

DARK CALL

By

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Inspired by the works of H.P. Lovecraft

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INT. SMALL APARTMENT - STUDY - NIGHT

SUPER: Providence, 1926

A cozy room lined with bookshelves packed to the brim. A ticking grandfather clock. A globe. Maps all over the wall. Scrolls scattered about on shelves filled with busts and figurines from all over the world.

GEORGE ANGELL, a scholarly looking man in his late 50's, sits at a small desk, the surface lined with parchment and journals. A single candle burns.

He scribbles into a journal and looks nervously at the grandfather clock. Tick. Tock. Tick. Tock. The moments slip away as George stares before he returns to the journal.

CREAK.

Something stirs elsewhere in the apartment and George turns towards the direction of the sound with a start.

He grips the oil lamp and slowly stands up from the desk before he steps out into the dark hall, the lamp casting dim light.

He looks both ways and listens a moment.

Silence.

Step by quiet step, George makes his way down the hall and checks the front door. Still locked.

Quickly, George heads back for the study and scribbles one last thing in his journal. He turns off the lamp.

EXT. APARTMENT - NIGHT

George steps outside, a suitcase in hand. He locks the apartment and hurries down the steps.

He walks a few feet down the sidewalk and stops at the mailbox. He takes the journal, now wrapped in parchment, stamped and addressed, and dumps it inside.

He glances up from the mailbox - and freezes.

Across the street, a SHADOWY FIGURE watches.

George's eyes widen as he takes a few steps backwards before running down the road and getting into his car - a 1926 Model R Rugby.

He starts the engine and speeds off.

INT. MODEL R RUGBY - NIGHT

Sweating profusely, George continuously looks into the rear view mirrors to see if he's being followed.

The streets are all but empty -

Wait. Something appears in the distance behind him.

Two lights. Headlights. Gaining.

George watches frantically, not taking his eyes off the mirror, not paying attention to the road ahead of him -

A HOODED FIGURE stands in the middle of the road.

George sees him just in time - swerves -

EXT. PROVIDENCE STREETS - NIGHT

The Model R Rugby smashes into a light post. Steam billows out from under the hood.

George jumps out of the vehicle, suitcase in hand, and looks around, eyes wide.

The Hooded Figure is nowhere to be found.

George rushes down the sidewalk, fully alert.

EXT. PROVIDENCE RIVER DOCKYARD - NIGHT

George rushes towards the dock, a ship waits to cast off. The CAPTAIN shouts at his men on the ship from the docks.

GEORGE

Excuse me!

The Captain turns to the exasperated old man.

CAPTAIN

Yes?

GEORGE

Have you got room on your ship for one more? I'll pay. I care not where your destination lies.

The Captain eyes George suspiciously for a moment.

CAPTAIN

Tell me, what is it you're running
from so desperately, old man?

George reaches into his coat pocket and takes out a billfold
of cash. He offers it to the Captain.

GEORGE

I assure you, I'll not cause
trouble, good sir.

The Captain takes the billfold of money and stuffs it into
his pocket.

CAPTAIN

No. I don't expect you will. We
shove off in twenty.

GEORGE

Very good.

The Captain boards the ship and leaves George alone on the
dock.

All is quiet.

George looks out over the river, the water black as
midnight. He looks down.

A lamp post shines off the surface of the water and George
sees his reflection.

As the water gently ripples, the Hooded Figure suddenly
appears in the reflection next to George.

George looks up from the water to his left with a start -
-to find that nobody is there.

He sighs with relief and chuckles to himself. He turns
around -

- and finds himself face to face with the Hooded Figure,
whose face is revealed to be like that of a piranha/human
abomination.

It hisses at George and he screams, falling backwards into
the black waters.

EXT. PROVIDENCE RIVER - NIGHT

George splashes about in the water. Terror grips him and he swims away from the docks.

He suddenly dips underwater. He pops up a moment later, gasping for breath.

He dips under again.

Beneath the surface, George swims harder. He stops as something catches his eye below. He watches intently.

A dim light, glowing green, becomes brighter and brighter from the unseen depths below.

Suddenly, countless GIANT TENTACLES surge up from the murky depths towards him.

INT. APARTMENT - BEDROOM - NIGHT

FRANK THURSTON, early 30's, shoots up in bed with a start, soaked with sweat. A dream.

SUPER: Boston, 2 Years Later

He sighs and wipes his face with his hands before he looks over to the nightstand.

A framed photograph sits on the nightstand of George Angell, THOMAS THURSTON, and THOMAS THURSTON II.

Frank picks up the frame and looks at it with affection before he places it back on the stand and lays back down to sleep.

INT. BOSTON UNIVERSITY - LIBRARY - DAY

The library is filled with countless shelves lined with books of every size and color.

Frank searches the shelves in the reference section.

The LIBRARIAN makes her way over to him.

LIBRARIAN

Is there something I can help you find?

FRANK
I'm looking for a journal my
granduncle donated to the library
some five years back.

LIBRARIAN
Name?

FRANK
George Angell.

LIBRARIAN
George Angell? Hmm. I've not heard
that name for quite some time.
Follow me, please.

Frank follows the Librarian to her desk.

LIBRARIAN
We keep personal book entries back
behind here. Let me see.

The Librarian disappears behind her office. She returns a
moment later, empty handed.

LIBRARIAN
I don't seem to have it. Just a
moment.

The Librarian flips through the book log.

LIBRARIAN
Most peculiar.

FRANK
What's that?

LIBRARIAN
I remember when we cataloged the
book, so I know we have it. I was
very excited when we received it.
George Angell was a very well
respected professor of Semetic
Languages up in Providence.

FRANK
I know. He was my granduncle.

LIBRARIAN
Was he, now?

The Librarian continues to flip through the logbook.

LIBRARIAN

I have no record of anyone ever checking out the journal.

FRANK

And you keep your log books up to date?

The Librarian looks at Frank in a "are you kidding me" sort of way.

FRANK

Right. Of course you do.

LIBRARIAN

I'll see if I can track it down, if you want to check back later today.

FRANK

Yeah, sure. I'll do that. Thank you.

Frank walks away from the counter and heads for the door.

INT. BOSTON UNIVERSITY - HALLWAY - DAY

Frank steps into the hallway and stops.

WHISPERS echo through the empty hallway. Faint. He listens.

After a moment, Frank slowly walks down the hall. As he walks, the whispers grow louder and louder until he comes upon a STATUE in a glass case in the hall.

The statue is a grotesque amalgam of a dragon, an octopus, and a man, all blended together in a horrific blob, surrounded by strange symbols.

The whispers grow unbearably loud as Frank stares at the statue and becomes completely engrossed by it.

HENRY(O.S.)

It came to me in a dream.

Frank turns to the direction of the voice with a start and finds HENRY WILCOX, early 20's, standing beside him in the hallway. The young man looks incredibly tired.

FRANK

I'm sorry?

HENRY

The statue. Terrible visions plague my dreams nearly every night.

FRANK

I'm sorry?

HENRY

It hasn't been the same since I found his damned journal.

FRANK

Journal? Whose journal?

HENRY

Professor Angell's.

Frank perks up.

FRANK

You have his journal?

HENRY

I read it every day. Try to understand...

FRANK

Can you bring it to me? George Angell was my granduncle.

HENRY

You don't want to read it. It's madness.

Henry grips Frank's shoulder suddenly.

HENRY

There will be no stopping them, should they awaken. We have to ensure they remain in their deep slumber beneath the sea.

FRANK

Easy, friend. Easy.

Frank gently removes Henry's hand from his shoulder.

Henry shakes his head and pinches between his eyes.

HENRY

I'm sorry. I haven't been sleeping much, lately.

FRANK

I can see that. The journal. It doesn't belong to you. I need it.

Henry nods his head and extends his hand.

HENRY

I'm Henry. Henry Wilcox.

FRANK

Frank Thurston.

HENRY

Your granduncle had discovered something. Something terrible.

INT. DORM ROOM - DAY

Frank and Henry enter the dark dorm room, the blinds are closed.

Henry flicks on a light and illuminates the cramped space - every inch is piled high with books, the walls covered with maps and sketches and strange words.

Frank hesitates.

HENRY

The journal is just over here on my desk.

Henry makes his way to the mess of a desk and searches under mountains of papers for the journal.

HENRY

Here we are.

Henry hands Frank the journal.

HENRY

Your granduncle was working on deciphering a strange language. It's popped up throughout countless civilizations, but was never successfully translated. He managed to crack most of it, I think.

Frank flicks through the journal, which contains all manner of strange languages, symbols, crude drawings, coordinates, and notes.

FRANK
Any idea where it came from?

HENRY
Oh, yes. There are many mentions of
the Great Old Ones.

FRANK
Who are they?

HENRY
I haven't figured that part out
yet. Some sort of deities, it would
seem. Worshiped by many.

FRANK
Interesting.

Frank closes the journal and places it in his coat pocket.

FRANK
I can't thank you enough for this.

Henry shakes his head.

HENRY
You don't understand. Your
granduncle didn't understand.
Something big is happening. All
over the world. Can't you feel it?
The stars are shifting. Their time
is coming. They're preparing, and
God help us all.

EXT. VODOO VILLAGE - NIGHT

SUPER: New Orleans

A cluster of shanty shacks, comprised of wood and
interconnected with rope bridges and decks, sits on stilts
out in the swamps. Small lanterns hang from the trees and
cast a haunting glow.

JOHN LEGRASSE and two other POLICE OFFICERS quietly approach
in a small canoe.

They tie the small boat at the base of a rotted dock and
quietly climb out.

John takes out a handgun and pulls the slide back, loading
it. Police Officer #1 pumps his shotgun, and Police Officer
#2 pulls back the hammer on his revolver.

JOHN

All right, boys. Remember, we're just here to ask questions. We've got no solid evidence that Remy Poultime is here. We're just going to have a look around. Keep your fingers off the triggers.

POLICE OFFICER #1

She's here, lieutenant.

JOHN

I know. My guts tells me the same thing.

VOICES(O.S.)

(Chanting)

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn!

The officers look at each other in confusion.

POLICE OFFICER #2

What the hell is that?

INT. VODOO HUT - NIGHT

A group of about twenty MEN and WOMEN, dressed in strange garb apparently comprised of bones and skins and feathers of animals, all continuously bow down as they chant.

VOICES

(Chanting)

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn!

At the head of the hut, naked and tied to a crude altar is REMY POULTINE. She tries to cry out through the gag in her mouth.

CPT. JEAN LAFITTE, mid 40's in appearance, dressed in High Priest garb, enters the hut and approaches the terrified Remy.

CPT. LAFITTE

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn!

Cpt. Lafitte takes a rather large and vicious looking knife out of his robes.

CPT. LAFITTE

The time is coming, brothers and sisters, for their return! May they awaken from their slumber!

Cpt. Lafitte steps up to Remy, who wriggles and writhes in a futile attempt to move away.

CPT. LAFITTE

Be still, my child. For while your flesh may be fleeting, you serve a greater purpose and will reap the rewards for your sacrifice for all eternity on another plane.

Cpt. Lafitte slams the knife deep into Remy's chest and then proceeds to remove her heart.

He holds the still beating mass of muscle high above his head as he turns to face the worshipers.

CPT. LAFITTE

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn!

John and his fellow officers suddenly burst into the hut with their weapons aimed.

JOHN

Nobody move!

Police Officer #2 looks at Cpt. Lafitte, who still holds the heart high in the air.

POLICE OFFICER #2

Jesus Christ! He cut out her
goddamned heart.

CPT. LAFITTE

Disperse! You are not welcome here!

The worshipers all suddenly jump up in a panic and chaos ensues.

John is rushed by a Worshiper brandishing a small dagger, and without hesitation, John puts two bullets in his chest.

Police Officer #1 fires his shotgun into the air.

POLICE OFFICER #1

Everybody down and stay down!

While some heed the warning and stay down, a second Worshiper rushes Police Officer #1 and grabs the barrel of the shotgun in an attempt to wrestle it from him.

Police Officer #2 jumps on the Worshiper and wraps his arm around his throat in an attempt to get him to let go of the shotgun.

Meanwhile, as several other worshipers are still scattering about the hut, John pursues Cpt. Lafitte, who has ducked out.

Just as John is about the exit the hut, he is slammed into by a Worshiper and taken to the ground.

Police Officer #1 has now had enough of fighting for control of the shotgun.

POLICE OFFICER #1

Down!

Police Officer #2 jumps out of the way as Police Officer #1 blasts the shotgun and sends the Worshiper flying across the hut.

Another Worshiper charges Police Officer #2 as he's on the ground with a crudely made hand axe, brandishing it above his head and ready to bring it down hard.

Out of reflex, Police Officer #2 blindly blasts his revolver three times and manages to connect once - right in the Worshiper's throat.

John, meanwhile, manages to throw the Worshiper that took him down off of him. They both scramble to their feet and John manages to shoot the Worshiper in the belly before he can attack once more.

John looks to his fellows officers, who seem to finally have the room under control.

JOHN

Don't let anyone out of your sight!

John ducks out of the hut.

EXT. VOODOO VILLAGE - NIGHT

John rushes through the village and bounces across the flimsy rope bridges as he races to find Cpt. Lafitte.

CPT. LAFITTE(O.S.)
 You can't stop this, inspector.

John whirls around to find Cpt. Lafitte with a LITTLE GIRL in front of him, his bloody knife pressed to her throat.

He aims his gun at Cpt. Lafitte.

CPT. LAFITTE
 Her blood will spill into the murky water below and the Great Old Ones will stir at the smell of it, bringing their awakening one step closer.

JOHN
 You're not walking away from this. You know that. Let the little girl go. She still has a chance.

CPT. LAFITTE
 You common men. You think you have it all figured out, yet you know nothing. This world isn't the world that was built for us. It's Theirs. And They shall retake it. They'll grant no mercy to those who refuse Them.

JOHN
 Let. Her. Go.

CPT. LAFITTE
 Ph'nglui mglw'nafh Cthulhu R'lyeh
 wgah'nagl fhtagn!

Cpt. Lafitte moves to slit the Little Girl's throat -

- John fires. The bullet hits Cpt. Lafitte right between the eyes, blowing his brains out the back of his head.

John runs forward and scoops up the crying Little Girl as Cpt. Lafitte falls backwards, down into the dark water below with a splash.

JOHN
 Shh. Shh. It's okay, sweetie. It's okay. Everything is all right, now. Shh.

INT. APARTMENT - DINING ROOM - NIGHT

Frank sits alone at his dining table, pouring over the contents of his granduncle's journal.

As he sits, completely focused on his work, SOMETHING slowly approaches him from behind, stepping closer and closer until a HAND reaches out and grips his shoulder.

Frank spins around with a terrified start and the fear quickly turns into happiness as he breaks into a smile.

MARY GOODWIN, early 20's and beautiful, stands before him.

FRANK

I didn't even hear you come in.

MARY

Francis Thurston, I have not heard from you in two days now. I'm quite upset with you.

Frank gets out of his chair with a chuckle and wraps his arms around Mary.

FRANK

I'm sorry, my dear!

Frank goes to kiss Mary, but she turns her head away with a scoff.

MARY

Nope. You'll not get one ounce of affection from me, good sir. Huh-uh.

FRANK

Come now, don't be cross with me.

Mary keeps her head turned away and looks up to the ceiling to avoid his eyes as he tries his best to establish contact.

MARY

Two days, I say! I thought you were sick. Or worse!

FRANK

I'm terribly sorry, my lady. I've been working on something my granduncle left behind.

Mary finally meets Frank's gaze.

MARY

An apology? Now that's more like it!

Mary finally smiles - a big, glowing sight to behold. The two kiss.

MARY

So what is it you're working on that's *obviously* more important than I?

Mary winks at Frank and he releases her from his arms and returns his attention to the table and journal.

FRANK

It's granduncle George's journal. I...I think he discovered some sort of ancient religion. Or peoples. Something. I don't know, I haven't sorted it out yet.

Mary flicks through the journal briefly and wrinkles her nose.

MARY

What sort of language is that?

FRANK

I'm not sure. Granduncle George managed to translate about half of it. I'm trying to see if I can finish the rest. I'm meeting with Professor Webb tomorrow morning about it.

MARY

How dreadfully boring.

Frank looks at Mary with an affectionate smile.

MARY

Have you eaten yet?

FRANK

No, ma'am.

Mary takes Frank by the hand.

MARY

Come, then. You'll take me to dinner. You can read your book later.

Mary playfully leads Frank away.

FRANK
Of course, m'lady!

INT. HARVARD - LECTURE ROOM - DAY

Frank stands at the lecture podium, Henry standing off to the side.

In front of him sits PROFESSOR WILLIAM WEBB, early 70's, POLYANNA BOYER, late 20's, CHARLIE WEYLAN, late 30's, and two other WOMEN and a MAN.

FRANK
Good morning, everyone. Thank you for coming. I'll apologize in advance, I'm not much of a public speaker, even though there's just a few of you.

Frank chuckles nervously. He's not in his element. He opens up the journal.

FRANK
The reason that you've all be summoned here - I don't know if Professor Webb told you or not - is because of your dealing with my granduncle George Angell in the previous years. He was studying an old cult which revolved around an ancient belief system of how our world came to be, and those that created it. It is my understanding that those of you that are here have shared strange dreams and episodes that closely resemble certain attributes of said "religion."

Frank looks to Henry.

FRANK
Would you get the lights, please?

Henry darts up from his chair and shuts off all the lights in the room. He pulls down the main window blinds.

Frank turns on a slide projector.

The first image to appear on the screen are the strange markings that appear all over the journal and the busts.

FRANK

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn. Roughly
translated, "In his house at
R'lyeh, dead Cthulu waits
dreaming."

Polyanna, Charlie, and Henry all squirm uncomfortably in their seats. Professor Webb sits up with renewed interest.

Frank clicks to the next slide, which are ancient drawings/markings found in stone slabs. Some of them depict fish people. Others depict strange building structures.

FRANK

These strange hieroglyphics can be found all over the world, in even the most remote places. Thus far, there have been no positive identifications as to what they mean, nor which peoples made them. Isn't that correct, professor?

PROFESSOR WEBB

That is correct, young sir.

FRANK

Now, those of you that are here, how many of you have seen these markings before in person?

Nobody says anything.

FRANK

And how many of you have seen these symbols in your dreams?

Everyone raises their hands except Professor Webb.

The Man in the audience gets up and leaves, fear on his face.

FRANK

Which begs the question: Why? Why all of a sudden are people seeing things in their dreams that they've never seen before in their lifetime? Where did these symbols come from? What do they mean? And why now? I believe, and my granduncle believed, that the answer lies at the root of our very existence. There is a secret here

(MORE)

FRANK (cont'd)

being protected, perhaps since the dawn of our existence, and I want to finally shed light on it, as my granduncle did. To do that, I need help from each and every one of you. I need to know what you saw. I need to know what you still see. I need every little detail you can possibly share with me from the moments leading up to your first visions until now.

