as it must be.

They rush in, and Sorrow moves swiftly to avoid them, sending them tumbling together into the water. The knights fight off the grasping hands of many souls floating by.

Upon the trail, three more knights rush by Clown.

CLOWN

Nice day for a swim.

Offscreen, we hear the sounds of battle, crashes of metal, and yelling.

Clown sits and takes off his shoe. A pebble falls out. He takes off his sock, grimacing at the smell. He rubs his foot nonchalantly.

There is the sound of a SPLASH!

By the river, six knights, including ANAHITA, an older, more dignified knight, advance on Sorrow, with swords drawn.

Anahita stops and lays his sword on the ground. This knight wears a white feather over his chainmail and speaks with an air of nobility.

ANAHITA

Do as I do. He will not harm you,
we are all sons of the same father.

Sorrow brandishes his weapon, but drops it when the group descends on him. He puts up a struggle, but is overcome at last. The knights force him to his knees.

Anahita walks toward Clown. Clown clings to the large bulky bag he has been carrying.

ANAHITA (CONT'D)

Give me the bag. I hope you aren't
going to do anything foolish.

CLOWN

Look at how I'm dressed, and think
about that question.

Anahita looks down at Clown's pants, which are printed all over with bright yellow bananas.

Clown lifts his pant-legs and pushes a big red button on the side of his shoe. BOING! Clown's shoes sprout into stilts and he zooms ten feet up in the air. The knights jump up, trying to grab the bag Clown holds dangling above them.

Anahita makes eye contact with the knights and wiggles his sword. They get the idea.

CLOWN (CONT'D)

Uh oh.

CHOP! CHOP! The knights hack at Clown's stilts as he hops away, trying to avoid them.

CLOWN (CONT'D)

Darn it. I knew I should have
gotten the steel stilts.
Timberrrrrrr!

The knights break through Clown's stilts and he tumbles to the ground.

Anahita grabs the bag that Clown has been carrying, and throws it down. He pours a green liquid onto it, lights a match, and drops it. The bag erupts into green flame.

Sorrow writhes against the grip of his captors. They pummel him into submission and strip him of his clothes.

ANAHITA

(singing)

I, Aredui Sura Anahita, sing the
words appointed for this time.

KNIGHTS

Fire and water.

The Knights dip their swords into the green fire which dances before them. Their swords take on the flame and burn as they are wielded, swinging in the air.

ANAHITA

The great purifiers. Singer of
Sorrow, angel of the second order,
receive baptism.

Anahita annoits Sorrow with water from the River. He takes a handful and lets it flow down Sorrow's forehead.

KNIGHTS (IN UNISON)

Fire and water. We take away the
burdens of this life.

ANAHITA

We remove the weight of memory from
your shoulders. We clear away the
life you have lived. We take away
your pain.

Anahita stretches his hand forward into the green flames of the bag he set on fire. His hand comes out flowing with dancing green flame.

KNIGHTS (IN UNISON)

Fire and water. We set you on your
homeward path. Cleansed and
newborn.

From Anahita's hand a green bird of fire takes form and rises in the air above him. Its wings grow large and spread wide; it dives down with a SCREECH!, hitting Sorrow and devouring him in an explosion of green flame.

The bird of flame and Sorrow, scream together in a harmony of agony, and the bird extinguishes itself in a burst of brightness. It changes to black ash and scatters on a sudden wind.

Sorrow is blackened and blinded by the ash which covers him.

ANAHITA

Safe journey, Singer of Sorrow.

The Knights lift Sorrow and throw him in the river.

Souls passing by grasp at him, they claw and wrestle him under the water.

Sorrow is carried off into the distance.

EXT. -RIVER OF LETHE - CONTINUOUS

Further down the river, the Knights fight to free the Second Knight (who fell into the water) from the grasp of passing souls. They have lassoed him with a rope and are pulling with all their might. Finally they drag him up on shore. He looks confused and lost.

Anahita puts his hand on the Second Knight's shoulder.

ANAHITA

Your name is Lobquin, you have fallen into the river of Lethe. Your memory will return to you.

CLOWN

It took 12 guys. Your mommas would be proud.

ANAHITA

We have neither pride nor mothers. Good day.

The Knights leap upward one by one revealing wide, white wings, that spread and beat the air, lifting them quickly up into the clouds.

Clown fights to stay upright under the buffeting of air from above, as if a helicopter were taking off.

CLOWN

Angels. No sense of humor.

We watch as Sorrow floats down the river, his face disappearing and reappearing in the flow of faces moving fast.

EXT. THE OCEAN - DAY

Sorrow is tossed and tumbled by mighty waves.

Clown tows Sorrow to shore, and wraps him in a blanket. Sorrow sits on the beach, shivering.

Clown gathers wood for a fire.

In the ocean, Whale surfaces with a smile on his face.

He wears a giant T-shirt that reads "Save the Humans"

Mr. Boswell sticks his head into the frame and squeals with excitement. He points at Whale. Jumping into the movie with a large crayon, the monkey changes the animation to a childlike and cartoon style. When he's finished, he steps back and admires his work. Then he jumps out of the shot.

WHALE

(singing:)

Fish, fish, dats what I mish when I
can't find none around. A group of
fish is called a school, and I
teach 'em how to get ate!

Water geysers up from the whale's blowhole and comes down like rain on Clown's head, soaking him.

CLOWN

What's with the message t-shirt?
Are you campaigning for divine
intervention again? Why do you care
so much, they haven't been very
kind to your kind.

WHALE

I don't know. These humans just
sort of got inside me.

CLOWN

Well I say they've blown it again,
and we should just start over. They
don't care about each other, why
should we care about them?

WHALE

You don't mean that.

CLOWN

I'm just saying you can only watch
the human race take a prat fall so
many times before it's not funny
anymore. I mean learn a new joke,
already! Anywho. Back to our
business. And I hope it's funny
business. How's our girl?

WHALE

Boy, are you guys in for it. She's
awful mad.

CLOWN

Great.

Whale's giant roving eye spots a little fish in the water. He lunges with his big mouth open, and water shoots up into the sky.

CLOWN (CONT'D)

How bad? Scale of one to ten.

Clown pulls a tiny umbrella out of his bananapants and puts it over his head. The torrent of water created by Whale comes down, drenching Clown and destroying his umbrella. Clown spits out water.

WHALE

I don't do numbers. Don't have fingers or toes to count on. There's either many fish to eat, or none. She headed inland.

He points with his little fin.

CLOWN

How long ago?

WHALE

Let me check my watch.

CLOWN

Ok. Ok.

Whale spots a little crab scuttling along the beach. He licks his giant lips greedily. Clown picks up the crab. He opens his mouth wide, indicating that Whale should do the same. Whale obeys.

Clown tosses the crab through the air and into Whale's mouth. Whale GULPS! and swallows hard.

WHALE

Thanks. How's he doing?
(referring to Sorrow)
How far along are you?

CLOWN

Haven't even started.

WHALE

Oh boy. You guys are in trouble.

He laughs a deep booming laugh, and slaps his tail on the sea. Clown produces a bigger, heavy-duty umbrella from his bannanapants, and huddles under it.

The spray of water from Whale's tail-slapping does not come from above, but straight forward in a surging wave, like a little tsunami. The wave bowls Clown over. As the water retreats into the sea, Clown is left sitting soaked on the sand.

CLOWN

If someone wasn't yak yak yakking,
I could get to work. Why don't you
go stuff your hole with fish?

WHALE

Stuff my hole with fish? I wouldn't
be able to breathe.

Whale blows a geyser of water into the air.

CLOWN

I'm not talking about your
blowhole, you blowhard. Go on, get
out of here. Your breath stinks.

Whale looks surprised. He puts a fin in front of his mouth and blows, then sniffs, trying to smell. The wind is green and nasty, boiling with stench. It knocks Clown off his feet. He chokes and passes out face first in the sand.

WHALE

Really? Funny how you can't smell
your own breath, huh? Hey, what are
you doin? This is no time to take a
nap. You better hurry. She'll be
back soon.

A jellyfish floats by in the sea.

WHALE (CONT'D)

Ooh! Jellyfish, jellyfish, yummy
for my belly fish! Strawberry,
raspberry, blueberry, yuck! The
bestest tasting jelly is jellyfish!

Whale turns, and heads out to sea. Mr. Boswell runs into the scene and sprays Clown in the face with a seltzer bottle. Clown wakes, shouting.

CLOWN

Is it time for recess?

He looks around himself, and realizes where he is.

He shakes hands with Mr. Boswell

CLOWN (CONT'D)
 Nice work Mr. Boswell. That was
 quick thinking.

He salutes Mr. Boswell and the monkey salutes back.

Mr. Boswell jumps out of the frame and disappears.

Clown hitches up his pants. He speaks to Sorrow.

CLOWN (CONT'D)
 No more monkey business. I'm Clown.
 You are the Singer of Sorrow.

Clown snaps his fingers, and the wood he gathered erupts into
 flame.

He opens up a big red bag labelled "Bag of Tricks."

From inside it he pulls out an impossibly big blackboard.

CLOWN (CONT'D)
 Let me break it down for you. You
 are an angel of the 2nd order.

Clown draws a crude stick figure of Sorrow on the blackboard.

CLOWN (CONT'D)
 And so am I.

Clown sketches himself. The drawing of himself bows and
 strikes a pose, hands on hips, looking sexy.

CLOWN (CONT'D)
 Half man, half angel, we live the
 life of men, to remember what it is
 not to remember that we are more.

He draws a confusing mess of X's and O's on the blackboard
 with arrows pointing all round them, like a coach diagramming
 a complicated football play. He draws crude stick figures of
 angels. We can recognize Anahita (appearing very serious and
 perturbed) even in this little drawing.

CLOWN (CONT'D)
 Angels forget. The rat race, the
 tooth- back- heart aches. Love,
 hate, fear. The primal satisfaction
 of a mighty poop.

He draws a 'dunce cap' on Anahita. The drawing looks up at
 the cap on its head, gets annoyed and rubs it off the
 blackboard.

CLOWN (CONT'D)
 We remind them. I remind them of
 humor--

He draws a funny moustache and Groucho Marx glasses on the sketch of Anahita.

CLOWN (CONT'D)
 --and you remind them of sorrow.

He draws a tear under Anahita's eye.

CLOWN (CONT'D)
 Others remind them of other things.

Impossibly fast, Clown draws pictures all over the chalkboard, of stick figures feeling different emotions, anger, fear, love, hope, etc. The chalk drawing of Anahita gets annoyed, wipes all the drawings off himself and flies right off the blackboard and away.

CLOWN (CONT'D)
 It's all part of God's plan.

SORROW
 Who is God?

CLOWN
 Uh, God is a circle of which the center is everywhere, and the circumference is nowhere.

SORROW
 What does that mean?

CLOWN
 I don't know dude, cut me some slack, I'm a Clown, ask me how to juggle, Ask me how to teach a bear to dance. Damn. I got that circle stuff out of the manual.

He notices a bottle washed up on shore, glinting in the sun.

CLOWN (CONT'D)
 Hey, just in the nick of time!

Clown picks up the bottle and examines it. There is a glowing liquid inside.

CLOWN (CONT'D)
 Curiouser and curiouser. Anyway, we are supposed to forget after every life what we have lived.
 (MORE)

CLOWN (CONT'D)

Like those Vegas ads. "What happens on Earth, stays on Earth." But **you** refuse to forget.

He holds up the bottle of green liquid which floated in from the sea.

CLOWN (CONT'D)

This is the distillation of all the sorrow in the world, since time began. The stankiest Forty ever. King Cobra is champagne compared to this. And of course, it's your drink.

Sorrow reaches to take the bottle. Clown holds it back.

CLOWN (CONT'D)

You swore to me, and your Dad, and your girl, this would be your last life as a man, that after this you would finally retire and chill out. Do you swear? Scouts honor?

SORROW

Yes.

Clown hands Sorrow the bottle.

CLOWN

Last chance to change your mind. Remember, Fire illuminates, but it also burns.

Sorrow drinks. Nothing happens. Then pain descends.

Sorrow weeps and throws himself on the ground. He contorts in terrible pain, writhing in the sand.

Clown sips at a little red drink.

CLOWN (CONT'D)

You want a sip of my Shirley Temple? It's sweet.

Sorrow screams in torment.

CLOWN (CONT'D)

Ok, ok, sweet is not your drink. You're an "essence of human misery, lightly shaken, not stirred" type of guy. I get it.

EXT. THE BEACH - DAY - LATER

Clown and Sorrow are asleep on the beach. Sorrow wakes.

Mr. Boswell changes the animation style to Sorrow's tone: Rembrandt style, with darker colors, light, and shadow.

Sorrow feels his face, which is wet with tears. Moving to the ocean, he holds out his hand above the swelling waters.

A single tear falls into the sea.

The sound of many pianos playing the same chord rises from the depths of the water. The air grows full of a pale blue light.

Sorrow hums a melody, and lifts his hands skyward.

SORROW

(singing:)

The ocean is made of Heaven's
tears, shed out of loneliness
before the world was made.

The ocean churns, the waters moan and move.

Grey clouds gather from the corners of the earth, flowing around each other in the sky, a slow dance of elements.

SORROW (CONT'D)

I add to them the tears of man,
collected over many years, made by
many wounds of heart and hand.

Thunder growls, and lightning flashes.

SORROW (CONT'D)

I bring together these two salty
waters, in hopes the reunion of its
makers may soon follow. I send my
voice across the waters.

The rain comes down and Sorrow's face is washed by it.

Clown is awoken by the rain hitting his face.

CLOWN

Hey Rainman, cut it out!

SORROW

What?

CLOWN

The rain.

SORROW

I woke. I sang a song I've never heard before.

CLOWN

Yeah. You did it.

Clown kneels and tries to start the fire up again.

CLOWN (CONT'D)

Call it off will ya? It's freezing out here.

Sorrow looks clueless, his hands by his sides.

CLOWN (CONT'D)

Ok. Let's see where we're at. You remember me?

SORROW

No. Sorry.

CLOWN

Do you remember anything?

SORROW

I woke, and sang a song I've never ...

CLOWN

Yeah yeah. I got that part.

Clown removes a stick of cartoon dynamite from his pants. He breaks it in half and pours the powder out amongst the half burnt sticks of the now extinguished fire. He lights it.

BOOM! The pile of sticks blows up in Clown's face, leaving it black everywhere but around his eyes. He blinks.

SORROW

Uh...Do you have my life? I don't know what I mean by that.

CLOWN

Yeah, yeah. Don't remember me, your oldest friend, but you remember that? Here.

He throws Sorrow a dirty little bag. Sorrow opens it to find many small scraps of paper with writing on them.

CLOWN (CONT'D)

From your diaries. Stuff you put a star next to.

(MORE)

CLOWN (CONT'D)

Why you want these sad little memories I can't imagine. After I was human, and got back, all I wanted was a good shower and to forget. Look here.

He picks up a scrap that has fallen on the sand. He reads it.

CLOWN (CONT'D)

"The little dachshund by the highway. His sad eyes." What's so important about that?

Sorrow touches the paper and immediately sees.

CUT TO:

Salesman driving down a desert highway. He sees a little dachshund standing by the side of the road. It is bloody and dirty. Its sad, lost eyes make contact with Salesman's, who keeps driving.

SORROW

I should have stopped.

Clown picks up another scrap of paper.

CLOWN (READS)

"16-38-6." Makes no sense.

CUT TO:

INT - HIGH SCHOOL DANCE - NIGHT

YOUNG SORROW dances with LISA, a beautiful dark eyed girl who is taller than him.

SORROW (V.O.)

Lisa Matechelli. Her locker was right next to mine, and I loved her.

Close up of Lisa turning the dial of a locker,

Turning to the numbers 16-38-6.

Lisa notices Young Sorrow looking, and he quickly looks away.

SORROW (V.O.) (CONT'D)

She didn't know it wasn't her locker I wanted to get into. It was her heart.

INT. HIGH SCHOOL CAFETERIA - NIGHT

A banner reads "Cherish the Memories."

The theme is "Under the Sea" There are hastily drawn seahorses, jellyfish, and electric eels.

Everyone is wearing dreadful Easter colors of baby blue and pepto-bismol pink.

The dance floor is painfully empty. Herds of nervous teenagers huddle in small groups against every wall.

SORROW (V.O.)

I was a freshman; she was a junior.
It was impossible. I got up the
courage and asked her to dance. The
song was "Every Woman in the world
to me."

We see Young Sorrow approach Lisa, and make an awkward gesture toward the dance floor.

They walk to the center of the floor and begin to slow-dance.

A close up of Young Sorrow's eyes morphs into Sorrow's eyes in the present.

SORROW (CONT'D)

This one still burns.

He drops the piece of paper.

CLOWN

Did you do her?

SORROW

These are holy moments.

Clown picks up the piece of paper and looks at it. In a thought bubble above his head we see the two teenagers, Young Sorrow and Lisa, slow-dancing again.

CLOWN

Of course you didn't do her. You
didn't do anyone, ever.

Clown reaches up into the thought bubble and pushes the teenagers closer together.

CLOWN (CONT'D)

You were a virgin through a
thousand lifetimes.

(MORE)

CLOWN (CONT'D)

Always waiting to die and get back
to your 'one true love.' What a
waste of good flesh.

Clown moves Young Sorrow's hand onto Lisa's rear end. Lisa gives Young Sorrow a look and he quickly removes his hand.

CLOWN (CONT'D)

If I could have got you laid one
time through the ages, I would call
myself a success.

Sorrow snatches back the piece of paper. The thought bubble above Clown disappears.

Sorrow continues to look over the scraps of paper.

"The last word I said to my dog was 'Stay'".

We see an image of Sorrow holding onto a dog's paw and crying.

"Something about a fire"

Sorrow and an older man sitting in front of a fire, talking.

"Be happy."

Sorrow by the same man's bedside in a hospital.

CLOWN (CONT'D)

Here's a couple of happy ones.

Clown throws the memories up in the air as still images, like photos in a scrapbook. We see a boy zooming downward in a rollercoaster car. A teenage boy roasting marshmallows, a woman looking much in love. A child whispering in Santa's ear.

CLOWN (CONT'D)

I thought you just collected sad
memories.

SORROW

Any memory may hold sorrow, because
by the end, they are all memories
of things that are lost.

The images Clown threw up into the air melt and bleed, colors running, the paint dripping onto Clown.

CLOWN

Choo choo, here comes the Bummer
train. All aboard!

Sorrow looks out at the sea.

SORROW

There is something missing.

Grey clouds sail by. Their twisting dance shows shapes and patterns that almost can be discerned. Sorrow tries to make out what the pictures are but they fade too fast.

Sorrow holds the bag which contained his memories upside down and shakes it. Nothing comes out.

SORROW (CONT'D)

I learned something important this life. But it's not here. An answer to a question I don't know how to ask.

CLOWN

Hmm. Good luck with that.

The clouds move and make shapes and Sorrow watches them. Something almost becomes clear, but then the clouds become just clouds again, keeping their secrets.

Sorrow shakes the bag, and a larger piece of paper falls out. There is a crude drawing of a little dog. The words "Lost Dog" are written on it.

CUT TO:

EXT. CITY STREET - NIGHT

Sorrow sees himself as Salesman on a city street, in his crappy suit and carrying the vacuum. He is weary.

A large poster on a telephone pole catches his attention.

CLOSE SHOT OF POSTER:

"Lost Dog- Clemmie. Lost on July 4th. He ran away cause he was scared of the big bangs. We miss him, and he misses us. Please help. Needs special medication--our family's love!"

And below this is a picture, obviously drawn by a child, of an ugly little dog.

Salesman stands staring at this poster. The eyes of the dog draw him in.

After a moment of thought, he starts to walk away. He sees the back of the telephone pole. It is crucified by hundreds of tacks and staples where notices have been posted and removed.

