

# The Zeppo

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## Teaser

INT. CAVE OFF SEWER TUNNELS - NIGHT

Smoke . That's all we see at first. Then a shape moves quickly through it. Hard to say what it is, but it's not nice.

CLOSE ON: BUFFY

She waits. Eyes front, focused, listening intently.

ANGLE: THE CREATURE

As it stops, turning. It is a demon, obviously female. Gnarled and hideous. It cranes its neck about, birdlike. Seeking prey.

CLOSE ON: FAITH

Also waiting.

FAITH  
(under her breath)  
Come on...

The Demon whips its head in the direction of her voice - And Buffy TACKLES it, slams it into the wall - it SCREECHES and claws at her, Giles joins her and grabs its arm, the two try to pin it -

BUFFY  
Now!

It slams Giles against the wall and he lets go, winded with pain -

- but Faith is already there, in position. She hoists a ceremonial sword and PLUNGES it into the demon's heart while Buffy holds it.

It screams. Shudders. Falls. The three gather about it.

GILES  
I think that's the last.

ANGLE: WILLOW

Over in a corner, she mumbles a quick bit of Latin, extinguishing a smoking candle -

WILLOW  
(Latin)  
Dissipate. Ut venistis, abite.  
Obscurate nos non diutius.

(English)  
Dissipate. As you have come,  
be gone. Cloud us no longer.

-- and the fog in the room dissipates almost instantly, revealing the dark and creepy chamber. It is hewn from rock, a nest right off the tunnels. Old metal drums and debris are piled by the tunnel access, a rusted pile of junk.

Our four heroes stand amid the bodies of three such demons. Buffy crosses to the fairly wigged Willow.

BUFFY  
Are you okay?

WILLOW  
I'm fine. The shaking is a side effect  
of the fear.

BUFFY  
Well, if it wasn't for your clouding spell-

WILLOW  
It went good! Nothing melted  
like last time.

FAITH  
These babes were wicked rowdy.  
What's their deal?

GILES  
I wish I knew. I heard there was a  
nest here, but quite frankly I was  
expecting vampires. These are new.

BUFFY  
And improved.

GILES  
Well, I'm sorry. I should have had  
you better prepared, and I should  
never have allowed Willow and... and...

He pauses, looks around. Everyone else stops, looks too.

ANGLE: THE PILE OF RUBBISH

As it starts to move and Xander laboriously pulls himself out of it.

XANDER  
I'm good. We're fine over here.  
Little bit dirty.  
(dusts himself off)  
Good show, everyone. Just great. I  
think we have a hit.

WILLOW  
Are you okay?

XANDER

Tip top. Really. If anyone sees my spine lying around, just try not to step on it.

BUFFY

Xander, one of these days you're gonna get yourself hurt.

FAITH

Or killed.

BUFFY

Or both. You know, with pain and then the death. You shouldn't be leaping into the fray like that. You should be fray-adjacent.

XANDER

Excuse me: who, at the crucial moment, distracted the lead demon by allowing her to pummel him about the head?

FAITH

Yeah, that was pretty manly the way you shrieked and all.

XANDER

I think you'll find that was more of a bellow.

BUFFY

(re: demons)

So what do we do about the Heroic trio here? Should we burn the bodies?

WILLOW

I brought marshmallows!

(off their looks)

Occasionally I am callous and strange.

GILES

I expect we can leave them. I'm more interested in finding out what they are, and if we can expect any more of their kind.

BUFFY

I hope not. These guys are way too fit.

They all start out of the cave, Xander and Giles bringing up the rear.

XANDER

I say bring 'em on.

GILES

Xander, I do think it best if you keep to the rear of the battle in future. For your own sake.

XANDER

But gee, Mr. White, if Clark and Lois

get all the big stories I'll never be a  
real reporter.  
(off his look)  
Jimmy Olsen jokes are pretty much  
gonna be lost on you.

GILES  
Sorry.

XANDER  
It's okay.

BLACK OUT.

END OF TEASER

## Act One

EXT. SCHOOL PALM QUAD - DAY

Xander is alone, hanging out, doing nothing. A couple of guys throw a football back and forth. People sit, eat, study - typical sunny school tableau.

Xander spies Cordelia nearby. Tries to get in the game with the fellas.

XANDER  
Hey! Bobby! Toss me one.  
(doesn't work)  
Les, man, I'm open.  
(still ignored)  
Let's go Bobby!

Bobby actually looks at him. Tosses him the ball.

XANDER (cont'd)  
That's right, it's all me -

Xander bobbles, can't get it - and the ball lands right in the lap - right in the LUNCH - of JACK O'TOOLE, resident bully. Should have graduated three years ago. Mean, but cool. Carries himself well.

XANDER (cont'd)  
Boy, I'm so sorry, Bobby's throwing  
is - his arm's like spaghetti, we're all  
just so sad for him, is your lunch okay?

JACK  
What are you, retarded?

He speaks with soft menace, the anger coming through his eyes, not his pitch. Did I mention he's large?

XANDER  
No! I mean I had to do that test when  
I was seven, a little slow in some stuff,  
mostly math and spatial relations, but  
certainly not "challenged" or anything,

can I buy you another soda?

JACK  
I ought to cut your face open.

XANDER  
(bridles)  
Hey! It was an accident, okay?  
Cool down.

JACK  
(gets in his face)  
You wanna be starting something?

XANDER  
(completely folding)  
What? Starting - like that Michael  
Jackson song, that was a lot of fun..  
"too high to get over - yeah yeah."  
Remember... that fun song...

JACK  
I get my buddies together, we're gonna  
kick you're ass till it's a brand new  
shape. Now get out of here.

Xander does, grabbing the ball and tossing it back to Bobby and Les as he passes Cordelia.

CORDELIA  
Boy, of all the humiliations of yours  
I've witnessed, that was the latest.

XANDER  
I coulda taken him.

CORDELIA  
Oh, please. O'Toole would macramé  
your face. He's a psycho. Which is  
still cooler than being a wuss...

XANDER  
Why is it that I've come face to face  
with vampires, demons, the most  
hideous creatures hell ever spit up,  
and I'm still afraid of a little bully  
like Jack O'Toole?