Frank shuts off the slide projector.

FRANK

Henry, the lights, please.

Henry hurriedly jumps up once more and illuminates the room.

FRANK

My friend Henry, here, has been studying the works of my granduncle much longer than I, and he can perhaps shed a little more light on the subject than myself. Henry?

Henry nervously collects some papers and stands at the podium while Frank sits down.

HENRY

Hi, everyone. I'm Henry.

PROFESSOR WEBB

Relax, Mr. Wilcox. You're among friends, here.

Henry takes in a deep breath.

HENRY

I belong to the Art Club in Boston. I, uh. I don't have many friends anymore. I'd call myself psychically hypersensitive. I often feel things and hear things and see things that others cannot. When I found Professor Angell's journal...something awoke inside me. Something like I've never experienced before. My dreams have tormented me. I dream of that cyclopiian city R'lyeh almost every night. Of horrifying cephalopods

(MORE)

HENRY (cont'd)
 and tentacles and fish men
 and...horrors. Just horrors. And so
 I've dug. Deep. To see if their are
 others like me. To see if it's
 happening all over or if I'm just
 losing my mind.

Henry shuffles nervously through his papers.

HENRY
 Forgive me, I'm a little
 disjointed. Seeing you few here
 today, though. I'm suddenly
 starting to believe that I am not
 crazy. And these reports I've come
 across help reaffirm such a belief.

Henry finds his place in his notes.

HENRY
 Okay. Here we are. I've got some
 newspaper clippings. New York City:
 Hysterical Levantines Mob Police.
 California: A Theosophist Colony
 Don White Robes to Await Glorious
 Fulfillment. And there's more!
 These events - these peculiar
 behaviors - they always occur
 around the same time. From March
 23rd until April 2nd. Polyanna?

POLYANNA
 Yes?

HENRY
 Your dreams, don't they always
 occur at the same time of year?

POLYANNA
 Why, yes. I suppose they do.

HENRY
 And Charlie, don't you only ever
 sleep walk during one brief period
 a year?

CHARLIE
 I reckon so.

HENRY
 From what I've been able to gather
 and translate, as well as what

(MORE)

HENRY (cont'd)

Professor Angell was able to infer, this religion is based around a particular alignment of the stars. Suppose this belief, whatever it is, was so ingrained in our peoples at one point, that in some of us, the desire to worship and believe in it once more reawakens when the time is right?

The two other women whisper to each other and jump up, quickly exiting the room. Professor Webb stands up.

PROFESSOR WEBB

Now we're talking lunacy, here. Maybe this was something that was worshiped eons ago, but never once has there been any sort of study confirming that ancient ways of life can suddenly reawaken in our modern selves.

FRANK

You studied this with him for a time.

PROFESSOR WEBB

For a time, yes. But I could never make heads nor tails of it.

FRANK

But let's just look at the most basic of facts, here. Let's ignore the dreams and nocturnal emissions. As an anthropologist, you know that these hieroglyphics shouldn't exist in the places that they do. Having said that, you also have not been able to decode them, correct?

PROFESSOR WEBB

Well, yes and no. In the most basic of senses, yes. They're easy to understand. Complexly, no.

FRANK

Just really think about it a moment. Egypt. Mexico. America. France. China. These same symbols, millions of years old, have showed up in all of these places. How? Never has there ever been any

(MORE)

FRANK (cont'd)
evidence before of a single widely
followed religion. It would have
been impossible for it to spread!

PROFESSOR WEBB
Unless you take into account that
the world was once a single solid
land mass. It could have developed
back then.

FRANK
Back then, it's debatable whether
or not we were even around, let
alone had a concept of religion.

Charlie stands up in his seat.

CHARLIE
Look, I'm sorry, I don't mean to
interrupt, but what exactly does
any of this have to do with us?
What do you need us for? Your uncle
or whatever he was wrote down damn
near everything I was able to tell
him. Nothing's changed.

FRANK
You and Ms. Boyer hold the keys to
helping us unlock this mystery.
It's somewhere in your mind.

PROFESSOR WEBB
Frank -

JOHN(O.S.)
Begging your pardon, I don't mean
to intrude.

The group all turn to John, finely dressed with a case in
his left hand.

PROFESSOR WEBB
No, no. Not at all. We're just
having a discussion.

JOHN
Are you William Webb, professor of
anthropology?

PROFESSOR WEBB
At your service, sir.

John makes his way across the room and joins the group.

JOHN

I'm Lieutenant Inspector John Legrasse of the New Orleans police. We recently came across something that we don't exactly understand and I was hoping you could perhaps help.

PROFESSOR WEBB

Of course, of course. I'd be delighted.

John acknowledges the rest of the group.

JOHN

How y'all doing?

They all nod politely.

John sets the case down on the table.

JOHN

I was told you were having some sort of meeting on strange cults and religion or something. I assume you're all professors?

FRANK

No, no. We just all have a...special interest in the matter.

JOHN

I see. Well, I'd appreciate it if you would keep this to yourselves.

FRANK

Of course.

POLYANNA

My lips are sealed.

John smiles warmly at Polyanna and she blushes. Henry looks away, a bit stung.

JOHN

A little while back, folks was disappearing from town. We tracked it to a voodoo cult out in the swamps. Found them doing sacrifices and all sorts of weird shit.

John flashes a look to Polyanna.

JOHN
Forgive my language, ma'am.

POLYANNA
No offense taken.

JOHN
Anyway, they were chanting in some
strange language none of us ever
heard of. Dressed in weird clothes.
Incredibly violent. And we found
this.

John opens the case and reveals the strange greenish black
bust of the figure with a dragon body and cuttlefish head.

JOHN
I've been everywhere and not a
single person can tell me what it's
made of or what it symbolizes.

Henry's eyes widen as he stares at the bust that is so much
like the one he created.

HENRY
Cthulhu.

John looks at Henry.

JOHN
Beg your pardon?

Henry puts his hand over his mouth and slowly backs away.

JOHN
Is he all right?

FRANK
Henry created a similar figure out
of clay some time back. Cthulhu of
R'lyeh.

JOHN
Yeah! That's it. They kept saying
that.

PROFESSOR WEBB
It can't be.

Everyone looks at Professor Webb, who stares at the bust,
lost in it.

FRANK

Professor?

As Professor Webb speaks, not once does he take his eyes off off the peculiar bust.

PROFESSOR WEBB

When I was a young man, just starting out, I took part in an expedition high up on the west Greenland coast. We were looking for remnants of one of the first settlers there. What we found was a singular tribe or cult of degenerate Esquimaux whose religion, a curious form of devil worship, chilled me with its deliberate bloodthirstiness and repulsiveness. They had the same hideous fetish as your cult, Mr. Legrasse. And the chant. The chant.

Professor Webb finally tears his eyes off the bust and looks at the group.

PROFESSOR WEBB

I've only seen material like this once before. They had it at the head of their altar of worship. I'd completely forgotten until now. Isn't that strange? Most strange, indeed.

Professor Webb disappears into his thoughts once more.

JOHN

We were able to get one of them to talk. Called himself Castro. He didn't say a whole lot that was helpful. What we did manage to get from him was that the leader of their cult, whom I killed, was named Jean Lafitte, an old sea captain. His brother, Obed Marsh, apparently heads a sect of the cult out of Innsmouth, somewhere on the coast of New Zealand. I guess that's where Lafitte brought it from.

Frank smiles. He's the only to do so.

FRANK

Yes. Yes! This is wonderful!

Everyone looks at Frank oddly.

FRANK

This may be the head of the cult. This Innsmouth - if it's the source of it and this Obed leads it, we may be able to learn all of its secrets.

JOHN

And shut it down.

FRANK

What?

PROFESSOR WEBB

He's right, Frank. This cult is evil. The people who worship it are vile. We can't allow it to go on. Having said that, I do agree with you as well, Frank. We must learn absolutely everything we can about it. How they gather. Why they gather. The sort of people they recruit. It's the only way to stop it effectively.

FRANK

I understand. I'll charter a ship.

CHARLIE

I used to be a sailor, once upon a time. I'd love to help you.

FRANK

What about you, Henry? Have you got any sailing experience?

Henry looks up from his seat. He's pale.

HENRY

A little.

POLYANNA

I don't know much about sailing - or cults or religions or anthropology - but I'll help any way I can. If it will put an end to my horrible dreams, I need to.

Frank nods with a smile.

Professor Webb heads over to his desk and checks his calendar.

PROFESSOR WEBB

If we want to catch this cult at their peak, we'll need to leave quickly. Today is the 20th of February. We're cutting it close.

FRANK

I'll get to it.

INT. APARTMENT - BEDROOM - NIGHT

Frank lies in bed, his eyes closed.

Something suddenly stirs in his apartment and jolts him awake.

He slowly sits up and listens. It's quiet. He lays back down.

CREAK.

Frank bolts up in bed again, this time climbing out. He grabs a baseball bat from beside the nightstand and slowly makes his way towards the bedroom door. He opens it slowly.

All is silent in his apartment once more. He takes a step out into the hallway -

THUD.

A dropping sound echos through the apartment.

Step by step, inch by quiet inch, Frank makes his way down the hall, the baseball bat raised and ready for action.

He steps into the dining room - an oil lamp dimly burns. His granduncle's journal sits open on the table.

With a quick look around, Frank creeps up to the table and gently closes the journal. He reaches for the oil lamp to douse it -

HENRY(O.S.)

We're not worthy of this world, you know.

Frank jumps out of his skin and turns to face Henry.

FRANK

Shit! Jesus! Henry! What the hell?
How did you know where I lived?

Henry ignores Frank and sits down at the dining table. He slowly opens the journal.

HENRY

These beings truly are gods to us.
Their intellect and knowledge
surpasses ours in ways impossible
to comprehend.

FRANK

What are you talking about?

HENRY

I know now how insignificant
mankind is in the universe. A
doomed and simple species thrown up
as a side effect of an experiment
of the Elder Ones.

FRANK

Henry?

Henry doesn't respond.

Frank slowly makes his way to the table and sits down beside Henry. He gasps.

Henry's face is a blank expression and his eyes a solid charcoal black. He suddenly snaps his gaze onto Frank, startling him.

HENRY

Ph'nglui mglw'nafh Cthulhu R'lyeh
wgah'nagl fhtagn.

Henry repeats the phrase over and over again, becoming louder each time.

FRANK

Henry. Stop. Henry! Henry! Wake up.

Henry is practically shouting it at the top of his lungs now.

Frank gets up from his chair and grabs Henry by the shoulders and throttles him.

FRANK
Henry! Wake up!

With a greater force than expected, Henry launches Frank off of him and sends him flying across the room before he drops into a heap on the floor himself.

It's quiet once more.

Frank slowly gets to his feet.

FRANK
Henry?

Frank slowly approaches Henry.

FRANK
Henry?

Henry slowly stirs and sits up a moment later with a groan. His eyes are normal. Confusion on his face.

HENRY
Frank? What are you doing here?
It's late. You should be resting.
We've a long day ahead of us
tomorrow.

Frank sighs, exasperated.

EXT. HARBOR - DAY

The harbor bustles with activity. Ships casting off. Ships docking. Workers and passengers moving in every direction.

Frank waits on the edge of a dock, a good-sized, two-level steam ship behind him.

Charlie leans over the railing of the ship and looks down at Frank, a smile on his face.

CHARLIE
Aye! She's a strong ship! She'll do
us just fine!

Frank returns the smiles and gives Charlie a half salute.

Professor Webb makes his way towards Frank, towing a trunk behind him.

A woman, JUDITH MORROW, early 30's, is accompanying him.

PROFESSOR WEBB
This our vessel?

FRANK
Indeed it is. The Lovecraftian.

PROFESSOR WEBB
She looks stout.

FRANK
Charlie gave her the go ahead.

PROFESSOR WEBB
Wonderful. Frank Thurston, this is
-

JUDITH
Judith Morrow. A pleasure.

Judith extends her hand and Frank shakes it.

PROFESSOR WEBB
Miss Morrow is one of the most
brilliant archaeologists I've ever
met, despite her young age. She
accompanies me on nearly every
expedition.

FRANK
Delighted to have you, Miss Morrow.

JUDITH
Likewise, Mr. Thurston.

FRANK
Just Frank.

JUDITH
And it's just Judith.

She winks at Frank with a sly smile.

FRANK
Please, find yourselves a cabin and
make yourselves at home. We'll be
casting off shortly. I'm just
waiting on Polyanna and Henry.

PROFESSOR WEBB
Will do.

Professor Webb and Judith climb aboard the ship.

Frank looks around the harbor and spots Polyanna, who looks quite lost.

Frank waves his hand in the air.

FRANK

Polyanna!

Polyanna spots him and smiles. She hurries over to the deck.

POLYANNA

I'm terribly sorry for the delay, Frank. I've never had to navigate the harbor before.

FRANK

That's quite all right. You're not even the last to arrive.

POLYANNA

Oh, good!

FRANK

You're sure you want to do this? You know you don't have to, and there's a chance it could be quite dangerous.

POLYANNA

When a lady makes up her mind, that's that, Mr. Thurston.

Frank laughs.

FRANK

Yes. I suppose it is. Welcome aboard.

Polyanna boards.

Henry slowly makes his way to the deck. He looks quite glum, and very unsure.

HENRY

I, uh. I don't know if I should come. I mean, what if I do that on the ship? What if I walk right off the deck into the ocean? Or worse! If I should try to hurt someone... Frank, I don't know. I think I should stay.

Frank places his hand on Henry's shoulder.

FRANK

Henry, if anyone at all *needs* to be on this ship, it's you. You have to do this. And I need you here. Nobody understands my granduncle's journal like you. Not even myself.

Henry looks from Frank to the boat and back to Frank again.

HENRY

I don't have a lot of friends. I'm weird. What if they think I'm weird?

FRANK

On this ship, we're all weird.

Frank gives Henry a little wink and claps him on the shoulder.

FRANK

Now come on, let's shove off!

Frank ushers Henry to board, turns and takes one final look at the harbor, and begins to board himself.

MARY(O.S.)

Francis Thurston if you think for one minute I'm going to let you write me off with a letter and leave me behind, you've got another thing coming!

Frank turns around with an exaggerated smile to find Mary preparing to board, her luggage in a trunk behind her. She does not look happy.

FRANK

Mary! What a surprise! Thomas wasn't supposed to deliver the letter until tomorrow.

MARY

Well thank goodness for me that men don't know how to follow instructions. Now get your ass down here and help me with my things!

Frank laughs and walks down.

FRANK

I don't want you to come, Mary.

MARY
And why not?

FRANK
It's going to be dangerous.

MARY
I can take care of myself, thank
you very much! Besides, I see
another woman up there!

Frank turns around to see Judith looking over the ship deck
at them.

MARY
Who is she? Hmm?

FRANK
She's Professor Webb's assistant of
sorts.

MARY
I'm sure. You will let me on this
boat or I swear to God you will not
be boarding it yourself.

FRANK
Mary, please...

Mary's face softens a bit.

MARY
If you're going to put yourself in
danger, then I want to be by your
side through it.

Frank looks her in the eyes and smiles.

FRANK
Okay. Okay.

The two kiss and Frank turns to board.

MARY
Ahem.

Frank turns around.

FRANK
What?

MARY

I wasn't kidding about you helping me with my stuff.

John suddenly appears with a sack slung over his shoulder and a wooden case in his right hand.

JOHN

I've got it, m'lady.

John transfers the sack to his opposite hand, grabs the trunk, and pulls it up the ramp.

FRANK

Right. Nearly forgot you were coming. Almost left without you. Thanks for that.

Mary climbs aboard as John struggles to pull the trunk.

JOHN

Jesus. What the hell did you put in this, woman?

EXT. ATLANTIC OCEAN - DAY

The Lovecraftian, a fine, sturdy looking vessel, gently cruises along the calm waters of the Atlantic as gulls caw and fly past. Steam gently billows out of the one stack. It's beautiful. Not overly big. Not tiny. A strong looking ship.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Polyanna leans over the railing of the ship and pukes harshly.

John approaches with a handkerchief.

JOHN

Are you all right, ma'am?

Polyanna grabs the hanky and gently dabs her mouth while she nods vigorously.

POLYANNA

I'm fine. I'll be fine. I'm just not used to it yet. Don't worry about me.

JOHN

Can I get you some water, perhaps?

Polyanna leans over and retches once more. A look of disgust briefly creeps over John's face.

Henry watches the two of them interact from a distance, sitting on a crate as he fidgets with an apple.

JUDITH(O.S.)

Don't look so glum.

Henry looks up at Judith, startled.

HENRY

Hm? Oh! Sorry. I'm not meaning to.

She sits down on a crate beside his.

JUDITH

I'm Judith. I work with Professor Webb.

HENRY

Henry.

He does everything possible to avoid eye contact with her.

JUDITH

Shy?

Henry shrugs. Judith looks over to Polyanna and John, who are conversing.

JUDITH

Speaking from experience as a woman, you'll never get the girl that way.

HENRY

What? Oh, I would never -

JUDITH

It's okay. I won't say anything to her.

Henry turns red as he becomes more flustered. He looks down at the deck.

JUDITH

So what do you do, Henry?

HENRY
I'm just a student. Art, mostly.

JUDITH
What brought you on this little
journey?

HENRY
I, uh. Excuse me.

Henry gets up and walks off in a hurry.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

Frank looks out over the ship, across the open water. He smiles.

Professor Webb looks over a map.

PROFESSOR WEBB
If we can maintain the constant
speed of 17 knots, by my
estimation, it should take us about
36 days to reach Innsmouth.

He flips the map over and looks at a calendar.

PROFESSOR WEBB
Which means we should arrive on the
28th of March, the perfect time to
witness the cult at the peak of
their religious...New Year?
Solstice? I'm not even sure what
they'd call it.

FRANK
Perfect. Just perfect.

Frank turns around to face the professor.

FRANK
We're really doing this, aren't we?

PROFESSOR WEBB
Indeed we are. Your granduncle
would be proud.

Frank nods his head.

FRANK
I certainly hope so.

Charlie enters the wheelhouse, covered with grime.

CHARLIE

Furnaces are fully stoked. We're looking good, Frank. Full steam ahead, as they say.

FRANK

Should we cast the sails as well?

CHARLIE

It wouldn't hurt, any. Might make the trip a bit faster. Personally, I'd rather wait til we have some stronger winds.

FRANK

You're the sailor, Charlie. Whenever you think is best.

Charlie nods with a smile.

CHARLIE

Thanks for bringing me on board, Frank. I'm already beginning to feel better.

Frank smiles warmly.

FRANK

We're glad to have you. Do you want to check to make sure we're on course?

CHARLIE

Yeah, sure!