Salesman lightly runs his hand over the surface.

CUT TO:

EXT. BEACH - DAY

On the beach, Sorrow drops the piece of paper.

He stands.

SORROW

I need to get back in my body.

CLOWN

No, you can't.

Clown pulls a lasso from his pants and throws it over Sorrow, pulling the rope tight.

SORROW

Why not? Have they taken it away?

Sorrow struggles and escapes the rope.

CLOWN

No. It's still there by the pool.
When you die you're out of time,
literally.

Sorrow keeps walking. Clown pulls bricks and mortar out of his pants, and incredibly fast, as in a cartoon, he builds a wall in front of Sorrow.

CLOWN (CONT'D)

We're supposed to wait.

Sorrow walks around the wall. Clown follows after him, and walks into the wall of his own creation. He falls to the ground, rubbing his head. Rising, he pulls lumber and a saw out of his pants and makes a door in the wall, then opens it and walks through.

CLOWN (CONT'D)

The boatman is coming all the way
across the water for you, you're
supposed to be here.

An especially large wave rushes toward shore. In its turbulent eddies, we see the face of the Siren take shape, a form made of water. The watery mouth opens and we hear the Siren's song. Sorrow turns toward the sea when he hears this melody.

CLOWN (CONT'D)

Never mind him, what about her?
She'll have my hide if I let you
leave.

The wave reaches shore in the form of many hands made out of water. They grab at Sorrow's feet and try to drag him out to sea. The Siren whispers insistently.

SIREN (V.O.)

You promised.

The water grasps at Sorrow with many greedy fingers. He falls to the ground and twists, trying to escape. Clown joins him, flailing and kicking at the watery spirits.

A snake of water, a glistening tentacle with flashing eyes, wraps around Sorrow's neck. It rears up into the air and then plunges down his throat as he yells, choking him.

Clown pulls a hand buzzer out of his pants and lays his hand on the water snake. The creature receives a powerful electric shock and pulls away.

Clown grabs Sorrow and pulls him up on a sand dune. Satisfied with his performance, Clown tosses the hand buzzer in the air like a coin, flipping it.

CLOWN

I love my joy buzzer. It's an oldy
but a goody.

The joy buzzer lands in his hand, wrong side up, and Clown receives a shock. He hastily flips it and puts it away in a little satchel.

Sorrow catches his breath.

CLOWN (CONT'D)

She's not the only one waiting for
you. You know who, the "Grand
Poobah" has called you home. You
must go.

SORROW

Yes. I must go.

CLOWN

Good. That's settled.

Sorrow rises and moves along the beach.

CLOWN (CONT'D)

Where are you going when you're going? Oh boy. You're retired, dammit!

EXT. BY THE POOL - NIGHT

Salesman's body lies by the pool. Frank sneaks down the stairs, carrying a large Hefty bag. He looks around, then crosses to the body.

Quickly, he kneels and puts the bag around Salesman's feet. He begins to pull the bag over the body.

Salesman takes in a huge gulp of air, as if coming up from underwater and nearly drowning.

Frank falls on his butt, terrified. Salesman sits up and opens his eyes. He stands up, twists and CRUNCHES! his back.

SORROW

I'm ok. No hard feelings.

Clown stands facing Frank, who doesn't see him.

CLOWN

You think you're a real big pants man, don't you?

He lifts his big red-shoed foot to show Frank.

CLOWN (CONT'D)

See these big shoes? These big shoes are gonna kick your big ass.

He swings his fist and it passes right through Frank's head.

CLOWN (CONT'D)

Damn! Let me borrow that body a minute. C'mon. Just let me kick him in the nuts.

Sorrow has walked out of sight.

EXT. A CITY STREET - NIGHT

Sorrow and Clown walk.

Sorrow steps out in front of a car. Clown grabs him.

CLOWN

Whoa! Remember cars? This body is a rental, so be careful.

Someone honks at them. Clown waves dismissively.

They approach the "Lost Dog" sign Sorrow saw in his vision.

Sorrow feels the graveyard of tacks and nails on the back of the telephone pole. A light blue ghostlike fog clings in wisps on the wood. Sorrow traces it with his fingers, and there appears, fading in and out of visibility, ghosts of the people who put up the posters. Their sad, hopeful eyes are outlined in the airy blue fog.

SORROW

Here is written a tale of many
woes. Here the boy told his
father...

A fingerprint on a poster shines in visible blue ridges. Down from the point of contact, the ghostly form of a little boy takes shape in the shifting fog. RHYS is seven years old, but looks and acts much older.

The boy's voice comes from Sorrow's lips, like a recording.

SORROW (IN RHYS'S VOICE) (CONT'D)

'Hang it high so everyone can see'

CLOWN

That's very disturbing.

Sorrow sniffs the poster. The blue fog is sucked up his nostrils. A tendril of brown, curling smoke mixes in with it and makes Sorrow react with a grimace.

SORROW

The scent of sorrow is strong. It
will be easy to follow. There is
another scent, equally strong.

CLOWN

Oops.

He waves his hand behind his butt.

CLOWN (CONT'D)

There's one of those silent but
deadlies I was talking about. I'm
famous for em. Does it jog your
memory of me?

SORROW

No.

CLOWN

Darn.

SORROW

Please refrain. I will not be able to follow the boy's scent.

Clown pulls a giant matchstick from his pants.

CLOWN

I'll take care of it.

He runs the giant match across his teeth, and it explodes into flame. He blows it out and we see that his face is black except for the wide, white, saucer eyes.

Sorrow has walked away.

CLOWN (CONT'D)

You could at least chuckle. I think I burnt off my eyebrows.

EXT. A BACK STREET IN THE CITY - NIGHT

Sorrow and Clown walk along a quiet back street.

Suddenly Sorrow stops. The Siren's melody is in the air.

SORROW

There is singing.

CLOWN

No there isn't.

SORROW

That voice, so beautiful.

CLOWN

Don't hear it. La, la la la.

He sticks his fingers in his ears, and sings a nonsense tune.

SORROW

Quiet, I want to hear.

CLOWN

Let's rest. I'll tell you a story.

Clown pulls a La-Z boy recliner out of his pants and pushes Sorrow down into its fat cushions. Sorrow struggles to stand.

SORROW

I want to go on.

CLOWN

Appease me.

Clown struggles to pull a little one-man theater out of his pants(a la Punch and Judy.): It looks like a brightly colored phone booth.

Clown steps inside. A small marionette appears within the proscenium; it's a crude likeness of Clown.

CLOWN (V.O.) (CONT'D)
Hear ye. Hear ye. Hey you!

Sorrow's attention snaps back. Clown acts out the story with his little marionettes. We see figures of two men on a boat, sailing on a makeshift sea of tissue paper and wood.

CLOWN (V.O.) (CONT'D)
Long ago we sailed further than anyone, save those who had never returned.

The little puppet on the boat tries to work the sail but gets tangled in its own strings.

Mr. Boswell jumps into the scene. With a pair of scissors, he cuts the marionette's strings.

The monkey takes a glob of clay and quickly molds the puppets and everything else in the scene into stop-motion clay. It is the bright-colored and simple-shaped look of the Christmas specials like "Rudolph the Red-Nosed Reindeer."

The now stringless marionettes continue to sail.

CLOWN (V.O.) (CONT'D)
Something called us, and you said
it was the horizon, and you sang to
it, your sweetest, saddest song,
and the horizon answered back.

The little puppet boat sails toward an island. This island is dark and sharp looking with spikes of stone and jagged rocks. In the water, sharks circle, vigilantly waiting. A large shark shakes something fleshy under the water and dives into the depths, vanishing.

CLOWN (V.O.) (CONT'D)
A melody of terrible beauty and
power, from which I knew we must
and would not turn back.

The sea gently swells up behind the little puppet boat, like a giant hand, and pushes it forward, toward the shore where many "siren" puppets are dancing and singing.

These stop-motion puppets are wrapped with willowy white fabric that flows in the sea wind.

All that can be seen of these women are bits and pieces. A beautiful eye, a sensuous arm, a suggestive leg.

Their voices are sweet, alluring and ominous.

CLOWN (V.O.) (CONT'D)
 You were already lost. Staring into
 the embrace of fire and water that
 makes the sunset.

The Sorrow puppet stares into the beautiful waves. A large water snake HISSES! by, rippling the reflection of Sorrow on the water.

CLOWN (V.O.) (CONT'D)
 She called as if she knew you.

SIREN
 Sorrow...

The Sorrow Puppet sees only one siren on the beach, and he is focused on her deep, full eyes. The Clown puppet clings to the mast of the little ship and is assailed by visions that move in the air: women dancing, writhing, kissing him, and moaning.

CLOWN (V.O.)
 You heard her as one voice out of
 many, although I heard all mixed,
 and weaved together; the essence of
 all that woman becomes to man: hot
 tears, wet palms, gravity, flying,
 fire, ashes, breathless kisses like
 drowning.

The Siren's song sways in the air, a living thing of light and shadow. Siren's face hovers close to the Sorrow puppet, teasing him with her lips, and an impossible kiss.

CLOWN (V.O.) (CONT'D)
 Oh, their song was well rehearsed,
 practiced, and inescapable.

P.O.V

From a point of view behind the sirens on the beach, we are looking out to sea, and from this vantage point, we can see them in a different light.

Long, sharp nails protruding from their fingers CLICK! and SNAP!

together as the sirens wriggle their hands in anticipation. Behind the rocks we see a Siren whose face is ripe with red blood, chewing, ripping the last pieces of flesh from a human leg.

CLOWN (V.O.) (CONT'D)
 With a smile, I surrendered to an
 end with salt water in my lungs.

Clown smiles stupidly at a vision created for him. It's a beautiful woman wearing a little red clown nose. He opens the door to a clown car for her. She gets in, and they drive off into the sunset. The silly horn on the car HONKS! Clown sighs in contentment.

CLOWN (V.O.) (CONT'D)
 And that is how it no doubt would
 have been, save for you, and her,
 and something no one could ever
 have anticipated.

The Sorrow puppet is about to step off the boat and into the water. A large shark circles below him, waiting with gleaming teeth. The Siren puppet sees this and sharply takes in breath. She stops singing. There is a silence and all the other sirens look at her and hiss.

CLOWN (V.O.) (CONT'D)
 A siren falling in love.

The Siren puppet lets the fabric covering her face fall. Sorrow is overwhelmed by her beauty.

CLOWN (V.O.) (CONT'D)
 And a Singer of Sorrow. You sang to
 her, and she to you. Each calling
 to each. The most tender battle the
 world has ever seen.

The songs of the two singers dance together, a ballet of power, attraction and repulsion. As magic light they pursue each other upon the water, between the waves, playing hide and seek.

CLOWN (V.O.) (CONT'D)
 The siren call is a song of sweet
 promises, but this time, stirred by
 your sad song, she felt compelled
 to tell of her own desires.
 Loneliness hid deep within sprang
 forth from secret depths, and was
 told.

The Siren's melody has changed: it is softer, more needing, and we can hear and see the girl inside the monster. Her eyes are sad and full of longing. The other siren puppets turn on the Siren puppet that has revealed her face. They attack with tooth and nail, surrounding her as she sings to Sorrow.

The Siren picks up a hand-sized stone and wields it mightily, swinging it all around. WHACK! The stone connects with the head of another siren. That siren falls face forward in the sand, screeching, and then is silent. The others close in on Siren, circling, wary but intent.

CLOWN (V.O.) (CONT'D)

You were moved. Overcome, not with
lust to have her, but a desire to
save her.

The Sorrow puppet dives into the water.

The Siren puppet screams in despair and leaps into the waves as well.

CLOWN (V.O.) (CONT'D)

You leapt from the boat into the
sea, and were tossed on waters set
boiling by the sirens to dash
sailors on sharp rocks. And she
followed. None of her kind could
stop her, could hold her, but into
the surf she plunged because, she
later told me, she could not bear,
having once heard your voice, to
live in a world without it.

The puppets of Siren and Sorrow move toward each other. Sorrow's puppet goes under the water, its little clay hand rising, once, twice, and then sinking beneath the waves.

WHOOSH! Water blows sky-high and a puppet of Whale surfaces. He rolls on his side and offers a fin to the Siren puppet. She swings up onto his back. Her song moves the waves to obey, and watery hands lift the Sorrow puppet up in a surge of surf to rest on the puppet whale's back.

CLOWN (V.O.) (CONT'D)

From the surf she pulled you.
There, at the edge of the world, I
witnessed the longest kiss I have
ever seen, a kiss, and a love begun
which would make all others after
seem candles held up to the sun.

A theatrical sunset is flown into the puppet theater as the puppets kiss.

The Clown puppet waves for help from his little boat. He throws a rope up to the Sorrow puppet who holds it tight. The Whale puppet sets off across the sea, towing the little boat. The Clown puppet whoops and hollers as he speeds along through frothy waves.

CLOWN (V.O.) (CONT'D)

And you have been together ever since. Except for the brief lives you inhabit to keep the wounds of humanity fresh in your minds.

On the beach they left behind lie a tangle of torn siren puppets. Clown reaches in from above and squirts ketchup on the puppets to represent blood.

CLOWN (V.O.) (CONT'D)

Always and through all your lives she calls you to the water, to breathe, to drown, to be with her again. And always you go.

The Sorrow puppet offers his hand to the Siren puppet. Behind her back she hides sharp taloned claws, one of which grasps a bloody stone. Slowly, one claw changes to the delicate hand of a woman. She presents this hand to the Sorrow puppet. The stone the Siren puppet was holding falls into the sea. The lovers smile and hold each other.

CLOWN (V.O.) (CONT'D)

Her song was strong when it held only death, but coupled now with a very great love, it is undeniable. The end.

The little puppets take a bow.

CLOWN (CONT'D)

Or as my uncle Morty would have me tell the story, 'one day they met, and 'Boom' went the dynamite. !"

Clown rises inside the puppet theater to find Sorrow is gone.

CLOWN (CONT'D)

Dammit! No audience.
 (talking to puppets, that
 now lie in a heap:)
 And that was a great performance
 you guys.

EXT. SUBURBAN STREET - NIGHT

Sorrow walks down the middle of a deserted suburban street, following the singing of Siren.

Mr. Boswell jumps into view and fiddles with a sprinkler on someone's lawn. The sprinkler SPRITZES! to life. In the cascading spray of water, we see the shape of a woman. The animation style changes to Siren's tone: romantic, intricate, painted in colors of the sea.

Siren is pale and perfect. Her dress glints and flashes with brilliant white coral.

SIREN

(singing:)

Come to me. Die and live in my
arms. In your mother you breathed
water, do so again.

The sprinklers shut off, and she fades away. Sorrow moves on.

EXT. A CITY STREET - NIGHT

Sorrow follows the haunting melody, which fades.

SORROW

Wait! Don't leave me.

His foot splashes in a puddle. He looks down, and as the ripples settle, he sees Siren's face, rising from below.

SIREN

Leave you? Never.

(singing)

So many lives I walked beside you,
in ocean, stream and lake.

EXT. FOREST STREAM - NIGHT

In the water of the puddle, Sorrow sees a vision of himself paddling a canoe down a stream. He is wearing a coonskin cap and has a rifle hanging at his side. Moonlight shines down bright upon him. The water ripples in the puddle and the image we see changes to an overturned canoe and a floating paddle. The Siren's tail splashes quietly and disappears under the water.

CUT TO:

EXT. NIAGRA FALLS - DAY

Sorrow sees himself standing at the edge of Niagara falls, listening to the roaring water. This time he wears a neat black suit and a little derby. There is a cane in his hand. Nearby, a fat tourist with a big camera is taking a picture of his wife. A pale hand floats up the falls, the rest of the Siren's body is hidden behind the pounding water.

CUT TO:

EXT. NIAGRA FALLS - DAY -MOMENTS LATER

Sorrow is gone. The fat tourist is freaking out. He points down into the water and screams something we can't hear over the roar of the falls. He stands dumbfounded for a moment, then lifts his camera, points it down toward the bottom of the falls and takes a picture.

EXT: STREET- NIGHT - THE PRESENT

Siren's face becomes clearer, draws closer.

SIREN

Even in the tears you shed, I dwelt
and followed you.

EXT. NEW YORK CITY STREET - NIGHT- THE PAST

Salesman stands on a street corner pleading with a cold looking, well-dressed WOMAN. She holds a gift in her hand. Carelessly she tosses it to the ground, turns, and walks away.

Salesman cries and hides his face.

A car drives by, moving fast. It hits a puddle and water splashes up in a wave. In the wall of water we causes the angry face of Siren. The water drenches the "cold woman" and destroys her pretty dress.

SIREN (V.O.)

Once I had the patience of the
ancients. To wait, to pull, to sing
sailor souls to rocky shores.

EXT. SIREN ISLAND - DAY - THE PAST

We see Siren sitting on a rock on Siren's Island. Round about her, the ragged remnants of seafaring clothes cling to sun-bleached skeletons. She is looking out to sea and stringing a necklace made out of finger-bones.

EXT. CITY STREET - NIGHT - THE PRESENT

Siren's face becomes clearer and closer, rising out of the puddle.

SIREN

And then you kissed me.

Sorrow lies on the ground and slowly brings his face toward hers. But the moment his lips disturb the puddle's still surface, she is gone, replaced by ripples.

SORROW

Take me! I want to die.

A car blasts its horn at Sorrow, and he moves aside.

Siren's face is no longer in the puddle, but her voice still floats on the night air.

Sorrow runs, growing frantic.

EXT. SAMSON'S HOUSE - NIGHT- THE PRESENT

Sorrow approaches the house and peeks in a window. He goes behind the house.

Sorrow tries the back door, but it's locked. He finds a dog door and crawls in. Halfway through, he hears a deep menacing growl. He looks up and finds himself face to face with SAMSON, a big black dog, baring its teeth.

SORROW

Samson. Remember me? The first time they left you alone as a puppy, I sang your sadness and comforted you. Remember?

Samson cocks his head, then starts licking Sorrow.

SORROW (CONT'D)

Thatta boy.

INT. SAMSON'S BATHROOM - NIGHT

CLOSE SHOT: Water pouring from a spigot.

CUT TO:

Sorrow lies in a tub filled to the brim and overflowing with water. In his suit and with his arms crossed on his chest, he looks like he's in a waterlogged coffin.

He sinks underwater and lets air come bubbling out.

Water spreads across the clean, white linoleum of the bathroom floor. In it, as if rising from the bottom of the ocean, we see the Siren. She looks small and far away, her white flowing garments eddying around her like a jellyfish.

A fair, white hand breaks the surface of the water and grasps the edge of the tub. Siren pulls herself up and into this world, all the while singing her song. "Siren's Song".

SONG BEGINS

SIREN

(singing:)

Once I had the patience of the
ancients. Then you kissed me. Once
I sang the beast "desire" awake in
countless hearts; now it lives in
me. My own song drives me mad. Yet
I must sing. I want you now, and
now I will have you.

She leans into the tub and they kiss under the shallow water.

He hears her voice, though her lips do not move.

SIREN (SINGING) (CONT'D)

Breathe water and drown in my love.
We will away. For the last time we
have been parted. Now we are
forever one. Die my love.

SONG ENDS

Sorrow coughs and sputters as water enters his lungs. He struggles to rise and breathe. Siren places her hand on his chest and holds him down, firmly but gently. Her hand and arm morph into that of a monster. Green and scaly fingers with long sharp claws apply a powerful force that Sorrow cannot overcome. The claws cut through his suit and push into the skin beneath his clothes. Blood seeps into the water.

Suddenly Clown kicks the bathroom door in with his big red shoe.

Siren, now fully a monster, turns toward him and shrieks, her fangs bared. Sorrow struggles under her powerful claw, thrashing in the water.

CLOWN

Aw, look how cute you guys are. Say cheese!