CORDELIA  
Because unlike all those other creatures  
you came face to face with... Jack  
actually noticed you were there.

XANDER  
Why am I not surprised by how  
comforting you're not?

CORDELIA  
It must be hard when all your friends

have, like, superpowers. Slayers and werewolves and witches and vampires and you're like this little nothing. You must feel like... like Jimmy Olsen.

XANDER  
(laughing)  
I was just saying to -  
(whining)  
Hey! Mind your own business.

CORDELIA  
Ohh, hit a nerve. The Boy Who Had No Cool.

XANDER  
I happen to be an integral part of the group and I happen to have a lot to offer.

CORDELIA  
Oh, please.

XANDER  
I do!

CORDELIA  
Integral part of the group. Xander.  
You're the useless part of the group.  
You're the Zeppo.

Xander really wishes he had a comeback.

CORDELIA (cont'd)  
Cool. Look it up. It's something  
(indicating Jack)  
a subliterate who's repeated the 12th grade three times has and you don't.

Cordelia turns on her heel, saying to herself as he recedes in the distance:

CORDELIA (cont'd)  
There was no part of that that wasn't fun.

We hold on Xander, looking pretty glum.

INT. CAFETERIA - DAY

Xander is not any happier. He sits with Oz, who listens patiently to Xander's lament.

XANDER  
But I mean, what is it? How do you get it? Who doesn't have it? And who decides who doesn't have it? What is the essence of cool?

OZ  
Not sure.

XANDER

I mean you yourself, Oz, are considered more or less cool. Why is that?

OZ  
Am I?

XANDER  
Is it about the talking? You know, the way you tend to express yourself in short, noncommittal phrases?

OZ  
Could be.

XANDER  
No. No. It's the guitar thing. You're in a band, that's like a business class ticket to cool with complimentary mojo after takeoff. I should play an instrument. Is it hard to play guitar?

OZ  
Not the way I play it.

XANDER  
Okay but on the other hand, eighth grade I'm taking flugelhorn and getting zero trim, so the instrument thing could be a mislead. But you need a thing. One thing nobody else has. What do I have?

OZ  
An exciting new obsession - which I feel makes you very special.

XANDER  
And now the mocking, which I can handle because I'm right about this, I'm on the track. Need to find my thing.

OZ  
Just kinda feel you're overthinking it. You've got some identity issues, it's not-

INT. LIBRARY - SUNSET (DAY)

GILES  
The end of the world.

He looks very serious, at an equally serious Buffy.

BUFFY  
Can they do it?

GILES  
They seem very committed to it. The

Sisterhood of Jhe is an apocalypse cult,  
they exist solely to bring about world  
destruction. And we've not seen the last  
of them. More will follow.

BUFFY  
And they're in Sunnydale for what?  
Demon Expo?

GILES  
Buffy, this is no laughing matter.

BUFFY  
Hence my no laughing.

Oz enters, exchanges nods with the other two as he puts himself in the book cage.

OZ  
Hey.

BUFFY  
Hey.

Giles looks at his watch -

GILES  
Ah yes. Cutting it a bit close.

OZ  
You know me.

Oz begins taking off his shirt but the other two are back into their conversation, not  
paying him any mind.

BUFFY  
(to Giles)  
Well, do we know why they're here?

GILES  
I think so. Based on the artifacts I found  
with them, and taking into account the  
current astral cycle -

BUFFY  
Giles, I don't need to see the math.

GILES  
They intend to open the Hellmouth.

Buffy is thrown by that one.

BUFFY  
The Hellmouth. The one that opens -

GILES  
About twenty feet from where  
you're standing.



Buffy looks at the spot, as does Giles.

ANGLE: IN THE CAGE

Is werewolf Oz. He too stares at the Hellmouth spot, and he lifts his head up and HOWLS piteously.

EXT. FRONT OF SCHOOL - THE NEXT DAY

Buffy walks with Willow.

WILLOW  
And if it opens?

BUFFY  
Remember that demon that almost  
got out the night I died?

WILLOW  
Every nightmare I have that doesn't  
revolve around academic failure or  
public nudity is about that thing. In  
fact, one time I dreamed that it attacked  
me while I was late for a test and naked.

BUFFY  
It'll be the first to come out. And it  
won't be the worst by a long shot.  
The world will be overrun with demons  
unless we stop it.

WILLOW  
Do we know when this is supposed  
to happen?

BUFFY  
Giles is trying to narrow it down. If  
you're up for it, we're headed into  
deep research mode.

WILLOW  
I'll be offended if you haven't already  
counted me in.

BUFFY  
Thanks. There's something about this  
one... it scares me. I need my  
Willow with me.

She puts her arms around Willow as they walk, sharing a comforting moment.

WILLOW  
You don't have to be afraid.

Someone HONKS behind them and both girls jump, yelping. They turn in ire and stare in shock.

ANGLE: BEHIND THEM

is a gorgeous '57 CHEVY BEL AIRE, behind the wheel of which sits Xander Harris.

XANDER  
You girls need a lift?

The girls move aside as he parks the car right next to them, basking in his assumed coolness.

BUFFY  
What is that?

Excitedly, Xander gets out of the car.

XANDER  
What do you mean, what is it? It's  
my thing!

WILLOW  
Your thing?

XANDER  
(slowly, "don't you get it?")  
My thing...

BUFFY  
(cringing slightly)  
Is this a penis metaphor?

XANDER  
My thing that makes me cool!  
You know, that makes me unique.  
I'm car guy. Guy with a car.

WILLOW  
How could you afford it?

XANDER  
Uncle Roary stacking up the DUI's,  
letting me rent this bad boy till  
he's mobile again.

BUFFY  
(mind elsewhere)  
Well, it's nice.

XANDER  
If you could sound less enthused...

BUFFY  
Sorry.

WILLOW  
Evil.

XANDER  
Big?

BUFFY

Biggest. Maybe more than I can handle.

XANDER

Then we'll handle it together. You  
know I'm here for you. Just tell  
me what I can do.

EXT. ESPRESSO PUMP - DAY

XANDER

Two of the glazed, two cinnamon,  
couple of those crème-filled, and a  
jelly. Let's round that out to four  
jellies.