Charlie steps over to the wheel and examines all the instruments. He makes an adjustment to the wheel.

CHARLIE

Steady as she goes.

Charlie exits the wheelhouse and Frank returns to the wheel.

FRANK

Steady as she goes.

PROFESSOR WEBB

By the way, how were you able to acquire a ship on quite literally no notice that was fully loaded and ready to go?

FRANK

Let's just say a few people owe me
some favors.

PROFESSOR WEBB

Fair enough. Steady as she goes!

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

The waters are quiet. The decks are lit with kerosene
lanterns, adding the ambiance.

John sits on a crate with his wooden case on the deck before
him. He opens it up and takes out its contents - a TOMMY
GUN.

Using a cloth, he ever so gently oils the breach and chamber
down.

Henry nervously steps up to him.

HENRY

That's, uh - that's quite a gun
there.

John looks up at Henry and smiles. Resting the gun on his
lap, he lights a smoke and offers one to Henry.

HENRY

No, thanks. I don't smoke.

JOHN

You should. Doctors are saying it's
good for you, you know.

HENRY

I don't believe everything my
doctor tells me.

John chuckles and continues to clean his weapon.

JOHN

It's important to keep these clean,
especially when you're around water
and salty air. Nothing worse than a
gun that won't fire when you need
it to.

INT. LOVECRAFTIAN - GALLEY - NIGHT

Frank, Mary, Professor Webb, Judith, Henry, John, and Polyanna sit around a table and enjoy a meal together.

MARY

Frank and I have actually been seeing each other for almost two years now.

JUDITH

Two years, eh? Whoa. When are you going to ask her the big question, Frank?

Frank chokes on his food and Mary looks at him with a smile.

MARY

Yeah, Frank. When are you going to ask me the big question and make an honest woman out of me?

JOHN

In my experience, women are a lot more fun when they're not honest.

Mary and Polyanna look wide-eyed and open-mouthed at John, but can't hold back their smiles, either.

PROFESSOR WEBB

Now, now, marriage is a wondrous thing.

FRANK

And where's your wife now, professor?

PROFESSOR WEBB

With her second husband, just like all the others!

The group laughs, except Henry. He stays out of the conversation and keeps his attention on his food.

JUDITH

What of you, Henry? Got a lady waiting for you back home?

HENRY

No. Nothing like.

JUDITH

Surely you have someone you'd at least be interested in courting?

Henry briefly looks up at Judith and she winks at him. He returns his gaze to his food.

FRANK

Henry is very shy.

POLYANNA

There's nothing wrong with that. Being shy is very charming at times.

JOHN

I suppose I'm not very charming, then.

Professor Webb raises his glass.

PROFESSOR WEBB

I propose a toast!

Everyone raises their glasses.

PROFESSOR WEBB

To our expedition! To the unknown adventure that lies ahead. To perhaps making history. May the seas remain as agreeable as our company for the duration of our journey.

ALL

Here, here!

They drink.

MARY

Have any of you been to New Zealand before?

JUDITH

I went to Australia, once. I know it's a different continent, but it's as close as I've ever come to it.

MARY

Oh, Australia! How exotic! I've always wanted to go. What was it like?

JUDITH

It was hot. And dry. And there were a lot of bugs that wanted to kill us.

Mary's face sours.

MARY

Ew.

JUDITH

But there's some seriously rich culture and history there. We went down to check out an aboriginal colony that looked like it may have pre-dated the -

John feigns snoring and Judith gives him a death glare.

JOHN

I'm teasing, I'm teasing. I'm actually quite intrigued by such an intelligent woman. It's a rare find these days.

John immediately catches himself and look at the other women at the table.

JOHN

Excluding present company, of course.

MARY

Yes, I'm quite sure, John.

Polyanna gags and immediately covers her mouth.

FRANK

Are you all right?

Polyanna nods as she covers her mouth with a hanky.

JOHN

Poor dear doesn't have her sea legs about her. At all.

POLYANNA

I'm perfectly fine.

JOHN

Perfectly fine with throwing up everywhere.

Again, everyone laughs, even Polyanna.

POLYANNA

I think I'll just go lie down for a bit, if you'll all excuse me.

Polyanna gets up from the table and exits.

INT. LOVECRAFTIAN - WHEELHOUSE - NIGHT

Charlie stands at the wheel, his eyes droop a bit.

Whispers suddenly echo quietly through the wheelhouse.

Charlie snaps to attention and looks around.

CHARLIE

What? Who's that?

The whispers continue.

CHARLIE

No. No, I can't. I have to stay here.

More whispers.

CHARLIE

What? No, I -

Charlie's head droops a bit, a daze seemingly falls over him.

A FIGURE IN WHITE suddenly walks past the wheelhouse and disappears from view.

CHARLIE

No. Wait. Hold on.

Charlie walks away from the wheel and exits the wheelhouse.

EXT. LOVECRAFTIAN - OBSERVATION DECK - NIGHT

Still in his daze, Charlie follows the mysterious Figure in White as it disappears around the corner.

The whispers grow louder as Charlie follows.

He rounds the corner -

The Figure in White stands at the edge of the deck, its back to Charlie.

The whispers are nearly screams.

CHARLIE

What? Of course. Let me help you.

Charlie steps towards the Figure in White and slowly reaches out his hand -

MARY(O.S.)

Charlie!

Charlie suddenly turns around, seemingly snapped out of his daze and sees Mary with food in her hand, looking confused.

CHARLIE

What? I was -

Charlie turns to where the Figure in White was. It's gone.

Charlie shakes his head vigorously.

MARY

Aren't you supposed to be at the wheel?

CHARLIE

Yeah. Yeah, I know.

Charlie walks towards Mary.

MARY

I brought you some dinner. Are you all right? You look a tad pale.

CHARLIE

I'm fine. I just needed some fresh air.

Charlie takes the food from Mary.

CHARLIE

Thank you for the dinner, m'lady.

He disappears, leaving Mary standing there. She looks around for some kind of clue as to what the hell Charlie was doing.

INT. LOVECRAFTIAN - FRANK'S CABIN - NIGHT

Frank is half asleep in bed. Mary is sitting up, the bedside lantern still on.

MARY

It was so weird. I swear I heard him talking to someone, Frank.

FRANK
I'm sure it was nothing.

MARY
I can't be so sure. He didn't look good.

FRANK
I'll talk to him in the morning.

MARY
Yeah, but, do you really think we should leave him at the wheel if he's going to be -

Frank is already snoring. Mary looks disapprovingly at him before she shuts off the light.

MARY
Goodnight to you, too.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

Frank enters the wheelhouse to find John behind the wheel.

FRANK
Morning, sir.

JOHN
Morning. Sleep well?

FRANK
Not bad, considering. All quiet?

JOHN
All quiet.

FRANK
Great. I'll go ahead and take over, if you don't mind.

JOHN
Not at all. I could use a break. Is there coffee?

FRANK
Mary's in the kitchen.

JOHN
Great.

John goes to leave.

FRANK
Hey John?

JOHN
Hm?

FRANK
When you relieved Charlie last night, was he - did he seem all right?

John shrugs.

JOHN
He seemed a little tired but beyond that, everything seemed okay.

FRANK
You're sure?

JOHN
Yeah. Why? Something wrong?

FRANK
No. No, I guess not.

John looks at Frank a moment and then exits.

Frank takes his granduncle's journal out of his pocket and examines it.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Polyanna looks out over the vast open sea and takes in the beautiful sight.

John approaches her, a cup of coffee in his hand.

JOHN
There she is. How are you feeling, m'lady?

Polyanna turns and greets John with a smile.

POLYANNA
Much better. I think I'm getting used to -

She suddenly goes green and pukes over the side of the ship.

Judith walks by.

JUDITH
Still not doing any better?

POLYANNA
No, no. I was fine. I -

JOHN
I think she's allergic to me.

JUDITH
Men are bad for a woman's health,
John.

Judith keeps walking, leaving John standing there with Polyanna, who throws up again.

JOHN
I'll just, uh. Can I get you some
water or something, or?

INT. LOVECRAFTIAN - GALLEY - DAY

Henry and Professor Webb sit at the table, pouring over books and notes together.

HENRY
And look, here it is again. I'm not
sure which culture this comes from
though.

Henry hands Professor Webb a sheet of paper with a photograph on it.

Judith casually walks by on her way to the kitchen and glances at it.

JUDITH
Sumerian.

PROFESSOR WEBB
Yes, thank you, Judith.

Judith looks at Henry and smiles. He turns red and buries his face into more paperwork.

Judith enters the kitchen.

PROFESSOR WEBB
I'm not denying its influence has
spread to impossible reaches. I'm
simply trying to say there has to
be a logical scientific reasoning
behind it.

HENRY

And if it's not scientific? If it's supernatural?

PROFESSOR WEBB

I don't even entertain the possibility, my dear boy.

HENRY

If you'd seen the things that I have seen, you would.

PROFESSOR WEBB

They're just dreams, Henry.

HENRY

And if you're wrong?

PROFESSOR WEBB

I'll happily eat a giant slice of Humble Pie!

Professor Webb chuckles and flips through the pages of a book.

INT. LOVECRAFTIAN - KITCHEN - DAY

Mary washes out some dishes in the sink. Judith helps herself to a cup of coffee.

JUDITH

What do you think of Henry?

MARY

He's a little odd, I'd say.

JUDITH

But he is sort of cute, isn't he?

Mary stops washing and looks at Judith with a bit of surprise.

MARY

Really? You fancy Henry? What about John?

JUDITH

Ugh. I've known too many men like John. They think they're so tough and so smart. You can't tell them anything. Not my kind of guy, anymore.

MARY

Seems he has his eyes on Polyanna,
anyway.

JUDITH

And every time she rests her eyes
on him, she gets sick!

MARY

Poor girl.

JUDITH

Poor girl.

INT. LOVECRAFTIAN - FRANK'S CABIN - NIGHT

Mary is asleep on the bed.

Frank stands at the mirror in his room in front of the sink
basin, shaving his face.

His granduncle's journal is on the stand beside him.

As he shaves, Frank continuously looks from the mirror to
the journal.

Whispers seemingly emanate from the journal as he shaves.

Frank takes another look at the mirror and stares at himself
as he holds the razor across his throat.

The whispers grow louder.

Frank suddenly cuts into himself, from his throat to along
his jawline, up his cheek to across his forehead, cutting an
outline all around his face. Blood pours from his face into
the basin.

He digs his fingers into his neck where he started to cut,
and in a fluid motion, PULLS HIS OWN FACE OFF, revealing a
bloody, sinew covered skull.

He screams -

- and suddenly everything is fine again.

Frank looks into the mirror. His face is still attached. A
hallucination.

Frank quickly looks around, and then looks at the journal
one last time. He throws it on to the bed, away from him.

MARY
 (groggily)
 Y'okay?

FRANK
 I'm fine. Sorry.

Frank looks at himself in the mirror and touches his face.

FRANK
 I'm fine.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Frank sits on the main deck and looks out over the ocean, the journal in his hands.

GEORGE(V.O.)
 The most merciful thing in the world, I think, is the inability of the human mind to correlate all its contents.

INT. LOVECRAFTIAN - HENRY AND JOHN'S CABIN - NIGHT

Henry thrashes about in his bed while he sleeps, crying out now and again.

John sits up and watches him nervously. He grips a knife on his nightstand.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Polyanna stands over the side of the ship and continues to get sick.

GEORGE(V.O.)
 We live on a placid island of ignorance in the midst of black seas of infinity, and it was not meant that we should voyage far.

John watches Polyanna from a distance, eager to help but unable.

INT. LOVECRAFTIAN - GALLEY - NIGHT

Judith and Professor Webb pour over papers with Henry.

GEORGE(V.O.)

The sciences, each straining in its own direction, have hitherto harmed us little; but some day the piecing together of dissociated knowledge will open up such terrifying vistas of reality, and of our frightful position therein, that we shall either go mad from the revelation or flee from the light into the peace and safety of a new dark age.

INT. LOVECRAFTIAN - FRANK'S CABIN - NIGHT

Frank watches Mary while she sleeps.

THUMP.

Something stirs outside Frank's cabin.

Frank slowly gets out of bed and approaches his door.

CREAK.

Holding his breath, Frank slowly opens his cabin door.

Charlie wanders down the hall, away from Frank's cabin. He mutters to himself.

FRANK
(whispered)
Charlie?

Charlie doesn't respond. He disappears around the corner.

Frank goes after him.

INT. LOVECRAFTIAN - KITCHEN - NIGHT

Frank follows Charlie into the kitchen.

Charlie blindly fumbles around the drawers as he mutters to himself until he produces a knife.

FRANK
What are you going to do with that knife, Charlie?

Charlie ignores Frank and goes to leave the kitchen.

FRANK

Charlie?

Frank goes after him.

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

Charlie walks to the rear of the boat and looks out over the railing, down into the black waters below.

He continues to mutter to himself.

Slowly, Charlie extends one arm over the railing and places the knife to his wrist.

Frank races forward and grips Charlie by the shoulder, yanking him around.

FRANK

Charlie!

The knife falls to the deck and Charlie shakes his head, snapping out of his daze. He looks around, confused.

CHARLIE

Jesus, Frank. What the fuck?

Frank looks at Charlie, flabbergasted.

FRANK

What?

Charlie gets his bearings.

CHARLIE

Oh. I'm sorry, man. I didn't mean to wake you. I'll get back to bed.

Charlie stumbles away, obviously still groggy.

Frank picks up the knife and then looks over the railing into the depths. It holds his gaze for a little longer than it should.

He snaps himself out of it with the shake of his head.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

Charlie looks over the navigation instruments while Frank stands at the wheel.

CHARLIE

I'm sorry about the other night. I don't know how I even got out there.

FRANK

Do you remember anything?

CHARLIE

No. I wish I did. I just...don't you have a bad feeling?

FRANK

No. I feel good.

Charlie nods his head.

CHARLIE

I'm going to get some air.

Charlie leaves the wheelhouse.

Frank grips something in his coat pocket - the journal.

FRANK

I feel good.

EXT. LOVECRAFTIAN - OBSERVATION DECK - DAY

Henry stands atop the observation deck and stares out over the sea. Clouds build in the distance.

JUDITH(O.S.)

It's looking like rough waters, ahead.

HENRY

Hmm?

Henry whirls around to see Judith standing before him.

HENRY

Oh. Yes. I suppose so.

Judith joins Henry at the railing. He shifts away from her slightly.

JUDITH
I won't bite, you know.

HENRY
Oh, I know.

JUDITH
Unless you'd like me to, anyway.

Henry looks at Judith, suddenly alarmed and quickly looks away.

HENRY
No. No, of course I wouldn't want that.

JUDITH
Of course not.

The two look out over the water a bit uncomfortably.

JUDITH
I've gone over your drawings. You know, you're really quite talented.

HENRY
Thank you. I wish I could say they're my own creations, but -

JUDITH
They come to you in your dreams, don't they?

HENRY
Well, yes.

JUDITH
Are they not your own creations, then?

HENRY
I - I just don't know anymore.

JUDITH
Can I share something with you?

HENRY
If you'd like.

Judith takes a piece of paper out of her pocket and opens it up.

It's a drawing of an octopus head with strange glyphs all around it.

JUDITH
I've seen this before.

HENRY
You have?

JUDITH
Three years ago, we were doing a dig down in South America. We were excavating an old Chincha burial temple in northern Peru. It was really quite a fascinating find. You see, the Chincha were very comparable to other civilizations at that time. Like the Inca and Quito and Chimu, they worshiped demi-gods based around the basics of life - the earth, the sky, the wind, and so on. Everything we had found so far on the Chincha indicated the same thing. Until we found this.

She motions to the drawing.

JUDITH
Inside the temple was a sacrificial chamber. There were five stone slab tables and this was carved at the head of each slab. We'd never found any traces of the Chincha sacrificing others in such a manner.

Henry exhales deeply.

HENRY
Does Professor Webb know?

JUDITH
No. Not yet. The professor is very old school, as I'm sure you've learned by now.

HENRY
Yeah.

JUDITH
He believes that everything works just one certain way and that's it. This happened this way, that happened that way, and there's no room for flexibility.

HENRY

Isn't that a bit rigid for an anthropologist?

JUDITH

Well. Yes and know. It's all about facts and the evidence that supports the facts. What we're digging up now, if you'll pardon the expression, contradicts a lot of those facts.

HENRY

I see...

Henry grips the railing tightly and Judith gently places her hand on top of his.

JUDITH

You're not crazy, Henry.

Henry looks at Judith's hand on his own and then at Judith and quickly pulls his hand away.

HENRY

I, uh. Excuse me. I have to check on something.

Henry hurries away.

HENRY

You can keep the drawing, if you'd like. Uh - there's plenty more!

Henry steps down below.

Judith smiles as she watches him go.

INT. LOVECRAFTIAN - GALLEY - NIGHT

With the exception of Charlie, everyone is gathered around the table trying to eat. The seas have grown rough and this task isn't as easy as it should be.

Polyanna, oddly enough, seems perfectly healthy.

JOHN

Explain this to me: The seas are rougher than shit, if you'll pardon the language, and you feel perfectly fine?

Polyanna takes a bite of her food and smiles.

POLYANNA

I can't explain it myself. It doesn't make sense to me, either. But I do. I feel just fine. Just fine. How much longer, Frank?

Frank doesn't glance up. He's buried in his granduncle's journal.

Mary nudges Frank with her elbow.

MARY

Frank?

Frank looks up.

FRANK

Hm? Oh. Should arrive there by late afternoon tomorrow. Right on schedule.

POLYANNA

Wonderful...

Frank goes back to his book.

Polyanna gives Judith an uneasy look and then goes back to her food.

JUDITH

We may be able to observe rituals and festivities and traditions that otherwise may go unobserved throughout the rest of the year. This is most likely very crucial to their culture.

PROFESSOR WEBB

Now we're talking about them like they're some completely separate race or nation.

HENRY

Who's to say they aren't?

Everyone looks at Henry, as it's the first time he's spoken for the evening.

HENRY

John would know better than anyone. Did they seem like anyone else you'd been around? Did the things they did look like things you'd

(MORE)

HENRY (cont'd)
seen before? Or the way they
behaved?

John picks at his food uneasily.

JOHN
No.

HENRY
You people don't understand
anything.

Henry gets up from the table and leaves. Judith watches him
go with care.

MARY
Well. That was unexpected.

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

John stands at the front of the ship and looks out over the
rough seas. The boat bobs and churns restlessly against the
swelling waves.

Polyanna approaches from behind.

POLYANNA
Don't stand so close. With the seas
as rough as they are, you might
fall in.

JOHN
Would that be such a bad thing?

Polyanna stands next to John and gently touches his hand.

POLYANNA
What did you see that night?

John looks at her and then looks away.

JOHN
I don't want to talk about it and
you don't want to know.