He takes a picture of them with a giant Polaroid camera. The flash is intense. Siren puts a claw over her eyes, momentarily blinded. Clown shakes the Polaroid, watching it develop. We hear Hey Yeah's...Shake it, shake, shake, shake it."

CLOWN (CONT'D)

Oh yeah, that's a keeper.

He reaches into his banana pants and produces a giant red boxing glove on the end of a spring. He pushes a button and the glove rushes forward and BAM! hits Siren in the face.

She sways, dizzy, and falls to the floor. She shifts back from a monster into a woman. Her claws fade into hands, and her face softens. The color of her skin changes from green to pale white.

Tiny stars and cartoon birdies chirp and twitter around her head.

Clown pulls Sorrow out of the tub onto the floor. He turns him on his side and hits him on the back.

Sorrow retches water and starts to breathe on his own.

Suddenly Siren wakes. She screams and changes back into a monster. Red light dances in her eyes. Her long nails scrape on the linoleum, making a terrible sound.

SIREN

I will destroy you!

CLOWN

Ya know, you got a lot of repressed anger, there. How's that working for ya?

She screams in anger. With a vicious slice of her claw, she lashes out at Clown. The razor sharp nails slice through Clown's tie. Clown fiddles with the half of his tie that remains.

CLOWN (CONT'D)
 Dang it! Charlie Chaplin gave me
 this tie.

Siren screeches and blocks the door.

Clown picks up Sorrow and throws him across his back.

CLOWN (CONT'D)
 Out of the way little missy. Don't
 make me go all 'Three Stooges' on
 you.

Siren swings at Clown and he jumps back. Her claws slice off
 the end of one of his giant shoes.

There's a black hole at the end of the shoe, and Clown's toes
 pop out, wiggling in the air.

CLOWN (CONT'D)
 That's it. Let's dance. I hope you
 can polka aquawoman!

He reaches into his pants and pulls out a big round black
 ball with a SIZZLING! fuse. He throws it at Siren and she
 instinctively catches it in her mouth, like a dog with a
 ball.

BOOM! The bomb explodes and thick green smoke pours forth.
 Siren, and even Sorrow, who is half unconscious, react to the
 smell.

CLOWN (CONT'D)
 Pee-yoo-ee huh?

The stench of the noxious, green smoke overwhelms Siren. She
 coughs and chokes. She becomes a woman again. Now she tries a
 different tactic, becoming suddenly sweet and charming.

She smiles.

SIREN
 Why should we fight? We want the
 same thing. To satisfy his desires.

CLOWN
 Hey, he and I, we're just friends.

SIREN
 He desires me, and also to fulfill
 his mission. To find the little
 dog. To bring him home to his boy.
 One of these things can and will
 be. One cannot and will not be.

(MORE)

SIREN (CONT'D)

Let him come to me. Heal his heart,
not break it.

CLOWN

Where's the little dog? Do you
know?

She smiles.

SIREN

(singing:)

Give him to me, and you shall have
my sisters.

Clown sees a foggy image of himself lying on sand. He is surrounded by women who look like Siren. They are kissing him.

SIREN (CONT'D)

Remember the taste of salt spray on
your tongue, the fire of wanting in
your heart? They call you, they are
yours. I promise.

She hums a melody, moving her body hypnotically.

Clown sways, his eyes getting sleepy.

Siren waves her hand toward the tub, whispering.

Suddenly, electric eels slither out of the drain. Blue sparks of electricity dance on top of the tub water.

Siren continues to sing her song, enchanting Clown.

The tub fills to the brim with squirming electric eels. Water pours over the edge, sparking with electricity. The water inches closer to Clown's feet. Sampson arrives in the doorway and barks wildly at the hissing eels.

The commotion startles Clown. He shakes his head and seems to wake from slumber.

CLOWN

Whoa! Wake up big pants, and settle
down little Willie. (looking down
at his crotch) You wanna get us
killed?

He opens the bathroom door and slams it into Siren. She GROWLS! terribly. A green arm with sharp claws flails in the air around the door. Bits of paint and wood fly.

Sampson turns tail and runs.

CLOWN (CONT'D)
 Feet don't fail me now!

Clown's toes are sticking out since Siren cut off the end of his shoe. The little toe on his foot suddenly has a little mouth and eyes and nudges his neighbor toe with a tiny elbow.

CLOWN'S LITTLE TOE
 Wake up you guys the boss feels the
 need for speed!

All the other toes wake up, shocked and bewildered.

The little toe kicks them into action and Starts Clown running fast out of the house. Sorrow is slung over Clown's shoulder, carried fireman style.

EXT. HOLLYWOOD SIGN - NIGHT

Sorrow and Clown sit on top of one of the L's in the Hollywood Sign. Sorrow is wrapped in a brightly colored clown blanket. He is wet and trying to warm up.

The animation style is the default Clown/Sorrow tone: with Clown looking silly and childishly drawn, and any tool or prop he creates looking the same; while Sorrow is drawn in the Rembrandt style: darker, and more serious.

The background is painted in the Mark Ryden style: somewhere between Clown and Sorrow, a classical painting mixed with the weirdness of expressionism, and a hint of a cartoon.

Clown rings water out of his silly little hat.

CLOWN
 Here, you better change out of
 those wet clothes. You could die of
 pneumonia. Again.

He pulls some clothes out of his pants and hands them to Sorrow. They are the sort of "knights clothes" that we saw Sorrow wearing at the beginning of the movie, a simple tunic.

In the distance, we hear Siren's song. Sorrow rises in the midst of changing clothes. He is half naked and shivering.

SORROW
 She calls me.

CLOWN
 Then it's a wrong number, bro. Sit
 down.

Sorrow sits. Clown's toes are still sticking out of his sliced up shoe. The little toe pipes up again.

CLOWN'S LITTLE TOE

Buddy, you're like a dog that goes back to eat it's own puke. Same old mistakes. Hey where did this hot meal come from that wasn't here a second ago? Um, smells like beef. Or in this case, fish.

The little toe laughs at his own joke.

CLOWN

First of all, yuck. Secondly, there's no more of the talking toe. That was a one time thing. It's just way too silly.

CLOWN'S LITTLE TOE

Whatever floats your boat.

CLOWN

Is that you Chris?

CLOWN'S LITTLE TOE

Bingo, funny boy! It is I. Myself. They told me my name would be in the credits. You know "Christopher Walken as the talking Toe. That just tickled me pink.

CLOWN

Damn. That is cool. Nice working with you.

CLOWN'S LITTLE TOE

Likewise. You're a funny man. Funny ha ha.

CLOWN

Rrrright. Could you, like, wrap it up? I really don't want to be upstaged by one of my own digits.

CLOWN'S LITTLE TOE

All right. Don't get your banana pants all in a bunch. Look at me, I'm a talking toe!

The toe dances around and then lies down quiet in Clown's shoe. Clown quickly takes out a big roll of tape, and wraps it around and around his foot.

Then he pulls out a can of paint and paints the tape bright red, so the shoe looks good as new.

The Siren's song is heard in the air. Sorrow stands up. Clown pulls him back down.

SORROW

I love her.

CLOWN

Booring.

SORROW

You must never have been in love.

CLOWN

Don't give me that day old baloney!
I've been peddling my unicycle
madly along behind you and your
girl's bicycle built for two for a
millennium now. When have I had
time to fall in love when I'm
always saving you from a watery
grave.

We hear the Siren's voice in the distance. Sorrow stands.

SORROW

She calls me.

CLOWN

Man oh man.

He pulls Sorrow back down.

CLOWN (CONT'D)

Now listen, focus. You've stood up
the boatsman, jumped back into a
past due body owed to the Earth,
and pissed off a sea elemental.

Clown removes his old tie which was destroyed by Siren and looks over a bunch of crazy ties to pick another one.

CLOWN (CONT'D)

You've even defied God himself, who
pretty much point blank told you to
retire and come home.

Clown picks a tie with pictures of bears riding unicycles, and puts it on.

CLOWN (CONT'D)

And all this just to get a little dog back to his boy. You can't quit now. When you're doing something stupid, you got to commit to it. I learned that from pratfalls.

He pretends to trip, and falls off the Hollywood Sign.

THUD! He lands on the ground below.

Sorrow ignores him, sniffing the air.

Out of sight in the bushes, we hear Clown's voice coming up from below.

CLOWN (CONT'D)

Don't worry. Fake fall. I'm not even hurt. I'm not William Hurt either.

Clown pulls a William Hurt mask out of his pants and holds it in front of his face.

Sorrow pays no attention; he is back on the scent.

He wanders off down the hill.

Clown's big red foot sticks up out of the bushes.

Clown's little Toe rips out of the shoe and yells.

CLOWN'S LITTLE TOE

That's was one giant leap for clownkind. Ha cha cha!

Clown's little Toe begins to dance.

CLOWN

Shut up talking Toe!

INT. RHYS KITCHEN. - NIGHT

RHY'S FATHER and RHY'S MOTHER stand at the kitchen table. The table is covered with "Lost Dog" signs, crudely written and with a picture of a dog drawn on.

FATHER

I think he's made enough of these.

MOTHER

It gives him something to do.

FATHER

It's been three weeks. What do we tell him?

MOTHER

We can't tell him what we don't know.

FATHER

Then what do we say?

MOTHER

That we're sorry? At least it's true.

FATHER

I don't want the truth. I want a great lie to tell him. Better than Santa. But he's too old now. He can tell when I'm lying. When I don't believe. I want to believe, or be able to lie convincingly to my child. Is that too much to ask?

She moves to him.

EXT. RHYS HOUSE. - NIGHT

Sorrow walks up the driveway. Clown grabs him.

CLOWN

They can see you.

He moves his mouth toward Sorrow's. Sorrow pulls away.

SORROW

I am pledged to another.

CLOWN

Duh. I'm not kissing you. You must take in my breath; angel breath, once filled with it, you will not be seen by them. When you need more, signal.

He winks.

He takes a big breath.

INT. RHYS BEDROOM - NIGHT

RHYS kneels by his bed, praying. Clown and Sorrow sneak quietly into his room and stand behind him.

RHYS

Dear God, Clemmie may be on the street, running scared, or hiding. I know you know where he is; your eye is on the sparrow and on Clem. Don't let him be afraid, or cold. Help him to find his way home. Amen.

EXT. RHYS HOUSE - NIGHT

Sorrow and Clown sit on the curb in front.

SORROW

The boy's faith is great. Why are no angels here, on his behalf?

CLOWN

Don't look at me. I'm just a clown.

SORROW

The boy weeps. I will sing his song.

Sorrow gets down on his knees in the street.

CLOWN

Woop, woop! Danger Will Robinson. Angels will come if you sing.

SORROW

They ought to have come already.

CLOWN

Simmer down little teapot. There's purpose. Order. You'll remember.

SORROW

All the more reason to sing before I remember what I can and cannot do, what I should and should not. My spirit is angel, my heart human. I sing for the child that they forgot, I will sing.

CLOWN

Rock on.

Sorrow sings in the boy's high soprano voice.

SORROW

(singing in Rhys' high soprano voice)

Dear God, Clemmie's running scared.
(MORE)

SORROW (CONT'D)

Help him find his way. He is all alone, searching for home. Clemmie cannot read the signs that mark our street, he has no thumbs to open the door to our house. He needs your help. Help him find his way back home.

At the end of the prayer, a GROUP OF KNIGHTS (5) walk down the street. (The same knights we saw fighting Sorrow by the River of Lethe.) They are lead by Anahita.

CLOWN

How's about making an entrance folks?

He imitates the Angels, shuffling along, slouching, picking his nose.

CLOWN (CONT'D)

Nah, you guys should come in crouching low, snapping your fingers. Work with me.

ANAHITA

(to Sorrow:)

You will return to the sea.

SORROW

When I complete my task.

ANAHITA

There is no task appointed you. Your labors on this Earth are done. You are awaited. On the shore and above. Please let us escort you. Now.

SORROW

No.

ANAHITA

We forgive your confusion. The passion of those bound by time courses through your blood. When you again partake of the peace that passeth all understanding, you will thank us for our patience.

There is the CLANK! of metal on the pavement. Clown has let fall a sword. He gives Sorrow a knowing look.

CLOWN

What's this? Is that your sword,
Sorrow?

SORROW

I do not recognize it.

CLOWN

Damn Lethe water. Run! I'll hold
them a minute.

Sorrow runs.

Clown swings his staff against Anahita, who parries the blow,
grabs him by the hair and lifts him off the ground.

CLOWN (CONT'D)

30 seconds?

EXT. ROAD - NIGHT

Sorrow runs without looking back. Suddenly he stops. He
smells something in the air and starts in another direction.
As he wanders down a dark alley, he sees a shadow moving
toward him. It crouches, and he stiffens in fear.

CLOWN (OFFSCREEN:)

Two peanuts walking down a New York
city street. One was assaulted.
It's me, you dope.

Clown steps into the light.

CLOWN (CONT'D)

Thanks for nothing back there.

SORROW

Are you okay?

CLOWN

I took some prat falls and made
some funny noises. They didn't
laugh, but it confused them. Your
next memory refresher course will
be about this.

Clown hands Sorrow his sword.

SORROW

It's mine?

CLOWN

We fought side by side in the Seventh Circle wars for 300 years, and you don't remember squat. Lucky dummy. I was drafted. You volunteered. It was Hell.

SORROW

Where is the seventh circle?

CLOWN

Like I said, it was Hell. Here.

He takes Sorrow's sword and looks up and down the blade.

CLOWN (CONT'D)

Ah, here we go.

He finds a dark spot that looks like rust on the blade. He scrapes it with his fingernail, and a bit of red dust comes off.

CLOWN (CONT'D)

Stick out your tongue.

SORROW

Why?

CLOWN

To see. Don't worry, what you've already killed can't hurt you.

Sorrow sticks out his tongue. Clown places some of the red dust on it.

WHOOSH! Memory descends on Sorrow.

EXT. HELL - DAY

Mr. Boswell jumps into the scene and splatters paint violently all over. The animation style is that of Ralph Steadman: mad blotches and splats all over the place, frenetic and almost psychotic.

Sorrow and Clown stand side by side with swords in hand. They are two of a small group of angels formed in a circle around a tiny white flower growing in red, red soil.

Thousands of demons rush toward them from every direction, screaming. The ground shakes and rumbles as if there's an earthquake. Clown yells above the din to Sorrow.

CLOWN

Someday we'll look back and laugh
about this!

Sorrow doesn't look so sure.

EXT. ROAD - NIGHT

Sorrow is back to the here and now. Clown laughs and slaps
him on the shoulder.

CLOWN

Some dumb ass 5th level angel
accidentally drops a flower into
Hell; it takes root, and we, the
grunts, have to go to war.
Politics. Nothing ever changes.
Damn, that place was hot, even in a
flashback. Well we better get used
to it, what with Global Warming and
all. Oh sorry, I forgot, that's
just a 'theory.' Smoke is good for
the Earth, just like it's good for
people. Anyway. Hey smell that? I
think it's Clem.

Sorrow is still recovering from what he's just seen.

CLOWN (CONT'D)

The boy's dog. Hello? Operator.
Collect call from Mr. Floyd to Mr.
Floyd.

SORROW

Yes. Clem. Right.

Sorrow smells the air.

SORROW (CONT'D)

He's scared. Frightened by the
fireworks on the Fourth of July, he
jumped the fence and fled. His fear
changed to sadness as he realized
he was alone again.

CLOWN

Hey, lift that sword! I'll take you
through the basic parries, that
should jog your memory.

SORROW

He went down this way.

CLOWN

Those angels will be back. Are you listening?

SORROW

He stopped here.

Sorrow sniffs the air.

SORROW (CONT'D)

A homeless man was lying there, he feeds Clem. Pets him. Then... men come. Boys. They are not nice. "Get away boys. Leave him alone! I am Clem! Be wary, I am small but fierce! You will feel my teeth." They kick the man. "Stop, mean boys stop!" I am filled with rage, Clem is... I lose the scent of him. I don't know what happened...where he went.

CLOWN

The emotion changed. You don't **do** anger. There's nothing **funny** about the situation either so I can't track him. It's a dead end. There is another who can help us.

A pile of clothes and rubbish moves. DANIEL, a homeless man, lies in the alley.

DANIEL

Hey, you nuts!? There's nobody here but me, and I don't know ya.

SORROW

I am a friend of Clem.

DANIEL

Who's Clem?

SORROW

The dog, the little dog. Do you know where he went?

DANIEL

Who cares?

SORROW

You do.

DANIEL

I don't care about nothing.

Sorrow sees small, porcupine-like creatures swarming out of Daniel's bottle of liquor. They crawl on him, attaching to him, and sucking energy from his heart and his head. As Sorrow speaks, he gently pulls these creatures off Daniel and tosses them away.

SORROW

Then you are much changed since we met over Prince's grave. Your first and last dog. I sang his song as you dug in the frozen rocky ground on your parents' land, cursing God that he would not let you make the grave deep enough to even cover the bones.

DANIEL

Who the Hell are you?

SORROW

(singing:)

The grave was deep enough, it held nothing that you loved. He never left your side. A dog's spirit knows only loyalty, and love. They do not wander like human dead, like fog in wind, pulled by desire or regret. They stay where they have once found love, and never, ever leave.

(speaking:)

You have laid waste to your life, but that is not the sad thing here, the sad thing is that you think you are alone.

As Sorrow sings his sad song, he pets the air slowly. The ghostly form of a dog begins to appear under Sorrow's hand. Daniel sees the dog and is overcome. He pets him softly.

SORROW (CONT'D)

Sleep, and dream, Daniel.

Daniel lies down with his head on the dog.

Sorrow and Clown walk away. From a distance we can see that Daniel appears to be alone.

CLOWN

A human heart with an angel's growing powers is a dangerous combination. Like me and beans.

SORROW

Perhaps if God had such a heart he
would have done as I did, long ago.

CLOWN

You showed that guy a miracle.
He'll never stop looking for you.
So he'll never see the things that
are right in front of him.

Clown smells a rose on a nearby bush.

We hear the sound of horns honking in the distance.

CLOWN (CONT'D)

What time is it?

He pulls a giant alarm clock out of his pants.

CLOWN (CONT'D)

Four o'clock! I thought so. I know
just where our friend will be. Do
me a favor. Practice.

He hands Sorrow his sword.

EXT. BY THE FREEWAY - RUSH HOUR

Cars are lined up as far as the eye can see. Horns are
honking and tempers are flaring. Clown and Sorrow approach a
highway overpass, where RAGE, a savage mountain of a man,
stands wielding a giant wood club and looking up at the sky.

CLOWN

Don't say anything to upset him.

SORROW

Such as?

CLOWN

You never can tell.

SORROW

I'll say nothing.

CLOWN

No, that would upset him. You two
are the best of friends, through
many ages, and countless battles.

Rage crashes his club into the metal fence on both sides of
the walkway, growling.

CLOWN (CONT'D)
 Singer of Sorrow, meet Singer of
 Rage.

Clown puts his hands over his ears.

A huge voice bellows, sounding like a foghorn. Sorrow's hair
 blows wildly and he fights to stand.

Mr. Boswell jumps into the scene, violently splattering paint
 all over the place. We enter the animation style of Rage.
 Ralph steadman style, with mad splotches and violent streaks.

Rage sings: RAGE'S SONG His song is an operatic rock sound
 reminiscent of Queen. Lots of inarticulate ahs and screams.
 When he uses profanity, the JAZZ FAIRIES, tiny little
 fireflies, appear, flying around his head, 'blowing' acid
 jazz to cover the words.

SONG BEGINS

RAGE
 (SINGING:)
 Die! All you stupid, mother*&^%
 dirty pig*&%^ *&^%\$. Die of an
 infectious and incurable disease,
 that makes your %^%\$^ and %^\$# fall
 to the ground to be carried off and
 eaten by hungry plague-ripe rats.
 Where are all you mother*&*&^%
 going? Oh, for a stone to crush
 each skull before me and make a
 river of the trickling blood of
 Abel in the dust. You lousy
 pig#\$%@\$#@ Eat \$#@% and die! Get
 that #@\$%@\$ accident off the road.
 Put the bodies in a catapult and
 send them back to God.