As the GIRL behind the counter gets his donuts, Cordelia approaches.

CORDELIA

Ooh, some evil going on? It must  
be big for them to entrust you with  
this daredevil mission.

XANDER

Cordelia, feel free to die of a wasting  
disease in the next twenty seconds.

He pays as they continue their ultra-charming banter.

CORDELIA

Again I strike the nerve. I am  
a surgeon of mean.

XANDER

I'm busy right now, okay?

CORDELIA

Right, Buffy needs your help.  
Can you say 'expendable'?

He moves to his car, parked right outside. Turns back to Cordy.

XANDER

You think you know everything -

CORDELIA

I think I know you.

XANDER

That's a laugh.

CORDELIA

Oh, what, you got a shiny car and now  
you're someone new. Like anyone  
cares about -

LYSETTE

(to Xander)

Is that your car?

Cordelia stops. Lysette is beautiful. Lysette is talking to Xander. This cannot be right.

XANDER  
Why, yes, it is.

LYSETTE  
'57 Chevy Bel Aire, 283 C.I.D  
solid lifter, fuel injected v8?

XANDER  
Uh... very possibly.

LYSETTE  
How does she handle?

XANDER  
Like a dream about warm sticky things.  
You wanna go for a little drive?

LYSETTE  
You busy?

Xander fairly beams at Cordelia.

XANDER  
Well, I have to drop these off, and then  
I'd describe myself as 'expendable'.

He ushers her into the car. Cordelia is perplexed. And silent.

Xander peels out.

INT. BRONZE - NIGHT.

Xander sits at a table with Lysette, his expression 180 degrees from his last one. He is bored beyond belief.

LYSETTE  
And then, you know, I started seeing  
Dave Peck; he had a Thunderbird, engine  
completely tricked out, but the upholstery  
was like shot, and then I was with his  
friend Mike, not the Mike with the  
Mercedes, the Mike with the Mustang,  
an 82, v6, you know the look...

Angel makes his way through the crowd. Xander calls out to him as to a rescue ship.

XANDER  
Angel! Buddy. Friend buddy.  
Do you want to stay and talk?

ANGEL  
I'm looking for Buffy.

XANDER

Library, last I saw.

ANGEL  
Something's happening. I've seen  
portents -

XANDER  
Apocalypse. They're on top of it.

ANGEL  
I don't think they know what they're  
dealing with.

XANDER  
Well, let's go! And tell them that.

ANGEL  
No, you'd best stay out of harm's way.

XANDER  
But I could help...

But Angel is gone. Xander looks glumly after him.

LYSETTE  
You wanna go for another drive?

EXT. BRONZE/INT. XANDER'S CAR - NIGHT

Xander and Lysette get in the car as he grumbles.

XANDER  
It's not like I haven't helped before.  
(starting her up)  
I've done quality violence for those  
people, do they even think of that?  
They act like I'm some klutz --

SMASH! The car stops dead as he hits another car.

XANDER (cont'd)  
Oh my god. Are you okay?

LYSETTE  
That's gonna trash your hood.

He gets out (as does she) looking to inspect the damage - and the damage to the parked car he hit, which is considerably worse.

XANDER  
All right. Oh god. Stay calm.  
Little fender bender, it's not --

The door of the other car opens. Jack O'Toole steps out. Premeditated murder in his eyes.

XANDER

... the end of the world.

BLACK OUT.

END OF ACT ONE

## Act Two

EXT. BRONZE - NIGHT

Jack looks at his car, at Xander. Xander looks stricken.

XANDER

Oh. Gosh. Jack. Hey, are you okay?  
I'm really sorry about that. Your  
car came out of nowhere.

JACK

I was parked.

XANDER

Exactly. Okay, I can cover the damages.  
I don't have insurance in the strictest  
sense of the word, but I have a little  
money... The important thing is that  
we're okay, and we can work this out  
like two reasonable -

Jack pulls a HUGE Bowie knife out of the back of his pants -

XANDER (cont'd)

-- frontiersman...

JACK

Where do you want it?

XANDE

What?

JACK

Where do you want it?

XANDER

I'm fairly certain that I don't want  
it. But thank you!

Lysette has gotten out of the car now and offers the observation:

LYSETTE

Wow, cool knife.

XANDER

Yeah, great knife... although I think  
(indicating length)  
it may be technically a sword...

JACK

She's called Katie.

XANDER

You gave it a girl's name! How  
very serial killer of you. Lysette,  
I think we should go.

Jack grabs him, holds Katie to his face.

JACK

You scared?

XANDER

Would that make you happy?

JACK

Your woman's looking on and  
you can't stand up to me? Don't  
you feel pathetic?

XANDER

Mostly I feel Katie.

JACK

You know what the difference between  
you and me is?

XANDER

Again, Katie springing to mind.

JACK

Fear. Who has the least fear.

XANDER

And nothing to do with who has the  
big sharp --

Jack puts Katie in Xander's hand and steps back.

JACK

Come on.

Xander doesn't know what to do.

LYSETTE

I wanna go for a drive. I'm bored.

XANDER

Well I'm sorry my life or death  
struggle isn't exciting enough --

Jack grabs him, knife hand and throat. Xander struggles with him as Jack inches the  
knife closer to Xander's stomach. Xander is strong, but Jack has a light in his eyes  
that means he's willing to go the extra mile, the one that crazy people run.

COP

What's going on?

Jack breaks away from Xander, taking the knife and hiding it behind his back.

JACK  
Nothing. Just rasslin'.

COP  
O'Toole. What a surprise.  
(to Xander)  
He attack you?

Xander considers a moment.

XANDER  
No. Just letting off steam. Two  
guys rasslin'. But not in a gay way.

He takes off. Jack turns to Xander. Stares at him.

XANDER  
What.

JACK  
That was all right.

He sticks Katie back in his pants.

JACK (cont'd)  
Coulda narked on me, didn't do it.  
Very decent  
(sizes him up)  
I like you.

XANDER  
(a little worried)  
Yay?

JACK  
Hey, you two wanna have some fun?

LYSETTE  
Like, with driving?

JACK  
Yeah.