POLYANNA
Well. I'm here if you need.

John looks at Polyanna again and smiles.

JOHN
I know. Thank you.

INT. LOVECRAFTIAN - HENRY AND JOHN'S CABIN - NIGHT

Henry paces about his room and mutters to himself.
There's a knock on the door.

HENRY
Yes?

Judith enters.

JUDITH
You all right?

HENRY
I'm fine.

Henry sits down on his bed and looks at the floor.
Judith sits across from him on John's bed.

JUDITH
We don't have to talk. I just
didn't want you to be alone.

The two sit in comfortable silence.

EXT. LOVECRAFTIAN - OBSERVATION DECK - DAY

It's a beautiful day. The seas are calm once more. Not a cloud in sight.

In the distance, land. A village can just be made out.

Professor Webb stands at the edge of the observation deck and looks out with binoculars.

From his P.O.V. Innsmouth can be seen more clearly. It appears as a quaint fishing village. Rustic. A little run down, but still somewhat charming, from what can be made out from the distance.

PROFESSOR WEBB
Land-ho! Frank! Come on up here,
have a look!

Frank steps up to the observation deck and joins Professor Webb, who hands him the binoculars.

Frank looks at Innsmouth.

To the right of the docks, a wall of rocks runs out about a hundred yards into the ocean.

A shadowy figure - CPT. OBED MARSH - stands at the very end of the rocks, a strange object in his hands.

He appears to raise it high above his head for a moment and then casts it into the ocean and proceeds along the rock wall back towards shore.

Frank looks to Professor Webb.

FRANK

Did you see that?

PROFESSOR WEBB

You've got the binoculars, Frank. I can't hardly see a blasted thing without them.

Frank looks into the binoculars again. Obed is gone.

The sky quite suddenly darkens as grey clouds cover the sun.

PROFESSOR WEBB

I say, where did they come from?

Thunder suddenly roars.

EXT. INNSMOUTH - DOCKS - DAY

Frank and crew step off of the ship onto the docks, some luggage in tow.

FRANK

First thing's first, we need to find rooms to settle in.

John has his gun case in hand. Frank looks at it.

FRANK

Really, John? Come on. Leave it on the ship.

JOHN

If it's all the same, I'd really rather not.

FRANK

It's not all the same. It makes me uncomfortable. You're not going to need it. Come on. Leave it.

Thunder grumbles.

JOHN

It stays with me.

FRANK

It very well might be illegal.

JOHN

I'm a police officer.

FRANK

Not here.

PROFESSOR WEBB

Besides, I'm sure not everyone that lives here belongs to the cult!

Thunder roars. It begins to pour.

JUDITH

How dramatic.

EXT. INNSMOUTH - STREETS - DAY

The group hurries along the cobblestone streets as the rain dumps.

VILLAGERS watch them from the shadows and peek at them from behind the curtains of their homes, never clearly showing their faces.

As the group makes their way through the town, they pass by a large church. There's a strange symbol on the door, and above it reads: ESOTERIC ORDER OF DAGON.

JUDITH

Well. At least we'll know where to go.

JOHN

I think I see an Inn up ahead!

INT. INN - DAY

The group step inside the inn - completely drenched.

The inn is dim, a little run down, and not the cleanest looking place in the world. There's a leak in the corner.

The INNKEEPER stands behind a warped desk, looking quite sleepy.

Frank steps up to the Innkeeper.

FRANK

Hi, I'm Francis Thurston, visiting from Boston. Have you any rooms available?

The Innkeeper doesn't look directly at Frank. He keeps his eyes half closed.

INNKEEPER

We have four rooms. They're all available.

The Innkeeper's voice is froggy with a hint of wetness.

FRANK

Great. We'll take -

The Innkeeper pushes the sign in book towards Frank.

INNKEEPER

Sign here.

The Innkeeper turns around and grabs four keys off the rack. He tosses them onto the desk.

INNKEEPER

Your keys.

Frank finishes signing in.

FRANK

The rooms are -

The Innkeeper points to the stairs.

Frank takes notice of the Innkeeper's fingers - they're WEBBED.

FRANK

Great. Thanks. And, um, what can you tell me about that church down the road? The Order of Dagon?

The Innkeeper looks full force at Frank - opening his eyes completely, which are impossibly large, buggy, and solid black.

INNKEEPER
Are you of the faith?

FRANK
Well. Uh. No. Just trying to learn some more about it.

INNKEEPER
I suggest you leave if you're a non-believer. We have no place for you.

FRANK
We won't be here long.

Frank walks away and leads the group to the stairs.

FRANK
This way.

INT. INN - FRANK'S ROOM - DAY

Mary tries desperately to towel herself off.

MARY
Well. This has certainly been a warm welcome. I'm going to need to change.

Frank sits on the bed.

FRANK
Did you get a good look at the innkeeper?

MARY
Not really. I was too busy trying to dodge the leaking ceiling. Why?

FRANK
Nothing. Just seemed strange, I guess.

There's a knock on the door.

Mary disappears into the bathroom and Frank gets up to answer the door.

Cpt. Obed stands before him.

FRANK

Hello. Can I help you?

CPT. OBED

I understand you have questions about our faith.

FRANK

Yeah. Frank Thurston.

Frank extends his hand. Cpt. Obed does not shake it. In fact, he keeps his hands in his pockets.

CPT. OBED

Forgive the innkeeper's rudeness. We do not see a lot of outside visitors. We prefer to keep to ourselves. You're from America, I can tell. Are you looking to join us?

FRANK

My team and I are here to observe and document the ins and outs of what it is you practice. We'd like to talk to you and learn as much as we can about your beliefs.

CPT. OBED

I am sorry, but we will not be able to comply with that request. We're very private and do not discuss our beliefs with those outside of our organization.

FRANK

But then how do you hope to recruit new members?

CPT. OBED

We don't need to recruit new members. Are you here with the press?

FRANK

No.

CPT. OBED

From a university, perhaps?

FRANK

Sort of.

CPT. OBED

Interesting. Innsmouth welcomes you. You may stay in our small village as long as you wish, but I ask you to stay out of our affairs.

FRANK

I'm sorry, is there a mayor or someone of authority I may speak to?

CPT. OBED

There's the High Priest.

FRANK

Perfect. Where can I find him?

CPT. OBED

You're looking at him. Have a good day, Mr. Thurston. Enjoy your stay and try to keep dry.

With that, Cpt. Obed turns -

Frank notices slits much like GILLS along the side of his neck.

- walks down the hall, away from Frank.

Frank closes the door to his room.

Mary steps out of the bathroom, freshly dressed.

MARY

Who was that?

FRANK

The High Priest of the Esoteric Order of Dagon.

MARY

Huh?

FRANK

Exactly.

Lightning flashes and thunder roars.

INT. INN - DAY

Frank and company step down into the lobby of the inn.

Frank looks to the Innkeeper, who seems to be dozing at the desk.

FRANK

Can you tell us where we can get something to eat?

The Innkeeper doesn't open his eyes.

INNKEEPER

Up the road. Around the corner.

JOHN

Thanks.

The group leaves the inn, umbrellas in hand.

EXT. INNSMOUTH - STREETS - DAY

The wind roars. The rain dumps. Lightning flashes and thunder grumbles.

JUDITH

Well, these umbrellas are certainly going to do us a lot of good.

JOHN

Come now, Judith. You act like you've never been wet before.

John winks at Judith and walks on. She grins slyly.

JUDITH

Naughty, naughty, Mr. Legrasse.

As the group walks, they can feel eyes upon them.

They examine their surroundings. As when they came in, they're being watched by the villagers, who try to remain hidden.

A groan echos from an alley to their right - a MAN stumbles quite awkwardly down it, away from them. He appears to be drunk - or perhaps just a really bad leg. It's a strange gait.

POLYANNA

This must be it up here.

She motions to a dimly lit diner up ahead called "BORGIA."

INT. BORGIA - DAY

The group sits down at a table.

A SERVER makes her way over to them.

Her eyes, like the Innkeeper's, are buggy, though they have a greyish color to them, rather than black. She's quite pale and old. She keeps one of her hands completely covered.

PROFESSOR WEBB

Might we get some menus, please?

SERVER

Bread and soup.

PROFESSOR WEBB

Oh. All right, then. Bread and soup for all.

The Server walks away.

MARY

Charming place.

POLYANNA

I don't know, I rather kind of like it. It's good a very Old World feel to it, doesn't it?

JOHN

It's shit.

Everyone looks at John, taken slightly aback.

JOHN

Oh, come on. I know I'm not the only one thinking it. I'll just be man enough to say it out loud.

The Server returns with a tray of bowls, two MEN are with her to help.

They hand out the soup - which is a cloudy broth with a severed fish head in each bowl - and leave a plate of crusty bread in the center of the table.

They walk away, leaving the group staring at their "food" in horror and apprehension.

Judith is the first to dig in.

JUDITH

You mustn't be afraid to try new things.

Henry looks around uneasily.

HENRY

Everything feels wrong here.

FRANK

Relax, Henry. We're fine.

The rest of the group hesitantly tries their food - except Henry.

MARY

If you hold your breath, it isn't horrible.

FRANK

I spoke with the High Priest.

Professor Webb looks up eagerly from his food.

PROFESSOR WEBB

You did? From the church? What did he say?

FRANK

They're a very private organization.

PROFESSOR WEBB

Ha! Sure they are.

JOHN

They're not very private when they're terrorizing innocents and making sacrifices.

Everyone looks at John, surprised.

Frank glances over to the corner of the diner, where the Server watches them intently. She disappears into the kitchen.

FRANK

I think it would be best to keep
our voices down.

JUDITH

We just have to keep our distance
and earn their trust. It can be
done.

PROFESSOR WEBB

Of course it can. Be patient,
Frank.

Polyanna yawns.

POLYANNA

This weather is making me
positively exhausted.

CHARLIE

I thought I was the only one.

FRANK

No, I think we're all butched.
We'll get started in the morning.

EXT. INNSMOUTH - STREETS - NIGHT

Night has fallen. The rain has slowed to a sprinkle. The
heavens remain quiet.

The group makes their way away from the diner, heading back
to the inn.

A man - ZADOK - runs right into Frank, startling him.

FRANK

Whoa! Jesus. I'm sorry. Are you all
right?

Zadok is old - frail. His skin full of the redness from
alcohol abuse. A shaggy beard hangs from his face.

ZADOK

Can ye spare a coin?

FRANK

I'm sorry, I can't.

ZADOK

All right. Perfectly all right.

Zadok turns to walk away, then suddenly turns and latches onto Frank, his eyes wide.

ZADOK
Get out while ye can. Save
yerselves.

JOHN
Hey!

John grabs onto Zadok and pulls him off of Frank.

JOHN
Easy, oldtimer.

FRANK
It's all right. It's fine.

Zadok stumbles away, muttering to himself.

JOHN
Goddamn drunk.

The group continues on.

Frank looks back to Zadok and watches him duck inside an alcove and slink down.

INT. INN - FRANK'S ROOM - NIGHT

Mary sleeps in the bed, her arm draped across Frank.

Lightning flashes. The rain has picked up again.

Very carefully, Frank removes Mary's arm from his body and makes his way to the window and looks out.

Zadok stands outside his window below, looking up at him.

Frank quickly gets dressed and quietly exits the room.

EXT. INN - NIGHT

Frank makes his way around the side of the inn where Zadok is waiting for him.

FRANK
Who are you? Why are you following
me?

ZADOK

Come.

Zadok motions for Frank to follow him.

EXT. COTTAGE - NIGHT

Zadok leads Frank towards the back of a rundown looking cottage.

ZADOK

(whispered)

Be silent.

Slowly, the two creep up to the back window and peek inside the window.

FRANK

(whispered)

What are we doing here?

ZADOK

Watch.

INT. COTTAGE - NIGHT

While the outside of the cottage appears run down and just about ready to collapse, the inside is a different story. It's completely adorned with gold decor and antique beauty. A stark contrast. There appears to be more money inside this cottage than in the entire village.

A MAN and a WOMAN are in the kitchen preparing a meal. With their backs turned to Frank, they appear completely normal. Until they turn around.

The Man has TENTACLES growing from his face like a beard. Real, live, writhing tentacles. One of his hands is also a mass of tentacles.

The Woman's face is narrow and pointed like that of a fish. Her eyes are huge and buggy. She says something to her husband and smiles, revealing a disgusting maw of finely pointed RAZOR TEETH like a barracuda.

EXT. COTTAGE - NIGHT

Frank raises his hand to his mouth to stifle a gasp, but he can't take his eyes away.

Zadok watches Frank's reaction and almost smiles before returning his gaze to the window.

ZADOK
(whispered)
Keep watching.

INT. COTTAGE - NIGHT

The Man opens the ice box - it is filled with bloody organs and bodily fluids of all colors, animal or otherwise.

There's a cry from the other room and the Woman disappears, returning a moment later with a BABY in her arms.

She coos at the baby and it kicks, knocking the blanket away from itself - revealing a FISH TAIL instead of legs.

EXT. COTTAGE - NIGHT

This is too much for Frank and he walks away from the window, hunching over to vomit.

Zadok walks away from the window and pats Frank on the back.

ZADOK
Good. Good. Follow me.

INT. BARN - NIGHT

The barn is devoid of livestock, and much like the rest of Innsmouth, appears pretty neglected. There's a few bales of hay on the ground floor.

In one of the stalls, it looks like someone has been living there. Probably Zadok.

Frank sits on a hay bale and Zadok sits across from him. He takes a liquor bottle from his coat pocket and takes a drink. He offers it to Frank, who accepts.

FRANK
Jesus. Those people. What the hell were they? What the hell is going on? I thought I was seeing things when we arrived, but...

ZADOK
Let me explain to you.

Frank takes a deep breath and Zadok takes another swig from his bottle.

FLASHBACK

EXT. INNSMOUTH - DOCKS - DAY

50 YEARS AGO

YOUNG ZADOK, 17, helps his FATHER tie off their shipping boat at the docks.

They have a net with a very small amount of fish in it and walk dismally towards the village.

ZADOK(V.O.)
When I was younger, I was a fisherman with my father. Like his father before him, and his father before him. Innsmouth was a fishing village. It's all there was.

INT. ZADOK'S HOME - NIGHT

Young Zadok, his father, and his MOTHER sit down to a very sparse meal of a small fish.

ZADOK(V.O.)
But every year, there was less and less fish to catch. Less to sell. Even less to eat. The people of Innsmouth were starving and poor. Then *they* came.

INT. INNSMOUTH - CHURCH - DAY

The VILLAGERS of Innsmouth are gathered inside a Catholic looking church, where the PRIEST is giving a sermon.

The doors to the church open, and Cpt. Obed Marsh and Cpt. Jean Lafitte step inside, looking exactly the same as they always have.

CPT. OBED
People of Innsmouth, your God has abandoned you, yet you suffer needlessly. We have come to answer your prayers.

Cpt. Obed and Cpt. Lafitte stand at the front of the congregation.

Young Zadok and his family watch from the back pews.

ZADOK(V.O.)

They told us the God we worshiped was false. They told us they'd show us the true path to enlightenment. They said their Gods were merciful. Generous. Should we follow their ways, we would be rewarded not only in this life, but the next.

EXT. INNSMOUTH COAST - NIGHT

Cpt. Obed makes his way along the rock wall off the coast of Innsmouth.

He takes a strange golden pyramid-shaped with all sorts of strange symbols on it out of his coat pocket. A chain is attached to it.

He utters something in a very strange language and then drops the object into the sea.

The villagers, including Young Zadok and his family, have gathered along the shore to watch Cpt. Obed perform this strange ritual.

As Cpt. Obed returns to the shore, the Priest confronts him.

PRIEST

This is blasphemy. We're good Catholic people. Your deities are false, you pagan!

EXT. INNSMOUTH SHORE - DAY

As the tide washes onto the shore, it brings with it ample fish. And not just fish. GOLD. A lot of gold.

Wave after wave of fish and gold wash onto the shore with each break.

ZADOK(V.O.)

But it seemed they were not blasphemers at all. Whatever Gods they worshiped - they listened. The mass of fish and gold was all it took to convert us to their belief

(MORE)

ZADOK(V.O.) (cont'd)
 system. But it would come at a
 price.

As the villagers scamper about the shore, scooping up as much fish and gold as they can carry, Cpt. Obed and Cpt. Lafitte watch with evil glee.

The Priest confronts them.

PRIEST
 This is devilry! Witchcraft! You'll
 be damned for this!

The Priest turns to the villagers.

PRIEST
 Do you hear me? You'll all be
 damned!

The villagers rebel against the Priest. They shove him about and throw things at him.

ZADOK(V.O.)
 We were to worship Dagon and the
 Deep Ones. They would provide us a
 constant supply of wealth and
 prosperity...in exchange, however,
 there needed to be sacrifice.

INT. CHURCH - BASEMENT - DAY

Down in the basement of the church, a large well stands in the center, leading far down into black waters below.

Cpt. Obed and Cpt. Lafitte hold the Priest over it. The villagers gather around, watching intently.

CPT. OBED
 With a small sacrifice, Dagon is
 appeased.

Cpt. Obed takes out a large ceremonial knife and slowly drags it across the Priest's throat, spraying crimson down into the depths below.

Young Zadok and his family turn away in disgust, while the rest of the villagers, mad with greed, eagerly cheer the sacrifice on.

Cpt. Obed tosses the Priest's body down into the darkness.

As he body hits the surface of the water, bright gold light suddenly begins to emerge from the depths of the water.

CPT. OBED

Behold! Dagon has accepted our offering and is pleased!

The villagers cheer.

Young Zadok and his family sneak away.

EXT. INNSMOUTH COAST - DAY

Just off the coast of Innsmouth, the DEEP ONES - strange fish-like beings with an almost froggy appearance - begin to appear in the water, making their way towards shore.

Young Zadok watches their arrival in horror and takes off running towards the village.

ZADOK(V.O.)

And then there came the true nature of the bargain: The Deep Ones were to mate with our women to create offspring for their race. Hybrids of human and creature, so that their fading race may thrive once more.

INT. COTTAGE - NIGHT

A PREGNANT WOMAN lies on a bed, screaming in agony.

A DOCTOR stands at the foot of the bed, his hands between her legs. Cpt. Obed stands beside the doctor, watching intently.

The Pregnant Woman screams and blood flows out onto the bed as a small mass of TENTACLES creeps out from between her legs.

Cpt. Obed smiles madly.

EXT. CHURCH - DAY

The large crucifix that was nailed onto the door of the church is removed and replaced by a strange symbol. Above the door now reads: The Esoteric Order of Dagon.

INT. ZADOK'S HOME - NIGHT

Young Zadok and his parents frantically pack some bags.

ZADOK(V.O.)

When it came time for my mother to
be chosen to mate with the Deep
Ones, my father decided it was time
for us to leave. But we didn't make
it far.

