

CHILDREN OF THE MORNING SUN

by

William Arthur Barnhill

Adapted from the novel

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FADE IN:

EXT. ENGLISH COUNTRYSIDE - SUMMER MORNING

A lone dandelion seed spins in circles in the breeze and floats down to earth from high above. Clouds part and the English countryside comes into view.

Falling, spinning, falling -- the dandelion seed enters a small hole in the canopy of the forest beside a barley field.

Falling, falling, falling -- it lands on a stump in the middle of a clearing.

A fly BUZZES about the stump. A large, wart covered toad named TOADY suddenly appears, leaps into the air, grabs the fly and lands with a THUMP.

The Dandelion seed is blown away. Toady swallows with pure satisfaction.

TOADY

(Yorkshire accent)

They don't fly high enough or fast
enough ta get away from old Toady.
Toady got 'da touch, by gump.

Another fly is caught. Next, a June bug begins to circle above the stump flying in a figure eight. The toad's head follows the movements of the bug.

TOADY

Tasty June bug fat and sweet. Fat
enough for Toady ta eat.

A displaced, American opossum named RYEFIELD is at the base of the stump.

RYEFIELD

(American Midwest accent)

Toady, hey Toady, you up there?

The toad ignores the opossum and stays motionless so as not to scare the bug away.

RYEFIELD

Hey Toady, hey Toady.

The bug is scared away.

RYEFIELD

Toady, hey, Toady, hey are you up
there?

Toady stomps to the edge of the stump -- glares at the opossum. A strange, ethereal, golden fan of sunlight bursts into the clearing from above.

Dandelion seeds, pollen and dust swirl in the golden light. Both admire the beauty but the moment quickly passes.

TOADY

I was do'n' good till you showed
up! Don't get many Junies back
'ere. What do ya wants with me
anyways?

RYEFIELD

I want ta enjoy some of the day
before I hole up. Feel like go'n to
the reeds?

TOADY

Ya know 'da water blokes don't like
me 'dere.

RYEFIELD

Don't worry about it. You can ride
on my back. That way ya won't be
bothered by your water cousins.

TOADY

Nuttin's buzzin', round 'ere.
Right-O 'den, rat, only if Toady
rides, only if Toady rides.

RYEFIELD

I told ya before, I am an opossum,
not a rat. I'm a opossum for God's
sake!

TOADY

Opossum-smossum, don't know 'dat
word for nuttin'. If it's in 'da
air and it's too big ta fit in
Toady's mouth 'den a bird it is. If
it lives on a stump it's a Toad. If
it lives in 'da water 'den it's a
water toad. If it's in 'da ground,
mind ya', especially in a dirty,
dirt hole it's got ta be a rat.
Whoever 'eard of an opossum
anyways?

RYEFIELD

You! You never heard of one.

TOADY

Whatever makes ya stars twinkle. Ya big, white, opossum rat.

RYEFIELD

Come on if you're going. I don't have all morning ta mess around.

TOADY

(jumps)

To 'da reeeeeeds!

He lands on the back of the opossum -- opossum trots away with his rider.

EXT. HALFWAY TO THE POND - LATER

There is a SWOOSH in the trees overhead -- leaves rip and fall -- a bad surprise. A large, oily-black raven, BLACKWING, swoops down.

BLACKWING (O.S.)

Caw!

TOADY

Bliemy, it's a hawk, dive for cover!

RYEFIELD

What 'da?

Opossum and toad fall hard.

BLACKWING

(Scottish accent)

Ha, ha, caw! You two look more scared than baby worms in the summer sun. Ha, ha, ha, caw!

RYEFIELD

Give us some warning won't ya! Ya scared him half ta death. He thought you were a hawk.

TOADY

Scared my warts, I was just trying ta save my friend 'ere...some embarrassment.

(to Ryefield)

Ya gona be OK opossum rat?

(to Blackwing)

No t'anks ta you.

Toady mumbles and remounts the opossum.

BLACKWING

I know where you're going.
 (Ryefield pushes past her)
 Hey! Wait just a moment. Can I go?

TOADY

(mocking)
 Can I go!

Toady and Ryefield resume their journey -- Blackwing follows in the air.

EXT. IN SKY - CONTINUOUS

Blackwing climbs high into the air. Several other ravens fly past -- she waves.

A "V" formation of mallards flies by.

LEAD MALLARD

(voice of British military officer)
 All together now! Left, right, now left right. Come on now boys put your wings into it.

Blackwing circles above and watches the toad and opossum bounce along toward a pond. A strong, unexpected gust of wind blows her sideways.

She falls but straightens out barely missing the ground. THE GREAT AWARENESS, the spirit of nature speaks.

THE GREAT AWARENESS (O.S.)

(in a whisper)
 Blackwing, my Blackwing, Blackwing.

Blackwing can see no one.

EXT. AT THE REEDS - CONTINUOUS

Ryefield and Toady arrive at the pond.

RYEFIELD

Aaaah, the days of summer.

TOADY

Days of what?

RYEFIELD

Summer. Granny opossum would say a day like this warms a heart enough ta last a lifetime.

TOADY

What 'da heck are ya goin' on
about?

RYEFIELD

Days like these make all the cold,
rainy, cloudy times more bearable.

TOADY

They don't make you more bearable.

RYEFIELD

There's a saying in the woods,
where I'm from, across the great
pond. Let me see.

TOADY

(over lapping)
You've been in 'da sun too long.

RYEFIELD

To end ones' journey within the
days of summer makes the journey a
perfect one. To lie down in the
tall grass and the flowers of a
wood-flanked clearing beneath a
cloud-spotted sky of blue is all a
creature could ever want or hope
for.

TOADY

What journey. What in 'da name of
flies and June bugs are ya talking
about?

RYEFIELD

It's a beautiful day!

TOADY

I could 'ave told ya 'dat, matey!

Reed stems TREMBLE in the breeze. On the surface of the pond
Blackwing's reflection darts back and forth.

Ryefield and Toady approach the water's edge. Ryefield wades
cautiously out into the pond with Toady clinging to his back.

TOADY

Move me over 'dere quick, move me
over 'dere.

RYEFIELD

Patience.

TOADY

Big dragon on 'da reed. Big dragon
on 'da reed over 'dere, hurry.

RYEFIELD

All right, all right, but don't
fall off, cause if a big fish
doesn't get you your green water
cousins will.

TOADY

Don't worry 'bout old Toady by
gump.

They come within range of the dragonfly -- SNAP -- Toady's
tongue CRACKS like a whip -- dragonfly disappears.

RYEFIELD

Wow! That was fast.

TOADY

Done betta'.

A June bug flies, lands behind them.

TOADY

Turn ya slow butt 'round.

Edging closer to the fat, brown bug.

TOADY

Steady now, steady.

Suddenly a dozen green heads appear on the surface of the
water -- the June bug flies away.

TOADY

Blast 'dose stupid water toads!
Good for nothin', slimy, over grown
pollywogs!

More frogs pop up completing a circle around them. A lone
frog named LONGSWIMMER speaks in a low, stately manner.

LONGSWIMMER

Steady now, cousin, there is no
call to get your warts in a dither.
Permit me to introduce myself. I am
Longswimmer, king to these fine
frogs that you see before you.

TOADY

Frog king is ya? Fine frogs indeed.
Ain't no cousin of mine I can tell
ya.

RYEFIELD

Toady.

TOADY

I got a good mind ta let ya have
what for if ya don't get out of me
way.

LONGSWIMMER

Forgive me if my words come quick
but time is of the essence.

TOADY

Time, slime.

LONGSWIMMER

I have talked to all manner of
creature: large, small, fury, scaly
and otherwise

(looks Toady up and down)

that have come to our kingdom's
edge these days. Please...do me the
favor of hearing me out.

TOADY

'Dere ain't nothin' ta hear except
goodbye!

RYEFIELD

Let's hear what he has to say.

TOADY

Ya mess with the best ya lay with
'da rest!

RYEFIELD

Toady I think we should....

TOADY

King my a...

RYEFIELD

Shut...up!

Toady squeezes his mouth shut so tight it wrinkles. He puts
an elbow on the top of Ryefield's head -- his chin on the
palm of his webbed hand.

LONGSWIMMER

Until this day my story has fallen
upon the ears of the uncaring or
the non-believer.

RYEFIELD

Let's hear it and we'll decide
what's believable and what's not.

LONGSWIMMER

Fair enough, we are all in great
danger. Danger the likes of which
this world has never known. There
are creatures among us who are
fouling the very essence of what
and who we are.

TOADY

I'll foul me own essence if ya
don't mind.

LONG SWIMMER

These creatures, in their daily
pursuit of living, are killing the
very thing that perpetuates us all,
the goodness and generosity of the
land, air and water. We cannot
allow them to go on like this! We
must make them see what they are
doing.

RYEFIELD

This place is the same as when I
first arrived; clean, pretty and
peaceful. Who are these terrible
creatures and how would you know
anyway?

TOADY

(looks around 360)
Terrible creatures?

Longswimmer slowly moves from the water to the top of a pile
of matted reeds -- eye level with the opossum.

LONGSWIMMER

We of the water are always the
first to know of such things. We
live close to our environment which
is delicate and fragile. Very well,
if it is proof that you need then
proof you shall have.

On the water's surface a mother frog appears holding a horribly deformed, baby frog. Ryefield and Toady gasp.

LONGSWIMMER

Look upon that, that which is our child, then look to the far field. There you will find one of the creatures who has done this!

Points toward the field of barley beyond. A SPUTTERING, red tractor climbs the hill on the horizon -- spewing exhaust.

LONGSWIMMER

That's right, him. Him and his kind all over this land and all over this world. They put the poisons in our waters. They made the choking air that surrounds us. They planted the bad seeds that spawned this horror, and it is they who are tearing down the miracle of nature day by day, night by night, tree by tree and creature by creature.

RYEFIELD

The farmer human?

LONG SWIMMER

Yes him and all his kind. They are like the parasites of the forest feeding upon their host until eventually the two succumb together.

(beat)

Look carefully for there is your proof. Do you not see those objects just visible upon the bottom?

Dark outlines of shapes begin to appear -- round, black drums are strewn across the bottom of the pond -- SKULL AND CROSS BONES on each container.

RYEFIELD

Yes I've seen something like that once before. Yea, you remember, in that place, the place where the humans plant their dead.

TOADY

I don't know about plant'n no dead thing but it's bad...bad, bad, bad whatever it is. Farmer-human put 'dese 'ere?

LONGSWIMMER

Yes!

A fish jumps -- ripples make the skull and crossbones appear to dance across the bottom of the pond.

EXT. BOTTOM OF THE POND - CONTINUOUS

The skull and cross bones leap from the containers and transform into dancers and sing a song called Grieve for the Living.

SKELETON SINGERS

We bin long gone, gone for years,
no more troubles and no more tears.
These old bones don't freeze or
dread so baby grieve for the living
not for the dead. Oh dear Mama! Ya
done told me right don't be messin
with da balance of life. There's an
order to it all, enough's been
said, baby grieve for the living
not for the dead!

Crescendos and finishes -- one by one the skeletons jump back onto the drums.

EXT. ON THE POND SURFACE - CONTINUOUS

There is a sudden SWOOSH -- a shadow zips across the surface of the water.

BLACKWING

I'm coming, don't worry!

Blackwing dives within inches of Toady's face. The opossum and toad tumble into the water.

Blackwing lands on the bank -- the frogs have gone. Toady and Ryefield pop up.

TOADY

(spits out water)
Crazy, no good for nut'n bird!

Ryefield gathers up Toady -- waddles onto the bank.

BLACKWING

What, no thanks for the rescue?

TOADY

Ya daft, old bag of feadas.

RYEFIELD

We weren't in any danger. Those frogs were about to ask us for help, I think.

TOADY

Bird you're an accident want'n ta happen.

Ryefield gyrates his body, throwing off the pond water. The frogs return.

LONGSWIMMER

Yes, we need your help. We need the help of every willing creature if we are to stop this madness before it's too late.

RYEFIELD

I just don't know what we can do, if anything, against a creature as strong as a human.

BLACKWING

Who can stop a creature that has the power to cut and mold the earth at its will?

LONGSWIMMER

You can speak can't you? Well most of you!

TOADY

Is 'dis one a-dem...tricky questions?

BLACKWING

This frogs been drinking too much pond water.

RYEFIELD

Give it to us straight or we're gone.

Frog king joins the others on the bank.

LONGSWIMMER

Can you speak to the humans?

TOADY

Round em up, let's go. 'Dis ones had too much quite time alone.

(covers his mouth)

If ya knows what I mean.

Toady jabs Ryefield with his elbow.

RYEFIELD

No creature beneath the morning sun
can communicate with humans. That
ability, if it ever existed, was
lost long ago with the ancients.

LONGSWIMMER

Yes, long ago, far away.

TOADY

He's a few flies short of a dozen
if'n ya ask me.

LONGSWIMMER

Ions ago when humans lived as one
with nature with the other
creatures of the land. Long before
fences, long before fields and
long, long before the human's had
the horse-less machines that now
rumble over the wide black trails,
there was a great oracle. An oracle
created and ordained by the hands
of The Great Awareness to be it's
voice here in the world.