XANDER  
What did you have in mind?

JACK  
I was on my way to get the boys  
together. Gonna cruise around.  
We'll take your wheels.

XANDER  
Well, what about your car?

JACK



Ain't mine.

They pile into Xander's car, Lysette in the middle, Xander not sure this is fun, but not convinced it isn't.

XANDER  
Okay, where to?

JACK  
Get my buddies!

XANDER  
Yeah. Great. Where are your buddies?

EXT. GRAVEYARD - NIGHT

Jack is in the middle of a ceremony, performing it at the foot of a grave. He walks around the grave a bit, waving a chicken foot at it and intoning in a low voice:

JACK  
He calls forth, the spirit of Uurthu,  
the restless, no one shall sleep. He shall  
arise... hear, me, the blood of the Earth  
shall restore him --

He cuts himself on the hand with Katie, lets a little blood fall on the grave.

JACK (cont'd)  
... and he shall arise.

Xander looks a little worried. Lysette looks bored. Jack is purely focused on the grave.

JACK (cont'd)  
Shall arise.

A hand claws out of the grave. And then a whole body. BOB is a huge bruiser of a guy, took a bullet to the head about eight months ago. Looks the worse for it. He gets up, looking about him. Looks at Jack.

BOB  
Buddy!

JACK  
Bob, you hideous corpse, come here!

They give each other a big manly hug. Lysette, no longer bored, screams and runs away. Xander turns as she goes:

XANDER  
I'll call you...

BOB  
(to Jack)  
Man, You raised me!

JACK  
I told you my grandpappy could work

that mojo. And Big Bob is back in action.

BOB  
Yes!

They headbutt. They are dorks.

BOB (cont'd)  
I can't believe you raised me! That  
is so awesome. You are the coolest.

XANDER  
Maybe I should leave you two to  
catch up --

JACK  
Bob, this is Xander. He's our wheel man.

BOB  
Hey,

XANDER  
Howdy.

BOB  
Dude, where are the other guys?  
We gotta go get 'em!

JACK  
Absolutely.

XANDER  
Are they, um... are all your friends dead?

But the others have started away, Jack saying not entirely without menace:

JACK  
Xander. Let's roll.

Xander follows.

BOB  
How long I been down?

JACK  
Eight months! Hadda wait for the  
stars to align.

BOB  
Eight months! Man. I got some  
catching up to do.  
(turning to Jack)  
You been taping Walker Texas Ranger?

JACK  
Every ep.

BOB

Thank god. We'll get the guys together,  
we'll parTAY. This is gonna be a  
night to remember.

XANDER  
(to himself)  
I'm sensing that.

EXT. ANOTHER GRAVEYARD - NIGHT

We see Giles in the middle of a circle of candles, communing with spirits of the undead. It's a big deal, as unearthly light, nearly in the form of a human, hovers before and above him. A heated conversation is going on. In LATIN, with SUBTITLES.

GILES  
(Latin)  
Noli me renuere, umbra  
ducens! Sapientia manium  
super me effundatur!  
(English)  
Do not deny me, spirit guide!  
Let the wisdom of those who  
have passed be showered upon me!

VOICE FROM EVERYWHERE  
(Latin)  
Illae res occultae sunt  
tempori et locis obscuris!  
Nemo mortalis conscius  
doctrinae peritae sit.  
Enuntiare illas Chaos super  
orbem vivum terrarum ferat!  
(English)  
These secrets belong to  
time and the dark regions!  
No mortal shall be privy to  
the lost knowledge. To  
reveal them would bring  
Chaos down upon the living Earth!

GILES  
(Latin)  
Belua propulsanda est.  
Invenire vitium suum noster  
spes sola est!  
(English)  
The beast must be fought.  
Our only hope lies in  
finding its weakness!

VOICE FROM EVERYWHERE  
(Latin)  
Noli petere! Perturba nos non diutius...  
(English)  
Seek not! Disturb us no longer...

The form dissipates, the candles all blowing out. Giles looks about him in frustration.

Xander approaches, curious.

XANDER

Giles. Hey, what's going on?

GILES

Trying to gain access to the spirit guides - not going very well, I'm afraid. What are you doing here?

XANDER

Oh, we've just been raising... some heck.

ANGLE: JACK

is over by the car with Bob and now another dead guy (Dickie). But they are at a distance and look more or less normal.

JACK

Xander! Let's go!

XANDER

Listen, if you guys need help --

GILES

Thank you, but the best thing you can do right now is to keep yourself out of trouble.

XANDER

Not much chance of that...

JACK

Xander! Motor!

GILES

There's something different about this menace. In the air, I can feel it. The stench of death.

XANDER

I think that's Bob.

GILES

(hand on Xander's shoulder)  
We may all be called upon to fight when it happens.

XANDER

When what happens, exactly?

JACK

Come on!

GILES

I'd best go. Hopefully, there will be time to prepare. All we need is a few weeks.

INT. WILLY'S BAR - NIGHT.

Buffy is kneeling behind the bar, next to a badly beaten Willy. (NOTE: this entire exchange takes place behind the bar so that we do not have to build the entire room.) What we can see - Bottles, cash register, etc., has been smashed up as well.

BUFFY  
Tonight?

WILLY  
Before sunrise... that's what they said...

BUFFY  
Why did they do this?

WILLY  
They were looking... for Angel.

BUFFY  
Angel... Why?

WILLY  
Said they were coming after you too.  
Said nothing could stand in their way  
because tonight was --  
(twinge of pain)  
Ahh!

BUFFY  
The ambulance is coming.

WILLY  
Kid, my clientele ain't exactly nuns  
and orphans. But I never seen  
anything like these demons.

BUFFY  
I'm gonna stop them.

WILLY  
That Hellmouth opens, they're gonna  
be the least of your problems, is my  
train of thought.

He puts his hand on her arm.

WILLY (cont'd)  
If I was you, I'd go find Angel, go  
somewheres quiet together. I'd be  
thinking how I wanna spend my  
last night on Earth.

SMASH CUT TO:

INT. XANDER'S CAR - NIGHT

BOB  
Let's get some beers!