EXT. INNSMOUTH - STREETS - NIGHT

Young Zadok's Father loads a small carriage and ushers his son and wife inside before climbing up and cracking the whip.

The carriage makes its way along the street and rounds the corner -

A vast MOB stands before them, blocking the way. At the front stands Cpt. Obed.

CPT. OBED

Disappointing.

ZADOK'S FATHER

I won't allow it! It's madness!

Before anything else can be said, VILLAGERS attack the carriage and overwhelm Zadok's father.

INT. CHURCH - NIGHT

Young Zadok's Father is on his knees at the head of the church, his hands tied with rope behind his back.

Young Zadok's Mother is tied to the altar.

Cpt. Obed and Cpt. Lafitte stand before the congregation that has gathered in the church.

Young Zadok is held by one of the villagers at the head of the congregation.

CPT. OBED

Have the Gods not been generous?
Have they not been merciful? Have
you not prospered beyond your
wildest dreams? A simple act of
devotion is all that has been

(MORE)

CPT. OBED (cont'd)
 required of you...and this betrayal
 is the gratitude they get in
 return.

Cpt. Lafitte takes out the large ceremonial knife and hands it to Cpt. Obed.

YOUNG ZADOK

No!

Young Zadok tries to rush to his Father but is held by the villager, despite his attempts to flee.

Young Zadok's Father looks at him lovingly.

ZADOK'S FATHER

Don't fight, my son. And never look
 away. I love you.

Cpt. Obed stabs the blade into Zadok's Father's gut three times.

Young Zadok cries out as he still tries to break free from his captor.

Zadok's Father doesn't break eye contact from his son as he bleeds out.

ZADOK'S FATHER

(weakly)

Don't look away.

Cpt. Obed turns to Young Zadok and smiles.

CPT. OBED

That's right, boy. Look and see
 what happens to blasphemers that
 won't pay their tithe.

Cpt. Obed grips Zadok's Father by his hair, exposing his neck, and slowly saws into his throat with the blade, finishing him.

Young Zadok sobs as his father's lifeless body hits the floor - but he never looks away. Even as the life fades from his father's eyes.

END FLASHBACK

INT. BARN - NIGHT

Zadok stares off as tears roll from his eyes.

ZADOK

The Deep Ones came to the church
and had their way with my mother.
And after, they cut out her heart.
But I never looked away.

FRANK

Why did they let you live?

ZADOK

What better punishment?

FRANK

Aren't they afraid you'll try and
escape? Or get revenge?

ZADOK

Look at me. I'm a drunk. What can I
do?

Frank takes a drink from the bottle and passes it back to
Zadok.

FRANK

None of this seems possible...

ZADOK

Seeing is believing. I may be a
drunk...but I am not crazy.

FRANK

How does this all tie in to
Cthulhu?

ZADOK

Cthulhu?

Zadok laughs and takes a swig.

ZADOK

In his great city of R'lyeh, dead
Cthulhu waits dreaming...

FRANK

Why does everyone keep saying that?
What does it mean?

ZADOK

There was a sailor here two days ago. He meant to find out. Said he knew where to go. Maybe you can find him.

FRANK

Do you know where he was headed? Did you talk to him?

ZADOK

Aye. I talked to him. Told him to leave, same as I'm telling you. He listened.

Frank suddenly jumps towards Zadok and grips him by his shoulders, shaking him.

FRANK

You have to tell me where he went! I must talk to him! Do you understand?

Zadok stares at Frank, wide-eyed.

ZADOK

I think you've come far enough in your journey.

Frank's eyes slightly widen in shock of his own actions and he slowly lets go of Zadok and backs away.

FRANK

I'm sorry. I -

There are suddenly sounds of something stirring outside the barn.

ZADOK

(hushed)

You must hide. He was heading east. Left yesterday.

Voices echo outside and the door to the barn opens.

Frank ducks inside one of the stalls and buries himself behind some hay.

Cpt. Obed enters the barn with two other VILLAGERS, both of whom look like they're PART EEL.

CPT. OBED
Evening, Zadok. I hear you've been
skulking around our new guests.

Zadok doesn't get up from his bale of hay, nor does he even
look up at Cpt. Obed.

CPT. OBED
You wouldn't be telling them
secrets, would you?

Zadok remains silent.

CPT. OBED
I think you have. I think you have
a problem with not keeping your
mouth shut, anymore. I think you
miss your parents. Do you miss your
parents, Zadok?

Before Zadok can respond, the two Villagers grab Zadok and
pull him up from the bale of hay. He doesn't even protest as
they drag him across the barn and pin him against the wall.

CPT. OBED
I think it's high time you're
reunited with them, Zadok. You've
suffered long enough.

Cpt. Obed takes out the ceremonial knife and slowly
approaches Zadok.

CPT. OBED
Don't be afraid, old friend.

Zadok looks Cpt. Obed deep in the eyes.

ZADOK
I'm not afraid of you.

Cpt. Obed shoves his hand in Zadok's mouth and grabs his
tongue.

CPT. OBED
We need to do something about this
blasphemous tongue.

Cpt. Obed proceeds to cut it out.

From behind the hay, Frank covers his mouth as he watches in
horror.

Zadok glances over to where Frank is hiding and then looks
Cpt. Obed deep in the eyes as blood pours from his mouth.

ZADOK
(muffled)
Don't look away.

CPT. OBED
I won't.

Cpt. Obed puts the knife away and suddenly digs his thumbs into Zadok's eyes.

Zadok screams as they're gouged out.

The two Villagers release Zadok's arms and he falls to the ground, dead.

Cpt. Obed smiles, pleased with himself.

CPT. OBED
Did you enjoy the show?

Cpt. Obed whips his head around to right where Frank is hiding.

Frank charges out of the stall and darts out of the barn and Cpt. Obed laughs.

The two Villagers take off running after him.

INT. INN - FRANK'S ROOM - NIGHT

Frank bursts inside his room - where Mary is still sleeping.

FRANK
We've got to leave! Right now!

Mary jerks awake.

MARY
Huh? What are you talking about?

FRANK
We can't stay here! We have to go!
Grab your things!

Mary sits up, still groggy.

MARY
Frank...

Frank darts over to the window and looks outside.

Lightning flashes, revealing a mob of villagers shambling towards towards the Inn.

FRANK

There's no time! I have to get the others. Move!

Frank darts out of the room and rushes down the hall, pounding on all the doors as he does.

FRANK

We need to leave! Now! Get your things!

John bursts out of his room, looking ready for a fight.

JOHN

What's going on? What happened?

FRANK

Take a look out the window.

John darts to his window and looks down.

JOHN

It's a good thing I didn't bring my tommy gun, huh?

FRANK

Now isn't the time!

Frank dashes back to his room, where Mary stands at the window, horrified.

MARY

What are they, Frank?

FRANK

We have to move.

Mary stays at the window, unable to move.

FRANK

Mary!

She snaps out of it and grabs her things.

The two rush out into the hall, where Polyanna, Judith, Prof. Webb, and John are waiting.

FRANK

Where's Charlie?

PROFESSOR WEBB

He couldn't sleep. Went to the ship.

JUDITH

Henry! What about Henry?

Everyone looks to John, who shrugs.

JOHN

I don't know. I didn't hear him
leave.

FRANK

Christ! We'll find him, but we have
to move.

Frank and the group rush towards the stairs -

- and freeze.

At the bottom of the stairs, countless MUTATED VILLAGERS
await them. Horrible combinations of man and all manner of
sea creature.

FRANK

Back. Back.

The group slowly back away, and as they do, the villagers
start to make their way sluggishly up the stairs.

The group darts inside John's room, slamming the door behind
them.

INT. INN - JOHN'S ROOM - NIGHT

As Mary locks and bolts the door, Frank and John push a
dresser in front of it.

No sooner do they get the dresser in place -

BANG! THUD! THUMP!

The villagers are outside the room, pounding on the door and
shouting and groaning.

Everyone backs as far away from the door as they can.

POLYANNA

What are we supposed to do?

JUDITH

What do they want? And my god, what
the hell is wrong with them? Did
you see their faces...?

Frank looks to John.

FRANK
Any suggestions?

JOHN
Well, there's too many of them for
us to try and fight our way
through.

CRACK!

The wood on the door splinters.

JUDITH
We're running out of time, guys.

John looks out the window.

The area below is free of the villagers - they're all inside
by now.

Directly below the window, a few crates are stacked.

JOHN
We have to jump.

PROFESSOR WEBB
Are you mad? Look at me! I'll break
my legs!

JOHN
It's our only chance.

CREAK! The dresser shifts a couple inches from the impact of
a hit. CRACK! A TENTACLE shoots inside through the door,
writhing about.

Polyanna covers her mouth and stares wide-eyed at it.

FRANK
Okay. We jump and head straight for
the docks.

JUDITH
What about Henry?

Frank hesitates.

FRANK
Hopefully we find him on the way.

JUDITH
You're not really implying that we
might leave him?

JOHN
Judith!

CRASH!

A larger part of the door comes apart.

FRANK
We're out of time!

John opens up the window.

JOHN
Polyanna! Judith! Mary! Now!

Polyanna leans out the window and stops.

POLYANNA
I can't do this.

JOHN
Sure you can!

POLYANNA
John, I really -

CRASH!

Startled by the sound, Polyanna jumps.

JOHN
Judith!

Judith leans out the window.

JUDITH
Don't need to tell me twice.

She jumps. Mary makes her way to the window and leans out.

She stops and looks at Frank.

MARY
I love you.

Out she goes.

Frank and John look at Professor Webb.

FRANK
Come on, professor.

Prof. Webb shakes his head with a smile.

PROFESSOR WEBB

I'm afraid this is the end of the road for me, gentleman.

JOHN

It's not that high up. You can do it.

Professor Webb grabs a kerosene lamp from off of the nightstand and lights it.

PROFESSOR WEBB

I may be stubborn in my ways, but I'm no fool.

With all of his might, Professor Webb heaves the lamp against the breaking door - instantly igniting it and a couple of the villagers as it shatters.

They scream. It's a horrifying sound.

PROFESSOR WEBB

You boys better get moving.

John looks from Frank to Professor Webb. With a look of defeat, he jumps out the window.

FRANK

William...

PROFESSOR WEBB

Go on, my boy. It's my time. I've seen and done a great deal more than most, I'd say.

Professor Webb takes out his pipe and lights it.

PROFESSOR WEBB

Your granduncle would be proud. Don't stop until it's finished.

Frank nods and extends his hand. Professor Webb grips it tightly.

PROFESSOR WEBB

Something tells me I'll be seeing you.

FRANK

You can count on it.

PROFESSOR WEBB
I'll tell George you say hello.

Frank smiles, his lip trembling a bit.

Then, he jumps out of the window while Professor Webb puffs on his pipe.

He stands up from the bed with a sigh and the fire inches closer to him.

PROFESSOR WEBB
Come on then, you lot! I expect more from the *Esoteric Order of Dagon*. Seems like he's created a bunch of nancies!

SMASH!

The rest of the door explodes and the dresser is shoved out of the way as the horde bursts through, dashing through the fire and jumping onto Professor Webb.

EXT. INN - NIGHT

As Frank lands on the crates and jumps down onto the ground, Judith looks up at the window in time to see Professor Webb get tossed across the room - and then flames blow out the window.

JUDITH
Professor!

John grabs Judith.

JOHN
We have to go!

EXT. INNSMOUTH - STREETS - NIGHT

Lightning flashes. Thunder roars. The rain pours.

Frank, John, Polyanna, Mary, and Judith run through the twisting streets.

As they round the corner to get to the docks -

Cpt. Obed awaits them with a mass of villagers behind him, blocking their escape.

The group turns to run back -

More villagers. They're blocked in.

JOHN

Shit.

FRANK

Stay calm.

JOHN

I could really use my tommy gun
right about now.

FRANK

I heard you the first time.

Cpt. Obed smiles.

CPT. OBED

What's the matter, my friends? Is
our hospitality not to your liking?

FRANK

Just let us pass.

CPT. OBED

You came here to learn our ways. Do
you not like what you see?

JOHN

We've seen enough.

CPT. OBED

You've seen nothing. But rest
assured, we'll show you everything.
Things you can't even begin to
understand. Things you'll never
unsee. You'll beg for death before
it comes, I assure you.

The villagers move in on the group from both sides.

HONK! HONK!

A CAR suddenly plows through the crowd at the group's back
and comes to a screeching stop beside them.

Charlie sticks his head out of the window.

CHARLIE

Hurry up!

The group jumps onto the car as the Villagers rush them once
more.

Charlie guns it and plows through the opposite crowd of villagers.

Cpt. Obed jumps out of the way just in time and watches in fury as the car disappears around the corner.

EXT. INNSMOUTH - DOCKS - NIGHT

The car skids to a stop in front of the docks and everyone jumps up, rushing down the docks.

JOHN

Where the hell did you come from?

CHARLIE

I couldn't sleep on the ship, either. Was taking a walk when I saw the inn was surrounded!

MARY

Good timing!

The group rushes aboard the ship.

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

As the group gets aboard, Charlie heads below.

CHARLIE

I'll get us going!

POLYANNA

Hurry!

Frank, John, Mary, and Judith watch the docks intently, waiting for signs of their pursuers.

JUDITH

Frank. Henry...

MARY

There!

Mary points across the water.

Through the rain and blackness, a figure can barely be made out, standing on the wall of rocks that juts out into the sea from the shore.

FRANK
We don't know that's him.

JUDITH
Oh, for Christ's sake!

Judith runs off the boat.

MARY
Judith!

The ship roars with life.

Charlie returns on deck.

CHARLIE
Here we go!

JOHN
Wait!

Charlie looks and sees Judith running away from the ship.

CHARLIE
What the hell is she doing?

MARY
I don't know, but she better hurry.

Mary's attention is back on Innsmouth. The villagers are coming.

EXT. INNSMOUTH COAST - NIGHT

Judith makes her way across the rocks. The waves hit constantly, nearly knocking her into the water on two different occasions.

JUDITH
Henry!

The dark figure doesn't move. It doesn't respond.

Judith gets closer. It's Henry, all right.

JUDITH
What are you doing out here? We need to go! Now!

Henry stares blankly out over the ocean.

HENRY

I have seen beyond the bounds of
infinity and drawn down daemons
from the stars. I have harnessed
the shadows that stride from world
to world to sow death and madness.

JUDITH

What? Henry!

HENRY

I have seen the dark universe
yawning, where the black planets
roll without aim. Where they roll
in their horror unheeded. Without
knowledge, or lustre, or name.

JUDITH

We have to GO!

Judith grips Henry's hand and he snaps out of it.

He whips his attention to Judith and looks at her hand in
his, shocked.

JUDITH

Run!

She leads Henry and the two take off.

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

Frank, Mary, and Polyanna watch in horror as Judith and
Henry make their way towards the docks. The villagers have
arrived, and are hot on their trail.

FRANK

Run!

MARY

Come on! Faster!

John appears from below deck, his tommy gun in hand.

EXT. INNSMOUTH - DOCKS - NIGHT

John makes his way off the boat onto the docks and cocks it.

JOHN

Get down!

Judith and Henry fling themselves down onto the docks.

John opens fire, sweeping the tommy gun across the dock, taking out the first row of pursuing villagers, and stopping the rest in their tracks.

JOHN

Move!

Judith and Henry jump back onto their feet and race to the ship, climbing aboard.

John climbs back on board and the ship slowly moves away from the dock.

As more villagers charge down the dock towards the departing ship, John sprays the dock with bullets, keeping them at bay, until the ship is far enough away to not be boarded.

Frank and co. cheer in victory.

Cpt. Obed slowly makes his way towards the edge of the dock, watching them with an evil glow in his eyes.

CPT. OBED

En épocas extrañas hasta la muerte
puede morir.

INT. LOVECRAFTIAN - GALLEY - NIGHT

It's a somber night as everyone except Charlie sits at the table, each lost in their own thoughts.

Frank reads through his granduncle's journal.

MARY

I want an explanation, Frank. What
the hell was wrong with those
people?

Frank doesn't hear her.

MARY

Frank!

Frank looks up from the journal.

FRANK

Hm?

MARY

I want answers.

JUDITH

We want answers. Why did the professor die back there?

Frank sets down the journal with a sigh.

He looks at each of them and then back at the journal, staring at it. It whispers to him.

FRANK

I don't know.

Judith scoffs.

MARY

Where were you?

FRANK

What do you mean?

MARY

I mean, you came from somewhere. When you woke me up, you were coming into the room. Where were you coming from?

Frank looks at her blankly.

FRANK

Nowhere.

HENRY

You're a liar.

Everyone looks at Henry in shock. He gets up from the table and exits outside.

JUDITH

The man that I've looked up to as my father for the last ten years is dead. I need to know what he died for.

FRANK

The truth.

Frank grabs the journal and stands up.

FRANK

I suggest we try and get some sleep. Our journey isn't over yet.

JOHN
The hell it isn't, Frank!

FRANK
This isn't open for discussion. You
all signed on. You knew what you
were getting into.

Frank goes to leave. John stands up and blocks his path.

JOHN
I really think we've gone far
enough, friend.

FRANK
You're welcome to take the life
boat back to shore.

JOHN
What the fuck is wrong with you?
People are dead. This isn't a game.

FRANK
No. It isn't. With all due respect,
I knew the professor longer than
any of you. He told me to keep
going. That's exactly what I'm
going to do.

Frank pushes past John.

JOHN
Yeah? And where are we going,
exactly?

FRANK
East.

Frank exits.

JOHN
East, he says. There isn't another
goddamn thing, east!

Mary stands.

MARY
I'll talk to him. I can convince
him to turn back.

POLYANNA
I'd really rather you didn't.

Now everyone looks at Polyanna is surprise.

POLYANNA

I won't pretend to know what was wrong with that villager or those people. But I know I've seen them before. In my nightmares. And now that I know that it's real...I need to know why.

Polyanna looks to Judith.

POLYANNA

And I am dreadfully sorry for the loss of the professor. He was lovely. But if at the end, he wanted us to press on, I say we should.

JOHN

You really want to keep putting yourself and everyone else at risk?

POLYANNA

I'm not the bravest person in the world, God knows. I just see this as a chance for me to maybe be normal again.

Mary looks at John.

MARY

This is insanity.

Mary walks past John and exits.

John sits back down at the table.

POLYANNA

I'm sorry...

Judith stands up and leaves.

JOHN

I tried to warn everyone that these people - this cult - was dangerous. Nobody wanted to listen.

POLYANNA

What did you see?

John stares off for a moment, reflecting.

JOHN
Something I don't care to see ever
again.

Polyanna suddenly projectile vomits all over him and he
bolts to his feet.

JOHN
Come on!

POLYANNA
I'm so sorry!

Polyanna covers her mouth in horror.