RYEFIELD

A voice in the world?

LONGSWIMMER

Yes, humans could talk with
animals.

BLACKWING

That story's been wagging on the
tongues of a thousand generations.
How do we know it's true?

LONGSWIMMER

Hear me and hear me well! We are
all on a path that can only be
traveled once. The humans are
killing this world with their ways,
their machines, their poisons and
their garbage. They can be a good
hearted lot if given the chance. We
only need to make them see the
error of their ways before it is
too late. Too late for all of us.

(beat)

(MORE)

LONGSWIMMER (CONT'D)

I have proof, solid evidence that
the oracle existed and can once
again.

RYEFIELD

Show us.

TOADY

Yea! Show me 'da goods!

Frogs arrive pushing an object through the water up onto the
bank -- an algae-covered, pie-shaped piece of stone.

TOADY

It's just an old rock, ain't it?

LONGSWIMMER

No, land frog, it is a piece of a
larger tablet, a stone which
contains a mighty voice and power.

TOADY

An old, broken, stupid rock then,
what's so special 'bout that?

Toady tries to touch the stone. Five frog guards jump forward
and restrain him.

TOADY

Get ya slimy, green water toad
hands off me or I'll give ya what
for!

Toady squirms and wriggles. The Frog king nods his head and
the guards release the him.

LONGSWIMMER

Please, allow me.

The king wipes the green mat from the surface of the stone.
Algae falls away -- markings become visible across the face
of the artifact.

RYEFIELD

There's something very familiar
about these peculiar lines.

BLACKWING

Something close yet distant.

RYEFIELD

Like the veins of a leaf or the
bark on a tree.

TOADY

Or 'da ripples in 'da sand at the
bottom o 'da sea.

(laughs -- dances a jig)

RYEFIELD

But they're also like the markings
on the farmer's shelter.

LONGSWIMMER

This piece was given to my
ancestors long, long ago by the
Great Awareness of the land. Into
our charge this piece was placed.
Now, in our hour of need, we seek
to awaken its power.

RYEFIELD

Its power?

LONG SWIMMER

Indeed. Long away back in a time
when common decency from one
creature toward another was less
than a leech's thought in the dead
of winter. Long away back there was
only chaos. Desperate, unruly
chaos. Creatures were killing
creatures without need or reason,
until, The Great Awareness removed
the cloak of ignorance and united
all creatures in a common language.

BLACKWING

The Great Awareness.

LONG SWIMMER

Yes. What you see before you is a
part of what ended the darkness. It
is a piece of a larger stone that
in ancient times was intact and
unbroken. That was the time when
all the knowledge of the land was
shared equally among all creatures.

TOADY

All creatures sharing equally?

LONGSWIMMER

All creatures, crawling, walking,
flying, and swimming, came together
to protect the balance of the land,
air and water.

BLACKWING

It all seems impossible.

LONG SWIMMER

Possible and factual. An enormous power was placed within the mighty relic that this piece was once a part of. This great oracle spoke to all creatures allowing them to understand one another.

BLACKWING

So what?

LONG SWIMMER

So, if we find and unite all the pieces it can work again.

RYEFIELD

How did the stone get broken in the first place?

LONGSWIMMER

Humans were chosen to guard the stone. Chosen for their love of nature and their most enduring quality, to always do the right thing.

BLACKWING

Do the right thing.

LONGSWIMMER

Yes, but all was not well. The other creatures realized all too late that living so close to such a great power would change them.

(beat)

Their sense of right became twisted and they began mistrusting other creatures.

BLACKWING

(looks at the stone)

All that power from that small little stone?

TOADY

Makes ya' wonder don't it?.

LONG SWIMMER

The day came when humans separated themselves apart, seeing themselves above all others.

(MORE)

LONG SWIMMER (CONT'D)

On that dark day they abandoned all communication with other creatures and broke the oracle stone into three pieces and scattered them to the far reaches of the land hoping that they would be hidden forever.

RYEFIELD

Apparently not forever.

LONG SWIMMER

Yes, yes, and now is the time! The time to unite the stones and undo what has been done. Only then can we turn the humans from their destructive path. Only then can we save them, ourselves, our children and the world.

BLACKWING

We have to do something.

TOADY

Yup, some'm?

RYEFIELD

But we're just three. Three small creatures of the forest against a world of humans.

LONGSWIMMER

Remember the old laws and ways: never take without reason or need, never waste the gifts that perpetuate and bind the balance. From the smallest stream a mighty river flows to the sea. From the smallest seed a giant grows from the forest floor to the sky.

TOADY

Oh brotha', we got'a help now.

BLACKWING

We have an obligation!

RYEFIELD

(reluctantly)

OK, you made your point. What will it be: cleaning the pond, planting reeds and lily pads?

LONGSWIMMER

As much as that would be appreciated it's not quite what I had in mind.

TOADY

Well, what 'den, pick up after 'dat messy farmer, get rid of 'dose barrels down 'dere?

LONGSWIMMER

You must take a journey.

RYEFIELD

A journey!

LONGSWIMMER

Oh, not just any journey mind you, a very important one. A journey to find the other two stones, unite them with the first and place them upon the oracle.

TOADY

Holy cow! Road trip!

BLACKWING

Leave the valley?

RYEFIELD

Wait just a darn minute there, no one said anything about traveling.

LONGSWIMMER

What did you think we were going to do, wish it all away!

TOADY

Yea opossum rat what was ya think'n? What was I think'n?

Toady slaps Ryefield -- cracks himself up -- leans against Ryefield with one elbow. Ryefield moves -- the toad falls.

LONGSWIMMER

My friends, anything worth having does not come without a price. This is the only way it can be done.

RYEFIELD

Why don't you do it.

LONGSWIMMER

I would if I could but we creatures of the water are limited by our element.

TOADY

What?

LONGSWIMMER

We don't travel well. Please, I implore you time is running out and we need your help.

RYEFIELD

I thought my traveling days were over.

TOADY

Who's ya travel'n buddy?

BLACKWING

Caw! Let's go! Let's find the missing pieces of the stone.

LONGSWIMMER

Good, I have information that will help you on your quest.

Frogs bring a map drawn on a leaf.

LONGSWIMMER

Go to where the horse creature rides across the grassy hill. I have been told by the Mallards that to the east from here, many miles away, lies the likeness of a great white horse creature.

BLACKWING

A white horse?

LONG SWIMMER

Yes, I am certain it is where you will find the second piece of the stone. Its nose points toward a stone circle's edge. Look beneath the ground among the remanence of the old way. Look for the second of three.

RYEFIELD

Look, we could be chasing our tails. We might find the horse but how do you know about the stone?

LONGSWIMMER
 (whispered mumble)
 I saw it in a vision.

RYEFIELD
 What! I couldn't hear you.

LONGSWIMMER
 It was told to me in a dream.

RYEFIELD
 Oh boy, that's great. You're sending us out of our forest and out of our valley far, far away because you had a dream. That's it let's go. Toady come on. Blackwing we're out of here.

LONGSWIMMER
 Wait! I was reserving this as a last resort but if I must then I must. Direct contact with the stone leaves a lasting effect that I would rather do without. But so be it.

Longswimmer places his hand upon the stone -- nothing -- he waits -- slowly the stone begins to glow. It becomes a BRIGHT EMERALD GREEN.

A deep PULSING VIBRATION -- clouds pass in front of the sun -- the day darkens. Sparkling orbs whirl about the frog king.

A strong wind rushes from out of the forest. Leaves, twigs and grass are lifted high into the air. Creatures scurry from its path.

The mass of twigs and leaves are transformed into a dark tornado over a hundred feet tall. It moves very quickly toward them.

White caps form on the surface of the pond. The tornado is almost upon them -- twisting, whipping.

Ryefield, defiant, pulls himself up on his hind legs. A voice comes from the ROARING wind.

THE GREAT AWARENESS
 (echoing loudly)
 GO!...GO!

The stone is glowing RED HOT. Seconds before the tornado hits them the King removes his hand.

The tempest quickly dissipates. Twigs, leaves and grass float down and cover everyone. Toady has a twig balanced across his nose.

Blackwing has sticks in her feathers. A golden ray of light breaks through the clouds -- engulfs them in a veil of shimmering light.

RYEFIELD

OK then, when do we leave?

LONGSWIMMER

The sooner the better.

(points)

Take that trail. It leads out of Green Valley and on to Black Mountain. Beyond you will find the Hill of the White Horse. Be very careful of who you encounter.

RYEFIELD

Humans I take it.

LONGSWIMMER

Avoiding humans for now goes without saying. I'm talking about the others.

TOADY

Others?

(to Blackwing)

What's a mountain?

LONGSWIMMER

Yes, others. We have heard reports that not all creatures wish to help the humans. Be on your guard and go safely.

BLACKWING

I will be our eyes from the air!

EXT. LEAVING THE VALLEY - LATER THAT DAY

Ryefield, Toady and Blackwing depart on a dirt road that leads out of their valley. The road is two dirt tracks with grass in the middle. Oak trees line the road.

Toady rides on Ryefield's back. Blackwing is in the air -- circling, circling -- high over head.

TOADY

Straight ahead now, easy does it.

RYEFIELD
Straight ahead it is.

They follow the road leaving their valley and entering the next. Blackwing flies ahead -- on the lookout for danger. The Group passes a pasture filled with cows.

RYEFIELD
Good morning ladies. Beautiful day
isn't it?

FIRST COW
Good morning back to you and yes
it's a grand day indeed. A grand
day indeed.

A second cow MEWS -- cows move to the fence by the road.

SECOND COW
Where might you be heading?

TOADY
We're going ta find 'da..

Ryefield cuts him off. Blackwing returns -- lands on a fence post.

RYEFIELD
Just up the road a piece ladies.
Gona enjoy some of this lovely day.

TOADY
What's the big idea?

RYEFIELD
(whisper)
What happened to being careful?
Remember what the frog king said.

There are silhouettes in the bushes -- dark, RAT-LIKE CREATURES scurry in the shadows and disappear.

EXT. A FOX HUNT - LATER THAT AFTERNOON

The raven is in a tall oak tree. Looks back -- sees two specks on the road moving her way. The specks grow larger -- it's the opossum with the toad still on his back.

Clouds are gathering. The afternoon sun is low on the horizon and turns the underside of the clouds a flaming red. Mallards are HONKING as they fly by overhead.

LEAD MALLARD
 (same mallard)
 Left right, left right. Steady
 gents, steady onward.

Toady and Ryefield reach the bottom of the tree.

RYEFIELD
 Is that you up there?

BLACKWING
 You who, you whoooooo?

TOADY
 She's start'n ta sound like a
 blooming owl.

Ryefield lets Toady down. Blackwing joins them on the road.

BLACKWING
 All clear as far as the eye can
 see.

RYEFIELD
 Well that doesn't look too
 promising.

A tall mountain encircled with dark storm clouds looms ahead
 of them.

RYEFIELD
 We might be get'n wet.

TOADY
 Wet's ok.

BLACKWING
 Maybe for a toad.

A large June bug flies out within inches of the toad's face.

TOADY
 Come ta papa.

Toady lunges, misses the bug and lands kicking up a cloud of
 dust. Dust clears -- Toady is sitting cross legged and
 spitting out dirt. The June bug circles and flies away.

BLACKWING
 Better luck next time.

RYEFIELD
 That was a good try anyway.

TOADY

Try my warts, you two scared 'em away.

RYEFIELD

You grumbled the first day we met and you've been grumbling ever since.

BLACKWING

You too? I remember my first meeting with mister personality. It was many years ago but it seems just like yesterday. I was sitting on a log by the edge of the forest sunning myself when I thought I heard a large angry beast coming through the grass. I was about ready to fly away when out 'ee pops mumbling 'bout a June bug he had lost.

TOADY

Don't remember nutten' like 'dat.

RYEFIELD

Yea, well I remember the first time I had the pleasure. Let me see it was shortly after I escaped from the zoo and found my way to the valley. I believe you said that I was scaring all the bugs away.

TOADY

I remember 'dat! What's a zoo and how did ya' gets 'dere anyways?

RYEFIELD

It seems so long ago.

EXT. MIDWEST, AMERICA - FLASHBACK TO RYEFIELD'S PAST - NIGHT

Ryefield is a young, baby opossum living in a old, hollow tree. Hunters come with flash lights and clubs.

Ryefield hides -- hears his brothers, sisters and mother being dragged from the tree hole and beaten to death.

The hunters find Ryefield -- they put him into a dirty, old gunny sack. Money exchanges hands -- sack changes hands -- he's sold to an animal dealer who sells Ryefield to a zoo in England.

EXT. ATLANTIC OCEAN - FLASHBACK CONTINUED - NIGHT

Ryefield takes a terrible trip inside a small cage on a big ship on an angry ocean.

EXT. MANCHESTER ZOO, ENGLAND - FLASHBACK CONTINUED - DAY

Arrives at the zoo and is caged with two older opossums. Meets a pretty young female opossum named Autumnleaf -- love at first sight.