The rowdy crowd now includes Jack, Bob, a burnt and wiry DICKIE, and a badly decomposed PARKER. They all yell assent to Bob's suggestion. All except Xander, grimly sitting behind the wheel.

PARKER

Dude, lets go pick up some girls;  
hang out at Taco Bell and get some  
girls to cruise around!

DICKIE

I wanna bake a cake.

BOB

We gotta have beers, though!

PARKER

(to Bob)

Man, I can't believe you got shot!  
Was it the Jackals?

JACK

Are you kidding? We wiped them out  
after they threw you off the bridge.

PARKER

Really? You guys are the best. I mean it.

BOB

Liquor store. Little Armenian guy, runs  
the place, he had a gun behind the  
counter. Hey, we should go kick his ass!

XANDER

If you guys want me to drop you somewhere...

JACK

No. You're with us now.

Parker is sitting directly behind Xander - he puts his horrible hand on Xander's  
Shoulder.

PARKER

Yeah, man, you're on the team! Yes!

BOB

What are we gonna do?

JACK

I've heard a lot of interesting  
suggestions, but I'm gonna go  
with Dickie's. Let's bake a cake.

DICKIE

Yes! Gonna do it! Gonna do it!

The other guys holler assent.

EXT. HARWARE STORE - NIGHT

The car pulls up and everyone piles out. Jack turns to Xander.

JACK  
You stay here. And keep the  
motor running.

XANDER  
This time of night, I'm pretty sure  
nothing's open --

Bob SMASHES the window of the hardware store with a trash can --

XANDER (cont'd)  
Oh. But of course they're open  
for crime...

The boys all pile in. Xander looks around him worried.

ANGLE: WILLOW

Is coming out of the magic shop, calling out--

WILLOW  
Thank you! Sorry to wake you!

-- to the person closing the door and shutting off the lights. She comes hurriedly  
across the street and encounters Xander.

XANDER  
Will!

WILLOW  
Xander! What are you doing here?

XANDER  
Nothing! Certainly not crime...  
What about you?

WILLOW  
I needed supplies for a protection  
spell. Buffy called from Angel's:  
It's happening tonight

XANDER  
And the thing that's happening  
would be...?

WILLOW  
I can't stay. Buffy'll need this stuff.

She starts off, then comes back into frame, gives Xander a big hug.

WILLOW (cont'd)  
I love you, Xander.

She says it like a real good friend (just so we're clear), then takes off at a run.

XANDER

Okay, that's it, I'm going to --

He turns to go to the car and Jack is right behind him.

JACK  
Where you going?

XANDER  
Look, something's come up.

JACK  
You wanna bail on me? Is that it?

The boys come out of the store and dump a couple of plastic bags into the back of the car.

DICKIE  
We got the cake mix!

PARKER  
Where do you wanna bake it?

JACK  
Xander's looking to take off.

The guys come around.

BOB  
No way. We need a wheel man.

JACK  
Xander doesn't feel he's part of the group.

XANDER  
No, I'm just kind of busy...

BOB  
Of course he doesn't feel like part of the group. He hasn't been initiated!

DICKIE  
Yeah! Yeah!

JACK  
Do you think he's ready?

PARKER  
He's earned his stripes. I say we take him in.

XANDER  
(wimping out)  
Great... I wanna be in the gang, sure.

JACK  
That's the spirit.



XANDER  
What do I gotta do?

Jack smiles, pulls Katie out of his pants.

JACK  
You gotta die.

BLACK OUT

END OF ACT TWO

## Act Three

EXT. STREET OUTSIDE OF HARDWARE STORE - NIGHT

Back to Xander, Jack and company.

XANDER  
Now guys... let's really talk about this.

PARKER  
You wanna be in the gang, don't you?

XANDER  
Yes, but I'm not dying to be in the  
gang... if you get the... the pun  
there...

BOB  
What, are you too good to be dead?  
You got something against dead people?

XANDER  
Well, now, what about Jack? Jack  
isn't dead.

Jack smiles at Xander. He pulls his shirt up to reveal five bullet holes in his chest.

JACK  
Three weeks ago. Drive by.

XANDER  
Oh boy.

JACK  
Grandpappy found my body. I wasn't  
gone ten minutes before he raised me.  
It's a rush, man.

They crowd around Xander.

DICKIE  
Let's kill Xander! It'll be fun!

PARKER

You'll be a full fledged member.

JACK  
Come on, Xander. Take it like a man.

XANDER  
All right, enough!

They stop. Xander has a new attitude.

XANDER (cont'd)  
You guys had your fun. But I  
think you're forgetting one thing.

A beat. He runs away.

JACK  
Get him!

They run after him. He runs around the Espresso Pump, then inside - they follow but he comes back, hopping off the couch, over the ledge heading for the car. They pursue.

Xander makes it to his car and slides into the front seat. Takes off. Jack and the boys react to the sound of the car PEELING RUBBER.

BOB  
Damn! There goes our wheels.

PARKER  
And he got our stuff.

DICKIE  
I wanna bake a cake!

JACK  
It's all right. We'll get more  
(looking out where Xander went)  
The night is still young.

INT./EXT. XANDER'S CAR - NIGHT

He's driving like the proverbial bat out of hell.

XANDER  
I'd say that's pretty much enough  
excitement for one evening.

He spins the wheel, SCREECHES around a corner into the park...

EXT. PARK - NIGHT

Where FAITH is in the middle of a vicious one-on-one with a DEMON. The demon is POWERFULLY strong, almost getting the better of her.

INT. XANDER'S CAR - CONTINUOUS (NIGHT)

As Xander spies Faith and the demon in front of him.

EXT. PARK - CONTINUOUS (NIGHT)

The demon rears up to deal Faith another mighty blow - just as XANDER'S CAR SLAMS INTO IT. The demon goes FLYING, hits the ground hard. It's STILL ALIVE, but momentarily incapacitated.

Xander throws open his passenger door, yells to Faith.

XANDER  
Get in!

Faith scrambles into the car. Xander floors it, leaving the incapacitated demon BELLOWING in his dust.

INT. FAITH'S MOTEL ROOM - NIGHT

Faith and Xander pile into the room, slam the door. They are both highly agitated, full of beans. Xander heads for the window, peeks out the curtains.