INT. LOVECRAFTIAN - FRANK'S CABIN - NIGHT

Frank sits at the desk, pouring of the journal.

Mary enters the room and gently closes the door behind her.

MARY
Can we talk?

FRANK
I'm busy.

MARY
Really? Because it looks like
you're just reading that goddamn
journal.

Frank slams his fist down on the desk and stands up in a
fury.

FRANK
What the hell is your problem?!

MARY
I could ask you the same thing!
What's gotten in to you? This isn't
you!

FRANK
We move forward!

MARY
At what cost? How many of us are
you willing to sacrifice? We need
to turn around. It's time to go
home.

FRANK

I'm finally on the verge of something, here! I'm doing the most important work of my life - something to be remembered for - and you all just want to take it from me! You want to steal it away, just like that! I won't let you. I won't let you come between me and the truth!

MARY

What truth, Frank? I don't even know what we're doing here, anymore. Do you?

FRANK

I don't expect a woman to understand a man's work.

MARY

You're becoming as crazy as your uncle.

Frank strikes her across the face in a rage and she looks at him, tears in his eyes, mouth agape, horrified.

Frank's face automatically softens with regret.

FRANK

Mary...

MARY

Fuck you.

Mary storms out of the room, slamming the door behind her.

FRANK

Mary! Come on!

Frank flings the journal across the room and sits down on the bed.

EXT. LOVECRAFTIAN - OBSERVATION DECK - NIGHT

Henry stands at the top of the observation deck, looking out over the black sea. There's not a single star in the sky on this night.

Judith makes her way onto the deck and slowly approaches, standing beside him.

JUDITH
Mind if I join, or would you prefer
to be alone?

Henry shrugs.

HENRY
There's not much of a view.

The two stare out in silence a moment.

JUDITH
You called Frank a liar. Why?

HENRY
I shouldn't have said that. I don't
know what came over me.

Henry turns to leave. Judith grabs his arm, pulls him back,
and kisses him.

They break away from each other and Henry looks wide-eyed at
her.

JUDITH
Should you have not done that as
well?

HENRY
I - I...

Henry walks away and steps down from the observation deck.

Judith turns and looks back out over the water. She smiles.

INT. LOVECRAFTIAN - WHEELHOUSE - NIGHT

Charlie stands at the wheel. A single oil lantern burns
inside the wheelhouse, casting haunting shadows.

His eyes grow heavy, his head starts to bob and weave as he
tries to stay awake.

Quiet whispers slowly echo through the wheelhouse, as if
lulling him.

As he nods off, a FIGURE IN WHITE suddenly passes by the
window outside.

Charlie snaps his attention to the figure.

CHARLIE
Polyanna? That you?

No response.

Charlie looks around and after some hesitation, steps away from the wheel to go after the Figure in White.

As soon as he leaves the wheelhouse, the wheel mysteriously turns. Hard. Rapidly. Drastically altering the course.

EXT. LOVECRAFTIAN - MAIN DECK - NIGHT

Charlie continues after the Figure in White, who stays far enough ahead of him to almost be out of his line of sight.

CHARLIE
Hold on a second, would ya?

A heavy fog slowly encompasses the ship as Charlie continues on, following the flow of the white gown and the whispers that seem to grow louder with each step he takes.

He rounds a corner -

The Figure in White appears to be waiting for him at the stern of the ship, its back towards him.

Charlie slowly walks to the Figure in White, the fog so thick that the Figure in White can barely even be seen. She weeps openly.

CHARLIE
P-Polyanna?

Charlie slowly reaches his hand out to console her, and as soon as he does -

She snaps her head at him, revealing her hideous face - a horrible hybrid of woman and angler fish. She shrieks.

Charlie jumps back with a yell, tumbling over the railing and into the black water below.

EXT. PACIFIC OCEAN - NIGHT

Charlie frantically thrashes about the water, doing everything he can to swim back towards the ship which grows ever further away from him.

CHARLIE

Hey! Wait! Help me! Anyone! Hey!
Hey!

It's hopeless. The ship disappears into the fog, leaving him in the black waters.

CHARLIE

Fuck.

Charlie continues to swim onwards.

As he does, a faint green glow slowly emerges from the depths.

Charlie stops swimming and looks down into the water.

The yellow glow grows brighter.

Suddenly, a mass of TENTACLES rocket up from the depths towards him. He screams.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

Charlie is huddled in the corner of the wheelhouse, rocking back and forth, muttering to himself.

A dream?

Polyanna stands before him with Frank and Mary.

POLYANNA

I don't know what's going on. I
found him like this. He won't snap
out of it.

Frank crouches down in front of Charlie.

FRANK

Charlie? Charlie!

Charlie continues to rock and mutter. He doesn't even acknowledge that Frank is in front of him.

Frank stands back up.

FRANK

I don't know what to do.

POLYANNA

I wish the professor was here...

Frank looks at Polyanna. It stings a bit.

Mary crouches down beside Charlie and gently places her hand on Charlie's.

MARY

(Soothingly)

Charlie. It's Mary. Can you hear me? I need you to come back to me. Listen to the sound of my voice. Follow it. Come back to me. Everything is okay. You're safe. I promise. Charlie...?

Charlie suddenly jolts himself, as if out of a trance. He looks around, bleary-eyed.

CHARLIE

Oh, shit. Did I fall asleep?

Charlie jumps up onto his feet and almost falls back over.

Frank grabs and steadies him.

FRANK

Whoa. Easy. Just take it easy.

CHARLIE

I'm sorry, Frank. I don't even remember closing my eyes.

Polyanna offers Charlie her hand.

POLYANNA

Why don't you come with me, Charlie. I'll get you some coffee.

CHARLIE

Yeah, okay. Sure.

Charlie exits the wheelhouse with Polyanna.

Frank looks at Mary.

FRANK

Can we talk?

MARY

I don't know, Frank. Are you just going to get pissed and hit me again?

Frank looks down at the ground, swallowing hard.

FRANK

Look, I uh, I don't know what came over me.

MARY

Yeah. There's a lot of that going around right now, isn't there?

She looks at him coldly.

MARY

I don't know what's happening to us. I don't know what the hell was wrong with that village. I don't even know where we're going or what we're going to find when we get there, but I know this isn't you. You've changed. It's something in the air or that goddamn journal you're always reading. And if you ever put your hands on me again, Frank -

Mary notices that Frank isn't even looking at her. His eyes are fixed on the wheel and instruments of the ship.

FRANK

Do you suppose we're even still on course? I wonder how long he was like that. We could be going the complete opposite way right now.

MARY

Wow.

Mary storms past Frank.

FRANK

What? No. Wait! Mary!

Mary exits the wheelhouse.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

John stands at the bow of the ship, looking out over the ocean. It's still quite foggy outside.

A shadow-cloaked ship- the ALERT - looms in the distance.

JOHN

Hey! We've got some company!

The Lovecraftian carefully pulls up beside the ship. It's quiet.

The entire crew of the Lovecraftian stands on deck, looking at the opposing ship.

FRANK
Hello there!

No response.

FRANK
Is there anybody on board?

Nothing.

CHARLIE
Look out.

Charlie steps forward with a flat board and places it across the gap of the two ships, effectively connecting them.

He hands Frank some rope.

CHARLIE
Here. Tie it tight.

Charlie hoops the rope to the rail of the Lovecraftian, then makes his way across the flat board with the rest of the rope in his hand.

CHARLIE
We're boarding your ship. We mean no harm! Please, do not attack!

Charlie crosses over to the other ship, and ties the other end of the rope to their railing.

Frank does the exact same thing.

John crosses over to the other ship.

JOHN
The rest of you, stay here.

POLYANNA
Be careful.

EXT. ALERT - MAIN DECK - DAY

John, Frank, and Charlie slowly walk through the deck.

FRANK

Is there anybody on board? Hello!

John slowly takes out his handgun and cocks it.

Frank looks back at him.

FRANK

Really?

JOHN

Don't you dare start.

The ship is deathly quiet, the only sounds being the occasionally groan of the ropes holding the sails.

John makes his way to the door of the galley. He looks at his comrades.

JOHN

Ready?

Charlie and Frank both nod.

John slowly opens the door and peeks his head inside.

JOHN

Hello?

John steps in, followed by Charlie and Frank.

INT. ALERT - GALLEY - DAY

As the trio enter the galley, the door suddenly slams behind them, and GUSTAF JOHANSEN - a bearded man in his mid-30's - emerges from behind it, a shotgun pointed at them.

GUSTAF

Place your weapons very slowly on the table and step away with your hands raised.

Four more men - DONOVAN, GUERERA, ANGSTROM, and PARKER - step out from the kitchen, each armed for combat.

John slowly places his weapon on the table and steps away, arms raised.

GUSTAF

What are you doing on board?

FRANK

We're traveling from Innsmouth. We heard there was a ship headed out this way, perhaps looking for the same place we are. Did you not hear us calling?

Gustaf eyes them suspiciously.

GUSTAF

You came from Innsmouth?

CHARLIE

Yes, sir.

Gustaf looks to his crew.

GUSTAF

Check them.

Gustaf keeps his shotgun trained on Frank and Co and Donovan and Angstrom examine them.

They pat them down for weapons, then check their hands, their necks, their eyes.

DONOVAN

They're good.

ANGSTROM

No fish parts.

Gustaf lowers the shotgun slightly.

GUSTAF

You're from America, yes?

JOHN

That's right, pal. You'd do well to put your gun all the way down. I'm a police officer.

Gustaf chuckles.

GUSTAF

Did it matter to those freaks at Innsmouth?

FRANK

How long were you there?

GUSTAF

Long enough to see they were fucked up. We resupplied and left.

FRANK

And you're headed where...?

Gustaf completely lowers his shotgun.

GUSTAF

We were told there was an uncharted island located at 47°9'South and 126°43'West. We were told there would be treasure. Gold. Jewels. Beyond our wildest dreams.

JOHN

Yeah? And who told you that? The priest?

FRANK

What were you doing at Innsmouth in the first place?

GUSTAF

I told you, to resupply. We were caught in a storm. We were heading to California from Asia after a cargo drop. Had no choice but to stop.

FRANK

And that's when you were told of the coordinates?

Gustaf nods.

CHARLIE

Where's the rest of your crew? This is too large a ship for so few of you.

GUSTAF

This isn't our ship. A day ago, our ship was sunk by the passengers of this vessel. Strange figures in robes and hoods. We did what we had to do to survive.

Frank looks and John and Charlie with a little unease.

GUSTAF

We're not pirates, I assure you.

FRANK

Neither are we.

FRANK

Can you think of any reason why they attacked you?

JOHN

Probably because they're from that fucked up village and everyone is insane?

DONOVAN

If you ask me, I think they're protecting whatever's on that island.

Gustaf nods his head.

FRANK

We need to reach it.

Charlie and John look at him, dumbfounded.

JOHN

I'm sorry, have you not been listening?

CHARLIE

I'm with John. Enough is enough. It's not worth it to me, anymore.

FRANK

Look at how close we are. Look at all the resistance we've met. It's right there. We're right at the end of our journey. We're not turning around now.

GUSTAF

No. We go on. They killed Jayk. I want to see what it is they're protecting so that I may take it from them.

Frank smiles.

FRANK

Welcome to the expedition.

Frank extends his hand and Gustaf shakes it.

GUSTAF

We'll get some supplies.

Gustaf looks to Parker and Guerrera.

GUSTAF

Get the powder keg stores.

Parker and Guerrera both nod and exit.

FRANK

Powder kegs?

GUSTAF

This seems to be a warship of sorts.

JOHN

Yes! Now you're speaking my language.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

The entire crew of the Alert and the entire crew of the Lovecraftian meet face to face.

FRANK

This is Gustaf, Parker, Donovan, Angstrom, and...Guerrera?

Guerrera nods.

FRANK

They're joining us for the rest of the way.

Frank motions to his crew.

FRANK

And here we have Henry, Judith, Polyanna, and Mary.

GUSTAF

It's a privilege. Thank you for your hospitality.

EXT. LOVECRAFTIAN - OBSERVATION DECK - NIGHT

The fog has lifted, the stars shine brightly.

Henry stands at the railing, overlooking the calm seas.

Gustaf, Judith, Mary, and John are on the observation deck with him.

Gustaf lights a cigar.

GUSTAF

I'd almost forgotten what the stars looked like, it's been so long since I've seen them.

Henry looks up at the sky.

HENRY

They'll be shining bright from here on out. It's nearly time.

GUSTAF

Nearly time? For what?

HENRY

You'll see.

Gustaf looks to Judith, Mary, and John.

John forces a smile.

JOHN

We've been dealing with a lot on this little expedition. Too much to fill you in on tonight.

GUSTAF

I understand.

JUDITH

Where are you from, Gustaf?

GUSTAF

Norway, by birth. But I've spent my entire life on the sea.

JUDITH

It's beautiful there.

GUSTAF

You've been?

JUDITH

There aren't many places I haven't been.

GUSTAF

It's important to see the world, I think. We tend to lose ourselves in the day to day and forget how much more is going on outside of our small existence.

JUDITH

Amen.

Judith looks at Mary, who stares out over the ocean.

JUDITH

Have you talked to Frank?

Mary shrugs.

MARY

Not much point. His mind is on one thing and one thing only, anymore. He doesn't even bother listening when I try. I don't know what to do. I just hope that whatever we find is enough to bring him peace so that he goes back to the way he was.

John takes out a toothpick and places it in his mouth.

JOHN

When us men are focused on something, that's all we see. We're not much good at doing more than one thing at a time.

JUDITH

Is that why you're all about shooting and blowing things up?

John chuckles.

JOHN

I assure you, I'm a little deeper than that. Not much, but some.

He winks and Judith smiles.

MARY
Where's Polyanna?

JUDITH
Probably getting sick somewhere.

JOHN
No, she seems to like waiting until
I'm around to do that. I've
affected women in a lot of ways -
she's the first that I've literally
made sick.

MARY
Maybe it's your cologne.

JOHN
I don't wear any.

JUDITH
No, but it really could have
something to do with a pheromones
you give off.

JOHN
My what?

Judith laughs.

JUDITH
It's like a special scent unique to
you that affects people on a
subconscious level.

JOHN
Oh, great. So I really *am*
repulsive.

GUSTAF
Welcome to the club, my friend.

Gustaf cheers John with his cigar.

GUSTAF
The last time a woman touched me
without a currency exchange
was...perhaps when I was twenty.

They all laugh. All except Henry, who continues looking out
over the sea.

It grows quiet, everyone enjoying the cool air and clear
night skies. It's really quite gorgeous.

Henry looks up at the stars.

HENRY

(Singing)

Pack up all my care and woe / Here
I go, singing low / Bye bye,
blackbird.

Everyone on the observation deck looks at Henry, taken aback by his singing voice.

HENRY

(Singing)

Where somebody waits for me /
Sugar's sweet, and so is she / Bye
bye, blackbird / No one here can
love and understand me / Oh, what
hard luck stories they all hand me
/ Make my bed, light the light,
I'll arrive late tonight /
Blackbird, toot-a-lou / Bye bye,
blackbird / Bye bye / Bye.

Henry lowers his head, a tear streams down his cheek.

Judith makes her way over to him and gently places her hand on his.

JUDITH

That was beautiful, Henry.

Henry doesn't say anything, he simply locks his fingers with hers.

Gustaf continues to puff on his cigar, looking thoughtfully over the sea. Content.

John looks at Mary with slight surprise. She smiles, and heads below.

JOHN

(looking at Gustaf)

Welcome to the club, right?

Gustaf takes a cigar out of his coat and hands it to John.

JOHN

Yeah, why not?

INT. LOVECRAFTIAN - FRANK'S CABIN - NIGHT

Frank sits at the desk, pouring over the journal, scratching down notes as he goes through it.

Mary enters the cabin, quietly closing the door behind her. She walks over to the desk and sits on it, facing Frank.

MARY

Do you love me, Frank?

Frank looks up from the journal.

FRANK

Of course I do.

MARY

Why don't you ever say it?

FRANK

Don't I show it?

MARY

I'd like to hear you say it. One time.

Frank looks her deep in the eyes.

FRANK

Mary...

And suddenly she's on him, kissing him passionately.

Frank lifts her up and carries her over to the bed, gently setting her down.

As they make love, all sorts of STRANGE IMAGES FLASH THROUGH FRANK'S MIND.

- An underwater city. Strange symbols carved in stone. An explosion of stars. A mass of tentacles -

Unable to concentrate, Frank flips over and Mary gets on top of him.

As she grinds, Frank closes his eyes, trying desperately to stay in the moment.

He opens them, and Mary's face is suddenly replaced by just a CYCLOPIAN MASS OF JAGGED TEETH that screams at him.

Frank yells and throws Mary off of him onto the floor, jumping up from the bed and backing into the corner.

Mary, completely normal, looks up at him in shock and fury.

MARY

What the hell is wrong with you?!

FRANK

I - I don't know. I'm sorry!

Frank disappears into the bathroom and Mary starts to cry.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

Charlie stands behind the wheel, gazing out over the sea.

CHARLIE

I don't believe it.

In the distance, a SMALL ISLAND looms, covered in thick vegetation.

CHARLIE

Frank!

EXT. ISLAND SHORE - DAY

Frank and company row up to the shore of the island on a dingy, the Lovecraftian left anchored further out sea.

Everyone jumps out off the boat and John and Charlie pull it onto the bank.

Frank looks at the island. The dense trees. The foreboding atmosphere. He smiles and then turns to Charlie.

FRANK

You're sure this is the place?

CHARLIE

These are the coordinates.

Gustaf steps forward.

GUSTAF

This is the place. I feel it.

Henry looks at the island, fear in his eyes. Judith notices. She grabs his hand and squeezes.

JUDITH

Hey. You okay?

HENRY

There's something very wrong about this. We shouldn't be here.

John suddenly appears behind Henry and slaps him on the back reassuringly.

JOHN

Not to worry, Henry. I came prepared.

John shows off the tommy gun in his hand and gives Henry a smile before making his way beside Frank.

JOHN

We leave at the first sign of trouble. Do you understand? I don't care how important this find was to your granduncle or how important it is to you. Nobody else dies.

Frank nods his head.

FRANK

We're close, John. Real close.

JOHN

Yeah. That's what bothers me.

Frank turns to the group.

FRANK

Thank you all. I know this hasn't been easy. I know there's been a lot going on that we don't understand. But we did it. We're here. Let's make history.

JOHN

Everybody stay close together.

The group walks towards the edge of the forest.

Frank looks at Mary and offers her his hand. She just looks at him and steps into the vegetation.

EXT. ISLAND - DAY

The plant life is dense, the sun unable to penetrate it. And there's something...off...about it. Something otherworldly. Every tree, every plant, seems to have this SLIMY GREEN FUNGUS all over it.

Judith gets up close to a tree and takes a glove out of her pocket, putting it on.