EXT. MANCHESTER ZOO, ENGLAND - FLASHBACK CONTINUED - NIGHT

A stormy night -- Ryefield escapes from the zoo along with Autumnleaf and other opossums. They are separated -- he YELLS into the stormy night.

RYEFIELD
AUTUMNLEAF!

EXT. ROAD FROM THE VALLEY - PRESENT DAY

TOADY
Autumn who?

BLACKWING
Who is Autumnleaf?

RYEFIELD
(looks away)
Just someone I once knew.

Pulls a tuber from the ground and chews. Rain drops fall -- puffs of dust erupt from the road's surface.

RYEFIELD
We'd better be on our way if we
want to find shelter by nightfall.

Traveling on -- strange noises echo through the trees. Blackwing is a black silhouette against the clouds.

Clouds have gobbled up the blue sky -- strange noises get closer and closer. Ryefield looks to the sky.

RYEFIELD
Can you see anything? Hey, what can
you see?

The raven awkwardly lands.

BLACKWING
Take cover! Take cover and be
quick!

RYEFIELD

Come on!

They hide in a thick stand of briars beside a fallen tree. A bright red fox (RUNNINGFIRE) springs from the woods -- hits the road running straight for them.

TOADY

What 'da?

RYEFIELD

Shush!

RUNNINGFIRE

Clear the way, hide, the pack is coming! Run for your lives!

The fox races by -- Blackwing flies into a tree. A large hound bounds onto the road, sniffs the earth sucking dirt up like a vacuum -- howls and runs towards them.

A horse carrying a man leaps onto the road. The great beast's nostrils flare wildly as it rears up on hind legs.

The rider is dressed in a bright red coat with white trousers and tall black boots. He lifts a shiny bugle -- a SHRILL SOUND explodes from the instrument.

He lowers the bugle -- reins in the horse -- digs in his heels and bounds forward in a mad gallop. Horse, rider and hound go past.

A huge pack of baying hounds follows -- it's the entire fox hunting party. They thunder past disappearing up the road in a cloud of dust.

TOADY

Woooo! 'Dat was close!

A low, GUTTURAL GROWL. Through the crisscross of briars a huge hound eyes them intensely.

The beast's muzzle is a dark, rolling mass of curling, quivering flesh -- its teeth, large, yellow and menacing.

Ryefield freezes. The hound is on a death stock. Thunder rumbles in the distance.

Toady bolts and runs away -- squealing, diving head first into the debris from a rotting log.

The beast closes in -- about ready to leap. Ryefield plays dead -- his tongue hanging out.

MALACON

You must think me a complete idiot.
I've seen your lot before and I can
assure you I won't be fooled by
some slight of death trickery. In a
moment you'll be the real thing.

The hound's paws leave the ground -- a man suddenly appears --
grabs the hound by its collar. The hound is stopped in mid-
air. The hound snarls and barks loudly.

MALACON

You and I shall meet again one day.
Perhaps for lunch or if there's
time, dinner.

The man pulls the hound away and mounts his horse -- the
horse rears back -- horse and hound head up the road after
the rest of the hunting party. Blackwing flies down.

BLACKWING

You ok?

RYEFIELD

I think so.

BLACKWING

Where's the toad?

They search -- two fat toad legs are protruding from a pile
of rotting wood.

EXT. THE MOUNTAIN - THAT EVENING

Approaching the base of the mountain -- large drops of rain
begin to fall -- lightening licks the air -- low RUMBLING
thunder. The raven is circling low around them.

RYEFIELD

Let's go then, quickly. We need a
place to shelter down.

The raven disappears up the mountain. A group of rabbits
beneath a bush watch them. BOOM -- a loud clap of thunder --
the rabbits run down their holes.

BLACKWING

This way! I've found shelter.
Follow me! This way!

TOADY

It's about time.

Lightening strikes a tree -- BOOM, CRASH. The opossum with toad scurries forward following the raven.

INT. THE CAVE - MOMENTS LATER

In the mouth of a small cave on the side of the mountain. DRIVING SHEETS OF RAIN fall -- occasional thunder and lightening.

They are silhouettes against the flashes. Far below them the valley floor lights up.

RYEFIELD

Not a moment too soon. Look at it will ya.

TOADY

Duck weatha'.

RYEFIELD

Not even a duck would be out in this.

BLACKWING

Not a raven, I can tell ya that much.

INT. THE CAVE - LATER THAT NIGHT

Rain subsides -- dripping sound from the cave ceiling -- the wind is blowing. Blackwing is perched on a ledge -- her head tucked beneath her wing.

Ryefield is curled into a ball on the cave floor -- Toady is on top of Ryefield -- on his back and SNORING loudly. Opossum's eye opens slowly.

RYEFIELD

Hey, put a bug in it will ya.
Jeepers, for a little guy ya sure make a big racket.

Toady mutters -- turns over. They hear a HIGH PITCHED, HIDEOUS HOWL from deep inside the cave. Toady's eyes open wide.

TOADY

What 'da heck was 'dat?

RYEFIELD

Quiet.

The HOWL is heard again.

TOADY

We, we ain't alone, is we?

RYEFIELD

Doesn't sound like it.

BLACKWING

What in the sky's name?

RYEFIELD

It's coming from back...from in there.

BLACKWING

Sounds like a creature in trouble. Maybe we should help.

RYEFIELD

Maybe a dangerous creature.

TOADY

Let's help in the morning.

RYEFIELD

Well, we can run, go back to sleep, or go see what it is.

TOADY

I vote for sleep.

BLACKWING

I think we should see what it is.

RYEFIELD

Let's have a look.

They walk back into the cave. A sudden rush of moist air and raindrops spray across their faces from above.

TOADY

Stop right 'der mates.

RYEFIELD

What? What is it?

TOADY

I feels like I do when I stand at the edge of me stump.

BLACKWING

What, superior?

Lightening bolts hit the mountainside in rapid succession -- the cave lights up. They are in a large, cavernous room with a domed ceiling caved in at the very top.

Tree roots are hanging through the hole high above them. Raindrops fall through the hole -- the storm picks up.

They look toward their feet. The cave floor falls away into blackness.

TOADY

Noise is down 'der, down 'der

Lightening reveals they are standing on the perilous edge of a stony pit. At the bottom of the pit is RUNNINGFIRE -- injured.

RUNNINGFIRE

(aristocratic English
accent)

Help! Who's there? If you can hear me please, help me out of here!

BLACKWING

It's the creature that ran past us on the road today.

TOADY

Sure enough. 'e's 'da bloke 'dat brought 'dem beasts 'den left me alone ta fight 'em off. Why, I got a good mind ta leave 'im down 'dere.

RYEFIELD

As I recall he warned us and I don't think you were doing much fighting from underneath that log.

(to the fox)

Sure, we'll help you out, aw, well we'll try.

TOADY

How'd ya know 'e's not gona eat one of us once 'e's up?

RYEFIELD

He's not in any shape to be causing much trouble. A branch from that dead tree should do nicely.

(points toward the cave
ceiling)

EXT. THE CAVE - MINUTES LATER

A large tree branch angles up from the floor of the pit up to the edge.

All three are behind the fox pushing his limp body up the branch. A final push and he's out -- all fall into a heap.

RUNNINGFIRE

Thank you but...I must warn you
about...evil...danger...leave this
place right...

TOADY

Is 'e dead?

RUNNINGFIRE

No, just passed out.

BLACKWING

What did he say?

TOADY

Some-em like 'dere's danger if you
leave this place. So let's sleep
'ere for 'da night.

RYEFIELD

I'm not sure about this place, but
we can figure it out in the
morning.

INT. THE CAVE - MORNING NEXT DAY

A bright shaft of light cuts in from above -- a butterfly wonders in from outside. Toady's eyes pop open -- they follow the creature.

The butterfly leaves -- a large June bug enters the hole -- it buzzes above Toady's head. He follows the movement of the bug -- lunges and misses.

He hits the cave floor with a LOUD THUMP. Toady is flat on his belly when the others wake up -- mumbles to himself. An unusually large bat hangs above them unnoticed. Her name is BLOODFANG.

RYEFIELD

(to Toady)

And a good morning to you to.

BLACKWING

What's he complaining about
already?

RYEFIELD

What do ya think?

RUNNINGFIRE

We must leave now! We must leave at once. We are all in grave danger.

RYEFIELD

Look I don't...

BLOODFANG

Welcome, welcome to my...humble abode.

Looking in all directions.

BLOODFANG

Up here dirt dweller.

She hangs upside down -- a gargoyle-like face -- her dark, hairy body robed by leathery wings.

Claw-studded feet cling to the underside of a wide ledge that runs around the circumference of the cave.

RYEFIELD

Ah, sorry we invaded your home unannounced. We needed shelter with the rain and all.

BLOODFANG

No problem whatsoever, no problem at all. Why we have plenty of room.

RYEFIELD

Nice to meet you. The name's Ryefield and these are my friends, Toady and Blackwing.

BLOODFANG

I am Bloodfang and it's a pleasure to see all of you, especially the nice, plump toad.

A droplet of drool falls from Bloodfang's mouth, SPLATTERING onto the cave floor beside Toady.

RUNNINGFIRE

Do not listen to her, she is evil.

BLOODFANG

Now is that any way to talk about your hostess?

RUNNINGFIRE

I came here as you did, seeking a hiding place from the hounds and safety from the storm. She spoke to me as she is speaking to you now, just before the others swooped down, knocking me into the pit. And as you can see, I was not the first.

RYEFIELD

Others?

TOADY

What others?

They look into the pit and see many bones.

BLACKWING

I think it's time to go.

TOADY

Don't like birds 'dat hang upside down.

RYEFIELD

Yea, ah, well we better be hitten the road. We won't intrude on you further.

BLOODFANG

Oh, I can assure you of that.

The FLUTTERING of hundreds of wings explodes into wild fury.

RUNNINGFIRE

To the entrance quickly! Run for your lives!

Ryefield reaches for Toady -- he's gone. They bolt for the entrance of the cave -- Blackwing flies. Ryefield and Runningfire are stuck in the midst of the conflict.

Bats increase their attack -- hitting them hard pushing them to the edge of the pit. Bloodfang dives on the fox and opossum -- scratching with her long claws.

The opossum and the fox teeter on the edge of the pit. Bloodfang circles for the final attack.

The queen bat dives -- Toady leaps from his hiding hole in the wall -- desperate to escape -- springs high into the air.

Toady unintentionally hits the queen -- Runningfire and Ryefield are able to escape.

BLOODFANG

You meddling little wart bag. I'll
make quick work of you.

Bloodfang turns in midair -- grabs the toad -- he passes out.

EXT. NEAR DEATH EXPERIENCE - CONTINUOUS

Toady finds himself in a field of flowers -- feels a warm
light fall upon him.

Changing, changing -- light wavering, transforming -- blurred
images come into focus from a great, foggy distance.

A dark, stormy sky -- a green stark hill -- A GIANT WHITE
HORSE galloping across the crest of the hill towards a round
circle of ancient stone ruins.

A stone piece -- one of the missing pieces -- deep in the
ground within the circle of stones.

THE GREAT AWARENESS (V.O.)

It is here that you shall find the
other.

EXT. THE CAVE - CONTINUOUS

Toady erupts back into consciousness -- kicking wildly.
Bloodfang has trouble holding on.

A final kick sends them both plummeting toward the floor of
the cave.

The impact is great -- Toady is freed from the grip of the
queen -- HE GOES FLYING. Toady stops rolling not far from the
cave entrance.

The queen bat lands and slinks toward the toad. One by one
her claws flick open -- she draws closer.

BLOODFANG

Let's see how defiant you are now
my little wart bag. It's going to
be slow and painful for all the
trouble you've caused.

Almost upon him -- Toady closes his eyes. Out of nowhere
Blackwing slams into Bloodfang. The bat cartwheels to the
back of the cave -- Toady is saved.

EXT. OUTSIDE THE CAVE - CONTINUOUS

RYEFIELD

Thought we'd lost ya for a moment.

TOADY

I was just gett'n ready to kick
some serious bat butt.

RYEFIELD

You're a hero.

RUNNINGFIRE

We would've never made it out
without your bold move.

TOADY

Bold move?

RUNNINGFIRE

Yes. Hitting the queen.

RYEFIELD

You saved our lives.

TOADY

(stiffens his chin -
struts)

Yea, I guess I did.

The grass parts by the side of the trail outside of the cave -
- the frog king along with an entourage of five guards steps
out.

LONGSWIMMER

A hero indeed.

TOADY

Did ya see 'da 'ole 'ding?

RUNNINGFIRE

Just when you single-handedly took
on the queen bat.

TOADY

Good! Ah, I means... 'den let me
tell ya 'da 'ole 'ding. I knew I
had ta do some'm quick. So's I
grabbed the big one and throws er
to 'da ground. While I held 'er
'der wid' me foot, I knocked down
five, no ten more. Den all-o-dem
comes at me at once.

(MORE)

TOADY (CONT'D)

One by one I knocks 'em down. Left,
right, left and....