Faith takes off her jacket, revealing a skimpy tank-top beneath.

XANDER  
You think Hell Mama followed us?

FAITH  
Naw, we're cool. The bitch  
dislocated my shoulder, though.  
Hold me.

He's not sure how to take that - moves in for an awkward hug. She takes Xander's hand, puts it on her upper arm. Places a hand against his chest and WRENCHES her shoulder forward, popping it back into place with an audible crunch.

FAITH (cont'd)  
That's better.

He is still holding her arm. She still has her hand on his chest.

FAITH (cont'd)  
She got me really wound up. A fight  
like that and no kill, I'm ready to pop.

XANDER  
(the intimacy making him nervous)  
Really? Pop?

She slides her hand around his neck.

FAITH  
You up for it?

XANDER  
Oh, I'm up. I'm suddenly very up.

Her other hand goes out of frame. She smiles.

XANDER (cont'd)  
It's just that I've never been, um,  
up with people... before...

She kisses him, hard.

FAITH  
Relax. And take off your pants.

XANDER  
Those two concepts are antithetical.

She pulls off his shirt. She throws him onto the bed, straddles him. She pulls her own shirt off (Filmed so we see arms and shoulders only.)

FAITH  
Don't worry, I'll steer you 'round  
the curves.

XANDER  
Did I mention that I'm having a  
very strange night?

She comes down and kisses the shit out of him.

INT. SAME - LATER

We see the inevitable pile of clothes, hear the ebbing of passion as two figures (filmed somewhat elliptically of course) come apart.

XANDER  
My God... Faith...

EXT. FAITH'S MOTEL ROOM - NIGHT

The door opens and Faith (wrapped in sheet) practically shoves Xander onto her landing. He is holding his shirt and his shoes.

FAITH  
That was great. I gotta shower.

She closes the door.

CLOSE ON XANDER

The definition of "spun." After a moment, he starts for his car.

INT. XANDER'S CAR - NIGHT

Xander climbs in, closes the car door. Just sits for a long beat. Then he looks in the rearview mirror, stops.

INSERT REAR VIEW MIRROR

Where we see THE BAG OF STUFF that Jack and the boys left behind.

XANDER  
Hey...

CLOSE ON

The stuff as Xander rifles through it. It's full of wiring, an alarm clock, blasting caps, EXPLOSIVES. BOMB MAKING MATERIALS.

ON XANDER

As he puts two and two together. PUSH IN on him as he says with grim certainty:

XANDER (cont'd)  
They're not baking any cake.

EXT. HARDWARE STORE - NIGHT.

Xander pulls up, jumps out of the car, looking in the store and around.

XANDER  
Long gone. Probably loaded with  
supplies. Gotta think.  
(beat)  
I can't believe I had sex!  
(thinks some more)  
Okay, bombs. Already dead guys with  
bombs. Oh, man, I'm out of my league.

He hops back in the car.

XANDER (cont'd)  
Buffy'll know what to do!

INT. MANSION/EXT. GARDEN - NIGHT

Buffy and Angel are in THE MIDDLE of a heated, passionate exchange. A conversation that is, literally, life or death.

BUFFY  
(in tears)  
I don't know what to do!

ANGEL  
Then let me decide for you. I can  
face this thing --

BUFFY  
You can't!

ANGEL  
I can at least buy you enough time  
for Willow's spell to bind it. Buffy,  
this is worse than anything we've  
ever faced. It's the only way.

BUFFY  
I can't watch you die again!

He comes to her, holds her.

ANGEL

I love you.

BUFFY  
I love you...

ANGEL  
Nothing can change that. Not even death.

She pushes him away.

BUFFY  
Don't talk like that to me. You may  
be ready to go but I'm not ready to  
lose you. This is my fight and if you  
won't do it my way --

Someone clears his throat.

Startled, they both turn to see Xander standing awkwardly in the garden entrance.  
Stare at him with tear stained faces. A long beat, then --

XANDER  
Sorry, I- There's this- I'm not a  
hundred percent sure, but... It  
seems like you two have bigger things-  
(then)  
Never mind.

Without another word, Xander turns and walks out. Buffy and Angel just stare a  
beat. Xander pops back in.

XANDER (cont'd)  
Can I help?

Silently, they both shake their heads

XANDER (cont'd)  
Okay.

He goes again.

ANGLE: XANDER

As he mounts the garden stairs.

XANDER (cont'd)  
Okay, I can work this out. I just gotta  
figure out what they'd be likely to bomb.

INT. LIBRARY - NIGHT

CLOSE ON GILES

As he lights a CANDLE with shaking fingers, chanting in Latin.

GILES  
(Latin)  
Terra, vente, ignis et

pluvia. Cuncta quattuor  
numina, vos obsecro.  
Defendite nos a recente  
Malo resoluto-  
(English)  
Earth, wind, fire and rain.  
All four powers I beseech  
you. Protect us from fresh  
evil unleashed-

WIDEN

To show the library, which is reinforced against supernatural forces with candles, hanging incense, an arcane symbol drawn on the floor in sand, etc. Willow runs in with the tranquilizer gun, breathless.

WILLOW  
Okay. Oz is moved. He could barely  
walk after that mickey I gave him,  
but we made it.  
(then/worried)  
You think he'll be okay there?

GILES  
Anywhere is safer than here.  
(then)  
Help me with the candles.

WILLOW  
We're doing the binding spell  
from Hebron's Almanac?

GILES  
Yes, but once it's ready, you're  
to stay back and let me do the final recitation  
(she starts to --)  
Don't argue with me. I want you safe.  
(looking to where the opening will be)  
Who knows what's going to come up  
from beneath us.

TILT DOWN

Through the floor of the library, ending up in the

INT. BOILER ROOM - CONTINUOUS - (NIGHT)

Where Jack, Bob and Parker watch, excited, as Dickie ARMS, A HAPHAZARD BOMB, fashioned from explosives, complex wiring and a digital alarm clock timer. He makes a few final adjustments and stands back. Then the digital timer starts to COUNT DOWN FROM AN HOUR.

JACK  
(grins)  
This is gonna be large.

BLACK OUT.