Rage rests, exhausted. We hear horns honking again. The Jazz
 fairies gather together, and their firefly lights grow
 brighter. They part, and fly away.

CLOWN
 His name, and his vocation, is
 Rage. He keeps people from killing
 each other all the time by
 absorbing some of the heat in their
 heads, so to speak. He's a fighter
 for truth and justice and all that
 jazz.

RAGE

What fool disturbs my prayer with
his inane whisperings?

Rage comes toward them. His voice is booming.

CLOWN

Hey aren't you supposed to speak
softly when you carry a big stick?

RAGE

Do not test me Clown. I am about to
explode. The anger and hatred of
these pathetic ants in their steel
shells boils in my heart. Worst of
all, I begin to hate those I am
supposed to help. They have sucked
out our beautiful mothers blood
like vampires, till she is almost
dead, to feed these stupid toys.
Everything they depend upon,
depends on her blood and our
mother's veins are nearly dry.

CLOWN

I hear ya. I miss the indians. They
were cool. They knew how to take
care of the earth, and think about
the future. Now they run casinos.

RAGE

Do not speak to me of that! I would
tear Vegas to the ground with my
bare hands if I were allowed. The
good all that money could do,
flushed down the *&^%*\$ toilet in
the desert that is Vegas.

The Jazz Fairies cover his profanity.

RAGE (CONT'D)

Dear Lord let me make one of my
earthquakes there. Give me one more
Gomorrah!

An angry man yells from his car window at the vehicle ahead
of him. The Jazz Fairies blow on their horns to cover his
swearing.

ANGRY MAN

Move your *&^%\$*(piece of (*&^%
car you dumb *&^%\$ Go back to your
own country!

RAGE

You see what I have to deal with?

CLOWN

Don't sweat it, I know how to defuse the situation here. Watch this, Sorrow. Now they can see me. I just decide it in here.

Clown points to his head, and becomes visible to the humans.

CLOWN (CONT'D)

Nothing to it.

He pulls down his banana pants and moons the traffic.

Horns sound. Suddenly we hear gunshots.

Clown pulls up his pants and runs.

Sorrow and Rage follow.

EXT. A HILL - NIGHT

Clown rides a unicycle in a large circle, keeping away from Rage, who lumbers after him, swinging his huge sword and growling. The Jazz Fairies fly around tooting their horns to cover the profanities, buzzing their wings desperately to keep up with Rage as he moves.

RAGE

Mother*\$\$^#! I'm gonna rip off your **&^% and shove it up your^%\$#! You &^%#\$!

CLOWN

At least they were shooting at me and not at each other. Mission accomplished, right? No human blood shed.

RAGE

Stand still so I can gut you!

Clown enjoys tormenting Rage. He produces more props from within his banana pants. He juggles a couple of red balls, and balances a bowling pin on the end of his nose, all the while pedaling around on his unicycle.

Sorrow sits looking down the hill at the traffic jam. He starts to sing. "Perfection" Rage and Clown stop and look at him.

SONG BEGINS

SORROW

(singing:)

There is a perfect light that
cannot last, on hill and tree. They
are born with a clock buried in
their breast, and the blood keeps
time, pounding, pounding, strong
with love, with fear, with desire.
There is a perfect light that
cannot last on hill and tree.
Still, they hope and listen for the
voice that will not come. They
listen and they do not sing. And
thus the world dies, in silence.
There is a perfect light on hill
and tree that cannot last.

SONG ENDS

SORROW sits, head bowed.

RAGE

My heart hurts.

Clown crosses to Sorrow.

SORROW

All that life, I desired only
enough money to buy my own freedom.
Yet, I always felt there was
something I was supposed to do. I
never found it. I failed as a
human, not only this time, but
every time.

CLOWN

Shame, regret, dandruff. I so don't
miss being human.

SORROW

There was something else. A spark
of sadness that could never be
extinguished. A longing for...What?
I thought I found the answer,
finally in this life. I wrote it
down, but I can't find it.

He searches through his pockets, agitated. Clown mimics him,
searching in his banana pants. He tosses out a bunch of junk.
papers, books, a kitchen sink. But he doesn't find anything
that looks like the meaning of life. Sorrow gives up the
search, and looks toward the horizon.

SORROW (CONT'D)

These are my last hours in my last life as a human being. I must find this dog. It won't change or save the world, but it may save me. It is my path.

RAGE

And we will walk it with you. Two of your oldest friends, whom you will remember ere long. We survived the battle of the Westward slope. Set upon by an endless horde of Hell spawn. We can surely find one little dog. What is that unholy stench? Curse you Clown!

CLOWN

As God and Popeye said "I yam what I yam."

They pass out of sight down the hill.

EXT. A CITY STREET - NIGHT

Clown and Sorrow walk in a line, following Rage.

Siren's song floats through the air to them.

Clown tries to cover Sorrow's ears.

SORROW

She does not sing for me, but for another.

Sorrow hurries off; Rage calls after him.

RAGE

Don't kill her, you will regret it!

CLOWN

He's not going to kill her.

EXT. A LONELY ROAD - NIGHT

A winding road up a hill, crowned with the stark black silhouettes of trees. The trees stretch skyward, twisted and tortured by an age of standing against the wind.

Mr. Boswell jumps into the frame. He paints threatening rain clouds on the horizon. The scene darkens and morphs into Siren's animation style. Sea colored, romantic.

A lone crow perches on a gnarled branch. He CAWS! CAWS! toward the ground, where Siren stands. She responds with a deep rattle from the bottom of her throat.

Sorrow kneels. He gestures with a hand, asking permission to come forward. Siren nods. Sorrow moves closer to her.

Clown and Rage run up to the scene.

CAW! barks the crow. Siren slowly lifts her hands. They are covered with blood, and hold the crushed body of a crow.

CLOWN

Now if that's not a red flag in a relationship what is?

Sorrow silences him with a look. Siren crosses to Sorrow and holds out the dead bloody bird to him. He puts out his hands to accept it. Clown makes a groaning noise.

CLOWN (CONT'D)

I've got a wetnap! You can...if you want to...

Clown mimes putting it under, around, somehow keeping the bird from touching Sorrow's hands.

Sorrow accepts the bird into his hands. Clown throws his arms in the air and walks away.

Siren points up into the tree, where the live crow is perched.

SIREN

He has lost his love. His heart is half sorrow, half desire. That is why we were both called. There is sorrow that she is gone. And desire to follow her.

The crow croaks.

SIREN (CONT'D)

He says his voice is ugly. Too ugly to honor her beauty. Will we sing his words?

Sorrow steps forward to stand beside Siren.

They sing what the crow croaks. "CROWS SONG"

SONG BEGINS

SIREN AND SORROW (SINGING IN UNISON)
 She washed my food. She warned me
 of danger.

The wind rises and the sky slowly darkens.

SIREN AN SORROW (SINGING IN UNISON)
 She joined me in the center of the
 circle when I was judged, and would
 not leave. When they threatened to
 take her sight, she showed no fear.

The song emanates from the two lovers in visible streaks of color. The colors weave, dancing, twisting around each other. The visual melody of Siren is dark and tortured like condemned souls writhing in Hell, while Sorrow's song is clear light blue and cleansing, like a flood of tears.

A dark, dark cloud, boiling and alive, rushes toward them over the mountains. Clown pulls out a tiny umbrella and holds it over his head.

Crows descend from every direction, gathering round the two singers. Now we can see that the storm clouds are actually a mad circling swarm of crows arriving.

SIREN AND SORROW (SINGING IN UNISON)
 She died on the hard ground, struck
 by the beast without breath.

HONK! We hear the horn of the car that caused the Crows death. Crows rise, startled, swirl around and perch again.

SIREN AND SORROW (SINGING IN UNISON)
 (CONT'D)
 She had spied a pretty, shiny thing
 and swooped down to snatch it for
 me. I would trade all the shiny
 things in the world to have her
 back. Amen.

SONG ENDS

There is a moment of deep silence. Everyone stands with their heads bowed. The first crow CAWS! to Siren and Sorrow. He takes one last look down at his love, and then takes flight. Sorrow, Siren, and Rage watch him fly.

Clown amuses himself by blowing a small black crow feather up in the air above his face. He lets it come back down slowly and then blows it upward again. Rage gives him sidelong angry glances as a parent would give a naughty child during a church service.

The crow feather floats down and lands on Clown's nose. He tries to stifle a sneeze. He's successful. Nope. The tickling is back again. ACHOOO! He sneezes loudly.

The silent, holy moment is obliterated. All the crows in the world flap madly skyward. Clown, Rage, Siren, and Sorrow, are caught in the middle of black tornado of wings, talons, beaks and beady eyes.

Finally, the last feathers settle. Clown looks at his little umbrella, which is absolutely covered with white and grey crow dung. He daintily attempts to wipe it off with a wetnap.

Clown looks up at Rage and does a double-take. Rage's head is covered with crow poop.

CLOWN

You gotta admit. That's funny.

The look on Rage's face silences him.

CLOWN (CONT'D)

It's a terrible terrible mishap...Wet nap?

He offers one. Rage growls at him. Clown jumps back.

Clown stoops by the dead bird and picks up a dime.

CLOWN (CONT'D)

Hey, look!

There is a terrible CAW! sound, and the crow swoops in and snatches the dime out of Clown's hand.

CLOWN (CONT'D)

Aaah!

SORROW

Can you give us a moment?

Clown moves away, looking self-important. He takes Rage by the arm, as if escorting a child. Rage shakes him off.

CLOWN (TO SORROW)

Well, there's no water, so I guess you're safe. But I'll be watching.

Siren hisses at Clown as he walks by.

She kneels and tears a piece of her dress off. She wraps the body of the dead crow and moves it off the street. Walking back to Sorrow, she sees the pool of blood which has collected on the pavement where the dead crow lay.

She sits in front of the pool of blood and begins to speak.

SIREN

He's wrong, you know. Here is water.

She gestures toward the pool of blood. She makes a conjuring motion with her hand and takes control of the red liquid. Concentrating, she causes it to rise and take the form of a man. She molds the blood, shaping it like clay with her mind and her power.

SIREN (CONT'D)

Everything that lives is made of water. You, me. Your heart, my heart. We all lived in the sea, once. But the sea lives in us forever. There is no leaving her behind.

She gestures, and the blood becomes an island. On this island we can see tiny figures moving. As she speaks, the blood becomes whatever she wills.

SIREN (CONT'D)

When I was on the island with my sisters, I was strong. Cold and merciless as the sea herself. Then you came and infected me with compassion for these poor dumb creatures, men. When they died on shores far from their homes, I knelt beside them and heard them croak out the names of their loves.

The names of women rise in the air in blood formed letters; "Anne-Marie," "Gwen," "Elizabeth." The letters rise a foot or so and then pop, the blood raining back down to the ground.

SIREN (CONT'D)

Women left waiting and watching the sea. I made my way back to each of their women, following the scent of their longing.

A cliff of blood rises at her bidding. Atop it, tiny figures walk along in wide hoop dresses, looking out to sea.

SIREN (CONT'D)

I met them on cliffs above the sea, where they paced endlessly, their faces red with sunsets and wet with tears.

(MORE)

SIREN (CONT'D)

I told them I could reunite them with their loves if they wished, if they were willing to pay the price, whatever it might be. None refused. I flung them from the cliffs, and they flew. Twisting in the air, their great billowing dresses flowing round them. They seemed as angels to me. Falling.

She gestures again at the blood and smooths it out flat. It becomes a bright scarlet burial shroud. This she wraps about the body of the dead crow. By the side of the road, she buries the bird under leaves and dirt.

SIREN (CONT'D)

These poor, sad creatures. Either the love dies, or the lover. For them love is a curse. As it has become for me.

She turns away from him and walks down a path through the woods.

EXT - THE WOODS - CONTINUOUS

Leaves fly in the air, carried by a wind that comes and goes.

Siren walks barefoot out into the center of the stream. Sorrow approaches but she hides her face from him. He looks down at the water and hesitates. He steps forward.

Siren waves her hand and the water leaps up, forming a giant octopus with glowing eyes. The bubbling forest stream courses upward becoming the creature's arms, its body. It hisses at Sorrow. He pulls back.

SIREN (CONT'D)

You return again and again to ease their pain, but what of mine? Why do you love them more than I? I am a siren. I am not supposed to know pain, only to cause it. That was my destiny.

SORROW

Perhaps this is your penance.

SIREN

When will it end?

SORROW

Soon.

SIREN

You have lied before. I broke men's bodies, you broke my heart.

The tentacles of the giant water octopus twist violently and surround Sorrow without touching him.

SORROW

And I am the greater sinner, for I know what I do. You are innocent.

SIREN

I am so long and far from innocent, I don't even remember what it feels like.

The arms of the water octopus embrace Sorrow and lift him up. He is engulfed in water and fights to breathe. The water monster hisses and squeezes him tighter. Siren turns away, and the creature releases Sorrow, who falls to the ground.

SIREN (CONT'D)

Tell me, for such as us, soaked in the bitter poisons of pain for so long, I giving it, and you taking it away; can there be happiness?

SORROW

I think so.

She kneels by him, and gently straightens his water-logged hair.

SIREN

If you cannot leave this life, this duty, you must promise you will end me.

SORROW

I cannot.

SIREN

I could not bear to linger on forever so, and yet I would, ever hoping, ever waiting, like those women on the cliffs, whom I released. You will release me too if it comes to it. If God will not release you from your duties.

SORROW

He does not press me. It is something else.

SIREN

What?

SORROW

I cannot say. I do not know. I seek to understand. Through all my lifetimes I have never been this close. We will be together again soon. For the last time parted.

They kiss.

Clown and Rage are walking down the path. They are in the middle of a conversation.

RAGE

The problem is, there's too many people in the world now. There's almost as many people as angels.

CLOWN

Exactly. Did you know that somewhere in the world every thirty seconds, a woman gives birth? This woman must be found and stopped.

RAGE

Yes. I agree.

Clown gives him a look of disbelief and shakes his head.

RAGE (CONT'D)

What?

Clown sees that Siren has Sorrow trapped in her arms.

CLOWN

Hey, hey, get your big ole lobster claws off him, fishlady. See, I told you Rage, never trust a siren.

RAGE

I trust no woman, nor man either. Only my sword is worthy of my love, for it will never turn against me.

He brandishes his sword. The giant water octopus WHOOSHES! back up into existence and grabs the sword from Rage's hand. Its eyes shining red, the water octopus threatens Rage and Clown with the sword. They step back. Uncertain. Clown pulls a giant salami from his pants and brandishes it. Siren lifts her hand and the water octopus stops its attack.

SIREN (TO SORROW)
 Go. I will meet you by the ocean. I
 will be patient.

Clown snickers. The water octopus lunges at him and he falls on his butt. Siren gestures at the creature. It throws down the sword, wraps its arms around her and glides away, down the stream, carrying her out of sight.

Suddenly Clown cries out terribly. He weeps.

RAGE
 Are you injured?

CLOWN
 She broke my salami!

He holds up the salami. It's broken in the middle and flops over like a wilted flower.

Rage kicks him in the side.

RAGE
 C'mon, let's go.

CLOWN
 A moment please.

He digs a little hole, puts the salami in it, and crosses himself. Then he pats himself on the head and rubs his belly at the same time. Then he puts his hand under his armpit and makes fart sounds.

RAGE
 What are you doing?

CLOWN
 Take off your hat.

RAGE
 I'm not wearing...

Clown tosses his little red hat in the air and it lands on Rages head, looking ridiculously small. Rage rips it from his head and throws it on the ground.

CLOWN
 Thank you. I knew deep down you
 cared. Would you like to say a few
 words about my salami? Is that a
 tear I see? Why you big softie.

Clown squirts Rage in the face with water from a flower on his lapel.

CLOWN (CONT'D)

Here ya go.

Clown pulls a handkerchief out of his pocket. It keeps coming and coming, changing colors. He hands one end of it to Rage

RAGE

Why you...

Clown exits quickly, just in time. Rage yanks at the handkerchief, hand over hand, trying to pull him back. The handkerchief just keeps on coming.

RAGE (CONT'D)

Come back here you!

EXT. MELISSA'S HOUSE - NIGHT

Rage walks up to the mail box of a house. He is still holding the end of Clown's colorful handkerchief. Sorrow follows him.

RAGE

This is it.

He gives the handkerchief a yank, and Clown comes bouncing along on the ground. He's completely wrapped and tied up in the handkerchief except for his mouth. We see his bright red lips moving.

CLOWN

This sure hurts, I hope it looks funny. Does it look funny?

RAGE

Why don't you shut your mouth?

Rage starts up the front walk.

CLOWN

Rude. Wait a minute. He can't just walk in there. He's still in a body. They'll see him. C'mon lover boy, gimme a kiss. If you need more air, give me the signal.

Clown, looking like a mummy, purses his lips.

Rage pushes Clown over. He falls to the ground with a THUMP. Rage spits wetly in Sorrow's face.

RAGE

Angel spit works too. And it lasts longer.

CLOWN

Nice.

Sorrow moves to wipe his face.

RAGE

Leave it. Come on.

He pulls Sorrow up the walkway. Clown lies motionless on the ground.

CLOWN

Little help. Hello? Mr. Boswell?

We can hear the monkey chattering off screen. It sounds like laughter.

CLOWN (CONT'D)

I can hear you. (pause) What a predicament. I shoulda listened to my friend Ronald and gone into the restaurant business. The guys a bazillionaire.

INT. MELISSA'S LIVING ROOM - NIGHT

A group of teenagers sit around a Ouija board in a dimly lit room.

Sorrow, Clown, and Rage stand by, watching. BUCK, a punked out Goth kid, and MELISSA, a pretty, 'Grateful Dead' girl in tie dye, have their hands on the planchet. Two other teenagers, a boy and a girl, watch the proceedings, but say nothing.

MELISSA

Are there any spirits in this room?

The planchette does not move. Someone giggles.

MELISSA (CONT'D)

Are there any spirits in this room?

Silence. Someone giggles.

MELISSA (CONT'D)

Come on, you guys!

(back to the board)

Are there any spirits in this room?

Rage, nodding off, sits on the back of a La-Z boy, with his sword in his hands. Clown sneaks over to the Ouija board and gently moves the planchette toward "Yes" on the board.

MELISSA (CONT'D)

Yes!

Her yell wakes up Rage, who stares at Clown.

MELISSA (CONT'D)

Are you good spirits? We only
welcome good spirits here.

The planchette spins slowly in circles. Round and round. Then stops on "No."

BUCK

Cool.

Rage stands and readies his club. He looks to Clown, who takes a position with his staff on the other side of the room.

MELISSA

We only welcome good spirits here.
Goodbye.

She pushes the planchette towards "Goodbye" on the board. Clown breathes a sigh of relief. Rage lowers his club.

BUCK

Aw, c'mon. We're having a party;
everbody's invited, as long as
they've got beer, or bud! Come on
in demons, let's party!

Rage shakes his head and takes out his club. He gets Clown's attention and points at the wall. Clown looks and nods.

Sorrow is clueless. Rage crosses to him, and spits in his eyes, allowing Sorrow to see another dimension that overlaps the living room in which the angels stand.

CUT TO:

EXT. WIDE PLAIN - DAY

The two dimensions overlap; the ouija players fading to a monochromatic black and white, while the desert battle scene erupts with chromatic color.

Mr. Boswell enters the frame and pours red paint on a wooden sword. He swings it wildly at the screen. Paint splotches and splatters everywhere, moving us into the "Rage" style of animation: Ralph Steadman, madness, messiness, visual violence.