LONGSWIMMER

Well I'm sure we would all love to
hear all of the fine details
however, time is of the essence. I
came to warn you, though late it
would seem, that we have gotten
word of those who would seek to
stop us.

RYEFIELD

Stop us, but why?

LONGSWIMMER

As I said before, not all creatures
wish to see the stones united and
the humans saved from themselves.
Stay away from these bats, they are
up to no good.

BLACKWING

But why, what can they gain?

LONGSWIMMER

I will tell you more later. We must
go now and find water and shelter
from the heat. We shall travel by
night and be with you when we can.
Go straight to The Hill of the
White Horse and stop for no one.

The frog guards bow -- Longswimmer nods -- the frogs
disappear into the tall grass.

RYEFIELD

We better get going.
(to the fox)
Goodbye and good luck.

RUNNINGFIRE

Thank you all for saving my life. I
say, could you use another on your
journey? I wouldn't hold you back
of course. Those darn hounds have
made life in this valley
intolerable.

RYEFIELD

What do you guys think?

BLACKWING

The more the merrier.

TOADY

'ees got ta catch is own food mind
ya.

RYEFIELD

It's settled. Welcome to the team.

INT. THE CAVE - CONTINUOUS

BLOODFANG

(red eyes -- silhouette)
I'll have those stones in my
possession and their bones resting
on the floor of my cave sooner than
they know.

EXT. THE MOUNTAIN TOP - LATER THAT DAY

Ryefield and company climb further up the mountain. They reach a pass that dissects two peaks and leads to the other side. White clouds encircle the mountain peaks.

INT. THE CAVERNS OF BLACK MOUNTAIN - SIMULTANEOUSLY

Deep within a dark cavern large, black mushrooms grow in clumps. Fungus glows with green phosphorescence offering the only light illuminating the gigantic, subterranean chamber.

Jewel encrusted stalactites cling to the lofty ceilings -- stalagmites dot the floor.

The walls are spotted with faded, charcoal drawings of bison, deer, wildcats and other extinct species.

An endless carpet of brown, quivering wing-covers and antennae stretch off into the darkness.

The floor appears to move and undulate. Armies of rats crowd in along the walls and passages.

An extremely large cockroach sits on a rock in a central chamber. It bends its long, needle-like antennae -- pulls them slowly through its multifaceted mouth.

A long stalactite stretches down from the ceiling. Covering the sides of the long shaft of stone are black, twitching bat bodies.

They cling upside down making bat radar CLICKING sounds. At the very tip of the stalactite Bloodfang hangs with wings folded neatly around her body -- looking down at the BOSS BUG.

BLOODFANG

And so, Boss Bug, our forces
 finally unite. We, who are of the
 night, the dark and the shadows.
 We, who for so many years and so
 many generations, have had to live
 out our lives in every hole, cave,
 or crack, beneath every rock,
 fallen tree and branch. In the
 lowest disease infested hole and in
 every fetid drain and gutter.

We, who are here this day will now
 combine our efforts to once and
 forevermore rid ourselves of those
 light loving, muck slinging, scum
 of the earth humans and any other
 creatures who might stand in our
 way.

The bat queen bears her long incisors and unfolds her large
 wings. With a SNARLING ROAR she clenches her wing claws --
 veins on her head expand to near bursting.

An UPROAR follows -- rat SQUEALS, roach RUSTLING and high-
 pitched CRIES of approval from the other bats.

They pound their wings upon the stalactites and ceiling. The
 Boss Bug appears unmoved.

BLOODFANG

So it is and so it shall be done.

The Boss Bug tilts its head -- a puss colored stew forms upon
 his mouth. The DISGUSTING YELLOW BLOB is about to fall --
 Boss Bug retrieves it with a single slurping suck.

The Boss Bug telepathically summons a small group of roaches.
 The roaches ascend the rock and gather in front of the their
 leader.

One by one they begin rubbing their wing covers -- a high
 pitch, violin-like sound is created.

It fluctuates -- wavers -- transforms into a synthetic,
 SCREECHING voice -- the thoughts of the supreme roach are
 conveyed.

ROACH LEADER

Well put queen bat, my feelings
 exactly.

(MORE)

ROACH LEADER (CONT'D)

When the humans finally succumb to their ignorant, polluting, self indulgent life- style we shall be there to deliver the final death blow by taking every last scrap of food and every last drop of drinkable water. The cockroach will once again rule the world, uh, along with the rats and bats of course.

All gathered begin to dance and sing a song called The Human Condition. The drawings on the walls spring to life. Animated stick figures of humans are chasing and killing animals.

SINGING RATS

There's a race of creatures ya see, Rumor says they use ta swing from the trees. That might explain the lack of conviction, what I'm talken 'bout here is the human condition.

They can spoil everything that they touch, their good intentions don't count for too much. A curious lot steeped in tradition, there's just that one thing, that human condition.

Oops there goes another species, Oops there goes a forest, a tree. Oops there goes an ecosystem. It's the human condition, how silly of me.

From the mountains to the deep blue sea, they're as busy as a creature can be. Given the gift that'll last to perdition, A lethal dose of the human condition.

I'm not the type ta be dropping names, Or pointing fingers and placing the blame. But there's no need to seek an admission, We'll chalk it up to the human condition.

Oops their goes another species. Oops their goes a forest, a tree. Oops their goes an ecosystem. It's just the human condition, how silly of me.

SQUEALS and commotion subside.

ROACH LEADER

Now, listen and listen carefully.
It has come to be known that there
is a movement already in progress.
A movement that seeks to revive the
ancient ways in order to warn the
humans and reverse their fate.

This must be stopped at any
sacrifice! For that we must depend
on you, queen, your subjects and
the rats. Find out what they are
planning and crush the efforts of
that meddling, green, pond slim and
his band of merry do-gooders.

BLOODFANG

Do-gooders?

ROACH LEADER

Yes, the do-gooders you let escape
from your cave.

Bloodfang's lips quiver into a snarl.

BLOODFANG

I swear to you, I'll find that
pious frog along with that over
grown rat and his group of misfits
and have their hearts gathering
mold upon my cave wall.

A CLAMOROUS approval from all -- the synthetic voice waivers
back.

ROACH LEADER

Look around at the images upon
these walls. The images of
creatures who were silenced forever
by the hands of our enemy. Soon we
shall permanently add a shadowy
likeness of a two legged creature
to join those upon the wall and on
that day our victory will be
complete.

A final THUNDERING CHEER.

EXT. THE OTHER SIDE OF THE MOUNTAIN - LATER THAT AFTERNOON

Ryefield and the others climb a tall rock and look down upon
the land beyond.

There is an old road -- rain puddles sparkle in the sun -- it winds through the green, rolling hills.

RYEFIELD

Guess we head on down.

One by one they start down the backside of the mountain. A host of wild flowers cover the slope.

A large June bug appears out of nowhere -- BUZZING and weaving -- just beyond Flytongue's reach.

TOADY

A Junie, go faster!

RYEFIELD

Hold on.

TOADY

Too slow, much too slow. Faster, OK, come ta pappa!

The road is steep -- they pickup speed -- almost reaching the insect. Toady's tongue flicks out -- misses the bug by inches.

The opossum stumbles and they roll down the hill finally landing in the gutter. Toady's head pops up then Ryefield's.

TOADY

Gone again.

The raven swoops low landing beside them -- Runningfire catches up.

RUNNINGFIRE

You two OK?

RYEFIELD

Just barely.

TOADY

Always limited by association.

BLACKWING

Look! Over there.

Far in the distance is a large hill. A great chalky-white outline of a horse in full gallop stretches out across the hillside.

RYEFIELD

That's it!

RUNNINGFIRE
Are we heading there?

RYEFIELD
That's the place all right.

TOADY
The place I saw when I....

RYEFIELD
When you what?

TOADY
None of your ear wax.

BLACKWING
Come on you two, daylights a
wasting.

EXT. THE HILL OF THE WHITE HORSE - LATE AFTERNOON

They have left the road traveling on a small forest trail.
The last sunlight of the day filters through the canopy high
above. It is a shadowy world filled with STRANGE NOISES.

TOADY
A cheery place.

RYEFIELD
What was that?

BLACKWING
Don't know.

RUNNINGFIRE
I don't know either.

A RAT HEAD pops out of the brush.

RAT LIEUTENANT
(Cockney accent)
You guys look a little lost.

The same head appears on the other side of the trail.

RAT LIEUTENANT
I said ya look a bit lost.

Shadowy movements in the brush all around them.

RUNNINGFIRE
We're not lost thank you very much.

RAT LIEUTENANT
 If you're not lost 'den what brings
 ya' ta 'deese parts?

Rat lieutenant leans with one elbow against a small tree --
 eyeballs Ryefield up and down.

RYEFIELD
 That's none of your business.

RAT LIEUTENANT
 None of my business! Brotha',
 everything 'dat goes on in 'deese
 parts is my business.

RYEFIELD
 Not everything.

TOADY
 Don't like 'is tone of voice much.

RAT LIEUTENANT
 I don't remember asking your
 opinion fungus fudge.

TOADY
 I'll give ya more 'den my opinion.

RAT LIEUTENANT
 Tell the little wart muffin ta clam-
 up, if'n 'ee knows what's good for
 'em self.

Toady makes a move toward the rat and is stopped by Ryefield.

RYEFIELD
 He's not worth it. Let's move on,
 we're loosing light.

RAT LIEUTENANT
 Suit ya self but I'd turn back if I
 was you. 'Dairs lots a queer, bad
 things 'dat go on up 'dair. I
 would, ah, hate ta see anything
 happen to ya. Specially you, little
 wart bag.

Rat disappears -- Ryefield and company walk on. They come to
 a clearing. A large, grassy common surrounds The Hill of the
 White Horse.

RYEFIELD
 Looks like we've arrived.

Blackwing takes to the air. A black cloud of hundreds of starlings erupts from the ground. The others climb the hill.

They reach the top -- a golden glow from the setting sun embraces the hill. They enter a Stonehenge-like ruin bordered by a ring of giant oak trees.

TOADY

Where we gona sleep?

RUNNINGFIRE

Accommodations look a bit spartan.

RYEFIELD

Over there.

There is a grass covered mound at the center of the ruin.

RYEFIELD

Look, there's a hole.

TOADY

You first.

RUNNINGFIRE

I'll go in and check it out.

Ryefield finds several fireflies and puts them through the hole. The fox crawls in following the insects.

A passage leads to a small burial chamber at the center of the mound. The floor is dry earth -- walls are stone. The fox comes out and reports.

RUNNINGFIRE

First rate sleeping accommodations laddies.

TOADY

Sleep, ah, what a word.

RYEFIELD

OK in ya go.

INT. INSIDE THE MOUND - LATER THAT NIGHT

They are asleep on the floor of the tomb. Suddenly the silence is broken by a low, steady DRUMMING. Moonlight filters through the entrance -- they awake.

RUNNINGFIRE

What's that noise?

RYEFIELD

Sounds strange and unnatural.

TOADY

Humans?

BLACKWING

Like no human I've ever heard.
Let's have a look.

Toady goes back to sleep.

EXT. OUTSIDE THE MOUND

The opossum, raven and fox leave the shelter to get a look.
Melancholy, ECHOING sound of bagpipes joins the DRUMMING.

Far below, a floating procession of translucent, green,
spirits emerge from the forest. Eerie, green mist covers the
ground.

The ghostly figures float across the common toward the slope
of the hill. Phantom shapes play bagpipes, their faces
contorting.

Ghosts of creatures of the forest are interspersed among the
human forms -- dancing -- keeping rhythm -- striking small
drums that hang at their sides.

INT. THE TOMB - SIMULTANEOUSLY

Moonlight floods through the opening of the tomb -- Toady is
SNORING loudly.

BLOODFANG

Well, well, we meet again little
wart bag and in such a lovely
place.

Toady's eye pops open.

TOADY

Opossum, 'dat you?

BLOODFANG

Guess again mushroom head.

A gooey, droplet falls from the mouth of the bat and
SPLATTERS on the floor beside the toad.

EXT. OUTSIDE THE TOMB - SIMULTANEOUSLY

RYEFIELD
Blackwing, keep an eye on them.
We'll get Toady.

The raven takes to the air -- the floating figures advance up the hillside.

INT. INSIDE THE TOMB - CONTINUOUS

TOADY
You.

BLOODFANG
Aren't you the clever one. Now,
where did we leave off?

One by one her long, black claws pop open. Ryefield and Runningfire bound through the vault opening.

RYEFIELD
Toady quick, we got ta leave!

Toady points to the ceiling.

BLOODFANG
So we meet again and such a
friendly little gathering.

RYEFIELD
We were just leaving.

TOADY
Yea, just leaving.

BLOODFANG
Nonsense, we have things to
discuss.

Ryefield and Runningfire eye the toad on the other side of the chamber.

BLOODFANG
I wouldn't if I were you. He'll be
a snack before you can say pop goes
the toad.

Hundreds of bats concealed in the darkness of the ceiling unfold their wings.