MARY

What is this stuff?

Judith drags her finger across the fungus and examines it. She smells it.

JUDITH

I don't know. It's not like any fungus or moss I've come across before. It doesn't smell earthy at all.

CHARLIE

Think it's poisonous?

JUDITH

I don't know. It's unlikely.

JOHN

Nobody lick the trees, just to be sure.

MARY

Ha-ha. Always such a comedian.

Frank walks blindly onward, his face buried in the journal.

POLYANNA

Anybody else notice how quiet it is here?

MARY

It's a deserted island.

POLYANNA

Besides that.

MARY

Not really.

JUDITH

No, she's right. Everybody stop.

The group stops walking, even Frank.

JUDITH

Listen.

It's deathly quiet.

POLYANNA

Where are all the birds? The insects?

Judith crouches down beside a bush and digs through the soil underneath it, searching.

JUDITH

There's nothing. No earthworms. No beetles.

JOHN

So it's a quiet island?

GUSTAF

The women are right. It should not be so quiet.

Henry looks up and around, his eyes wide.

HENRY

We're not supposed to be here.

JOHN

Look, if anything goes wrong, I've got -

SHRIEK!

A giant RAT-THING suddenly explodes out through the trees and slams into John, knocking him to the ground and sending the tommy gun scattering into some bushes.

The Rat-Thing, a mangy looking beast about the size of a small pony, looks at the group and shrieks again.

John jumps to his feet and runs towards his gun.

As he does, several more Rat-Things come jumping out at the group, as if the shriek summoned them.

Chaos ensues as the group scatters and are pursued by the Rat-Things.

The Rat-Things are quick and agile, running and pouncing off of tree trunks and boulders, adding speed and height to their pursuit, making them all the more menacing.

John tears through some bushes, desperate to find his missing gun. As he does, he is pounced on once again by a Rat-Thing.

It snaps at him with gnarled teeth and John can barely hold it at bay with both of his hands around its neck.

Elsewhere, Charlie and Polyanna weave in and out of the trees as a Rat-Thing stays hot on their heels.

They jump up into a tree, barely escaping its snapping jaws.

Frank, meanwhile, leads Mary through the vegetation by hand.

FRANK

Don't stop!

MARY

Not planning to!

Henry finds shelter in between some rocks and huddles down, curling himself into a ball as a Rat-Thing darts past him, not noticing him.

Gustaf and Donovan stop running and turn to face the two Rat-Things pursuing them.

As one of the Rat-Things pounces, Gustaf brings up his shotgun and nearly blasts it in half, causing the other Rat-Thing to hesitate and shriek at them defiantly.

Gustaf blows its head off.

Judith, Parker, and Guerrera on the other hand, continue to run, and as they do, Guerrera steps wrong on a rock and twists his ankle, bringing him face first to the ground.

GUERRERA

Ah! Shit!

A Rat-Thing is immediately on him, sinking its teeth into his shoulder. He screams.

Judith and Parker stop running, and Judith immediately picks up a rock and throws it at the Rat-Thing, nailing it in the head.

It stops biting Guerrera and looks up at Judith with a roar.

WHACK!

Parker is suddenly on it, beating it over the head with a broken branch.

John still tries desperately to hold the snapping Rat-Thing away from his throat and as quick as he can, using one hand, pulls his handgun out from its holster.

He places the barrel on the gun against the Rat-Thing's ribs and fires four times before the Rat-Thing stops moving.

JOHN

God, you stink, you ugly fucker.

John shoves the dead Rat-Thing off of him and returns to the bush to get his tommy gun, which he finds, cocking it triumphantly.

As Frank and Mary continue to stay ahead of their pursuing Rat-Thing, another one suddenly bursts out from a bush and slams into Frank, taking him to the ground.

However, in its excitement, the Rat-Thing used too much strength and sent itself flying past Frank, rolling across the ground at an incredible momentum, and it slams into a tree, stunning itself.

The other Rat-Thing pounces onto Mary, and before it can bite her, Frank is on it, stabbing it repeatedly with a knife.

FRANK

No! You don't touch her!

The Rat-Thing howls in pain as Frank stabs it again and again.

Mary crawls out from under the Rat-Thing as it thrashes about, trying to get Frank off of it. He just keeps stabbing away.

With a shriek, the other Rat-Thing is on its feet again and charges towards Mary, who jumps up into a tree.

It jumps up at her repeatedly, trying to get to her, snapping its jaws ferotiously.

Gustaf makes his way to Charlie and Polyanna, and, using his shotgun, takes out the Rat-Thing scittering up the tree towards them.

CHARLIE

Thanks for that.

GUSTAF

Anytime.

By now, Judith and Parker have beaten their Rat-Thing enough to completely stun it, and they pull the bleeding Guerrera away from it.

The Rat-Thing shakes its head and no sooner does it start to charge that its suddenly riddled with bullets from John's tommy gun.

JOHN
You guys okay?

JUDITH
Peachy.

PARKER
I owe you one.

JOHN
Don't mention it.

MARY(O.S.)
Frank!

They group runs towards the direction of the sound.

Frank is still stabbing the Rat-Thing in a blind fury, and the other Rat-Thing is still snapping its jaws at Mary.

JOHN
Hey!

The snapping Rat-Thing turns to John and runs towards him. He unloads, dropping it. It slides across the floor of the island, stopping right at John's feet.

He places his boot on top of his head, the victor.

By now, everyone has gathered to this area of the island and is watching Frank in horror as he still stabs the Rat-Thing. Over and over and over.

He soaked with blood. He starts to roar, louder with every stab.

JOHN
Frank?

MARY
Frank! Stop! Its dead!

Frank keeps right on going.

Gustaf hands Donovan his shotgun and slowly steps up to Frank, who continues to stab, continues to roar.

Gustaf grabs Frank's wrist as he goes to stab again, stopping it.

GUSTAF
It's over, my friend. It's dead.

Frank stops stabbing and fall on his ass. He sits there a moment, dazed and confused before full-on passing out.

Mary rushes over to him.

MARY
Frank? Frank!

Frank suddenly starts thrashing, his eyes popping open and then rolling into the back of his head.

Gustaf backs away quickly, startled.

Mary grips him by his shoulders, trying to restrain him.

MARY
Frank! It's okay! You're okay!

White foam spills from Frank's mouth and he thrashes about more violently, Mary nearly losing her grip on him.

MARY
Stay with me! Stay with me, Frank!
I've got you! I won't let anything
happen to you!

FRANK
(Repeatedly)
Iä Cthulhu cf'ayak'vulgtmm,
vugtlagln vulgtmm!

And suddenly, Frank stops. His eyes close a moment, and he opens them again, back to normal.

MARY
Frank?

FRANK
Get away from me.

Mary releases Frank and backs away to the group.

Frank sits up and looks down at himself, at his hands, and sees that he's covered in blood.

He turns to the group.

FRANK
Everyone okay?

CHARLIE
Do we look okay? Do you look okay?

Frank climbs to his feet and sees Guerrera's bleeding shoulder.

FRANK
How bad is it?

GUERRERA
I'll live.

JUDITH
Let me take a look.

GUERRERA
I'm fine.

JUDITH
Do you want it to get infected? For all we know, those things carry rabies. Let me look.

ANGSTROM
Stop being so stubborn.

Guerrera resigns himself and lets Judith examine his wound.

JOHN
This is it, Frank. The end of the line. We're going back.

FRANK
Not yet.

JOHN
What did I say when we got here?

Frank gets in John's face.

FRANK
Are we going to have another problem, here?

MARY
It's time to go. We're done.

JUDITH
I agree. I've seen enough.

Frank suddenly looks around.

FRANK
Where's Henry?

EXT. ISLAND - CENTRAL - DAY

Henry makes his way through the trees, muttering to himself the entire time.

He pushes through a thick grouping of leaves and steps through -

- immediately walking right into a massive spider web.

He spins, his arms flailing as he tries to break through.

The web is impossibly thick and sticky. The more he struggles, the more tangled he gets. He's stuck.

HENRY

Hey! Help!

EXT. ISLAND - DAY

John's ears perk up.

JOHN

Did you hear that?

HENRY(O.S.)

(faint)

Hey!

GUSTAF

Sounds like your friend.

The group heads towards the direction of the noise.

EXT. ISLAND - CENTRAL - DAY

Henry still tries in vain to free himself from the web. It's no use.

HENRY

Can anybody hear me?!

A skittering sound suddenly comes from behind him.

His eyes open wide, and slowly he tries to turn his head towards the direction of the noise. There's nothing.

Henry thrashes about some more, and again, the skittering sound. He freezes.

HENRY
 (quietly)
 Hello?

Something drips onto Henry's head and he looks up. He screams.

JUDITH(O.S.)
 Henry!

JOHN(O.S.)
 Hang on, buddy!

HENRY
 No! Wait!

The group comes running out from the growth - and all immediately get tangled into the webs.

PARKER
 Gah! What is this?

POLYANNA
 No! No! No! I can't be stuck here.
 I can't!

They all thrash about, trying to free themselves, just as Henry had.

The skittering sound echos once more - only this time, it's louder and it seems like there's more of it.

CHARLIE
 What's that noise?

HENRY
 Don't look up.

Of course, Polyanna looks up.

A LENG-SPIDER, an impossibly large, purple arachnid is above them near the tree tops, looking down at them.

Polyanna screams, and as such, everyone looks up.

GUSTAF
 Christ in Heaven.

HENRY
 I told you not to look up.

The Leng-Spider casually makes its way down towards them from the tree tops and they all try harder than ever to break free from the webs.

JUDITH

Now would be a good time for you to
use your tommy gun, John!

JOHN

Oh, you think so?!

John tries to lift the weapon but it's secured at his side
from the webs.

The Leng-Spider grows ever closer.

A battle-cry comes from out of nowhere, and a group of 4
TCHO-TCHO's - pale, hairless, sexless humanoid beings -
emerge, brandishing torches.

The Leng-Spider backs away with a hiss, and the Tcho-Tchos
ignite the webbing, burning it away from the captive group.

The Leng-Spider shoots a ball of web at them, which they
dodge, and then quickly charges at them.

Two Tcho-Tchos swing their torches at the Leng-Spider,
causing it to rear up on its back legs.

JOHN

Down!

John steps forward with his tommy gun and the Tcho-Tchos
jump out of the way as he opens fire, spraying the
Leng-Spider with bullets, dropping it.

JOHN

I hate spiders.

The Tcho-Tchos converse with each other in a strange
language, pointing and motioning to the group.

DONOVAN

(to Gustaf)

What are they?

GUSTAF

I don't know. I've never seen
anything like them before.

JUDITH

Neither have I, and there's very
few things that I haven't seen.

POLYANNA

Umm....guys?

The group looks to Polyanna, who points behind the Tcho-Tchos, her mouth agape, eyes wide.

The Leng-Spider's gooey shot up torso is moving strangely, as if there's something inside it trying to get out.

FRANK

It can't be...

John steps forward again and raises his tommy gun.

CLICK. Empty.

JOHN

Oh, shit.

On cue, the belly of the Leng-Spider erupts, and multiple BABY LENG-SPIDERS, about the size of a small dog, come skittering out of it, charging them and the Tcho-Tchos aggressively.

MARY

Run!

The Tcho-Tchos motion for the group to follow them and they take off running through the island, moving impossibly fast.

The group follows, the baby Leng-Spiders in hot pursuit.

John draws his handgun and blind fires behind three times, hitting one and taking it out.

Gustaf turns and blasts the shotgun, the baby Leng-Spider jumping out of the way just in time.

GUSTAF

Damn! Quick little bastards.

DONOVAN

How many more rounds do you have?

GUSTAF

One.

PARKER

That's lucky.

The chase continues, the baby Leng-Spiders pouring over the island like a terrifying way, their little legs making creepy sounds with every landing.

The Tcho-Tchos stay way far ahead of the rest of the group.

FRANK
Hey! Slow down!

John turns and fires two more times. He's empty.

One of the baby Leng-Spiders shoots a small web ball and it hits Parker right in the legs, bringing him immediately to the ground.

PARKER
Help me!

Before anyone can even react, the baby Leng-Spiders swarm him.

ANGSTROM
Parker!

Angstrom stops to try and save his friend, but Gustaf pushes him onward.

GUSTAF
It's too late!

As the baby Leng-Spiders devour Parker, two Rat-Things jump out at them and the two species battle each other.

CHARLIE
That was lucky!

The group pushes on, and up ahead, the Tcho-Tchos stand at the mouth of a cave, motioning for the group to join them inside.

MARY
I don't know about this. We don't even know what those things are.

FRANK
If they wanted us dead, they would have left us for the spiders.

MARY
Why don't we just turn around and go?

JOHN
Back through the jungle filled with giant rats and spiders that want to eat us?

John looks to Gustaf and his men.

JOHN

No offense. I'm sorry for your loss.

Gustaf nods grimly in approval.

POLYANNA

Oh for God's sake, they're just trying to help us.

Polyanna moves forward towards the cave, and with slight hesitation, everyone else follows.

INT. ISLAND - CAVE - DAY

Everyone enters the cave and the Tcho-Tchos wait patiently for them to do so, the torches the only source of light once inside.

FRANK

Do you speak English?

The Tcho-Tchos look at each other and speak in their strange language.

FRANK

Can you understand us?

The Tcho-Tchos show no indication that they know what Frank is saying.

Something behind them catches Frank's eye. Carvings on the wall.

He slowly approaches.

FRANK

I don't believe it. Judith!

Judith joins Frank at the wall and they both examine the markings - they match the markings in the journal, as well as all the ones they've seen everywhere else.

JUDITH

This has to be it. The source.

The torches suddenly go out and the place goes pitch black.

There's sounds of a struggle. Screams. Silence.

INT. ISLAND - CAVE - SACRIFICIAL CHAMBER - DAY

BLACKNESS

MARY(O.S.)
 (muffled)
 Frank? Frank?

Frank slowly opens his eyes and discovers that he's been bound by rope at his wrists and ankles.

The chamber they're in is well lit by torches, the walls covered in carvings and symbols and adorned with all sorts of blades and spears and sacrificial tools.

All around him, his comrades are tied up just as he is - except for Mary.

Mary has been stripped naked and is suspended by chains over a pit in the center of the chamber.

MARY
 Frank!

Frank snaps himself more alert.

A group of seven Tcho-Tchos enter the chamber, one of them covered in strange symbols - the very same symbols carved into the walls.

GUSTAF
 (to John)
 Any fine ideas as to how to get us out of this one?

JOHN
 Not a one.

POLYANNA(O.S.)
 You can't get out, don't even try.

Everyone turns to the sound of her voice. She's not tied up at all. In fact, she looks better than she ever has, clad in white.

JOHN
 Polyanna - what?

JUDITH
 You bitch.

Polyanna chuckles.

POLYANNA
 Ph'nglui mglw'nafh Cthulhu R'lyeh
 wgah'nagl fhtagn.

She laughs again.

FRANK
 Polyanna...wha-what...

Polyanna steps up to Frank, smiling in his face.

POLYANNA
 Your granduncle never manipulated
 me. I was never plagued by horrific
 visions that I couldn't comprehend.
 How could I be, when I faithfully
 serve the Great Old Ones? They
 protect me from the horrors they're
 going to unleash upon you all.

HENRY
 But why?

Polyanna snaps her attention to Henry.

POLYANNA
 Why? Why follow the true path to
 enlightenment? Why follow the
 truth? You can't possibly be that
 ignorant. Or, perhaps you can. You
 humans are so weak. Pathetic.

JUDITH
 You're human too, you dumb bitch.
 Unless you're like one of those
 freaks from Innsmouth? Got some
 tentacles between your legs?

Polyanna approaches Judith and backhands her.

Henry thrashes in his chains, desperate to lunge at
 Polyanna. She laughs.

POLYANNA
 Save it. You're not getting out of
 this.

JOHN
 I knew there was something off
 about you.

Polyanna gets in John's face.

POLYANNA

Awe, what's the matter, hero? Did the wittle mousey girl break your heart?

She kisses him on the cheek and he grimaces.

She suddenly wretches and stumbles away from him.

MARY

What's the matter? Can't stomach what you're doing?

Polyanna points to Mary.

POLYANNA

You keep quiet and enjoy the little time you have remaining.

FRANK

If you hurt her...

POLYANNA

You'll what? Die from guilt? Deep down, you know this is all your fault, Frank. You kept pushing on, despite everyone telling you not to. Everyone but me, of course. I never knew just how easy you'd be to manipulate. You really are just like your granduncle. Crazy.

Frank spits in her face.

POLYANNA

Charming.

Polyanna turns to the Tcho-Tchos.

POLYANNA

Let's get started.

One of the Tcho-Tchos hits a gong and they all gather around the pit, evenly spaced. They begin to chant.

CHARLIE

Polyanna! Don't do this!

GUSTAF

Whatever you're hoping to accomplish, I assure you, this is not the way!

POLYANNA

The stars are alligned. The time
has come for Cthulhu to awaken from
his sleep and cleanse this world.

FRANK

Doing this isn't going to awaken
your false God!

While they argue, Donovan somehow manages to carefully slip
a blade out from his boot.

Polyanna pulls on a chain, and Mary swings over to where
Polyanna stands.

MARY

Polyanna, please. Please listen to
me. You don't have to do this. It
doesn't have to be this way.

Polyanna gently places her hand on Mary's cheek, wiping away
the tears.

POLYANNA

It will all be over soon. I
actually am quite fond of you.
That's why I'm granting you this
easy death. Your sacrifice will
bring about the change this world
needs.

MARY

Polyanna, please. I'm begging you.

POLYANNA

Be strong.

FRANK

Mary! Mary! Look at me! Look at me,
Mary!

Mary looks at Frank, tears stream down his face.

FRANK

I'm not going to let her hurt you.
Just hold on.

Frank thrashes about, desperate to escape.

JUDITH

Polyanna! Please! This won't work!
I've seen it time and time again
from just about every race of

(MORE)

JUDITH (cont'd)
 people imaginable! These sacrifices
 were fruitless!

CHARLIE
 Don't do it!

Polyanna takes a ceremonial knife out.

Mary kicks to try to get away.

The Tcho-Tchos chant louder and faster.

POLYANNA
 Awaken!

Polyanna slashes Mary across the gut and then buries the
 blade into her heart.

FRANK
 No!

Polyanna pushes Mary back over the pit and she bleeds out,
 the blood dripping into the black depths below.

FRANK
 Mary!

Mary keeps her eyes on Frank as she bleeds out and becomes
 weaker.

MARY
 Frank...

FRANK
 Stay with me. Stay with me, Mary!
 You just hold on! Don't let go!

MARY
 I love you. I love you, Frank. I -
 I wish I could stay...

FRANK
 Mary! No!

Mary closes her eyes and her head droops.