In the center of an endless plain, the circle of ouija players appears to sit on desert sand. Coming from the direction Rage pointed to come demons, running, carrying swords.

Clown pulls a giant revolver out of his pants and points it at the demons.

CLOWN

Don't fire until you see the red of
their eyes!

He pulls the trigger on his gun, and a little flag pops out with the word "Bang" written on it. Clown shakes his head and tosses the gun on the ground. He readies his sword.

Sorrow holds his sword loosely in his hands. He lifts it in the air and eyes it doubtfully.

RAGE

Now would be a good time to
remember how to use that.

The fight begins. A huge demon roars toward Rage, and Rage roars back. A few strokes of Rage's club and the demon falls; only to be replaced by another demon. The Jazz Fairies dodge and weave amidst the madness, playing their trumpets and covering Rage's profanities.

RAGE (CONT'D)

Eat #\$\$^, *%^*%^*!

Clown pulls a giant red boxing glove out of his banana pants. WHAMMO! Powered by a powerful spring, the boxing glove zooms out and THUMPS! a demon on the chin. The demon falls to the ground; down for the count.

A demon looks at Rage and Clown, who are fighting furiously. Then he sees Sorrow, and senses his fear. The monster runs, lifting his sword. Sorrow just stands there.

The demon's sword flashes down. Sorrow instinctively swings to protect himself, there is a CRASH! of steel. Sorrow parries several blows, and then twists the monster's sword in a circle with his own blade, and wrests it from his enemy's hand.

The sword flies through the air and lands, sticking in sand.

Sorrow sweeps the monster's feet out from under it, and puts his blade to its neck.

RAGE (CONT'D)

Kill it!

But something makes Sorrow hesitate. He looks into the creature's eyes.

SORROW
What is your name?

The creature's head tilts, like a quizzical dog.

SORROW (CONT'D)
I am the Singer of Sorrow, angel of
the 2nd order..

Clown is attacked by two demons at once and groans with the effort of fending them off.

CLOWN
We could use your help here.

RAGE
These are Hell spawn. They are the
nameless, mindless limbs of our
enemy. It is our part to cut them
off from his will in the only way
possible. With death!

A demon reaches for the face of one of the kids at the Ouija board. Rage crushes its claw with his club and then THUMPS! it on the back of the head. It bellows, and dies.

SORROW
I will not kill an unnamed
creature.

RAGE
Then you will die!

The battle moves closer and closer to Sorrow. Rage and Clown are protecting him from attackers. A circle of demons is hemming them in, the circle is growing smaller.

Sorrow places his sword on the demon's shoulder.

SORROW
By the power vested in me, I name
you Emanuel. Rise. You are named
and free. Do what you will.

The creature rises and runs for its sword. He picks it up and races back at Sorrow. Sorrow runs his sword through the creature. It looks into his eyes, and falls.

The battle rages on. Sorrow names as he fights. Only after they have been named does he kill them.

SORROW (CONT'D)

I name you Ezraah...Jacob...Horatio.

Clown picks up on it. Naming and bashing demons.

CLOWN

...Buttface, ...Goontard, Deacon
Blue.

Clown winks at the audience.

Clown pulls a big fluffy coconut cream pie from his banana pants and flings it at a demon. WHUMP! It catches the creature full in the face. As it stumbles around, blindly licking its face, Rage slams into it, tackling it to the ground.

Clown flings more pies. One of them hits Rage in the face.

CLOWN (CONT'D)

My bad.

Rage shakes his head, sending pie filling flying every which way. Now he's really mad. Two demons give each other a look, as if to say "uh-oh."

Rage charges at them.

Soon the battle is over.

All the creatures are dead, lying in piles all around. Buck drops the ouija board and stands up.

BUCK

This is so lame. Nothing ever
happens. Let's play video games.

The other kids rise, start walking, and disappear one by one.

RAGE

The gratitude of mortals is
overwhelming.

CLOWN

Hey, that's sarcasm. Almost a joke.
I'm proud of you.

Clown starts to pat Rage on the shoulder. Rage growls. Clown retracts his hand.

Melissa is last to go; she stands for a moment near Sorrow, looking almost directly at him. She holds a tiny crucifix on a silver chain around her neck.

MELISSA
 (whispering:)
 Thank you.

She steps forward and disappears.

A demon who was pretending to be dead scurries across the ground toward its sword. Rage swings his club down toward the creature's head, but Sorrow blocks the blow with his own weapon. The demon cowers in fear.

SORROW
 By the power vested in me, I name
 you Simon. Rise. You are named and
 free. Do what you will.

The creature picks up its sword. It looks at the three angels. It moans something unintelligible, then points at the mountains. Dropping the sword, it runs away.

SORROW
 Good luck, Simon.

Clown notices that there is a big tear in his banana pants.

CLOWN
 Just shows to go ya, never wear
 your favorite pants when you're
 battling to save humanity.

Rage lies down on the ground.

RAGE
 Let us rest here awhile.

CUT TO:

EXT. THE PLAIN - DAY

The light has changed, and there is a fire lit.

The angels are lying down, resting.

SORROW
 Rage. I remember you.

RAGE
 Hear that, Clown? I was first. What
 was it that sparked your memory?

SORROW
 When I stopped you from killing
 that demon. The look of murderous
 rage you gave me.

CLOWN

That was his nickname in school.
 "Murderous Rage." He got it when he
 threw that teacher out the window.
 Remember?

SORROW

I do.

CLOWN

Nothing about me? How about this?

He puts his hands together and then pulls them apart, making
 it look like his thumb has separated from his hand.

CLOWN (CONT'D)

Ding dong? Ringing any bells?

SORROW

Sorry.

Clown lies down, disappointed.

SORROW (CONT'D)

How did I get my name?

CLOWN

Now that's a good story.

Silence.

RAGE

So, are you going to tell it?

CLOWN

It's my favorite story. And stories
 are so important, especially these
 days. "Whoever tells the stories of
 a culture really governs human
 behavior. It used to be the parent,
 the school, the church, the
 community. Now it's a handful of
 corporate conglomerates that have
 nothing to tell, but a great deal
 to sell"

RAGE

What was that?

CLOWN

Just something my friend George
 said, once. I thought it was
 important for them to hear it.

RAGE
Them? Who are you talking about?

CLOWN
The people watching the movie.

RAGE
The movie?

CLOWN
Forget it. You want to hear
Sorrow's story?

RAGE
Yes! Yes, I want to hear the story!

CLOWN
Nah. Don't feel like it right now.

RAGE
Why not?

CLOWN
I've got sweat down my buttcrack
from the battle. I'm all itchy.

RAGE
Tell the story or I'll crush your
spine.

CLOWN
A command performance. In that
case...

He jumps into his puppet theatre. Mr. Boswell runs in with
figures made of clay and gives them to Clown.

CLOWN (CONT'D)
Thanks buddy, you've been doing a
great job.

Close shot of Puppet theater.

The curtain to the puppet theater parts. We see a mountain
framed by fog, and puppets scurrying across the stage.

The animation style is stop motion. Like the old Christmas
cartoons, bright and solid and clear.

CLOWN (CONT'D)
Long ago, and someplace else, a
group of people was pursued by an
army, across an endless plain. They
climbed a mountain;
(MORE)

CLOWN (CONT'D)

and not having wings, found themselves surrounded on its summit. The army spread below and around them, content to wait out the darkness and cold which came at end of day, snug by their warm fires, while their quarry, treed and trapped, would spend the long night shivering on the mountaintop, their last moments passing without warmth or light. No moon, no stars, no firelight, but many eyes for many hours open wide with fear and futile longing to look upon the faces of their loved ones, one last time. There was one amongst them who was a great singer of songs. He had always sung to lift the spirits of the people. Sweet joyous songs, full of silliness and cheer. But he was now silent, and sat apart from the rest. The man found the thing that made him sing was broken. Softly to himself, he tried to muster a melody which might lift the heaviness of heart which lay upon them all. But his voice cracked, brittle and thin with sorrow. So the long night passed. And when the sun rose, the people rose with it, to face their fate with courage as had always been their way. The army stirred and stretched its terrible limbs, the clash of metal-on-metal rose on a cold wind, and the sun shone grey. Up the mountain they started, the pitiless mass of men, climbing, clanking, and banging arms and shields. The low heartbeat of steady marching drummed deep, and slow. Now when all hope was lost, and the army approached, the singer lifted his voice to heaven where it was wrought. He sang a song unlike any he had sung before in that lifetime, a song of such sweetness, and beauty, and terrible sorrow that its like has never been heard before or since in the world. The heavens opened and it began to pour rain. God's tears fell onto the dry earth.

(MORE)

CLOWN (CONT'D)

The steep mountain path turned to mud and the soldier's feet could find no purchase. They stumbled and crashed upon each other, as the rain continued to fall. They could not rise, and were soon washed down the mountainside, and away. The people were saved. And the man who had saved them, they named the Singer of Sorrow.

The show ends. The puppets bow.

The animation returns to the default Sorrow/Clown tone.

SORROW

I remember.

CLOWN

My beginning was just as amazing. I was born when God farted. Mighty oaks from tiny acorns grow.

Rage ignores him and speaks to Sorrow.

RAGE

Can you sing us the great song, now? The song from the mountain?

SORROW

I cannot. The secrets that gave the song its power were not mine to reveal. I betrayed the trust of one who opened their deepest heart to me as to no other. I will not do so again.

CLOWN

I know the song. It goes like this. Hey Macarena!

Clown starts to do the Macarena dance. The huge fist of Rage comes flying at him.

Cut to Black.

EXT - CITY STREET -CONTINUOUS

Rage, Clown, and Sorrow are walking down the street. Clown gingerly touches a big black eye.

RAGE

Don't be such a baby. I used my fist, not my sword, didn't I?

CLOWN

There are people who like that song, you know. Lots of people. It was a big hit when it came out.

RAGE

I do not care for that song.

CLOWN

Well, you could warn a guy!

Rage sniffs, following a scent.

RAGE

Silence! Clem came this way. A feeling of rage at the boys who beat up the homeless man is still inside him, but starting to fade. They ran away, laughing at him. Which made him more angry.

He roars.

RAGE (CONT'D)

Mock me not! I am Clem!

CLOWN

Judas Priest! Can't you feel what they felt without acting it out? It's just too weird.

RAGE

Something happened here.

He looks at a fire plug, and then bends and smells it.

CLOWN

So, Clem took a whiz. Not a big discovery, Sherlock.

RAGE

Quiet, or your new nickname will be Owl.

Clown guards his other eye.

RAGE (CONT'D)

The scent changes. He met a friend. Another dog. He feels joy. They go off that way, together. No, that way. I am unsure. I cannot track him now.

CLOWN

Excellent. I mean, darn it. Looks like we need someone who can track joy then. Am I right?

Rage is sulking.

CLOWN (CONT'D)

C'mon, even **you** can't be in a bad mood at "his" house.

EXT. MANSION - NIGHT

A party is raging. Loud music and laughter emanate from a posh home, which is perched like a nest in the Hollywood Hills. Cool and beautiful people lounge around the pool, which gives off a ghostly bluish light.

Mr. Boswell dances into the frame. Laughing and chattering, he changes the animation style yet again. It becomes a joyous, vibrant style with many curlicues and mosaic bits of color: a Gustav Klimt style.

Sorrow, Clown, and Rage stop outside the front door.

SORROW

A party? We don't have time for this. Clem is lost, his boy is in despair. We must make haste.

CLOWN

It's an angel party. So it takes no time at all.

Beautiful women, and good looking men in expensive suits enter the party. The men take off their shoes. Their bare feet rise a foot in the air. They pass inside, smiling down at Sorrow and Clown.

CLOWN (CONT'D)

An angel is only "in time" when his feet touch the Earth. Nobody wants a party to end, so it's "barefoot angels only" in there, and that makes the whole place... Well now, I'm wasting time telling you about it. 'cause we're "in time". See?

He stamps his feet on the ground.

CLOWN (CONT'D)

We could be in there a hundred years, and it would be no time at all.

RAGE

Let's go! I want a drink.

Rage takes off his shoes and floats upward.

CLOWN

You gonna argue with him?

They enter. The dance floor is packed with writhing bodies.

A live band rocks, making unearthly music on old instruments like harps and lutes, which echo with electric synth sound.

JOY, a manic whirlwind of a man in a crazy multicolored shirt, dances and sings "Hallelujah" with a microphone in his hand.

SONG BEGINS

JOY

(singing:)

Rock and roll's too loud for
 heaven, the walls are white and the
 bread is leaven, and an angel
 shushed James Brown, and said
 'settle down son.' But that's his
 house and this is mine, we're
 changing water into wine and music
 into rock and roll, Hallelujah,
 Hallelujah, Hallelujah. The women
 are hot, the beer is cold, and I'm
 only about ten thousand years old,
 so turn up the volume and get your
 body movin'. Hallelujah,
 Hallelujah, Hallelujah, Hallelujah.
 Why should Hell have all the fun,
 it'll be as hot as there before
 we're done, as if we're dancing on
 the sun. Hallelujah, Hallelujah,
 Hallelujah. Rock and Roll's too
 loud for Heaven, Rock and Roll's
 too loud for Heaven, don't shush me
 now, don't shush me now, don't
 shush me now! Hallelujah!!!

The song rises to a furious tempo and volume and the crowd goes crazy. At the very end, as Joy is screaming out Hallelujah! Enormous lightning flashes outside, and there is an ominous RUMBLING.

SONG ENDS

Joy looks up and blinks.

After the song, Clown waves across the room. Joy crosses to them.

Joy smiles wide, throws open his arms to embrace Sorrow and then Rage.

Clown makes introductions to Sorrow, gesturing toward Joy. We can't hear anything over the music, except his name.

CLOWN
.....JOY!

Rage makes his way to the bar.

Joy laughs with Clown. Joy is drunk, and drinking, and he lifts a glass to make a toast. Clown shrugs at Sorrow, indicating, "I have no idea what he said."

Clown leans in toward Joy and says something and Joy breaks up laughing. He looks at Sorrow who seems ill at ease.

Joy produces a picture from his pocket. It's very old, and shows himself and Sorrow standing under the Arc de Triomphe, Paris, at the end of the war.

The photo captures a moment of supreme happiness. Everyone is celebrating, kissing, throwing hats in the air. Joy has his arm around Sorrow and is pointing at the camera. Sorrow is smiling.

Joy points to the smile in the photograph, and gives Sorrow a look of mock wonder. Then he slaps him on the back, and winks.

INT. THE PARTY - LATER

Clown and Sorrow sit uncomfortably close, at the center of a long red couch. On either side of them, beautiful couples make out.

Clown leans in toward Sorrow and yells to be heard.

CLOWN
I'm gonna mingle. Get you a drink?

Sorrow shakes his head 'no'. Clown boogies across the dance floor.

INT. PARTY - NIGHT - LATER

Clown waves wildly for Sorrow to follow him.

Sorrow has a drink in his hand. He drinks it, then stares into the empty glass.

CLOWN

Did you find the answer you were looking for in that whiskey?

SORROW

No. I did not. And I mean to have words with you on this subject. Because, it was there. The thing I was looking for. In my diaries. I can almost remember putting a star next to it. I might have even put two stars. Are you sure you didn't see it? This is very important. It's the answer human beings have forever sought.

CLOWN

As a matter of fact. I found it. It's right in this next room.

SORROW

Really?

CLOWN

Yep. C'mon.

INT. HALLWAY. - NIGHT

A hallway lit with a red bulb. There is a long line of women waiting for the restroom.

SORROW

Where's the answer?

CLOWN

You are the most tragic person I've ever met.

Two pretty girls give Sorrow the up and down eye.

CLOWN (CONT'D)

Ladies, I give you a virgin since the dawn of time. Gasp! Seriously, I give you.

The ladies smile. They slink over and take Sorrow's hands.

SORROW

I am pledged to another.

CLOWN

Your soul is pledged. Your body belongs to this world. Poor, poor body.

(MORE)

CLOWN (CONT'D)

A body is a terrible thing to waste. Love the body, feed the body, **exercise** the body.

Reluctantly, Sorrow allows himself to be lead away by the two women.

Clown celebrates.

INT. PARTY - NIGHT

Clown sidles up to Rage at the bar. Slaps him on the back. Rage growls.

CLOWN

Bartender, Milk and Honey, on the rocks. Guess who's making the beast with two backs?

RAGE

Eh?

CLOWN

Or, the beast with three backs?

RAGE

What?

CLOWN

Or could be two backs, depending on the position.

RAGE

Be plain, or silent.

CLOWN

You ought to be happy, our buddy is getting lucky. With two beautiful human women, no less.

RAGE

Curse him. Is everyone fated to couple here but me? Am I so terrible to behold?

A man at the bar snickers.

CLOWN

Oops.

Rage stares at the man.

INT. HALLWAY - NIGHT- THE PRESENT

Sorrow sits between the two beautiful women on a couch. They are flirting and joking with him.

The faint melody of Siren's song rises.

Sorrow looks out the window at the wavy blue water of the pool.

SORROW

Can I refill your drinks ladies?

They nod. He takes their glasses and leaves. A moment later we see Sorrow whispering to a male cyclops. He shows the cyclops the empty glasses and points over at the women. The cyclops smiles and blinks wide with his one eye.

INT. LIVING ROOM - NIGHT

A huge brawl is in progress. Five guys try to subdue Rage, piling on top of him. He roars and gnashes his teeth.

The band just keeps playing. The Jazz Fairies are rocking out with them, buzzing around the stage, letting loose with their little trumpets.

Clown jumps on top of the pile and balances on one foot.

CLOWN

Whoa!

The pile moves. Clown jumps clear and Rage throws the men from him with a roar. Clown laughs. A GIRL comes up to him.

GIRL

Your friend is in the pool.

CLOWN

The pool? That little devil/angel.

GIRL

You need to come.

CLOWN

Ah, let them have their privacy.

GIRL

Come now.

EXT. THE POOL - NIGHT

Siren's song can be heard.

Beneath the water, Siren and Sorrow float. She touches his face. They kiss, and bubbles of air escape his mouth.

The music swells as his vision fades to black.

EXT. THE POOL - NIGHT

Sorrow wakes to find Clown giving him mouth to mouth. He spits up pool water and wipes his mouth in disgust.

SORROW

Uh.

CLOWN

Well, it was no dream date for me either. Would you rather have died?

SORROW

For the thousandth time, yes!

CLOWN

That's the thanks I get. And your girl nearly disemboweled me with her claws. I don't know what you see in that sea monster.

His shirt has been ripped open, exposing his belly.

Joy staggers out from the party.

JOY

Are we skinny dipping?

Joy has no pants on and starts to strip off his shirt.

SORROW

Please, I want to leave this place. I have a task and I almost died without completing it. Let us waste no more time.

JOY

A party a waste of time? For shame.

Sorrow is not convinced.

JOY (CONT'D)

Ok. Let's go. Let me get some shoes on. And some pants.

(MORE)

JOY (CONT'D)

Everyone stay here, keep your glasses full and your feet in the air, ladies and gentleman. I shall return. Gotta find a dog, and get him home.

CLOWN

Happy ending situation.

EXT. HOLLYWOOD HILLS - NIGHT

Joy stumbles along, with one arm around Sorrow for support.

The background animation style becomes the default style of Clown/Sorrow. Each of the characters retains their signature animation style.

JOY

...That night, at the Croix du Sud Montparnasse in Paris, with a lady named Claudine, and the aid of copious amounts of the lube of Bacchus, we nearly made you break your oath to your lovely songstress. Or as Clown calls her 'the screamer.'

CLOWN

I? Never.

JOY

I want to apologize for that attack on the lovely white tower of true love, may it stand forever. Nothing is more wonderful than being loved by a woman.

CLOWN

Except being loved by two women.

JOY

Or three.

CLOWN AND JOY

Ah, Paris.