RYEFIELD
What do ya want with us?

BLOODFANG

Simple, we know about your little plan to stick that stupid rock back together.

RYEFIELD

But it's for the good of all. Without the stone we're all doomed. Humans will destroy the earth, us and then themselves.

BLOODFANG

Ah yes, a world without humans, a world for just a few select creatures who would be worthy of its bounty.

Green light filters in from outside.

RUNNINGFIRE

(whisper to Ryefield)
They're near.

BLOODFANG

You are very fortunate creatures. Fortunate that we met, fortunate that your group may join with us to rid the world of the useless creatures that tax our environment.

RYEFIELD

What are you saying?

BLOODFANG

I say join us and become cofounders of a new era where creatures of the night and darkness rule without the wasteful meddling hands of humans. Look around you. We have allies, very strong allies.

Cockroaches begin filling the inner walls of the stone room. Rat heads peek out from every crevice.

BLOODFANG

Join us and together, with the roaches and rats, we'll inherit the earth once the humans finish with their self indulgent follies. Just give us that piece of the stone you already have and help us find the remaining two. That's all the payment you'll need for entrance into our exclusive club.

She holds out her claw-like winged hand in a grasping motion. The glow at the entrance grows.

RUNNINGFIRE

The green ones are all but upon us!

BLOODFANG

So you see, it's simple, you are either with us or against us. Now, what shall it be? What shall it be?

RYEFIELD

Could we have some time to think this over?

BLOODFANG

You have no time! It will be yes right here and now or you and your friends will never leave this place alive!

RYEFIELD

We may be fighting for the same cause someday, but, today is not that day!

RUNNINGFIRE

They're here!

A green mist begins to fill the room. It turns into a swirling vortex in the middle of the earth floor.

It expands engulfing the entire room. A transparent emerald glow sparkles as it makes contact with the rocks on the walls.

The roaches and rats retreat into the holes and crevices. Toady is lifted into the air and moved to the entrance beside the others.

The queen bat and her companions are pinned against the ceiling by the force of the rising, rotating cloud of green mist.

RUNNINGFIRE

Let's go while we have the chance!

RYEFIELD

Wait a moment!

RUNNINGFIRE

Had the chance.

Blackwing flies through the entrance.

BLACKWING

Come quickly!

RYEFIELD

No, wait!

In the middle of the room the earth begins to rise in a swirling brown funnel.

A cone-shaped depression grows deeper and deeper with every revolution of the mini tornado. Something begins to appear.

A single piece of rugged stone is revealed. The spinning wind subsides -- a sparkling green mist hangs about the chamber.

The bats are curled up into knotted leather balls. An image is forming above the stone -- wavering into focus.

The transparent vision of a young, GREEN LADY floats before them above the pit. She wears a dress made of autumn leaves -- her hair is shocking red.

A ball of light flies through the room bouncing about -- pausing in front of Toady's face then taking up position by the side of the GREEN LADY.

BLACKWING

What's going on here?

The ball of light transforms into an image of a fawn. A voice rises gaining in clarity.

GREEN LADY

Is this not the object that ye seek, oh brave little friends? Thy quest has brought ye far yet farther more thou hast to go. Fear ye not and be light in heart.

RYEFIELD

Are you what we see before us now?

GREEN LADY

I was once this in truth. Now I am more and sometimes less, this night notwithstanding. We were as ye see in flesh once long ago. Guardians and caretakers of this place were we. Many a season has turned since. In years past these stones that now lay in ruins and the hilltop on which ye stand was but one of many receptors for the stone.

(MORE)

GREEN LADY (CONT'D)

That stone, in our time, laid
intact upon the sacred oracle a
great distance from here. This
place as many alike, was used to
convey the Great Power of thought
from the oracle to surrounding
lands.

RYEFIELD

We were told it was human ancients
like you that destroyed the stone
and its power.

A golden swirl of light spins over the stone -- it rises
slowly upward -- clears the edge of the pit -- lands softly
in front of Ryefield.

GREEN LADY

Thy speakest part in truth, but
only of a few. A few or less who
stood in guard of the great
communicator were, by it's power,
touched. Those who dwelt near the
stone were changed by its power
forever. All other creatures, human
and forest alike, lived in peaceful
harmony.

When the supreme oracle was
abandoned and the language stone
was cast down and broken the common
tongue between human and forest
creatures faded as a dream.
Mistrust and chaos labored hard
upon us and when the guardians fled
with the great oracle they found
this place in route. They hid a
piece of the great stone here and
silenced those who might tell of
it's location.

The fawn spectre floats forward.

FAWN SPIRIT

We were, here, once a happy lot,
human and forest creature alike.
This can be said anew if you can
but succeed.

GREEN LADY

Take this second stone back unto
the light of the world. Unite it
with the first found.

(MORE)

GREEN LADY (CONT'D)

Then look yonder for the third
 where waters meet trees. Where the
 water cradles the land as a quiver
 would an arrow. One of your kind
 shall greet thee there.

The room stretches and distorts then there is darkness.

INT. THE TOMB - MORNING

First light of day enters the hole -- birds chirp loudly
 outside. The opossum, raven, fox awake -- Toady is SNORING
 loudly.

BLACKWING

What happened?

RUNNINGFIRE

Was it all just a dream?

RYEFIELD

Look.

Points to the stone piece laying on the floor.

TOADY

Tasty June bug fat and sweet.
 (dreaming he rolls over
 with a smile)

RYEFIELD

It seems as if the queen bat and
 her friends are gone for now but we
 should be off just the same.

TOADY

Junie come ta papa.
 (still dreaming)

BLACKWING

I'll check to see if all is clear.
 (goes outside)

RUNNINGFIRE

How will we carry this thing?

RYEFIELD

Don't know -- let's wake sleeping
 beauty.

Nudges the toad with his paw.

RUNNINGFIRE

Rise and shine.

TOADY

I got ya!
 (he wakes)
 Blyme, ya ruin't me breakfast!

RUNNINGFIRE

It was just a dream.

TOADY

Real enough ta me.

EXT. OUSIDE THE MOUND - CONTINUOUS

The fox pushes the stone out the hole and down the hill. It rolls into the forest. They all make their way down the hill to the forest trail beside the stone.

The frog king appears before them with his guard. They bring a large bag woven from grass.

LONGSWIMMER

Hello and how was your evening.

RUNNINGFIRE

Memorable to say the least.

TOADY

To say 'da least.

RYEFIELD

The very least. I believe this is what we were looking for.

LONGSWIMMER

Good show, good show I say. Now let us be quick about it. Time won't wait for a world in trouble.

RYEFIELD

Or a bat dead set on making trouble.

LONGSWIMMER

True enough, true enough. That is why I've brought along the piece from the pond.

Longswimmer motions -- his guard bring the woven bag forward and turn it over. The first piece of stone falls out onto the trail.

LONGSWIMMER

Bring the other piece and set them together.

Longswimmer recites an incantation. A piercing, blinding light flies from the two pieces. They join as one forming part of an oval circle with an empty spot for third piece.

RYEFIELD

Wow! What happened?

LONGSWIMMER

These two are now joined.

(points)

There is where the third will go if it can only be found. Go now and fast. We shall meet along the way.

The king and his guard depart quickly leaving the stone and the bag.

RYEFIELD

If there was any doubt it's long gone. Let's get out of here before the queen and her friends decide to come back. Hummm...as an arrow in a quiver? Blackwing!

EXT. ON THE ROAD AGAIN - THAT AFTERNOON

Blackwing is flying high -- far below is the road winding its way through the forest.

A small village lies ahead -- she looks further, toward the horizon. There is an old stone abbey flanked by two rivers that meet to become one. She flies down to the others.

BLACKWING

I've found something!

TOADY

Bug?

RYEFIELD

What is it?

BLACKWING

An old human place between two waters.

RYEFIELD

That could be it.

EXT. THE VILLAGE - LATE AT NIGHT

Four heads pop up from behind a small mound. The opossum, fox, raven and toad look down into a small village.

The fox is carrying the stone in a grass basket that hangs around his neck.

TOADY

Well, what now?

RUNNINGFIRE

We have to find a way around or through it.

BLACKWING

I can fly the stone to the other side and wait for you.

RYEFIELD

It's too heavy. We have to haul it and this is the only way. There's just this place between us and where we need to go. Keep watch overhead and give a squawk if ya see something.

The raven flies -- they start down toward the village.

EXT. IN THE VILLAGE - LATER

They cautiously enter the village -- it is dark -- all the people are in bed.

They walk to the center of the village. Gas lamps burn up and down the main street. Several cats poke their heads from out of trash cans.

BIG RED CAT

Out for a moonlight stroll mate?

SMALL SPOTTED CAT

Yea, out for a moonlight stroll?

RUNNINGFIRE

You'd best mind your own business if you know what's good for you.

SMALL SPOTTED CAT

Aren't we touchy.

The big cat smacks the small one on the head -- small cat sees stars.

BIG RED CAT

Aren't we touchy.

RYEFIELD

We only want to get through here
and be gone.

BIG RED CAT

Well ya' better start getting
through a little quicker or you're
gonna be really gone. Old Malacon
will see ta 'dat mate.

Big red cat laughs -- points up the street to the edge of
town.

SMALL SPOTTED CAT

Yea, really gone.

The two cats disappear into the trash cans. Far up the street
are two hounds.

EXT. THE EDGE OF TOWN - SIMULTANEOUSLY

SMALL DOG

They've gone this way I'm sure.

Large dog sniffs the ground deeply -- pieces of earth are
sucked up into his nostrils -- he HOWLS.

MALACON

You again! This time my master
won't be here to intervene.

(to small dog)

To the hunt with speed!

The two dogs spring forward following the scent.

EXT. CENTER OF TOWN - CONTINUOUS

RUNNINGFIRE

Here, take this and go to the
bridge at the end of town. Stop for
nothing! I'll meet you there.

The fox hands the opossum the bag.

RYEFIELD

What are you going to do?

RUNNINGFIRE

Go before I change my mind!

Ryefield scurries off with the toad -- a wall of fog rolls in
from the river. They reach the wall of fog.

EXT. IN SKY ABOVE TOWN - SIMULTANEOUSLY

Blackwing's POV: Ryefield and Toady enter the wall of fog -- the fox scurries up a side street.

EXT. IN THE TOWN - SIMULTANEOUSLY

MALACON

We're close now, very close.
(howl)

SMALL DOG

There!

Small dog points -- Ryefield and Toady enter the wall of fog. The fox darts across the road into an alleyway. The dogs howl and pursue the fox.

RUNNINGFIRE

Come on you old bag of bones! Is that all you've got?

MALACON

I'll have you this time Red Hair!
(snaps at the fox's tail)

EXT. IN SKY ABOVE TOWN - CONTINUOUS

Blackwing POV: the fox, barely stays ahead of the hounds, leads them down one ally and up the next. The fox runs down a dead-end alley.

EXT. IN THE TOWN - CONTINUOUS

Runningfire reaches the end of the alley -- tries to scramble up a brick wall -- falls back breathless. The hounds stop within feet of him and slowly advance.

MALACON

Prepare to die. First we'll tear you to pieces, then your friends.

Blackwing flies into the faces of the hounds pecking and scratching. The fox escapes in the confusion.

Blackwing grabs a cloths line in her beak and entangles the hounds.

Malacon shakes loose -- a pair of nickers is on his head. One angry, red eye looks out through one leg hole of the underwear.

MALACON

Blasted bird! Come on, back to it!

Shakes off the nickers -- both dogs run from the alleyway.

EXT. BY THE RIVER - CONTINUOUS

The opossum and toad wander forward in the thick fog -- sounds reach them -- savage HOWLS and BARKING.

RYEFIELD

That doesn't sound good.

TOADY

No good at all!

RYEFIELD

We got ta get across that bridge.

They reach the river -- along the bank are leafless, gnarled trees. Branches have fallen into the water -- they reach up like bony grasping hands.

The fog hovers above the water. They follow the muddy river bank. The BAYING of the hounds draws nearer.

TOADY

Don't like 'dis place none.

RYEFIELD

Let's hope we get to the bridge soon.

Running paws coming closer -- out of the fog springs Runningfire.

RUNNINGFIRE

Move it laddies or you'll be on tonight's menu for sure. The raven has kept 'em busy for a bit but it won't hold 'em for long.

Runningfire takes the bag -- they race along the river bank -- a bridge looms ahead in the fog. They crawl up the bank onto the wooden planks of the bridge.

RUNNINGFIRE

Go on across. I'll prepare a little surprise for our canine friends.

EXT. IN THE SKY - CONTINUOUS

Blackwing POV: The dogs head out of the alley, down the street and into the fog toward the river.

The very top of the bridge rises above the fog bank. Blackwing flies to the bridge landing on the top trestles. There is the sound of the PATTERN of paws.

BLACKWING
Ryefield is that you?

The opossum and toad are on the far side of the bridge -- the fox joins them out of breath. The two dogs leap upon the planks of the bridge.

Their backs are arched -- their heads lowered with muzzles quivering -- slowly they advance.