END OF ACT THREE

# Act Four

INT. XANDER'S CAR - NIGHT

He drives, talking to himself.

XANDER  
Giles'll know what to do. He's way  
more calm than Buffy.

He sees something out the window.

XANDER'S POV

The dead dudes, shambling down the side of the road.

XANDER

XANDER (cont'd)  
Okay. I need a plan...

EXT. STREET NEAR SCHOOL - CONTINUOUS (NIGHT)

The dead guys see Xander's car driving toward them.

BOB  
Hey... Our wheels!

XANDER passes next to them, reaches out his window and GRABS PARKER BY HIS COLLAR, plucking him from the group.

The car zooms away, dragging Parker alongside. Jack, Bob and Dickie stand there stunned for a good beat before giving chase.

INT. XANDER'S CAR/EXT. STREET NEAR SCHOOL - CONTINUOUS

Xander has his right hand on the wheel - and his left hand grips Parker, holding him up to the car window. Parker's legs skip around on the street as it zooms under him. Parker is screaming, begging Xander to slow down.

PARKER  
Stop! Come on, stop, man!

XANDER  
Where's the bomb?

PARKER  
In the high school!

XANDER  
In the school where?

PARKER  
This really hurts! Boiler room!

XANDER  
(slowly, tough guy)



All right. Now I'm gonna ask this once, and you better pray you get the answer right. How do I defuse--

WHACK! A MAILBOX TAKES PARKER'S HEAD CLEAN OFF as the car passes. Xander YELPS as he dumps Parker's headless body into the street.

XANDER (cont'd)  
I should probably have left out that whole middle part.

Xander turns the wheel hard and the car turns off toward the school.

EXT. STREET NEAR SCHOOL - NIGHT

Jack and the gang see Xander make the turn.

DICKIE  
School! He's heading for the school!

JACK  
That's it. No way am I bringing him back after I kill him.

They take off at a dead run.

INT. SCHOOL HALL - NIGHT

Xander bursts in, running hard. He reaches the door leading to the boiler room. Tries to open it, finds it locked.

At the far end of the hall Jack, Bob and Dickie round the corner, see Xander.

JACK  
There he is!

Xander abandons the door and takes off like a bat out of hell.

XANDER  
Where's a slayer when you need one?

INT. LIBRARY - NIGHT

CLOSE ON BUFFY, FAITH, WILLOW, ANGEL AND GILES

Standing in a tight group - breathless as they contemplate an ENORMOUS HELLMOUTH CREATURE, which we can barely see. We should only get a snatch of tentacle here and there. Hellish lighting fills the room, strobing our heroes.

The creature BELLOWS, an EAR-SPLITTING cry that practically blows our gang's hair back. They are all terrified in a way we've not seen before - awestruck by the sheer magnitude of what they are facing. Finally, Giles manages-

GILES  
My god... it's grown...

We PUSH PAST the group - the doors behind them filling the frame --

Now, through the windows, we see XANDER running past - clearly in mortal danger. Totally unaware of the goings on inside the library.

A BEAT LATER - JACK, BOB AND DICKIE, also oblivious, race by in close pursuit.

ANOTHER BEAT and DICKIE slides back into view - peering through the window.

DICKIE  
Wow.

Jack yells back at him.

JACK (O.C.)  
Come on, man!

A beat. Then Dickie takes off after Xander again.

INT. NEAR LOUNGE AREA - NIGHT

Jack, Bob and Dickie come to a stop. They've lost Xander.

BOB  
Which way?

JACK  
He couldn't have gotten far. Let's  
split up.

The three go off in separate directions.

INT. SCHOOL HALLWAY - NIGHT

Bob moves into the hall - sees A FIRE AXE on the wall. SMASHES the glass, takes it out.

BOB  
Good for chopping.

INT. LOUNGE AREA - NIGHT

Xander races up into the raised lounge area - and runs into Bob, wielding the axe. Bob swings - Xander moves backwards and trips, falls down the two steps and into some tables. Bob follows hard upon, butting Xander in the face with the end of the axe as he tries to get up. Xander crawls away between tables, Bob follows--

BOB  
Now this is my idea of fun!

He swings at Xander - and the axe gets stuck in the table. Bob tries to pull it out -

Xander comes up and slugs him, knocks him back. Xander grabs the axe, wrenches it free and knocks Bob down in the process. Bob lies on his back a moment, dazed as Xander starts to take off.

Xander pauses long enough to wedge the axe between the huge soda machine and the wall. He pushes, toppling the soda machine over.

Bob looks:

ANGLE: BOB'S POV

As the soda machine comes down on his head like a sixteen ton weight. There is a sound not unlike a watermelon being squashed.

ANGLE: DICKIE

Comes running into the hall. He sees Bob's body and a soda machine where his head should be. Looks up and sees Xander step out with the axe.

XANDER  
Shoulda learned by now. If you're  
gonna play with fire, you got to  
expect that sooner or later -

Dickie runs away.

XANDER (cont'd)  
I wasn't finished!  
(running after him)  
Note to self: less talk.

INT. HALL OUTSIDE LIBRARY - NIGHT

From outside the shaking library doors, we can hear the commotion inside. It now sounds like our heroes have begun the battle in force. Occasional bursts of light spill from the porthole doors. We hear bodies being thrown around, grunting, yelling, etc. It's Omaha beach in there.

Suddenly the LIBRARY DOORS EXPLODE OPEN, revealing tentacles and smoke a'plenty inside. Buffy flies out backwards, landing on her back and skidding to a stop in the hall. She looks REALLY PISSED - flips to her feet, yells:

BUFFY  
The heart, Faith! Go for its heart!

And she charges back into the (mostly unseen) melee.

INT. HALL - NIGHT

We hear them before we see them: XANDER CHASING DICKIE WITH THE AXE. Xander attack-yelling, Dickie screaming in terror.

They round a corner, disappearing for a moment. A beat. Then Xander runs back out, followed by Dickie, FOLLOWED BY THREE DEMONS. Xander makes a desperate turn up a side hallway.

Dickie doesn't go the same way, instead running out of frame in a different direction. The demons FOLLOW DICKIE out of frame, and we hear HIS SCREAMS AND THE SICKENING SOUND OF DICKIE BEING EATEN.