JOY

Despite all past words and deeds,
and my present instability of
stride, I want you to know that I
am serious. You are blessed in your
love. When you walked out of that
cafe and away from one of the most
beautiful women I'd ever set eyes
on, and chose to jump into the
Seine and drown instead, to be
reunited with your love. I found
this noble. And I did, and do
admire you. Bravo. To the
monogamous hero!

He raises a flask to drink again. Rage takes it from him.

RAGE

You've had enough. Despite your
prodding, he remembers none but me.
His best friend.

SORROW

No. I remember you, Joy.

Joy gasps with happiness and throws his arms around Sorrow.

JOY

My friend. I live in his memory!

Joy hangs close to Sorrow, their faces near to each other.

SORROW

It was your breath, remembered you
to me. Like the burp of a fire
breathing dragon. Ripe with fuel.

JOY

Wonderful!

CLOWN

You remember his breath, but not my
silent but deadlies? How
humiliating. What about this?

Clown makes a silly face.

CLOWN (CONT'D)

Nothing, huh? Damn.

RAGE

Are we just walking aimlessly here?
Do you have any idea where the dog
Clem has gone?

JOY

I never lost track of our quarry.
Even in the midst of my story.

CLOWN

Hey, you rhymed.

RAGE

Idiots. Where is the dog?

Joy falls. Rage stoops to pick him up, grumbling, but Joy signals him to wait. He smells a bush by the path.

JOY

Clem and his friend were here. They
marked at leisure. Clem. And then
the other. And Clem. And the other.
And once more Clem. 'I win,' says
Clem.

Joy's head morphs into the little dog's head as he speaks in Clem's voice. We see a little dashhund's head on top of Joy's human body. Clown recoils in horror.

Joy points to the air. In a swirling, magic fog, we see images of the unnamed dog running, and then both dogs together.

JOY (CONT'D)

The other dog has no name, his
history is unclear, images of
places, safe and unsafe. Wild and
free. They run without reason, with
abandon. 'Where do we go?' asks
Clem, 'It matters not', says the
other.

Joy runs down the street, stripping off his clothes.

JOY (CONT'D)

The night is alive with smells!

CLOWN

Oh boy.

EXT. CLEM'S HOUSE - NIGHT

Sorrow, Rage and Clown walk up the street in front of Clem's house. Joy is swinging merrily on a tree swing. He is drinking from his flask and singing a song to himself.

CLOWN

This looks familiar.

SORROW

It is the boy's home. Clem's home.

CLOWN

Great. Mission accomplished. He found his way back.

JOY

Yes. The two new friends arrived on the doorstep. Clem says...

Joy's head changes into the little dog's head.

JOY (IN CLEM'S VOICE) (CONT'D)

'We are home. There will be treats.'

SORROW

And was the boy pleased?

Joy strains to see what happened.

JOY

He wasn't home. He and his father went to put up more signs. The dogs started out that way, after him.

We see ghostlike images of the dogs from the past.

SORROW

They walked this way?

JOY

Yes. No. The dogs walked. The boy and his father rode in the car.

CLOWN

There we go. Happy ending.

RAGE

The dogs will lose the scent.

Clown looks annoyed.

EXT. THE PARK - NIGHT

Rhys hurries along a path in the park. He puts a big poster up on a tree.

His Father walks slowly behind him, carrying posters.

Rage, Sorrow and Clown watch from a short distance away.

SORROW

The father reeks of despair. He will do something he regrets.

FATHER

Rhys. Rhys!

The boy comes to him. The Father kneels down.

FATHER (CONT'D)

I want you to know I'm proud of you. You tried your best, but sometimes, no matter how we try, things don't work out the way we want them to.

SORROW

I must intercede.

CLOWN

Wait.

HOPE, A pretty blond female walking by, points at the boy's poster.

HOPE

Hey that dog looks familiar. Little white dog, right? I saw a dog that looked like that about an hour ago, a few blocks over.

FATHER

Are you sure?

HOPE

Well, there's lots of strays in a city like this, and I don't know your dog, but...

RHYS

But maybe it was him!

HOPE

Maybe. Did you make these posters? You're a pretty good artist.

RHYS

Yep.

HOPE

I'd change one thing though. You say here "Lost dog." You should say "Missing." Nothing is lost until you give up trying to find it. Have you given up?

RHYS

No way!

HOPE

Well, then.

Rhys grabs hold of his Father's hand, and drags him off.

RHYS

Bye-bye.

Hope waves to him. She continues walking, past the four angels.

CLOWN

Hey baby, how about a date?

HOPE

Not in a million years.

Joy and Rage laugh.

JOY

Thanks, Hope. See you around.

Joy smiles deviously, and makes a gesture encouraging her to lift her shirt and flash them.

She puts her hands on her sweater, and lifts it a bit. Joy and Clown get excited.

She doesn't do it, but turns and skips away.

RAGE

That girl's a tease.

He turns away, pouting. In the distance, Hope flashes them. Joy and Clown WHOOP! merrily.

CLOWN

Ha. You missed it!

He punches Rage in the shoulder playfully. Rage stares.

EXT. HILLS - NIGHT

Sorrow, Rage, Joy, and Clown walk along a path by the base of a mountain. Clown is holding a bloody rag over his nose.

Joy stops and takes a drink from his flask.

JOY
The scent has changed.

CLOWN
Yes.

Rage sniffs around in the bushes. Tastes the dirt.

RAGE
They come into my heart here.

He starts away.

JOY
Uh, Sorrow. Do you mind if I...I am
of no use here at the moment. The
party. A host has certain
responsibilities.

SORROW
Of course. Enjoy yourself.

JOY
(to Sorrow)
My friend. We will party together
again soon. Good luck on this
quest.

Joy and Sorrow embrace. Clown and Sorrow hurry off after Rage.

EXT. HOLLYWOOD HILLS - NIGHT

Rage looks around him, out into the bushes.

RAGE
They are watched. Fear begins.

CLOWN
You smell fear? I thought your
dealio was anger.

RAGE
These are opposing sides of the
same coin. The third side is pain.

CLOWN

That makes no sense whatever.

Rage punches Clown on the shoulder, knocking him down.

CLOWN (CONT'D)

Hey, ow, what gives.

RAGE

The three-sided coin. What did you feel? Fear, pain, anger.

CLOWN

Thanks, very educational.

Rage stops. Sniffs.

RAGE

They are set upon here.

He grabs his calf.

RAGE (CONT'D)

I am bitten!

He turns and bares his teeth. His face changes to that of Clem, the dog.

The past and present are mixed together in a wild, kaleidoscope fashion.

RAGE (IN CLEMS VOICE) (CONT'D)

I am Clem. Dog of Rhys. I fear no one. Too many. Run!

He runs up the mountain. We see the dogs that pursued Clem, surrounded by a white fog of memory and magic.

CLOWN

Great.

Mr. Boswell enters the frame and throws a glop of paint in Clown's face. It drips off him and affects the rest of the screen. We are into the Rage animation style: like Ralph Steadman. Mad, chaotic messiness.

The two angels follow Rage up the mountain. Sorrow quickly, Clown grudgingly slower.

EXT. TOP OF THE MOUNTAIN - NIGHT

A wide, round, bare spot. Rage runs to the center.

RAGE (IN CLEM'S VOICE)
Back to back, friend!

Sorrow obeys, portraying the other dog. In the center of a swirling cloud of colors, we see Clem and his friend standing back to back, snarling at the wild dogs that circle them.

Rage swings his club. Clown dives out of the way.

RAGE (CONT'D)
There!

Sorrow strikes out at nothing with his sword.

In the white fog of the past, we see a wild dog YELP! And retreat.

SORROW
They come again!

The two fend off the invisible coyotes.

RAGE (IN CLEMS VOICE)
Is that all wild dogs? I am Clem!

He lifts his head to howl in celebration, and chokes, caught by the throat. We see Clem fighting furiously for his life against a wild dog that has latched onto him.

Rage shakes and falls to the ground.

RAGE (CONT'D)
Pain and fear. They circle the other dog. (IN CLEM'S VOICE)"It hurts. My friend, I can't leave him. I am Clem!"

He rushes to the center of the circle again, swinging his club madly. A few more swings, and then he stops, looking around him.

RAGE (IN CLEM'S VOICE) (CONT'D)
'They are gone. This place is ours' my friend.' (IN HIS OWN VOICE)And the other dog says...

SORROW
'We make a fearsome pack.'

We see Clem and the other dog sitting and panting together.

RAGE
I lose the scent.

SORROW

The other dog licks Clem's wounds.
 (IN CLEM'S VOICE) "I am Clem. I am
 losing my life. Rhys will be sad
 when I don't come home. Home."

SORROW staggers into the bushes and falls, discovering the tiny body of Clem. Sorrow cradles the dog's body in his arms.

CLOWN

What happens now?

SORROW

I will sing his song of passing and
 then we will leave this place.

He kneels on the ground, and begins to sing.

The power of his song rises in visible form. His sadness colors the background and all the animation that we see. The look is now the Sorrow texture.

SORROW (CONT'D)

(singing)

I, Singer of Sorrow mark this
 moment with a tear. Let the stars
 hear his name and remember Clem,
 remember...

Rage kicks Sorrow to the ground. The Rage animation style fights for dominance over the Sorrow look.

CLOWN

Ho! Everybody's a critic.

SORROW

Why do you do this?

RAGE

Now is not a time for tears. It is
 a time for blood.

SORROW

I am the Singer of Sorrow, this is
 my part to play.

Rage grabs him by the throat and throws him to the ground.

RAGE

Learn my melody and sing with me.
 (singing:)
 No!

SORROW
My friend?

Rage slaps him across the face.

RAGE
(singing)
No!

Sorrow looks confused.

Rage prepares to slap him again. Sorrow catches his hand.

SORROW
You are dear to me, but I will not
suffer this.

Mr. Boswell throws paint on the screen, more and more as Rage speaks. The animation style swells and bursts with Rage's anger. Splats of paint and streaks of color predominate.

RAGE

Do not suffer it. But rise up
against it. Let us not fight each
other, but together. How many sons,
how many fathers, how many
innocents cut down without rhyme or
reason have you been sole choir to?
How can you sing the song of their
lives and ignore the last word on
their lips: "Why?" Or the word on
the lips of the stronger ones, who
drown in death, spitting out its
icy black water again and again and
shouting one word till they go
under forever: "No. No. No!" Though
friends and family said "Yes, it's
time," though death insists with
infinite patience, "Yes" and even
you with your sweet sad song of
remembrance say "Yes" There were
souls who still dared to say "No."
There were those who fought. Sing
with me. You chose your song, but
you have often longed to sing mine.

Sorrow returns to his knees and sings his sad, soft song.

SORROW
(singing:)
We mark this moment with a tear...

Rage begins his own song, louder, furious, pounding.

RAGE
(singing:)
No. A time for blood and not for
tears. We are standing on our feet.

SORROW
(singing:)
Let the stars hear his name. On
bended knee I pray.

RAGE
(singing:)
No. A time for blood and not for
tears. We are standing on our feet.

SORROW
(singing:)
Remember him. Remember Clem.

Slowly, the songs merge, Sorrow's gaining tempo, volume, anger. It is a new melody, sad and terrible and its power drives Clown to his knees with his hands over his ears.

RAGE AND SORROW (SINGING IN UNISON:)
No!

They raise their weapons.

SORROW
We will fight.

Clown raises his stick.

CLOWN
Yeah! Uh. Who do we fight?

EXT. JOY'S MANSION - DAY

Rage pounds on the front door.

Joy sticks his head out an upstairs window. He looks awful.

CLOWN
Ah, hungover, my gleeful comrade?
Where's that omnipresent smile this
morning?

Joy moans.

CLOWN (CONT'D)
Are you up for an adventure?

JOY

An adventure. What sort?

CLOWN

The greatest kind. One that has never been tried before. We go to defy death, the angels, and perhaps even God himself.

RAGE

We could use another sword.

JOY

Have you gone mad?

CLOWN

It would appear so.

JOY

Smashing! I'll be right down!

Joy opens the door an instant later, chugging orange juice.

SORROW

Come. I will explain as we run.

JOY

Run? Will we not fly?

CLOWN

Sorrow is still remembering himself. He is mostly man, and cannot fly. And this is his fight.

JOY

Still. Running?

RAGE

It is too much for you?

JOY

It will be my pleasure to feed you a diet of my dust. West I presume.

Joy takes off running. Rage, Sorrow, and Clown follow.

EXT. MOUNTAIN - DAY

They run on the top of a mountain. We hear Clown's voice though his lips are not moving. Telepathically the angels can all hear each other.

CLOWN

Do you hear me Sorrow?

SORROW

We can do this?

JOY

Angels can hear each other's thoughts. It's for when we're flying in formation, and the wind's blowing too hard to hear your buddies. Learn as we run. Clem is being escorted to the sea by six of death's court, see them in my mind.

We see six figures walking through the woods. One carries the soul of Clem in his arms.

SORROW

They are faceless.

RAGE

Their faces were burned away in a great battle with demons.

CLOWN

You great oaf. That's a myth.

RAGE

Shut your mouth.

CLOWN

I never opened it. They are faceless so Clem may project the features of his loved ones upon them, and be not afraid on his journey, surrounded by strangers.

RAGE

That's not what I heard.

CLOWN

You hear nothing but the sound of your own heavy breathing, and your tone deaf singing.

RAGE

Tone deaf?

JOY

Boys. Save your energy for the faceless ones. We must overtake them before they reach the sea. That is our only hope.

SORROW

What happens then?

JOY

Death will take Clem onto his ship
and across the water. He will be
beyond our reach.

EXT. A FIELD - DAY

The faceless ones are hurrying across a barren field.

Clem struggles in the arms of the faceless one who carries
him.

EXT. ON THE SEA - CONTINUOUS

A figure in a rowboat has the shore in sight.

He sniffs the wind, opens his mouth and sings an ominous low
note that grumbles in the earth.

EXT. HILL - CONTINUOUS

The faceless ones look to the sea. They run faster.

EXT. MEADOW - CONTINUOUS

Clown, Rage, Joy, and Sorrow stop running.

RAGE

He calls them. Their pace doubles.

JOY

We are too slow.

CLOWN

We can be faster.

JOY

Not on the ground.

The three angels look at Sorrow. They step away to huddle up
and have a whispered conference. After a moment the huddle
breaks up and they approach Sorrow, still finishing the
discussion.

CLOWN

...Only enough to cut the time.

JOY

Yes.

CLOWN
Sorrow, an angel is only in time
when he touches the Earth. When you
fly...

JOY
Or leap.

CLOWN
Yes, leap.

RAGE
Enough. Do as I do, if you can.

Rage gets a running start, then leaps 20 feet forward. As he
does so he speeds up to a blur.

Sorrow tries, but nothing happens. Rage approaches. He takes
Sorrow's head between his huge hands and speaks to him.

RAGE (CONT'D)
I could kill your enemy now, but I
would have to crush your head. The
battle lies within.

CLOWN
Thou art the man.

Sorrow's eyes light up. He runs and leaps 30 feet!

CLOWN (CONT'D)
Damn, I'm good.

JOY
I think not.

Sorrow has landed steps away from his love, Siren.

CLOWN
Uh-oh. She snuck up on us.

Sorrow tries to kiss Siren. She pulls away.

SIREN
No time. Soon we have forever. To
the water. Hurry.

He hesitates.

SIREN (CONT'D)
Go before I change or lose my mind.

With a last look he starts running.

Clown comes near Siren.

CLOWN

Thanks.

She hisses at him, and he hurries away.

Joy steps close to her and whispers.

JOY

East is a good direction too. They
have not faces, but they have ears.

Sorrow, Clown, Rage, and Joy begin their leaping run across
the landscape.

EXT. FOREST - DAY

The faceless ones race toward the sea. One of them carries
Clem. A breeze stirs and we hear Siren's song floating across
the mountains. The faceless ones falter and stop.

EXT. A HILLSIDE - DAY

Sorrow stops and looks back.

RAGE

Not this time, lover boy.

Sorrow tears his gaze away and moves forward.

The angels leap from rock to rock in a pass of the mountains.

The faceless one carrying Clem stops and tilts his head,
listening to the sweet voice of Siren. Their leader smacks
him in the head with his staff.

The angels run through a meadow.

SORROW

Faster, I smell the sea!

One of the faceless ones falls in his haste.

Rage sings his song and it echoes off the mountains.

The lead faceless one speaks to his minions. Five draw their
swords, the sixth, their leader, takes Clem, and continues
on.

The angels rush down a hill toward their quarry. Rage speaks
in the heads of his friends, and we hear him too.

RAGE

Leave these to me. Follow Clem.

JOY

I will fight by your side.

They collide with the faceless ones, giving Clown and Sorrow a chance to break through.

Rage and Joy battle the faceless ones. Joy laughing, Rage bellowing his song, which buffets their foes like a hurricane.

Sorrow's feet land in sand.

CLOSE UP: black shining shoes emerging dry from the surf.

Clem is passed to DEATH, a figure in black robes. The boat leaves the shore and moves impossibly fast away. It disappears and reappears ten feet out, 20 feet, 30 feet.

SORROW

We are too late.

Clown looks out at the ocean and spots something.

He puts his fingers in his mouth and whistles. Whale is just offshore and comes swimming toward them.

Whale leaps clear of the water and comes down mouth first on Death's little boat, swallowing it whole.

CLOWN

I knew his big mouth would be good
for something someday.

Whale resurfaces and PTOOEY! spits Death out. Death flies through the air and lands with a THUD! on the beach.

WHALE

Yuck. Bitter.

Whale spits again, showering the beach with the boards and debris of Death's ruined boat.

Whale starts to turn away.

CLOWN

Hey! The dog!

WHALE

Huh? Oh okay.

The whale feels around in his mouth with his tongue and finds Clem. He stretches out his tongue like a long red carpet, and Clem trots happily down the length of it onto the sand.

SORROW

Here Clem.

Before Clem can react, he is snatched up by Death.

Death rises slowly from the sand, gathering his dark robes about him. He casts them off.

There is nothing there. Footprints appear in the sand, revealing the passage of an invisible creature, coming closer.

Two handfuls of sand are scooped up by the invisible Death. He pours the sand down over his head and face. It sticks to him, making his form apparent. He molds himself out of sand, rubbing it on his chest, his arms, his legs.

One of the faceless ones hands him a dry black robe to put on.

He turns toward Sorrow and Clown. His face of sand looks like that of a statue whose features have been worn down by eons of desert wind: the Sphinx come to life.

CLOWN

Pretty tiny little boat you've got there. Had.

DEATH

The vessel fit the traveler. When I sailed into the port of Hiroshima, I captained a ship ten times the size of the Titanic.

Death signals to the faceless ones. They begin to retrieve the pieces of the demolished boat.

Death pulls his robes about him and sits on nothing, apparently on the air itself. One smooth hand made of sand strokes Clem the dog behind the ears.

DEATH (CONT'D)

Who am I addressing?

CLOWN

I am Clown.

SORROW

I am the Singer of Sorrow.

DEATH

Ah. We had an appointment earlier tonight. Will your friends be joining us? No one will harm them as we conduct our business.

He waves, and suddenly Rage, Joy, and the other faceless ones are there. He gestures for the faceless ones to fix the boat. Hammer, nails and wood have appeared in the sand.

The faceless ones fight amongst themselves. Two of them tug at different ends of a piece of wood.

DEATH (CONT'D)

They try. Well. How shall we proceed?

SORROW

I am here to prevent you from carrying Clem across the water.

DEATH

Of course. Again I ask, how shall we proceed?

CLOWN

Can we have a hint?

DEATH

Oh dear. This is why I was hurrying so to depart. It's embarrassing when people don't follow, or even make themselves aware of the protocols.

Clem is struggling in Death's hands. Irritated, Death signals for one of his faceless minions to come closer.