MALACON
You've led us on a merry chase and now it's over.

RYEFIELD
What do we do?

RUNNINGFIRE
Hold fast.

RYEFIELD
Hold fast, have you lost your mind?

TOADY
Don't want ta be no doggy treat!

MALACON
Rip 'em ta pieces!

The dogs leap forward -- Ryefield and Toady are horrified. Runningfire is confident and composed.

Both hounds disappear. A second later there are two LOUD SPLASHES from below.

The others run to the side of the bridge. They watch the pair of hounds being swept away by the current.

RUNNINGFIRE
Dog-gone-it, you two should have looked before you leaped.

Runningfire tosses the planks over the side -- pats his paws together.

INT/EXT. THE HEATH - ABANDONED HERDER'S SHED - NEXT MORNING

Storm clouds gobble the rising sun. Ryefield and company are asleep in an old abandoned stone herder's shed. The thatched roof is fallen in.

The floor is piled with old straw. A rooster flies onto the window ledge CROWS LOUDLY -- they are startled awake.

TOADY
Noisy thing, ain't ya.

RYEFIELD
Time to rise and shine.

RUNNINGFIRE
Where are we exactly?

BLACKWING
Let's 'ave a look.

TOADY
Rise and shine indeed.

One by one they leave the shelter. In the distance are two rivers flowing together. Between the rivers is a large stone abbey. A formation of Mallards is flying overhead.

LEAD MALLARD
All right Mallards put your backs into it. Up down, up down. Steady as ya go mates.

EXT. THE ABBEY - THAT AFTERNOON

They walk on a cart path down a long hill toward a stone bridge that crosses the river to the abbey.

Rain begins to fall -- they cross the four arches of a large, stone bridge.

RYEFIELD
We should keep out of sight until night fall.

RUNNINGFIRE
What do you make of this?

The stone carried by the Fox begins to glow as they draw nearer to the abbey.

RYEFIELD
I think we're getting closer to the final piece.

TOADY
I'm get'n 'ungry.

BLACKWING
There's a place we could rest.

She points toward a mausoleum in the center of a cemetery.

RYEFIELD
Looks nice and dry.

They trudge single file through the iron gate of the cemetery toward the mausoleum. A stone gargoyle frozen in an evil snarl peers out from an enclave.

RUNNINGFIRE
(to Toady)
A relative of yours?

Toady studies the figure for a moment and grimaces, mocking the expression. All stand before a rusting grid of a stained-glass doorway.

They assess the situation for a moment -- check all avenues of possible entry. Ryefield's eyes fall upon a hole just visible above the grass.

RYEFIELD
That looks promising.

A piece of marble facade has been broken away. The opossum sniffs at the hole and disappears inside.

INT. INSIDE THE MAUSELIUM - CONTINUOUS

In the center of the mausoleum a coffin-size square of marble rises four feet from the floor.

On top of the square is a prone marble human figure with hands folded across its chest.

The far wall is filled with marble squares bearing dates and the names. Toady enters.

TOADY
Anything ta eat in 'ere?

RYEFIELD
This place gives me the creeps.

TOADY
What was 'dat?

There is movement -- paws scratch and shuffle from behind the marble square. A menacing looking shadows rises up upon the wall of the mauseliium.

TOADY
Bats! Run for it!

RYEFIELD

Wait a minute.

Suddenly a young, female opossum pops out from behind the marble square. Her eyelashes are long and her fur is white with a tint of auburn. Her name is AUTUMNLEAF.

AUTUMNLEAF

Gives you the creeps? I Don't know, I kind of like it here. It's dry and up until now peaceful and quite.

TOADY

Bliemy, another opossum rat.

RYEFIELD

Autumnleaf?

Ryefield's mouth drops open.

TOADY

(to Ryefield)

Hey, hey, you ok? You look like you swallowed a stink bug.

AUTUMNLEAF

Small world isn't it.

RYEFIELD

A wonderfully small world.

One by one the others enter. The fox is last carrying the stone. The stone's glow casts eerie shadows on the ceiling.

BLACKWING

Is the coast clear?

RUNNINGFIRE

I say old man, can we join the party?

RYEFIELD

(to Autumnleaf)

If it's ok with you of course.

AUTUMNLEAF

The more the merrier. What's that?

RYEFIELD

It's a long story.

AUTUMNLEAF

I've got the time if you have.

They settle in -- Ryefield begins his tale. Outside the rain builds POUNDING on the roof of the old mausoleum.

INT. MAUSELIUM - LATER THAT EVENING

RYEFIELD

And that's why we're here looking
for the final piece of the stone.

AUTUMNLEAF

So, the old tales are true.

RUNNINGFIRE

And then some.

AUTUMNLEAF

I would love to help if I can.

Ryefield has a dumb smile on his face. Toady smacks Ryefield.

TOADY

Say some'm stupid.

RYEFIELD

Some'm stupid...I mean, that would
be nice.

TOADY

(mocking)

'Dat would be nice.

AUTUMNLEAF

I can start by showing you the way
in.

EXT. OUTSIDE THE ABBEY - LATER

The night is black and rain is coming down in sheets. Thunder RUMBLES and lightening flashes as they walk toward the enormous stone abbey looming in the darkness.

A sole window is glowing high up on the building. Autumnleaf leads the way. They hear an owl and everyone stops except for Toady. Toady runs into Ryefield's rear end.

TOADY

Why don't ya watch where I'm go'n.

AUTUMNLEAF

Quite. A big owl hunts these parts.

RYEFIELD

In this weather?

AUTUMNLEAF

In all weather.

TOADY

Don't like 'dem owls none.

AUTUMNLEAF

Let's go but be mindful.

They continue down the side of the great building. As they round the back corner there is a flash of lightening.

A huge owl flies down at them. The owl grabs at them with its talons barely missing as they run to a large drain hole at the side of the building.

AUTUMNLEAF

In here, quick!

INT. THE ABBEY - CONTINUOUS

A grate in the middle of the floor slides to one side. Autumnleaf's head pops up -- she looks around.

AUTUMNLEAF

All clear.

One by one the others pop out of the floor. The room is a huge hall with row after row of pews on both sides. At the head of the room is an alter.

On the long wall on one side are huge stained glass windows. One window depicts St. George slaying a dragon. A flash of lightening backlights the figure.

AUTUMNLEAF

(to Toady)

Don't be scared, they're not real.

TOADY

Oh yea...I mean...I knows 'dat.
Hey, who ya call'n scared?

AUTUMNLEAF

It's OK to be scared, sometimes.

TOADY

Speak for ya' self!

RUNNINGFIRE

What a strange lot, humans. Always creating lifeless monuments to their existence, yet never able to live in harmony with what exists around them.

RYEFIELD

True enough my friend, true enough.

BLACKWING

It's time. Remove the stone.

The fox opens the bag around his neck exposing the stone. The stone THROBS with a green glow.

AUTUMNLEAF

It's beautiful.

RYEFIELD

I just hope it will lead us to the last piece. Move it around a bit.

The fox rotates the bag stopping at the alter. It glows with greater light.

RUNNINGFIRE

That way I'll bet.

RYEFIELD

Bet you're right!

They all scurry toward the alter and search for the stone.

BLACKWING

Nothing here.

RYEFIELD

Must be behind this wall

RUNNINGFIRE

It glows brightest here.

Points to a cupboard behind the alter -- they look inside. In the back of the small closet is a viewing hole door that opens to a room behind.

RYEFIELD

Come on.

Ryefield enters the closet and passes through the small hole. He lands on a table in a room beyond. Suddenly the group hears FOOTSTEPS. Someone is coming from the far end of the great room. There is a man holding a candle.

AUTUMNLEAF

Hide quickly, it's the human that
lives here.

Autumnleaf scurries through the hole followed by the raven.
The fox tries to enter but the hole is too small for him to
pass.

He removes the stone and tries again but the hole is still
too small. The VICAR draws near.

TOADY

Anytime now. Ok, now would be good.

Toady backs into the closet with the fox and unknowingly
stands on the glowing stone. To his amazement he can now
understand the human.

VICAR

(Scottish brogue)

'Ooouse dar? I says 'ooose dar?

TOADY

Toady.

VICAR

What man, what ya say?

TOADY

Name's Toady.

VICAR

W'at en God's goot name be ye
calling yourself, laddy?

TOADY

Toady, are ya deaf?

Vicar slowly smiles.

VICAR

All right, James, I'll give ye just
five seconds ta come oot or yal be
in big trouble.

(beat)

Ah, the peep hole.

The vicar heads for the doorway on the left. Toady turns to
the fox who is now stuck halfway.

TOADY

I got ta do everything myself.

Toady gets a running start and hits the fox square on the rump sending him flying through the hole. They both end up on the other side with the CRASH of falling objects.

BLACKWING

Over here, quick.

A heating grate swings open on the far wall. Blackwing motions.

RUNNINGFIRE

The stone! It's still up there.

RYEFIELD

Forget it! Come on!

The fox runs to the duct. Toady boldly ambles. Ryefield pulls him in as the vicar enters.

VICAR

I've goot ya now, Jimmy, ya little trixter. We'll be haven a talk with your moth_ Wait now, what's 'dis?

The window at the end of the room is open. Wind and rain are driving in. The vicar goes to the window, sticks his head out.

VICAR

Ya can run, laddy, but I knows where ye lives! Blasted kids.

Pulls his head back in and wipes the rain from his bald head.

VICAR

What's dis now?

A grass rope dangles from the peep hole. The vicar pulls out the bag with the stone. His touch stops the glow.

VICAR

Dis must 'ave been what da little devil was after. Some kind-a Celtic antiquity, but where in God's glorious nature did it coom from?

Studies the relic front to back.

VICAR

Looks like deres a piece missen I'd guess, oh well I'll be leaving dis one for the bishop to ponder.
(he leaves the room)

BLACKWING

What will we do now?

RUNNINGFIRE

I'm very sorry.

RYEFIELD

Don't sweat it. It could have happened to any of us. We'll just have to get it back. Autumnleaf, where does this hole lead?

AUTUMNLEAF

Throughout the innards of this place.

RYEFIELD

Good, let's go.

INT. THE ABBEY - THE VICARS QUARTERS - LATER.

Ryefield and the group are standing behind a grate somewhere within the abbey.

Outside the grate is a small bedroom. Emanating from behind a door attached to the bedroom are SINGING and SPLASHING.

There is a desk with book shelves on a far wall. On the top shelf is the bag with the stone protruding from inside.

VICAR

(singing from the
bathroom)

Oh dear what can the matter be
three old ladys got locked in the
lavatory they were 'dere from
Monday to Saturday nobody knew they
were 'dere.

(repeating)

TOADY

What 'da heck is 'dat noise?

RUNNINGFIRE

Sounds like a wounded creature.

AUTUMNLEAF

(points to bookshelf)
Up there.

RYEFIELD

All we have to do is climb up and
get it.

BLACKWING

I can fly up and knock it down.

The grate slowly CREAKS open -- singing continues. Blackwing flies up to the shelf, grabs the bag in her beak and drags it to the edge.

The fox grabs clothing from a chair by the bathroom door and bundles them in a pile on the floor.

RUNNINGFIRE

Something to cushion the fall. Come on just a little bit more, a little bit more.

The singing stops and the bathroom door suddenly opens. The fat vicar enters with a towel wrapped around the mid section of his dripping body.

VICAR

What in 'da blazes?

The bag with stone teeters on the edge -- it's stuck. Blackwing pulls at the bag as the Vicar moves closer.

RUNNINGFIRE

Come on quickly!

The bag suddenly comes free flying off the shelf to the floor. Blackwing flies straight into the face of the vicar. Flailing, he stumbles backward into the bathroom.

The fox grabs the bag with the stone and with the others runs for the duct opening. The vicar turns, drops his towel -- Blackwing nips at his bare, fat bottom.

VICAR

Ouch, ya bloody creature from 'ell!
Get away from me!

The vicar spins, stumbles backward and falls into the bath water with a LOUD SPLASH.

Blackwing circles the tub pecking at the vicars face each time he sticks his head above the water.

RYEFIELD

All's clear, let's go!

The raven flies through the bathroom door, swoops into the duct and SLAMS the grate behind her.

INT. OFFICE BEHIND THE ALTER - MOMENTS LATER

The duct grid flies open -- the group exits the duct.

RYEFIELD

Let's find the last piece and get
out a' here. Pull out that stone.

The fox holds out the bag with the stone -- the stone glows
brightly.

BLACKWING

Must be 'round here.

TOADY

Yea, but where?

They move to the center of the room -- the stone glows
brighter -- move it to the wall -- it glows less.

AUTUMNLEAF

(taps the floor)
Sounds hollow. Maybe there's a way
in.

RUNNINGFIRE

Let's give it a look.

Autumnleaf and Runningfire pull back an old carpet.
Underneath is a trap door with an iron ring handle.

RYEFIELD

Eureka!

They tug on the rusty handle -- finally it gives -- the door
lifts. The cobweb encrusted door slams over with a BANG. Dust
flies into the air.

AUTUMNLEAF

Let's go.