INT. HALL (ELSEWHERE) - CONTINUOUS (NIGHT)

Xander hears the horrible sounds of Dickie's demise. Terrified, he backs up against a wall. A beat as he tries to catch his breath.

XANDER  
Okay. Boiler room.

He heads one way - and a HELLMOUTH TENTACLE smashes out of the wall directly in front of him. It turns and roars at him, eyeless and toothsome.

XANDER (cont'd)  
Other way.

He turns and runs off down the hall with his axe.

INT. CELLAR OUTSIDE BOILER ROOM - NIGHT

We hear the axe demolish the lock, and a door open at the top of the stairs opens. Xander comes down and goes through another door, marked BOILER ROOM.

INT. BOILER ROOM - CONTINUOUS

Xander enters the boiler room.

There are two doors leading to it: the one he just came in, and another opposite it.

THE BOMB is sitting in an open space near the center of the room.

XANDER  
Hello, nasty...

Xander puts down the axe and approaches the bomb slowly, regards the mess of wires and the alarm clock. The clock is at TWO MINUTES and counting down. Xander notes this - talks to try to calm himself.

XANDER (cont'd)  
Two minutes... Dumb guy. Little bomb. How hard can it be?

Without warning, Xander is YANKED OFF THE FLOOR by JACK and thrown against a nearby wall.

JACK  
Just got harder

XANDER  
I'm not leaving here until that thing is disarmed.

JACK  
Then I guess you're not leaving.

Jack takes a series of mighty swings at Xander, who manages to block and duck the worst of it. Jack finally pins him against a wall, Katie straining toward Xander's face.

JACK  
I'm gonna carve you up and serve you with gravy. You piss me off, boy, you pay the price. First the eyes, then the tongue, then I'll break every one of your fingers --

XANDER  
You gonna do all that in thirty eight  
seconds?

Jack spins to look at the clock - and in that moment Xander wrenches free and powerhouse-fists Jack into the opposite corner. Jack rises, dazed, glaring at his foe.

XANDER (cont'd)  
You're thinking, can I get by him?  
Get up the stairs, out of the building?  
Seconds ticking away, I don't love  
your chances.

JACK  
You'll die too.

XANDER  
Yeah, looks like. So I guess the  
question really is... who has less fear?

JACK  
I ain't afraid to die. I'm dead.

XANDER  
Yeah, but this is different. Blowed  
up isn't walking around and drinking  
with your buddies dead. It's 'little bits  
swept up by the janitor' dead, and I  
don't think you're ready for that.

JACK  
Are you?

Beat. Jack. Xander. Clock.

XANDER  
(smiling calmly)  
I like the quiet.

INT. LIBRARY - CONTINUOUS (NIGHT)

Noise, lightening, smoke, the works.

ANGLE: ANGEL

Tries to pull a she-demon off Faith.

ANGLE: BUFFY

Is held up near the ceiling by a tentacle. (Actually, she's standing on a platform, it's do-able).

GILES (O.C)  
(Latin)  
"et omnia vasa veritatis!"  
(English)  
"and all the vessels of truth!"

GILES (O.C)

(in English)  
Now, Buffy! NOW!

She swings her battle axe back, screaming with effort, about to bring it forward --

INT. BOILER ROOM - CONTINUOUS (NIGHT)

Dead silence. Xander. Jack Clock.

Which reads, 7 seconds.

With a yelp, Jack drops Katie and dives for the bomb, pulling out the green wire (NOT THE RED WIRE!). He holds it, shaking, defeated.

XANDER  
Good boy.

Jack stands, dropping the now useless bomb. (He and Xander are both in front of doors - Xander's is the one that they came in from.)

XANDER (cont'd)  
I don't think I wanna be seeing you  
around campus anymore, Jack.

Jack just looks down. Xander turns and goes.

INT. CELLAR OUTSIDE BOILER ROOM - NIGHT

Xander closes the door behind him - walks for the stairs. As he goes his LEGS GIVE OUT FROM UNDER HIM. He almost falls but manages to recover, never letting his cool factor waver.

INT. BOILER ROOM - NIGHT

Jack turns to go out the OTHER DOOR marked "EXIT." Mutters to himself:

JACK  
I'm not going anywhere, Harris. And  
the first time you turn your back --

Jack opens the door and immediately WEREWOLF OZ leaps out. Viciously ATTACKS HIM. Rips him apart (in an off-camera kind of way.)

EXT. SCHOOL - DAY

Buffy, Giles, Willow and Oz sit at a picnic table. Giles has his arm in a sling, Buffy has a bandage on her shoulder - they are the worse for it. Their conversation has the warm hush of people who have shared something extraordinary.

OZ  
But Angel's gonna be okay?

BUFFY  
(nods)  
He was only out for a few minutes.  
Longest of my life.

WILLOW

I'll never forget that thing's face.  
Its real face, I mean.

BUFFY  
(to Giles)  
I don't know how you managed to...  
That was the bravest thing I've ever  
seen.

GILES  
The stupidest. But the world  
continues to turn.

WILLOW  
And no one's ever gonna know how  
close it came to stopping. Never  
know what we did.

Xander approaches.

XANDER  
Guys.

WILLOW  
Xander. Boy, you're lucky you  
weren't at school last night. It was  
crazed.

He pauses.

XANDER  
Well, give me the quiet life. I'm  
gonna grab a snack. Anyone want?  
(heads shake)  
Oz?

OZ  
(puzzled)  
I'm oddly full today.

XANDER  
'kay.

He walks past the group and yes, there is a little something in his stride.

He approaches Cordelia, who of course starts right in.

CORDELIA  
Oh look, it's mister excitement. On  
another life or death donut mission?  
Or are we cruising for bimbos again.  
Giving them lessons in lack of cool...

He stops, looking at her. Little calm smile. He's little calm smile guy.

CORDELIA (cont'd)  
What?

He says nothing. Still with the smile.

CORDELIA (cont'd)  
What?

Walks away.

CORDELIA (cont'd)  
WHAT?

HOLD ON Xander, calmly walking in the sun.

BLACK OUT.

THE END