CLOWN

Sorry.

DEATH

No matter. Normally, those in your position make an offering of some sort.

Death signals for a faceless one, who is quivering with fear, to come closer. It does. He grabs hold of its black robe and yanks it. The faceless one's spirit is revealed, a cold white shivering ghost clinging desperately to its robe.

DEATH (CONT'D)

Gold, precious gems, the sacrifice of various animals, sheep, cattle.

Death shakes the robe harder, and the faceless spirit is flung away, wailing in despair. It evaporates and disappears. The other faceless ones make themselves look busy. Death wraps Clem in the black robe and places him on the sand by his feet.

DEATH (CONT'D)

Some offer to take the place of the traveler. Usually when it's a child or a spouse. You could try making a passionate and poetic speech. Do you have anything prepared? No? You could beat your breast and tear out your hair. A bit old-fashioned, but dramatic.

SORROW

I think rather I shall take the dog from you by force and throw you face first into the sea.

Clown hands him his sword.

DEATH

Ah. It has been an age.

A faceless one hands Death his sword, wrapped in velvet. Death passes Clem to the faceless one.

DEATH (CONT'D)

Excuse my smile. The challenge is a solemn ceremony. But the sword is my own little hobby. It's not often I have the pleasure.

He draws his sword and slices air. He holds the sword in front of his eyes, and on its shiny metal surface, we see dancing chaotic images of violence and horror: Men being slain by swords, by guns, the glow of fires, the unmistakable image of mushroom clouds rising.

DEATH (CONT'D)

As I stood over the body of the very first man slain by a sword, I knew the art of death had reached its zenith. Guns, grenades, nuclear bombs, all the messy, cowardly, inelegant, yet effective tools that came later could not compare to the sword for its beauty and simplicity. The line of it. The singularity of purpose. A piece of art whose sole function is to kill.

SORROW

I have ever used my sword only for
the defense of man.

DEATH

And you defended by killing, yes?

SORROW

If necessary.

Death circles Sorrow, swinging his sword, warming up. On the
swords shiny surface, faces of those it has tortured and
slain materialize, moaning in agony.

DEATH

Sooner or later, it is always
necessary. As is death. Except when
it comes to such as you. Cheating
death time and time again, playing
make believe, falling, then rising
from the stage to start the show
again.

Death disappears, and a second later reappears, with his
sword at Sorrow's throat.

DEATH (CONT'D)

What do you risk here? Nothing.

SORROW

What would you have of me?

DEATH

If you win, the dog lives. If I
win, you die. Truly die. The only
way an angel can. By being undone.
Everything you are, or were, or
will be, as if it never was.

The bloody face of a soldier appears in Death's sword. It
moans to Sorrow.

SOLDIER

Don't do it!

Annoyed, Death shoves his sword into the sand, burying the
soldier's face up to his nose.

SORROW

And it is within your power to do
such a thing?

DEATH

By God granted. How can an angel be truly free if he has no choice but to exist?

Clown pulls Sorrow aside, looking back at Death's sword in the sand. The soldier on the sword is shaking his head, making muffled noises of protest.

CLOWN

Ok. Here's the plan. I'll kick him in the nuts, you grab the dog and we hightail it out of here.

Sorrow just stares at him

CLOWN (CONT'D)

You're right. Maybe he doesn't even have nuts under that robe. And if your nuts are made of sand, does it hurt when they get kicked, anyway? Damn I wish I'd paid more attention when I was in mythology class.

SORROW

Do not fear. I am in the right. I shall prevail.

CLOWN

Yeah, yeah, go team, but maybe, just maybe, bear with me on this one, maybe it was God's will the dog should die? Ya know?

SORROW

I cannot know God's will, only my own heart.

CLOWN

That's a great line. I'll carve it on your tombstone. It's a joke, a joke. I got the utmost confidence in you.

He steps away, making a face at Rage, as if to say "Oh boy".

CLOWN (CONT'D)

Ok, Sandpants, let's do this thing. Come on over here smiley.

Death approaches, looking grim.

CLOWN (CONT'D)

Ok, let's have a fair fight. No disappearing. No magic, no singing, no interference by faceless minions, no wet willies, no wedgies, no "Three Stooges" eye poking.

Death growls with impatience.

CLOWN (CONT'D)

Ok. Ok. Shake hands.

Death puts out his hand. When Sorrow reaches out to take hold of it, Death's hand dissolves into soft sand, pouring onto the beach. He backs up, grimacing, preparing his sword.

CLOWN (CONT'D)

God saw that. He sees everything.
Loser.

Death and Sorrow move apart. Death stoops down, scoops up some sand, and recreates his hand.

The two opponents swing their swords, warming up.

Death and Sorrow fight. Mr. Boswell throws paint on the screen to morph us into the Rage animation style.

Spirits of the dead flow from Death's sword and join forces with Sorrow, fighting by his side.

A ghostly T-Rex thunders across the beach and snaps his jaws on Death's body. His teeth pass through Death with no effect.

Soldiers bayonet Death, fire upon him with muskets, rifles, bazooka's, venting their rage and despair upon him. Death remains untouched, laughing, continuing his attack upon Sorrow.

Sorrow is clearly outmatched. Death gives him a chance to recover his breath. All the forces of the dead gather behind Sorrow, jostling each other, jockeying for position.

Death walks along their ranks, smiling into their faces.

He comes upon ACHILLES GHOST, a beautiful, steely man, in ancient metal armor.

DEATH

My first duel, ages ago, I lost.
And many which followed. That is
why some of the old warriors lived
so long.

Achilles Ghost leaps forward and swings his blade through Death.

Death grabs Achilles Ghost by the neck and lifts him into the air.

The two stare into each others eyes. The gaze of Achilles Ghost burns with blue fire.

DEATH (CONT'D)

Achilles. Now there was a name. He ought to have died a hundred times. But whenever I came to gather him, he bested me.

Achilles Ghost struggles in the air to release himself from Death's grip.

DEATH (CONT'D)

Honestly, I think he was simply tired of life at the last. The endless battle. The senseless parade of moments and events, and questions unanswered.

Achilles Ghost grows tired and ceases to resist. Death rips the ghost in half, and throws the two pieces of its body in different directions on the beach. Spirit energy erupts and stains the sand with throbbing light.

DEATH (CONT'D)

I cannot offer you the peace of God that passeth all understanding, I cannot offer you answers. But I can bring an end to questions. An end to pain. Someone once said, someone who's now dead, by the way, "When the power of love overcomes the love of power, the world will know peace." I know that day will never come. I am the way and the darkness. I am the only peace they will ever find. Forever I whisper in God's ear as he looks down upon the Hell they make of his heaven, "show mercy-- Let me end their pain." Soon...My day is coming.

SORROW

Never.

The upper half of Achilles Ghost yells out in defiance, lifting his sword in the air.

Blue liquid light oozes out of Achille's ghost's mouth. Clown, who is standing nearby, steps away, grossed out.

ACHILLES

A moment's success pays the failure
of a thousand years, I will defeat
you!

CLOWN

Whoa. Somebody's watched his Tony
Robbins tape one too many times.

Death kicks sand over the torso of Achilles. The ghost spits out sand, and gnashes it's teeth.

Sorrow and Death begin to fight once more. The efforts of the spirit army are doubled. Death and Sorrow dance in a ballet of violence, and energy. We see Soldiers running, as well as Russian calvary charging to the strains of the 1812 overture.

Enormous Cannons "BOOM" to the music, firing at Death. Smoke rises thickly from their barrels, into the air.

Out of the smoke zooms a Japanese Kamikaze pilot. His plane bears down on death from above. The ROAR! of the plane's engine is overwhelming. Death looks skyward and throws his arms out as if to say "here I am!"

The Kamikaze spirit plane explodes in a ball of fire right on top of Death. Spirit energy erupts in all directions, blue fire devouring the beach. Everyone hides their faces from the destruction. Then comes a moment of silence.

SLURP! There is the very loud sound of someone sucking at the bottom of a now empty cup of soda.

CLOSE UP:

Clown holds a big bag of popcorn and a super giant sized cup of soda. He stares intently out into the theater. We hear Clown's thoughts.

CLOWN (V.O.) (CONT'D)

Is that it? Is he dead? What's
happening? Nothing's happening.
What's going to happen? Maybe this
is a good time to sneak out to the
bathroom. My teeth are floating.
But as soon as I leave, it'll be
the best part. I just know it.

Out of the inferno, walks Death, unscathed.

Clown screams like an hysterical woman, scattering popcorn all over the place.

RAGE (TO CLOWN)

Get a hold of yourself.

Clown grabs his own buttocks in both hands.

Death descends on Sorrow, beating him down, blow after blow, getting stronger and stronger, as Sorrow weakens.

Sorrow is wounded on his arm, and drops his sword. Death puts his sword to Sorrow's neck.

We revert to default animation style: Sorrow/Clown.

Rage and Joy start forward.

DEATH

An agreement was made here.

Sorrow gestures for them to stay back.

DEATH (CONT'D)

Kneel for the ceremony of undoing.

Sorrow kneels. All the spirits that fought with Sorrow against Death bow their heads in respect for the ceremony.

Death draws a circle in the sand around Sorrow with the tip of his sword. He takes a handful of water from the sea and splashes it on Sorrow with a gesture.

DEATH (CONT'D)

Undoing is a song without music or melody. A taste of the endless silence that awaits you. The first note of Beethoven's Fifth is a rest. An absence. He did this in honor of me. And in return he lived a bit longer. Not happily, no, but he lived.

SORROW

If your song be silence, then let it come, and with it an end to your empty noise.

Vexed, Death continues his ritual, words on his lips, unheard, gesturing, a slow dance.

We hear Siren's song. She walks up out of the sea. Schools of bright fish try to block her way. Dolphins leap from the water and splash down in front of her.

Whale shakes his giant head in disapproval.

WHALE

I know I got a big old head and a tiny brain, but maybe this is not such a good idea.

Death stops her at the edge of the circle.

DEATH

If you enter herein, you will be undone, vanishing forever from past, present and future.

SIREN

Yet I will enter.

DEATH

It is for you to choose.

SIREN

If you think there is a choice, you know nothing of our love.

She enters and holds Sorrow. Mr. Boswell, holds his hand over his heart and lets drop a little tear. He gestures with his hand and the animation style changes to the Siren/Sorrow romantic, look.

SORROW

I'm sorry.

SIREN

We are together. It's all I ever asked for.

SORROW

I should have honored your request.

SIREN

The things you did made you the man I love. Your heart was broken the moment it was made. And yet you lived on to heal the wounded of this world, but never yourself. Lest you forget. Pain is the only thing that can keep us awake. Sleep now, and dream. I will sing us both away.

She sings as Death speaks. From the fabric of Death's robe rise shadow spirits that flow this way and that, dancing to no music. They creep in and take energy from Sorrow as their master pulls it out and away from him.

Siren's song rises as a visible force as well, flitting back and forth, chasing Death's shadows away from Sorrow, as if they were buzzards.

DEATH

The gates between you and the everything close one by one. Taste her sweet lips that trembled as she said I love you for the first time. Those lips that tasted of the salty sea when she saved you from her own treacherous song. Taste.

They kiss.

DEATH (CONT'D)

And taste no more.

He throws sand into the circle. A shadow zips past the protective energy of Siren's song and snatches a bit of Sorrow's energy.

DEATH (CONT'D)

Smell her hair, anointed with ancient oils from her own land.

He tosses sand. A shadow grabs a handful of energy, and is caught by Siren's swirling song. He tosses Sorrow's energy to another shadow who runs with it back into Death's robe, disappearing.

DEATH (CONT'D)

And smell no more. Touch her face, and hold her hand one last time before feeling fades.

They do. He tosses sand. Siren multiplies the flowing energy of her song. Now there are many ghosts of her guarding Sorrow.

Death makes a gesture and his shadows multiply ten fold. They are everywhere. Crouching, circling, looking for an opening to get at Sorrow.

DEATH (CONT'D)

Which would you lose last? Of these two dearest, the sight or sound of her?

SORROW

It matters not. They will both live in my memory forever.

DEATH

Understand. These are your last moments. Memory is next. I hold you both by a thread over the void.

The shadows close in on Sorrow and Siren.

Suddenly, with a roar, Rage brings his giant club down upon Death's head. Death's head splits open and sand spills out on the ground. Death 'pulls himself together' instantly mending the damage. He opens his mouth and a billion flies spew forth, forming a ball of force that collides with Rage and then swarms over him, holding him to the ground.

Rage spits out a mouthful of flies.

RAGE

Why do you enjoy it so? This torture?

DEATH

You above all should understand.

RAGE

I smell the stench of your malice. Your hatred. What did our sad brother ever do to you?

DEATH

So many times his father offered him the very balm of Gilead, and he would have none of it. Forgetting is a blessing. But he was too proud, he must keep everything. The pain of all the world becomes his pain. And because he remembers all, he thinks he will be remembered. But your great name, Sorrow, will be extinguished, like a candle on the mountain. The wind rises.

Death's shadows gather together, and lift him up into the air. He stands on a moving black obelisk of oblivion.

SORROW

I know the well from which your anger flows. You would forget. Your beginning, your name. But you cannot. And you hate me for spurning the gift you desire.

DEATH

You speak your last words before
the gate of speech is slammed shut.
Sing her a last love song.

SORROW

I know your name.

DEATH

Change course, or I will cut out
your tongue to silence it!

Death leaps from his pedestal, and rushes up to Sorrow, face to face. This is just what Sorrow wanted. Quickly now, he thrusts his hand through Death's chest and into his heart.

Sorrow twists his hand around in there, and pulls out a slimy looking globe of ectoplasm. Inside it, moving images flow and twist. There is the image of a flaming sword.

SORROW

Look. See. Something of the man you
were survives. You were introduced
to the sword long before it entered
the world of men. When you were the
only one. The first.

We see a deep bubbling pool of clay, rising, forming into the shape of a man.

SORROW (CONT'D)

After you were cast out, you fought
him forever, the one who bore the
flaming sword. You fell again and
again, cast down in bitter tears to
the dust from which you were
wrought.

In the bubble which Sorrow pulled from Death's head, we see a man fighting an angel which is wielding a flaming sword. The fight takes place just outside a vine-covered gate.

DEATH

Are you finished?

SORROW

It is right that my last words
should be song. I will sing the
song I sang you in the desert
outside Paradise.

DEATH

Do not. I have forgotten it. I have
forgotten that place.

SORROW

If you truly do not wish to hear,
shut the gate on my voice.
Otherwise, I will do what I have
ever done.

The memory globe shows foggy images of Death, as a man walking out into the desert, weeping. Sorrow, as an angel, with wide spread wings, floats above him and sings. His wings provide shade to Death's eyes, which are blinded by the sun.

Clown is there in the vision too. Looking much the same as he does today. His hair is long and unruly.

CLOWN

Hey, there's me! Look at my hair.
That's what they call a mullet. And
that was all the way back during
the first Paradise. I was so ahead
of my time.

SORROW

(singing:)

Don't look back. Don't look back at
the fountain behind the gate. This
is called thirst. What you feel.
Don't look back. Turn and walk into
the desert. It is now your fate to
search for water everywhere but
where you know it is. Don't look
back. This is called thirst.

The multitude of departed spirits parts slowly as Sorrow sings. The spirit of a woman approaches down the long hall between the dead. She comes to Death and looks upon his face. There is an apple in her hand. She takes a bite and drops it on the sand at Death's feet. Death weeps.

The woman touches Death's tears, and smiles. She shimmers with a brilliant light and shrinks to a pulsating ball of energy. This energy enters Death's chest on the left side. He screams, with pain, and falls to his knees.

DEATH

Welcome home, my love.

CLOWN

Who was that lady?

DEATH

Silence!

The Clown jumps. He makes an 'ok' gesture.

Death rises and wipes away the circle surrounding Sorrow and Siren.

SORROW

But I lost the battle.

DEATH

The pact was void, because I lied.
If you had won, I could not have
returned the dog to life. I can
only destroy, only undo. Only God
can make.

SORROW

Then I will appeal to him. I will
sing Clem's song until he hears.

DEATH

He will not hear you. He sleeps
now. He dreams and makes and the
great choir sings a lullaby to
soothe his slumber.

SORROW

I've come too far. I can't give up.

Sorrow moves down the beach and falls to his knees in prayer.

Clown speaks to Death.

CLOWN

Ok. So. Flaming sword, apple;
you're Adam right?

DEATH

Yes.

CLOWN

Cool. I don't get it.

DEATH

After I was cast out, when I tired
of despair, I asked our Father for
something to do. To pass all the
time in the world. You see, I ate
from the other tree as well. The
tree of eternal life.

CLOWN

So you get to live forever, but
live as Death. God likes that irony
stuff. He's got that subtle humor.
I would have made you one of those
baboons with the big red asses.

(MORE)

CLOWN (CONT'D)

Those are a hoot. Wow, Adam, huh?
Who would have thought I'd meet
Death and Adam today. Wild. Hey.
What happened to Eve?

DEATH

She did not partake of the second
apple. She had learned her lesson.

CLOWN

Oh. So, uh. Oh.

DEATH

She was the first traveler I
ferried across the water.

CLOWN

Well. I guess life sucks and then
you're Death. Little joke. Do you
ever laugh?

DEATH

The other day, a man fell...

CLOWN

People falling down, that's funny.

DEATH

And broke his neck.

CLOWN

Hmm. Kind of a gallows humor.

Sorrow sings his melody. "Sorrow's Song". Mr. Boswell makes
the animation change to Sorrow's visual style.

BEGIN SONG

SORROW

(singing:)

I sing for all things that do not
want to die. The sparrow as he
falls still strives to fly. Never
ceases hoping he shall rise again.
Soaring before he hits the ground.
The flowers cut down, penance for
their beauty, stretch to feel the
sun. Memories of first kisses and I
love you's. Unmake the word good-
bye. The sparrow falls, flowers
wither too; the world is silent
again. All is as all must
be...silenced again! Don't take
this little soul.

(MORE)

SORROW (CONT'D)

He knows his name, a heart of gold.
Don't take his little soul. Though
arms of angels, be soft as snow. I
won't let him go. They are not and
can never be... Let me take him
home! Sweet soul, sweet soul. I
won't let you go!

Time lapse animation shows Sorrow singing his song again and again. The clouds fly fast, waves break upon the shore. The light changes. All the other characters are sped up in time lapse animation as well. They stand up, sit down, and pace back and forth. Clown juggles, spins plates on several sticks, makes balloon animals, eats a giant sandwich, and makes an ice sculpture of an elephant.

The time lapse animation slows to normal time. Clown breaks a piece of ice off the elephant sculpture and PLOPS! it into a drink with a little umbrella. He crosses to Rage.

CLOWN

Cocktail?

Rage growls at him. Clown hurries away, shuffling over to stand by Death. He stands quietly for as long as he can. Then SNIFF SNIFFS! he smells something and makes a face.

CLOWN (CONT'D)

What's that smell?

DEATH

It's me.

CLOWN

Oh.

Clown looks over at Sorrow, who's still singing some distance down the beach.

CLOWN (CONT'D)

I wish we could help.

DEATH

Perhaps we can.

Death lies his sword on the ground drawing a circle round it in the sand.

CLOWN

Whatcha doin'?

DEATH

Calling for reinforcements. I call upon the King.

(MORE)

DEATH (CONT'D)

Come forth, Oh Great one, and bring
with you all your princes, your
emissaries, your fellow warriors.

A portal peels open in the air, blue fog rolls out.

Clown steps back, afraid.

CLOWN

Maybe we should think about this.

Feet clad in blue suede shoes step from the portal. A mighty
wind roars. ELVIS is there. In the famous white suit and
shades, but not fat.

CLOWN (CONT'D)

Ooh.

JOY

What a marvelous day this is
turning out to be. Sir, uh, Mr.
Death. So sorry to intrude but I
can't contain myself. Would it be
at all possible, might I be so bold
as to ask...?