The wooden stairs are steep ending at an earthen floor on the
bottom. There are old chairs, boxes of books and old wine
casks. The walls are made of stone.

In the darkness are two arched roofed passageways.
Runningfire moves about the room observing the glow from the
stone.

RUNNINGFIRE

Looks like we take a stroll down
one of these.

TOADY

I was afraid you'd say 'dat.

The fox moves from one to the other -- the stone glows brighter.

RUNNINGFIRE

Down that one.

There is an ominous echoing HOWL.

INT. THE TUNNEL - LATER

Water DRIPS from the arched stone ceiling. Their faces are bathed in the glow from the stone. Strange distant NOISES ECHO down the passageway. The stone glows brighter.

RYEFIELD

We're getting closer.

They pass a section of wall and the stone brightens.

RUNNINGFIRE

It looks like this wall has been sealed up.

AUTUMNLEAF

It must be in there.

They hold the stone to the sealed up doorway and the glow intensifies.

TOADY

In 'dere? It has ta be in 'dere.

BLACKWING

How do we get inside?

The fox lays down the bag containing the stone.

RUNNINGFIRE

I'll have a go at it.

Runningfire digs at the base of the sealed doorway. A hole grows deeper as dirt flies. Several stones begin to loosen.

RYEFIELD

Great, keep it goin'.

The opossum joins in.

TIME PASSES

The stones are removed from the entrance. The room beyond is musty and black. Runningfire sticks his head and the stone through the opening.

The room is illuminated in a wash of green. The back of the chamber disappears into the darkness.

A tangled weave of dust and cobwebs covers skulls, ribs, and vertebrae piled high across the floor. The bones mingle with tall, blunt, rocky obelisks. The stones tower above the bones.

The room has the appearance of not having been entered for centuries. A narrow trail, through the bones, leads toward the far end of the chamber.

AUTUMNLEAF

What in nature's name is this place?

RYEFIELD

Don't know, but the sooner we find what we came for the better.

TOADY

Better if sooner.

RUNNINGFIRE

Not a cheery place indeed.

The sound of RUSTLING and HIGH PITCHED SQUEALS echo into the chamber.

TOADY

What was 'dat?

RYEFIELD

It wasn't another opossum I can tell you that. Let's have a look around and make it snappy.

The fox leads the way down the narrow trail between the bones. Large webs sweep down from the ceiling.

RUNNINGFIRE

It's getting brighter and brighter!

The glow from the stone is blinding as the fox reaches the center of the room.

RYEFIELD

Wait! Stop right there!

AUTUMNLEAF
Must be buried.

RUNNINGFIRE
Let's dig and see.

They start digging a hole -- Toady is supervising.

TIME PASSES

They have a deep hole in the center of the chamber.

AUTUMNLEAF
Nothing.

TOADY
Deeper, come on.

Toady looks into the hole. His hands are on his hips.

RYEFIELD
It's gotta be here.

Ryefield wipes his brow and by chance looks up at the ceiling. The missing piece is stuck there glowing brightly.

RYEFIELD
Well now, what a ya know!

TOADY
How do ya' get it down now 'dat ya
gots such a big hole beneath it?

They all look at the toad.

INT. CEILING OF THE CHAMBER - LATER

Toady is balancing on Blackwing's shoulder's -- Blackwing is balancing on Autumnleaf's head.

Autumnleaf is balanced on Ryefield's shoulders -- Ryefield is balanced on Runningfire's shoulders. They wobble about like a crazy totem.

RUNNINGFIRE
Steady now, steady.

TOADY
Don't like 'dis one bit!

Toady whips back and forth grabbing at the stone.

RYEFIELD

Reach for it when I count ta three!
One, two, three!

Toady makes a desperate grab. The others fall into a pile at the bottom of the pit. Toady is left hanging from the stone.

TOADY

Hey! Get me down from 'ere!

The stone slowly pulls away from the ceiling -- Toady dangles by his finger tips.

TOADY

Nice stone, pretty stone, stay
stone.

Dust falls, the fox sneezes and the stone falls with Toady.

TOADY

Holy grasshoppers!

He hits the others with a thump -- a cloud of dust fills the pit.

TOADY

Got it!

All around the edge of the pit are the red glowing eyes of rats. On the walls and bones are carpets of roaches. A large rat moves to the front of the pack.

RAT LIEUTENANT

Will be taken dat and 'da utter,
t'ank ya very much.

They are surrounded. Ryefield looks to the dark end of the chamber.

RAT LIEUTENANT

Don't even t'ink about it. 'Dares
no way ya getten out of 'ere, ah,
alive 'dat is.
(snicker)

RYEFIELD

Guess you're right. It's over, give
'em the stones.

RUNNINGFIRE

You can't be serious.

RYEFIELD

(winks)

I said it's over, give him the stone.

TOADY

I'll give 'em the stone alright. Come down 'ere and I'll give ya what for.

RAT LIEUTENANT

Promises, promises. Dare be plenty of time for dat later wart muffin. Right now I wants me stones.

RYEFIELD

Like I said, give it to him.

Runningfire removes the bag from around his neck and throws it into the air.

RAT LIEUTENANT

Out of the way. I've got it, I've got it.

Bag and stone hit the rat's with a THUMP -- the rat is knocked silly. Blackwing grabs Toady by his arms and flies into the air. She circles the room with Toady's legs flailing.

The opossums and the fox leap from the hole -- Runningfire grabs the stones.

It's a mad scramble to the dark end of the chamber with rats in hot pursuit.

TOADY

Get me down from 'ere!

BLACKWING

Back there, maybe there's a way out!

At the far end of the chamber white marble steps lead upward. The group gathers at the bottom. The rats advance quickly.

RUNNINGFIRE

Now what?

RYEFIELD

Don't think we have a choice.

AUTUMNLEAF

Up and step on it!

They climb the white steps up and up. The stairs dead-end inside of a low, white marble box with no visible way of escape.

RUNNINGFIRE

We're trapped.

AUTUMNLEAF

I know where we are. We're inside of the burial house.

RYEFIELD

Lift me up.

Ryefield crawls onto the back of the fox. He can see through a crack into the mausoleum.

RYEFIELD

We got to move this.

RUNNINGFIRE

Get down!

The fox puts his paws against the top of the slab and pushes. It doesn't budge -- he tries again -- slowly it begins to rise.

RUNNINGFIRE

The stone, put in the stone.

Autumnleaf crawls on top of Ryefield and wedges the largest stone. Runningfire falls exhausted.

RYEFIELD

(calls down the stair
well)

Blackwing!

Rats are almost upon them as the raven flies up the stairs with Toady. His feet are kicking rat's heads as they fly up. They land on the top step.

RYEFIELD

Up ya go.

The toad is passed through the opening, then the raven flies up and through -- Autumnleaf is next.

RYEFIELD

Ok fox it's your turn.

RUNNINGFIRE

I'm afraid that I won't fit old man. You better get while the getting's good.

RYEFIELD

I'm not going without you.

RUNNINGFIRE

Don't be silly someone has to see this through. They're coming now go!

RYEFIELD

Come on, we can make it together.

RUNNINGFIRE

Climb up and help me through.

The fox lifts the opossum and Ryefield squeezes through. Rats gain the top stair -- Runningfire snaps his jaws driving them back.

RYEFIELD

Come on, you can make it!

RUNNINGFIRE

Not this day I'm afraid. Live well, walk in peace and always guard the way home.

The fox shoves the bag and stones through and the slab CRASHES down. Sounds of a great fight can be heard coming from within.

Ryefield and Autumnleaf pound and push on the slab -- it does not budge. Suddenly there is silence.

INT. THE FOLLOWING MORNING

A small blue mini cooper pulls up beside the abbey. A squat women with red hair gets out pulling a red headed boy by the ear toward the door of the abbey.

THE BOY

Ouch, let go a me ear mum.

RED HAIREED LADY

James, ya got a lot of explainin' ta do to da vicar you little mischief maker.

INT. INSIDE THE MAUSOLEUM - SIMULTANEOUSLY

A rooster CROWS as five frogs enter the mausoleum followed by their leader. Longswimmer looks around.

LONGSWIMMER

Where is the fox? Did you run into more trouble?

RYEFIELD

Trouble? We lost our friend!

Ryefield turns away. Suddenly the morning sun streams through a vent hole in the wall of the mausoleum.

The marble slab is set ablaze with light. Longswimmer steps forward placing his hand in the light.

LONGSWIMMER

We are all children of this, beneath it we live our lives in every burrow, pond and tree, on every mountain, in every great body of water, in every valley, field and forest that exists. We are all children of the morning sun, creatures and humans alike, this, the first sun, that brings us back the promise and warmth that is taken by the night.

I am truly sorry for your friend, but I will tell you now what I told you first: If this mission is not successful we shall all pass away, never to be touched again by this beautiful, loving light. Our children and their children shall never live to part the dew-covered grass in the meadow or feel the summer's gentle breeze caress their faces.

Not even the rats and bats that fight against our cause will live to enjoy the fruits of their misguided, devious efforts. They are only a means to an end being skillfully manipulated with their own greed on which the boss roach depends. Those brown insects know they will be the only ones strong enough to survive what will come if this mission fails.

(MORE)

LONGSWIMMER (CONT'D)

(touches Ryefield's arm.)

My good friend, it is a heavy burden that we share, a burden of making decisions that affect the lives of those around us. You have guided your group well, Ryefield. Lesser creatures would have turned and run against the adversities that you all have faced. Be proud of what you have done and never forget the sacrifice that Runningfire made so that this cause could be won.

AUTUMNLEAF

He's right, you owe it to him.

RYEFIELD

(nods his head)

Here then. This is what Runningfire gave his life for.

Ryefield places the stones side by side. Longswimmer speaks in a strange tongue and pushes the stones together.

A blinding fork of electricity springs from the union. The mausoleum fills with an intense, pulsating green light.

The floor vibrates, several marble statuaries fall from enclaves on the wall and break into pieces. The floor beneath the stone pieces begins to smoke.

The strong tremor lasts for several minutes then gently subsides. The entire stone is now united into one oblong, egg-shaped piece with an ancient script running in rows across its face.

LONGSWIMMER

So it was promised, so it is done.

AUTUMNLEAF

It's beautiful.

BLACKWING

Yes it is.

TOADY

We did it!

Ryefield extends his paw but does not touch the stone's surface.

RYEFIELD

Not quite yet. Now what?

LONGSWIMMER

Let the stone be your guide. Follow
it to the mouth of the oracle,
place it there and let nothing stop
you or we are all doomed.

The king exits followed by his guards. Ryefield and the others follow squeezing out the hole. The frogs vanish into the tall grass.

Ryefield holds up the stone to the four directions. When finally he points it north it glows and vibrates.

RYEFIELD

This way.

Four small figures stand against a vast landscape and a very long, winding road.

EXT. ROADSIDE - LATER THAT DAY

On the side of a paved road heading north -- around them is a thick forest. They travel on.

EXT. THE MOORS - THAT AFTERNOON

A flat, featureless area stretches off to the horizon.

TOADY

No trees, don't like places without
trees. 'dis place just don't look
friendly.

RYEFIELD

I agree with you on that one.

Blackwing lands beside them.

BLACKWING

Do we cross or do we go around?

RYEFIELD

It's too big to go around, besides,
the stone is pointing this way.

EXT. THE RABBIT WARREN - THAT EVENING

The sun sets -- they are deep into the moors. Ahead is a large grass mound with a crumbling stone wall at its base.

BLACKWING

We could pass the night there.

TOADY

No trees, no stumps, no good for
nothin'.

RYEFIELD

It'll have to do.

AUTUMNLEAF

Looks like we won't be alone.

They enter through a fallen portion of the wall. Numerous
holes dot the mound from top to bottom.

A large rabbit stands on his hind legs and THUMPS the ground
hard with his rear paw. Other rabbits appear.

RYEFIELD

Good evening, is this your home?

RABBIT LEADER

Of course it is. This warren has
been ours for a thousand
generations.

TOADY

You've been busy.

RYEFIELD

We would like to stay the night.

TOADY

We'll be out of your "hare" by
morning.

The rabbit leader consults with his lieutenants.

RABBIT LEADER

You may stay this night but we can
not offer strangers the run of our
tunnels. I'm sorry but you must
sleep out here.

RYEFIELD

That's more than kind of you.

They ascend the mound and lay down between two large rocks
encircled by tall grass.

AUTUMNLEAF

This will do quite nicely.

TOADY

Ain't no stump I can tell ya.

In the last light Blackwing flies in. The wind is gusting hard from the north.

BLACKWING

It's a tough night for a bird to be abroad.

RYEFIELD

Sleep my friends you'll need it come day break.

They settle in -- night falls over the moors. FROGS AND CRICKETS begin to sing in the marshes.

The wind dies down and a fog rolls in around them. The mound becomes an island in a sea of white.

Ryefield settles in for the night. The stone glows softly and emits a low, VIBRATING HUM.

Ryefield drifts into sleep -- the Green Lady from The Hill of the White Horse shimmers before him in a dream.