FRANK
 Mary! Ahhhh!

Suddenly, Donovan is on his feet, broken free from his
 ropes. He slashes at John's ropes with the small blade he
 used himself, freeing him.

Donovan charges forwards and slams himself into one of the Tcho-Tcho's, sending it flailing down into the pit below with a screech.

The other Tcho-Tchos attack.

POLYANNA
Impossible!

John frees Frank and the fight between man and the Tcho-Tchos begins.

Frank grabs the first weapon he can - a spear - and plunges it into the gut of one of the Tcho-Tchos, shoving it over the edge and into the pit.

POLYANNA
Idiots! Kill them!

A Tcho-Tcho lunges at John, and he kicks it in the chest, staggering it.

John grabs a curved sword from off of the wall and as the Tcho-Tcho charges him again, John slices it across the chest, dropping it.

Donovan, meanwhile, takes a Tcho-Tcho's claws right to the chest, opening him up.

In a fury, Donovan spears the Tcho-Tcho, bringing it to the ground, and proceeds to bash its head in with a rock.

Gustaf has now broken free from his ropes and joins the fray, grabbing two knives from a rack.

As the fight continues on, Polyanna grabs a large knife made of bone and snakes her way over towards John, who is tussling with a Tcho-Tcho.

Polyanna raises the blade high -

JUDITH
John! Watch out!

John turns with a forward thrust - burying his blade deep into Polyanna's chest.

JOHN
Oh, I'm sorry. Did I break your
wittle heart?

John yanks the sword out of her chest and she staggers back.

With a fluid spin, John swings the sword, decapitating the Tcho-Tcho behind him.

Clutching her chest, Polyanna, mouth agape, blood flowing from it, Polyanna stumbles and falls down into the pit.

In a matter of moments, the fight is done, the Tcho-Tcho's having been wiped out.

FRANK

Mary!

Frank pulls on the chain, swinging Mary's body over to him.

He undoes the shackles on her wrists and falls to the ground with her, clutching her tightly in his arms.

FRANK

Mary! Mary! Please wake up! Please.
Please. Please.

He rocks back and forth with her, weeping.

FRANK

Don't leave me alone. Please. I
need you. I've always needed you.

The rest of the group is freed from their binds and stand around Frank and Mary, watching helplessly with pity as he fruitlessly tries to rouse her. She's gone.

GUSTAF

I'm sorry, my friend.

Frank gently kisses Mary's forehead.

The sound of a horn, incredibly deep, echos through the cave, shaking it.

CHARLIE

What the hell was that?

HENRY

Here he comes.

Everyone turns to Henry.

Frank looks up from Mary's corpse.

FRANK

He?

HENRY
Mighty Cthulhu.

JUDITH
It can't be. It's just -

The horn blasts again, louder, deeper, and the cave shakes more violently.

GUSTAF
I think we'd best get out of here.

The horn blasts a third time, and this time, the cave doesn't stop shaking.

JOHN
Move! Now!

Frank scoops up Mary and everyone flees from the cave.

EXT. ISLAND - DAY

The group emerges from the cave just in time as it collapses behind them, however, the island itself continues to shake.

GUERRERA
What the hell is going on?!

Gustaf points out to the ocean, trying his best to stay on his feet.

GUSTAF
There! Look!

EXT. PACIFIC OCEAN - DAY

Cyclopiian masonry rises from the depths of the ocean - a hideous monolith-crowned citadel of greenish stone blocks with colossal statues and bas-reliefs. The structure has vast angles and stone surfaces - surfaces too great to belong to anything right or proper for this earth, and impious with horrible images and hieroglyphs.

The nightmare corpse city of R'lyeh.

EXT. ISLAND - DAY

The island stops shaking once R'lyeh finishes surfacing.

Frank looks at the city that has risen from the sea in amazement.

FRANK
I don't believe it.

JOHN
What in God's name...

Henry, on the other hand, simply looks at the site in horror.

HENRY
R'lyeh.

Gustaf looks to Donovan and Guerrera.

GUSTAF
What do you say, boys? Shall we have one last adventure and see what treasures Atlantis has for us?

Henry looks at them with urgency.

HENRY
No! No, you mustn't! We have to leave. We have to leave right now.

Frank stands up, carrying Mary in his arms.

FRANK
Mary did not die in vain, Henry. I'm going to see what her sacrifice brought forth.

JUDITH
I think we should listen to Henry.

FRANK
And I don't really care what you think. You're an achaeologist, right? How many times have you seen a goddamn city rise from the ocean? This is the find of a lifetime for you.

CHARLIE
Frank, maybe we shouldn't. I mean, if it IS Atlantis, or at least what
(MORE)

CHARLIE (cont'd)
inspired it, then we should stay
away. Far away.

Frank heads for the shore, Mary in his arms.

FRANK
You all do what you want. I'm
getting back to the boat and
exploring the citadel with Gustaf.

GUSTAF
That's what I like to hear! We'll
be rich!

Frank, Gustaf, Donovan, Angstrom, and Guerrera make their
way down the slope towards the shoreline.

Charlie, Judith, John, and Henry look at each other.

CHARLIE
What are we going to do?

JOHN
We can't let them go alone.

CHARLIE
There's four of them. Hardly alone.
So far, Frank has done nothing but
lead us into increasingly worse
danger.

Judith looks out at R'lyeh.

JUDITH
But god - look at it. I've never
seen such a magnificent structure.
Nor have I ever seen architecture
like that. It's not - it's not
something any race of man could or
would make. I need to get closer to
it.

With that, Judith begins to follow Frank.

JOHN
Judith! Come on! Be rational, here!
It rose up from the goddamn ocean!

John and Charlie head after her, leaving just Henry, his lip
trembling.

HENRY
We're all doomed.

EXT. ISLAND SHORE - DAY

The group makes their way back to the shore that they landed on, and everyone climbs aboard the dingy.

Frank takes the journal out of his pocket.

FRANK
(to the journal)
This is it, granduncle.

EXT. PACIFIC OCEAN - DAY

Donovan and Gustaf row the dingy across the waters, heading for the Lovecraftian.

Using a pencil, Frank furiously sketches the city of R'lyeh into the back pages of the journal, completely lost in what he's doing.

Henry stares at the oncoming city with absolute horror.

Judith takes his hand and squeezes it.

GUSTAF
You spend your life at sea and
always hear tales of sunken cities
and lost treasures - guarded by
creatures that couldn't possibly
exist. But these stories come from
somewhere, no? Can you imagine what
lies inside, forgotten by time?

GUERRERA
Gold.

DONOVAN
Jewels.

HENRY
(whispered)
Cthulhu.

Judith squeezes his hand once more.

CHARLIE
I swear I've seen this place
before...in my dreams.

GUSTAF

And now you have the chance to see
it up close - for real.

Gustaf smiles reassuringly at Charlie, who doesn't seem quite so sure that's a good thing.

EXT. R'LYEH - DAY

The Lovecraftian pulls up to the sloppy, muddy shore of the citadel and Angstrom drops the boarding ramp into the muck, allowing everyone to climb off.

The entire structure is saturated with mud, slime, and seaweed, making it look even more like a necropolis.

JUDITH

I wonder how much more of this
place still lingers beneath the
waters. God, it must be gargantuan!

Everyone examines the various busts and statues and hieroglyphics on the walls, all while trying to maintain their balance - the slopes and angles of the place are nearly impossible.

Judith examines a particular set of glyphs and Frank approaches her.

FRANK

What do you make of it?

JUDITH

Well - and this is just a huge
guess - but if these glyphs can be
treated anything at all like the
Mayan or Egyptian, then the people
that built this place believe that
their gods came from the stars,
which is not at all uncommon for
ancient civilizations. Just about
every culture worshiped the stars
and the sun and the moon.

Judith continues going over the glyphs, tracing the story with her hands.

JUDITH

However, it appears that these gods
were banished, trapped in the
cosmos until such a time as the
stars may be right once more.

FRANK

Any mention of what this city
itself is or how it ended up
underwater?

JUDITH

Well, no. I imagine the sinking was
rather sudden.

HENRY(O.S.)

Cthulhu was imprisoned and forced
under the sea.

Frank and Judith turn to Henry, who looks at the glyphs in
awe.

HENRY

He's the destroyer of worlds - a
battle priest for the Elder Things.
They're the true gods, creating us
by accident. He is to undo that
mistake.

Judith looks the glyphs up and down.

JUDITH

Where are you getting that from? I
see nothing here to indicate -

GUSTAF(O.S.)

Hey! I think I found a door!

Frank, Judith, and Henry make their way over to where Gustaf
is standing with Guerrera, Angstrom, and Donovan.

Charlie and John join the group as well.

In front of Gustaf stands an immense door carved into the
stone, with a large dragon-like being with a squid head
etched into the center of it.

GUSTAF

The only question is, how do we
open it?

HENRY

We don't. We mustn't!

Frank steps up towards the door.

GUSTAF

The honor is yours, my friend. So
long as you let me have some of
what's inside.

FRANK

I'm not interested in treasure.

Frank stares the door up and down and traces his hands all around it.

His hands come to rest upon the squid head. He pushes.

Nothing happens.

JOHN

Maybe it's not a door.

Judith steps forward and traces her hands along what appears to be seems within the stone.

JUDITH

No, it definitely is. There just has to be some trick that -

FRANK

Fuck it.

Frank takes a knife out of his pocket and cuts his hand open.

JOHN

Jesus, Frank.

CHARLIE

What the hell are you doing?

FRANK

It was blood that made the city rise, wasn't it? Maybe blood is the key.

Frank smears his bloody hand all over the etching in the door.

One last time, a horn blasts, rumbling the citadel.

Slowly, heavily, the massive set of doors opens inwards, revealing the blackest darkness that explodes out of the opening like steam escaping a trap.

Frank steps back immediately, gagging, as does everyone else.

DONOVAN

God, that smell.

CHARLIE

What is it?

GUSTAF

Wait. Listen.

Everyone grows quiet.

GUSTAF

Do you hear it?

In the darkness, deep below, comes the sounds of something mucking around.

JOHN

What is that?

GUSTAF

Almost sounds like a fish flopping around in wet sand.

THUD. THUD. THUD.

Sounds of impossibly large footsteps, growing ever closer, break the tension.

With each step, the citadel shakes, knocking everyone off of their balance.

THUD! THUD!

HENRY

He's coming! Run!

Everyone scrambles away from the door and then a massive figure emerges.

CTHULHU - a titanic creature the size of a small mountain - steps through the threshold and out into the sun.

The creature has a rubbery green looking body, covered in scales, with human looking arms and legs finished with claws, rudimentary wings on its back, and its head like that of an octopus, complete with a mass of tentacles.

The creature raises an arm briefly as it steps out, shielding its glowing yellow eyes from the sun, as it has been lifetimes since it has used them.

Then, hearing the screams of Frank's group, Cthulhu immediately directs its attention towards them and grabs Donovan and Guerrera in a single swipe before stomping down onto Angstrom and Charlie, smashing them completely.

Donovan and Guerrera briefly struggle to break free from Cthulhu's giant, mighty grip, but its no use as he crushes them to death in his hand.

Frank, Judith, John, Gustaf, and Henry race for the shore - to the safety of their ship - and Cthulhu roars with delight before shoving the crushed bodies of Guerrera and Donovan into its mouth.

FRANK

Keep moving!

Gustaf starts to turn to see the fate of his friend, but John shoves him on.

JOHN

Don't look back!

Henry, unfortunately, does not heed this advice.

He looks back at the monstrous form of Cthulhu and immediately screams hysterically.

He stops running, dropping to his knees as his eyes burst and blood pours from them.

JUDITH

Henry!

JOHN

Keep running! I got him!

John doubles back to Henry, not looking back at Cthulhu, and scoops him up, running with him back towards the ship.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Frank and the remaining survivors dash onto the ship and John and Gustaf immediately set out to getting it moving.

EXT. R'LYEH - DAY

Back at the citadel, Cthulhu has finished chewing his meal and moves slowly and powerfully across R'lyeh, heading for the shore. For the Lovecraftian.

EXT. ALERT - MAIN DECK - DAY

Frank looks back at R'lyeh, at the approaching Cthulhu.

FRANK
Come on! Come on!

JUDITH
He's coming!

The Lovecraftian roars to life and is thrown into gear, slowly drifting away from R'lyeh as it gains speed.

EXT. R'LYEH - DAY

Cthulhu has made it to the edge of the citadel, right on the edge of the water, and it stops, hesitating. Unsure if it's allowed to leave its kingdom yet.

It looks out over the ocean at the escaping steam ship and roars in defiance at it.

The Lovecraftian gets further and further away, picking up speed quickly now, the sails having been opened.

Not wanting to let its prey get away, Cthulhu drops into the water with a mammoth splash.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

John rushes to the back of the ship, looking back at R'lyeh, and sees Cthulhu swimming after them, casting huge ripples in its wake.

And gaining.

JOHN
Oh, shit.

John looks around the ship frantically for something - anything - to help them escape.

His eyes come to rest on one of the powder kegs from the Alert.

John rushes to Frank and Judith and Henry.

JOHN
You have to get off the ship.

FRANK

What?

JUDITH

What the hell are you talking about? It's our only chance!

JOHN

That thing is coming and it's gaining on us. We have to stop it. I have to stop it.

FRANK

How do you plan on doing that? Have you seen the size of that thing? You don't even have a gun anymore!

John looks back to the wheelhouse.

JOHN

Gustaf! Get out here! Now!

Gustaf comes racing out of the wheelhouse.

JOHN

Listen, I need you to load up the dingy with any provisions you can and you need to get everyone in it and away from the ship. Now.

Without question, Gustaf nods his head.

JUDITH

What are you going to do?

JOHN

Hopefully I'm going to kill the bastard.

EXT. PACIFIC OCEAN - DAY

Cthulhu surges beneath the surface at great speed, using its wings and legs to propel itself forward towards the Lovecraftian.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

Gustaf, Frank, Judith, and Henry are in the dingy and John lowers it into the water.

Frank cradles Mary's body, wrapped in a sheet, in his arms.

JOHN
It's been a priviledge.

JUDITH
Wait, aren't you coming?

FRANK
John!

JUDITH
What are you doing?

John looks Frank in the eyes.

JOHN
You tell everyone what happened
here. You tell them what we found.
Understand?

Frank nods grimly.

John rushes away and Gustaf immediately paddles, getting the dingy as far away as possible.

INT. LOVECRAFTIAN - WHEELHOUSE - DAY

John turns the wheel all the way as hard as he can, turning the ship around.

He increases the speed as fast as he can. Heading right towards the massive Cthulhu.

John calmly lights a cigarette and exits the wheelhouse.

EXT. PACIFIC OCEAN - DAY

The Lovecraftian and Cthulhu race towards each other, closer and closer until -

CRASH!

The Lovecraftian slams right into Cthulhu's skull, completely shattering the hull, but also bursting his skull open and causing a copious amount of a dark gelatenous matter to ooze out and poison the ocean.

EXT. LOVECRAFTIAN - MAIN DECK - DAY

John staggers to his feet, battered and bloody, cigarette still in his mouth.

He looks over the railing and sees Cthulhu's head right at the surface, leaking.

But then, the head slowly starts reforming.

John chuckles.

JOHN

Always knew I'd go out with a bang.

Cthulhu slowly rises through the surface, exposing its now almost fully healed head, looking at John with defiance and fury, its great yellow eyes glowing brighter than ever.

John staggers over to the powder keg.

JOHN

Go to Hell.

John drops his cigarette down into a hole at the top of the keg.

KABOOM!

The powder keg ignites, exploding not only itself, but the dozen or so other powder kegs below deck, creating a massive fireball that completely engulfs Cthulhu.

EXT. PACIFIC OCEAN - DAY

Frank, Gustaf, and Judith watch in horror as the Lovecraftian explodes, the force of which rippling the ocean with such effect that the dingy itself nearly topples over.

JUDITH

John!

GUSTAF

Look!

In the distance, R'lyeh slowly starts to sink once more.

Frank watches in awe. Respect. Sorrow. He takes the journal out of his pocket and tosses it into the ocean.

EXT. PACIFIC OCEAN - NIGHT

Night has fallen and the dingy drifts amidst the black still waters.

Henry mutters to himself, giggling and laughing maniacally now and then, Judith resting his head in her lap, trying her best to comfort him.

Frank and Gustaf stare at each other, an unspoken conversation existing between them. Tears stream down Frank's face.

FRANK

I never told her how I love her so.

Frank closes his eyes and weeps.

FRANK(V.O.)

We drifted at sea for another day
before another vessel, the
Vigilant, found us.

EXT. VIGILANT - MAIN DECK - DAY

Frank, Gustaf, and Judith are brought on board the Vigilant, two SAILORS carrying the bodies of Mary and Henry.

FRANK(V.O.)

Henry died that night, though I do
not believe it was from his wounds.
It was the madness. The horror that
his mind could not allow himself to
comprehend stole him away like a
thief in the night. So much death.
So much horror. All because of me.
My obsession.

EXT. CEMETARY - DAY

A funeral is held, Frank, Judith, and Gustaf are in attendance.

FRANK(V.O.)

Death would be a boon were it to
blot out the memories. I have
looked upon all that the universe
has to hold of horror, and even the
skies of spring and flowers of
summer must ever afterward be
poison to me. But I do not think my

(MORE)

FRANK(V.O.) (cont'd)
 life will be long. I know too much,
 and the cult still lives. I
 understand now why my granduncle
 tried to hide it so.

INT. APARTMENT - STUDY - NIGHT

Frank sits at his desk, writing in his own journal. He glances up at the clay statue of Cthulhu that Henry had sculpted.

FRANK(V.O.)
 Cthulhu still lives, too, I
 suppose, again in that chasm of
 stone that has shielded him since
 the sun was young. But his
 ministers still bellow and dance
 and slay around idol-capped
 monoliths in lonely places.

Frank finishes writing in his journal and takes it, as well as the statue, and walks across the study with them in his hands.

FRANK(V.O.)
 He must have been trapped by the
 sinking or else by now the world
 would be screaming with fright and
 frenzy.

Frank takes a painting down from the wall, revealing a safe. He opens it.

FRANK(V.O.)
 Who knows the end? What has risen
 may sink and what has sunk may yet
 again rise. Loathsomeness waits and
 dreams in the deep and decay
 spreads over the tottering cities
 of men.

Frank places the journal in a tin box in the safe and places both the tin box and bust inside before closing and locking it.

He puts the painting back in place.

FRANK(V.O.)
 Their time will come - but I must
 not and cannot think such things.
 Let me pray that, if I do not

(MORE)

FRANK(V.O.) (cont'd)
survive this manuscript, my
executors will put caution before
audacity and see that my words and
discoveries meets no other eyes.

CREAK.

Something moves behind Frank.

He turns around with a start and is met with a shriek.

FADE OUT.