DEATH

Who?

Joy whispers in Death's ear, then stands back, excitedly
rubbing his hands together. Death speaks in his foreign
tongue to the boiling blue cloud.

We hear a tell-tale guitar riff: A joyous, bubbling, happy
sound. JERRY GARCIA steps onto the beach, holding up a peace
sign, and lighting up the place with his smile.

CLOWN

Can we get John Denver?

Everyone gives him a look.

CUT TO:

Sorrow kneeling by the sea, singing his melody. He is
exhausted, and his power is waning. Stopping his song, he
hangs his head for a moment and is silent.

The wind rises. Sorrow lifts his head. He turns slowly to see
a line of figures walking toward him across the sand.

We go to slow motion, for the classic "gunslinger shot."

It's Elvis in the middle, Jerry Garcia to his left, JIMMY HENDRIX to his right. JOHN BONHAM, KAREN CARPENTER, KURT COBAIN, and JOHNNY CASH.

John Bonham's drums walk in front of him on stout little legs. He plays the rhythm to which the group of musicians march.

The spirits come to a stop by Sorrow. Johnny Cash touches a finger to the tip of his hat.

JOHNNY

You got a nice voice kid. But you
got to pump up the volume. Mind if
we join in?

Sorrow nods his assent.

JOHNNY (CONT'D)

Let's wake the warden, boys.

They start in with a rollicking, radical version of Sorrow's song.

SONG BEGINS

Siren calls the creatures of the sea, which circle and dance and sing along. They sing in Whalesong, dolphin tongue, fish bubbles. Crabs by the hundreds click their claws in the air like funky beatnik crustaceans.

The armies of the dead, spawned from Death's sword, stand row on row and sing along. The half body of Achilles is held up by Rage, as they both sing heartily. The Ghostly T-Rex roars as near he can to being on pitch.

At the height of the musical madness, Jimmy Hendrix stands on a boulder, his guitar screaming out a solo. Johnny Cash leans over and speaks in Rage's ear. Rage smiles.

With a herculean effort he lifts the boulder, with Jimmy Hendrix atop it, into the air. With an enormous yell he thrusts the rock into space.

As Jimmy screams through the air, his giant fro bobbles in the wind.

CUT TO:

EXT. HEAVEN - DAY

Mr. Boswell draws a single happy line on the screen. A curling bright colored shape that is the seed of the new animation style. We morph to Joy's style, a la Gustav Klimt: Curlicues, mosaic, and bright colors.

We see an endless, pristine cityscape of marble, stretching as far as the eye can see; towers and walls of pearl and gold; massive trees and flowing rivers; bridges spun of rainbows and clouds.

Angels are everywhere, facing a building in the center of Heaven and singing "Hallelujah."

Jimmy Hendrix passes over riding on the boulder. Flames trail the rock as it tears through the air, like a falling asteroid coming to Earth. Jimmy wails away on his guitar. Every angel watches him fly across the sky. The ghostly rocker traces a huge arc across the roof of Heaven and then is gone, traveling downward.

For the moment, the song of Heaven is silenced. Stunned angels look at one another.

After some confusion, the heavenly host goes back to singing 'Hallelujah'

Back on Earth, Jimmy's boulder lands in the ocean with a splash. Jimmy pops up out of the water.

JIMMY

Whoa! What a ride!

Whale arrives to pick him up.

WHALE

Can I give you a lift?

Jimmy hops up on one fin, and the Whale flips him up onto his back.

On the beach, the rock and roll version of Sorrow's song climaxes, and there is a long silence. Everyone looks to Heaven expectantly. There is no response. Sorrow heaves a heavy sigh, and starts to sing again. But his voice is shot. There's nothing left.

SONG ENDS

Johnny Cash takes off his hat and rubs his sweaty brow. The only noise heard is waves crashing on the shore.

JOHNNY

Damn. That's a lonesome sound when
you're expecting applause.

He puts a ghostly hand on Sorrow's shoulder.

JOHNNY (CONT'D)

Sometimes we sing just for
ourselves, friend.

The blue fog emanates from Death's sword once again. Johnny
and his friends walk single file back where they came from.

Clown gets an autograph from JOHN DENVER as he walks past.

Death looks up at the sky.

DEATH

They are not moved.

Silence. Siren helps Sorrow to his feet.

JOY

You did everything you could. There
is no shame.

RAGE

It's those white dress wearing
bastards that should be ashamed!
All in love with the sound of their
own voices. And our brother has
lost his beautiful voice trying to
be heard. How many times did he
sing his song? I still hear it in
my mind.

JOY

As do I.

CLOWN

Wait. Listen.

A seed has been planted in Heaven. Under the eternal
"Hallelujah" of the choir is the whisper of Sorrow's song.
More and more angels take up the melody. We hear the sweet
lament of his song, and then another group of angel voices
shouting out "let me take him home!" echoing Sorrow's more
passionate plea.

Voices of dissent counter the melody, trying to drown it out.

The clouds boil and churn above. There is a riot in Heaven.
Factions of angels battle each other with their voices.

In the sky it looks like the ceiling of the Sistine chapel come alive and become a place of terrible madness and strife.

The chaos builds and builds. Suddenly the singing stops. There is the sound as of a multitude taking in breath. Then a deep, ominous silence.

CLOWN (CONT'D)

I think we broke the world. Hope there was a warranty.

RAGE

He has awoken.

CLOWN

Who he? Him? Oh boy.

The day turns to night. A massive canopy of stars is revealed above their heads, and across the sea. The stars begin to gather in the center of the sky, swirling, spinning. They collapse into a giant ball of blinding light, twice the size of the sun. The light moves closer and closer.

Clown produces a multicolored metal detector and starts sweeping the beach.

CLOWN (CONT'D)

I'm not with these people.

There is the sound as of a million different wind chimes singing all at once. It becomes one deep penetrating note that causes the earth to shake, the air to vibrate.

The light suddenly shrinks to the size of a golf ball and floats in front of them on the beach. It is blinding white and intense.

The light melts and changes into GOD. He is made of an endless mosaic of people, places and things, He is a piece of everything and everything is a piece of him. The overall impression is of an old man dressed in white. He walks forward and takes Sorrow by the throat.

CLOWN (CONT'D)

Oh Lord, spare him!

GOD

I restore his voice, which has so pleased me these many years. And what have we here?

He notices Sorrow's wounded arm.

GOD (CONT'D)
 A nasty scratch. Can't you boys
 play nice?

He places a hand on Sorrow's arm and heals it.

GOD (CONT'D)
 That's better. Come, walk with me.

They head off down the beach.

God begins to hum a tune.

SORROW
 That melody is familiar.

GOD
 It is the lullaby I sang you to
 sleep with when you cried as a
 babe, inconsolable for the fate of
 man.

SORROW
 I remember.

CLOSE SHOT:

Sorrow's eye. Within, there is a vision of all the time in the world and everything that has every been. The explosion of the Big Bang, swirling star systems, the birth of Earth, the falling of the first waters, the rising of land, plants, animals, humans, nations, technology.

And then, blue sky, green grass, and a boy running, running. God is there, smiling and laughing. He holds a football in his hand. He motions for the boy to "go long". The boy runs faster and faster, the ball is thrown high over the boy's head. He leaps up, sprouts wide white wings and goes higher, catching the ball. The boy comes back down, rolling in the grass.

An enormous white dog with seven legs and the tail of a monkey, runs up madly and starts licking the boy's face. The boy jumps up on the dog's back and rides him, circling God round and round.

SORROW (CONT'D)
 I remember everything.

They stop walking.

SORROW (CONT'D)

And I know why it cannot be so. Yet still I ask that the dog Clem be returned to life and to his owner the boy.

GOD

Or you will not come home.

God creates a sturdy oak chair out of the air, and sits. Another chair appears for Sorrow. God gestures for him to sit.

GOD (CONT'D)

Your mind is your own domain. A place apart.

God takes out a pipe and lights it. Pristine, thick white smoke curls and twists in the air. In it, we see images forming and dissipating as God speaks.

GOD (CONT'D)

Yet I know you as a father knows his son, a lover his love. I know you by what you have done, said and sang. Since the beginning, you have carried the weight of sorrow so that the soul of man should not be crushed. You have reminded the angels what it is to breathe and fear an end, to know nothing and hope everything.

In the white smoke, we see a figure on a tall snow covered mountain. The long trail of his footsteps, stretches out behind him.

GOD (CONT'D)

You asked me once in this life to take away your task, because you had not achieved it, nor even did you know what it might be.

The figure falls face forward in the snow.

GOD (CONT'D)

You felt you had failed. Not only in this life but many.

Two angels descend and lift up the figure. Wings beating hypnotically, they carry him up, and up.

In the great halls of Heaven, the figure walks on flowers by the thousands thrown at his feet. A multitude of angels bow to him as he passes.

GOD (CONT'D)

And that is just why your glory was so great in Heaven, because you chose the lessons of failure and despair in life. Because you never tasted of peace, or divine surety while you were amongst them, you were truly one of them. Now it is time for you to know that peace.

God puffs on his pipe. In the white smoke we see a figure kneeling. Water is poured over its head. It is lifted and passed atop the throng of angels. Sorrow's song is heard, the clear melody. God coughs and clears away the smoke.

He snaps his fingers.

GOD (CONT'D)

The dog is restored. He will live another 20 years and be a marvel to all. As men in the olden days. Will you come now, and lie in Western fields with my other favorite voice? Where is the siren, ah there.

Sorrow is speechless.

SORROW

It has never been done.

As he speaks, God lifts a rock from the ground and turns it into a loaf of bread. He pulls a goblet from the air and fills it from the ocean. The water changes into wine. He offers Sorrow some of both, but Sorrow shakes his head "no thanks."

GOD

What's that? Oh, the dog? Nothing is too much for you to ask, my first and favorite. Did you not know that. Hmm. You thought I would refuse. And you would use that refusal as the reason you would not return with me. Always more work to do, ever one more task, and no retiring. Now this. What have I done to displease you? Why will you not come home?

SORROW

I am afraid.

GOD

Yet not of death, for you have
known it many times.

God rips up the remainder of his loaf of bread and starts
throwing the pieces on the ground.

SORROW

I am afraid I will be forgotten.
Myself. My song.

GOD

Your song was sung by all the host
of Heaven this day, it will not
fade. You will be greeted with
great glory by your brethren.

Sea gulls gather, picking up God's bread on the sand. A
seagull notices who it is that feeds them, and looks
surprised. It passes on the knowledge to another bird, and
the secret is spread on to more and more. The birds dance in
the sky for Gods benefit, flowing in intricate and beautiful
patterns.

SORROW

I do not desire glory. Not for me.
I am not important. It's just... I
remember forgetting. That was the
worst thing in life. There were
faces dear to me, familiar as a
path walked every day, at noon and
night, the lines of smiles I helped
to make deepening year by year.
There were voices I could pick from
a hundred others on a city street,
and know as friend, my heart
leaping up, a name coming like a
sweet taste to my tongue, my eyes
searching the crowd to find them.
All gone. Death never pained me. I
neither feared, nor mourned, my own
or the end of others. All things
must and should end. It is the
disintegration of memory in the
midst of life which saddens me. Her
laughter, his smile, first kisses,
last farewells, each and all
forgotten. As if they had never
been.

GOD

My dear, sweet boy. All is well. You recall Shakespeare, don't you? A wonderful child. He was right or near to right on so many things, yet on this most important subject, he was wrong. He said "Death is a sleep and a forgetting." It is just the opposite. Death is an awakening and a remembering. But what can you expect, he hadn't experienced it yet. You were there when the first sparrow fell and you grieved his passing in song.

SORROW

I remember.

GOD

And do you remember the first time that same sparrow flew?

SORROW

I was not there.

GOD

Close your eyes.

God signals to the circling, dancing seagulls. They descend and gather around Sorrow. Lovingly they take hold and raise him up in the air. Up, up high into the sky, soaring amidst the clouds. God shouts from the ground.

GOD (CONT'D)

Open your eyes!

Sorrow opens his eyes and gasps in fear. God makes a gesture to the birds, opening his hands. The seagulls release Sorrow and he falls toward the Earth. Sorrow panics, twisting and turning as he falls. Far below he sees the figure of God, flapping his arms.

Sorrow discovers his wings.

He soars upwards now, under his own power. He races the seagulls over the swelling sea. Smiling, laughing.

Now he circles back and lands on the beach. He shakes his wings in wonderment, and folds them behind his back.

GOD (CONT'D)

That is but a taste of the everything. Nothing that has been has been forgotten.

(MORE)

GOD (CONT'D)

It will be my great joy to show you all my favorite moments, of all the ages. You who have known only sorrow for so long. I owe you this. It was the secret tale of my loneliness, alone in the eternal void, before the making of the world, whispered in your ear as a child that made you as you are.

SORROW

I betrayed that confidence, on the mountain using your own song against you.

GOD

And I forgave you that trespass, long ago, you must forgive yourself. You have done your work well, but now it is over. Will you come home with me now?

SORROW

Yes. But I must leave another way.

He looks back down the beach to Siren, who stands in the frothy waves.

GOD

I understand.

Sorrow turns away.

GOD (CONT'D)

One more thing. The answer you sought through many lifetimes, and finally found. Do you want it?

He holds a scrap of paper in his hand.

SORROW

I remembered the answer as soon as you arrived. I don't think I ever really forgot it.

God nods.

GOD

Your friends are waiting.

Sorrow turns his back on God and walks down the beach.

God smiles. He stoops down and picks up two big handfuls of sand.

His hands glow white-hot, and he fashions a glass bottle from the sand. When it is finished, he drops in the scrap of paper with its message, and tosses the bottle into the sea. It floats on the water, glinting in the sun.

Sorrow walks up to his friends.

SORROW

It is time.

Rage and Joy shake hands with him, embrace.

SORROW (CONT'D)

My friends. Goodbye.

JOY

We will meet again.

SORROW

That is the good of parting.

RAGE

Soon. It has been an honor working with you. If I may prove useful one last time? The angels have returned as always to steal your memories and to throw you in the River of Lethe.

He gestures toward a group of men, who have appeared nearby, and stand with swords at the ready. The Jazz Fairies tune their little trumpets and warm up above Rage's head.

RAGE (CONT'D)

May I?

Sorrow nods his assent. One jazz fairy gives another one a "high five." Rage runs roaring at the angels and throws himself into their midst. We hear the sounds of battle offscreen as Clown and Sorrow speak.

CLOWN

Really going this time, huh? I can hardly believe it. Here, I got this for you.

He pulls out an old gold watch and hands it to Sorrow

CLOWN (CONT'D)

It's a human tradition, for retirement, you know. It doesn't work. And neither do you, now. Get it?

SORROW

Thank you. When will you come?

CLOWN

I don't know. I've got a lot of work to do here. Funny business. I'll see you when I see you. Hey, if there's no such thing as time, why do I have the feeling I'm really gonna miss you?

SORROW

One more thing. I remembered you the first time I saw you, here by the sea. How could one forget such an ugly face?

Sorrow laughs. Clown jumps back, shocked.

SORROW (CONT'D)

It was a joke.

CLOWN

Well, I'll be damned.

Sorrow smiles at him.

CLOWN (CONT'D)

Who are you? Who is this guy?

He looks back at the others.

SORROW

I'm retiring. I can laugh now. I can smile, if I wish.

CLOWN

How does it feel?

SORROW

Very strange.

He rubs his mouth.

Clown laughs. Sorrow slaps him on the back.

SORROW (CONT'D)

Will you see that Clem finds the way home to his boy?

CLOWN

You bet. There's nothing I love to see more than a happy human face. Cept maybe the smile of a friend.

SORROW
 'Friend?' I would have said 'best
 friend'.

CLOWN
 (whispering)
 Me too. But when my monkey gets
 jealous, he throws his poop at me.

SORROW
 Farewell.

Sorrow walks away slowly. Clown tries to keep back his
 emotion.

CLOWN
 I'm really gonna miss that guy.

"Splat!" Clown is hit in the side of the face by a glob of
 monkey poop. We hear Mr. Boswell SCREECHING. Clown grimaces,
 and swats the poop from his face.

CLOWN (CONT'D)
 Ew, Gross! But funny. Good job Mr.
 Boswell, you've learned the most
 important comedy technique.
 Surprise. And what's the second
 most important comedy technique?

Clown is hit in the side of the face by a lump of monkey
 poop.

CLOWN (CONT'D)
 Repetition! You're a genius Mr.
 Boswell!

The monkey SCREECHES.

On the edge of the ocean, Sorrow approaches Siren and makes
 to speak. She places her finger over his mouth.

SIREN
 Use your mouth to kiss or sing, the
 rest is wasted.

He kisses her.

We hear the sounds of battle in the background and Rage
 bellowing.

The two lovers walk, singing, into the sea. Till they go
 completely under and disappear. Bubbles rise to the surface.

Then all is still.

WHOOSH! Sorrow bursts up from the sea, his new wings spread wide. He carries Siren in his arms. The couple rises skyward in the setting sun. Up and up they rush, toward the Heavens.

EXT. ON THE SEA - LATER

The bottle with its message inside bobs on the water. The giant eye of Whale rises and looks down at it.

He sees the word "LOVE" written on the scrap of paper.

WHALE

Hmm. I could have told you that.

(singing:)

Fishes fishes, I love dem fishes.
Eat em all up don't need no dishes.
Fishes, fishes, love dem fishes, if
I had three wishes, I'd wish for
more fishes!

(speaking:)

Maybe I'd use one wish for cocktail
sauce. Or some horseradish. Mmm.
Horseradish.

We hear a whistle. Whale looks to shore and sees God standing there, waving to him.

GOD

Hey, whale! Yes, you. Can you give
me a lift?

Whale swims quickly to shore.

WHALE

Oh yes, of course, Sir, uh, your
excellence, what should I call you?

GOD

You can call me anything you want.
Just don't call me late for dinner.

Whale stares. Then laughs hugely.

WHALE

I'll take you wherever you want to
go, It would be an honor, just hop
on my back.

God leaps up and lands on Whale's back. Whale sets out to sea. They ride the choppy waves through spray and the shimmer of the setting sun.

GOD

Faster! Faster!

The wind rushes through God's long, white hair. He stands on Whale's back and throws his arms out enjoying the wind.

God sings "In the name of Love."

SONG BEGINS

The whale's huge bulk rises into the air, and he flies, up, up.

The Heavenly host joins in with the song. Peter Gabriel blows his trumpet outside the gates. Massive orchestration emanates from the clouds, a sound of horns and tympani, and every voice that has ever been heard, singing.

The song builds to a crescendo as the gates swing open and the whale enters in. The gates swing shut.

SONG ENDS

CUT TO:

Marcus is still laying there on the sand by his smashed car. He has seen everything and stares with his mouth open.

Mr. Boswell jumps in and changes the animation style with a paintbrush held by his tail. We fall into the childish, funny style of Clown.

MARCUS

Wow.

(pause)

He looks around at the desolate beach. Then back up at Heaven.

MARCUS (CONT'D)

Little help? Hello? Damn.

(mutters)

Y'all can make a whale fly up in the air, but you can't call 911 for a brother? I see how it is. Ok. Hey Grandma Josephine, you up there? It's Marcus. Hello? My leg is hurt real bad grandma, its broke.

He touches the leg and finds it doesn't hurt. Shakes it. His leg is healed.

MARCUS (CONT'D)

Woo! Hallelujah! I love you grandma. I'm sorry I used to imitate the way you walked with that big black shoe foot of yours.

He looks at his destroyed car.

MARCUS (CONT'D)
Grandma. I know it's a lot to ask,
but can you do anything about my
ride?

We hear the sound of an old black woman laughing.

MARCUS (CONT'D)
That's cold grandma. That's real
cold.

CREDITS