GREEN LADY

Thy journey has been hard, I know,
yet take ye this to heart, for all
that thee and thine have done has
brought ye closer to your homes and
to a world much the better and much
the safer. Remember this, things
are not in truth as they may seem
and seldom exactly as we would wish
them to be.

However, do not despair. When once
a wrong is made right, patients
will reward with truth and honor.
The oracle awaits thee ahead where
the ring of water guards the walls
of the ancients. Beneath heaven's
tears that have gathered unhindered
throughout the years, the stone
will be placed by the sovereign
hand, the sovereign hand.

(echoes to silence)

Ryefield is jarred awake -- everything is dead quite. Toady pokes Ryefield in the ribs again.

TOADY

Did ya 'ere 'dat.

RYEFIELD

Huh?

TOADY
Did ya 'ere 'dat?

RYEFIELD
Hear what?

TOADY
Hear nothin'.

RYEFIELD
How can ya hear nothing?

TOADY
If ya hears somethin' and it stops
den ya hear nothin'.

Ryefield wakes the others.

RYEFIELD
Blackwing, Autumnleaf.

AUTUMNLEAF
What is it?

RYEFIELD
It's nothing.

BLACKWING
Then why did you wake us?

TOADY
Oh brotha'.

RYEFIELD
Something has frightened the frogs
and the crickets.

TOADY
What was 'dat?

BLACKWING
Wings, I hear many wings.

Ryefield holds up the stone from it's pouch. The glow reveals thousands of bats filling the sky above them. Bloodfang stands on a large rock beside them.

BLOODFANG
Good evening!

TOADY
Ba-ba-bats!

BLOODFANG

How observant my little pin cushion.

RYEFIELD

Now what do you want?

BLOODFANG

I'm starting to sound like a broken branch swinging in the breeze. You know darn well what I want and I want it now or you're not getting off this rabbit keep alive!

AUTUMNLEAF

Not very nice is she.

BLOODFANG

Darling you have no idea how nasty I can be. Now, my patience is running thin! Give me that cursed stone! I-want-that-stone-now!

A pebble whizzes through the air and hits the queen between the eyes. She swoons as Toady slaps his hands together.

TOADY

You ask for it and ya got Queeny. 'dats for 'da cave and 'dis ones for me pleasure.

Toady winds up and throws. Another pebble hits the queen bat knocking her off the stone. Toady spits on his palms and rubs them together.

RYEFIELD

Toady!

TOADY

Yea baby, two for two. 'Dats what I'm talking about.

BLOODFANG

(pulls herself up)

You'll all pay for that one. Finish them and take the stone!

The bats circling overhead descend upon the group. The queen recovers and joins them.

RYEFIELD

We need cover or this is it.

Suddenly the ground below them gives way. They fall into the interior of the rabbit warren. The queen bat dives, misses her intended target and slams into the rock.

BLACKWING

That was a lucky break.

RABBIT LEADER

Luck had nothing to do with it. We thought you could use a little help.

The bat queen staggers to the edge of the hole. On her forehead are two large lumps.

BLOODFANG

You've done it again, haven't you. But I've not played all my cards. There's a certain fox who would like to think that his friends value his life over a stupid stone.

RYEFIELD

Runningfire! He's alive?

BLOODFANG

Just barely and if you don't deliver the goods before the next day is done he'll be less than that, I can assure you.

RYEFIELD

What are you saying?

BLOODFANG

Don't play stupid with me. A days fast walk from here is a large, ancient castle. Bring the stone there by night fall or you'll never see your friend alive again.

She flies away knocking dirt into their faces.

INT. THE RABBIT WARREN - MORNING

RYEFIELD

Thank you for coming to our aid last night.

RABBIT LEADER

We would have acted sooner if we had known of your quest.

Longswimmer along with entourage enter from a side tunnel.

LONGSWIMMER

Hello my friends. We arrived last night and took the liberty of informing our hosts. Tomorrow, with all that is good and willing, the stone will once again sit upon the oracle.

RYEFIELD

It may not be that easy, your Majesty.

LONGSWIMMER

Take heart, we are very close to the completion of our goal, and for this much I thank all of you. However, as close as we may be, so our tasks and our decisions become that much more difficult.

(looks at Ryefield)

Therefore we need not be afraid of what we must do and what we know is right. Follow what your heart is telling you. Then this mission will succeed and our place and the place of each and every creature, human alike, will be assured.

Assured so that every child; furry, scaly, slimy or otherwise, can have a future and live within the blessings of the Great Awareness. I caution all of you that although it may be necessary to regard the single rock or tree always, always, keep in sight the entire mountain and forest.

TOADY

What did 'e say? We got ta climb another mountain?

EXT. THE MOORS - ON THE ROAD TO THE CASTLE - THAT AFTERNOON

Dark storm clouds cover the sky -- the wind is blowing hard.

Toady rides on Autumnleaf's back while Ryefield labors carrying the stone. Blackwing is high above them.

RYEFIELD

Tough going against this wind.

AUTUMNLEAF

True, but we have to push on if we want to make it by sundown.

TOADY

At least it's not raining.

There is a rumble of thunder -- it starts raining. The raven flies down.

TOADY

Oops, sorry.

BLACKWING

There is a large, stone, human place not far from here.

RYEFIELD

That must be it.

The rain increases with intensity as daylight fades.

RYEFIELD

We don't have much time left.

The rain is coming down in sheets driving into their faces. Blackwing is walking with them. The ground gives way beneath Ryefield. He disappears below water and peat.

Autumnleaf and Toady are up to their necks. Blackwing flies away barely escaping.

Bubbles rise where Ryefield went down. Blackwing flies over the bog and snatches Toady from the trap. Autumnleaf sinks down to her nose.

BLACKWING

Hold on I'm coming.

She gathers up grass in her beak and quickly braids it into a long rope. With the rope Blackwing pulls Autumnleaf to safety.

AUTUMNLEAF

Where's Ryefield?

They search and see a small nose sticking up above the bog.

BLACKWING

There! Over there! I'll get em!

Blackwing flies out with the rope. Jaws SNAP upward grabbing the rope. Ryefield is pulled to safety.

RYEFIELD

I've lost it. I've lost the stone!

He shows them the empty bag.

AUTUMNLEAF

I've got an idea. At least we might
have a chance of saving the fox.

Autumnleaf picks up a moss covered rock and places it in the bag.

EXT. THE CASTLE - LATER THAT EVENING

The group approaches a large, stone castle. Lightening flashes highlight crenelations high on the walls. Rats watch their advance.

A wide mote encircles the castle -- a long, wooden footbridge is the only way over. At the head of the footbridge is a guard shack. In the guard shack a lone man is asleep.

AUTUMNLEAF

OK, you all know the plan. Let's
just hope that it works.

Toady lags behind.

BLACKWING

Come on let's go.

TOADY

Don't feel like goin'.

The others sneak under the window of the snoring guard. There is a big sign over the footbridge.

INSERT - SIGN

"PROPERTY OF THE NATIONAL TRUST,
TICKETS REQUIRED BEYOND THIS POINT,
CLOSED AFTER 5 PM, CUE HERE FOR
TOUR."

The group crosses the bridge cautiously. The rain blasts them in falling sheets.

BLACKWING

We have to go, what's wrong?

TOADY

Nothin' wrong.

BLACKWING

I see.

(reaches under her wing)

TOADY

What's 'dat?

BLACKWING

A magic pebble. When I was little and...reluctant to leave the nest, my mother gave me this. She said that within it was a power that would help in difficult times. She said that all I had to do was squeeze it and believe.

Blackwing places a perfectly round, jet black pebble in Toady's webbed hand. The shiny pebble sparkles in the lightening flashes.

TOADY

What will ya do wid' out it?

BLACKWING

I don't need it any more. I was just holding onto it so one day I could pass it on to someone and today is that day. Let's go.

Toady shuts his eyes tightly and squeezes the stone.

TOADY

(whispering to himself)

I believe, I believe, I believe.

They catch up to their friends. The entire group enters the castle beneath the huge arches of the main gate.

Inside, the castle they are sheltered from the rain. Wind is whistling down the passageways.

The castle entrance is high and wide. A multi arched ceiling is riddled with holes and enclaves. Hundreds of eyes are watching them.

Something scurries from the darkness. A lone rat appears with a bandage around its head.

RAT LIEUTENANT

Well, where is it? 'and it over right now and ya might get out a 'ere in one piece or maybe two!

RYEFIELD

We're here to make a deal with the Queen bat not you.

RAT LIEUTENANT

You're an anxious bloke aren't ya.
Very well, suit ya self. Follow me
'den and be quick about it.

The rat scurries up an open stair case that hugs the wall. They climb up and up until reaching the very parapets of the castle.

Rain is blowing hard across the ramparts. LIGHTENING CRASHES over the desolate countryside.

They trudge on toward a large tower at the corner. The rat disappears inside the tower door.

TOADY

Ain't gotten' me in 'dere.

AUTUMNLEAF

Toady's right I don't know if I trust this.

RYEFIELD

I don't know if we have a choice if we want to save our friend.

The rat comes back out.

RAT LIEUTENANT

Come on, in 'dere and 'urry. Queeny don't like being kept waitin'.

The rat lieutenant disappears into a hole. Ryefield pats the fake stone in the bag around is neck.

RYEFIELD

I'll go in first. You're right there's no telling what's waiting for us.

TOADY

Won't be good whatever it is.

BLACKWING

Be on your guard.

TOADY

Don't trust 'dem rats or bats for nothin'.

AUTUMNLEAF

Ryefield.
 (beat)
 Be careful.

The door opens and the rat lieutenant appears again.

RAT LIEUTENANT

Get in 'ere or the deal is off!

Ryefield enters.

RYEFIELD

Runningfire, are you there?
 (beat)
 Fox are you there?

Ryefield begins to take another step as a voice ECHOES up from below.

RUNNINGFIRE

Run, it's a trap!

Ryefield falls into darkness. His downward motion is stopped with a sudden, snapping jerk. The bag strap snags a wooden beam.

Ryefield is dangling from the very top of the tower four stories up. All floors are crumbled away leaving only a small ledge running around the edge of each.

Arched windows are open to the outside. Rain is driving in -- a fine spray floats to the bottom.

BLOODFANG

It's about time! Let me see it!

RYEFIELD

As you can see I'm in no position to do that, besides, I haven't seen the fox yet.

BLOODFANG

Oh, very well then, down there by the base of the tower.

The lightning lights up the floor of the tower where Runningfire is laying bound and tied.

RUNNINGFIRE

Get out while you can! It's a trap!

BLOODFANG

Oh how melodramatic, please,
someone shut that neon fur ball up!

A rat scurries in, kicks the fox and places a bag over his head.

BLOODFANG

Now, show me the stone or I'll give
the signal and the wall beneath you
will crumble down on top of your
friend.

The queen bat nods and several large stones fall CRASHING to the floor barely missing the fox.

Ryefield works his way back up onto the ledge, opens the bag and removes the fake stone. There is a large flash followed by a CRASHING BOOM.

The moss on top of the fake stone appears to glow in the light. The queen bears her fangs with a pleased smile.

BLOODFANG

Finally I can put this bit of
business to bed. The others, where
are they?

RYEFIELD

Do we have a deal or not?

BLOODFANG

We have a deal all right.

The door flies open. Autumnleaf and Toady are driven in by rats and swarming roaches. Blackwing is missing.

BLOODFANG

I love bringing friends together,
don't you?

(beat)

Wait a minute. Where is that
blasted, overgrown, blackbird?

AUTUMNLEAF

Beats the heck out of me.

BLOODFANG

Ah, the other over grown rat.

AUTUMNLEAF

Opossum to you!

BLOODFANG

Whatever deary.

(looks at Toady)

And you my little wart bag. We have
some unfinished business, you and
I.

Bloodfang rubs a bump on her forehead. Toady squeezes the
pebble in his hand.

TOADY

I believe, I believe, I believe.

BLOODFANG

You're gona' believe all right.

(to the rats and roaches)

Get them and take no prisoners!

The tower explodes with the sound of a thousand bat wings.
From every crack and crevice swarms of CLICKING roaches move
in waves across the walls.

Rats by the hundreds pour onto the ledge. The door shuts
tight behind them. Thunder is pounding over head as the storm
builds.

The group is trapped on the narrow ledge. Rats slowly advance
on both sides. Bats begin to dive bomb.

Ryefield pulls a long, grass rope from the bag -- throws one
end down to the bottom of the tower and ties it off the
other.

RYEFIELD

Down you go.

AUTUMNLEAF

What about you?

RYEFIELD

I'll hold them off here, you go and
free the fox. Toady go with
Autumnleaf. Toady!

Toady has vanished. Autumnleaf crawls over the edge and down
the rope. She reaches the bottom, kicks a rat out of her way
and unties the fox.

Rats attack Ryefield. He kicks several away but takes a hard
hit from diving bats. He is driven against the wall.

Rats begin pushing stones from the wall. A slow, CRASHING
avalanche rains to the bottom.

Autumnleaf and the fox dodge the stones and start climbing back up the rope. Ryefield runs to the edge.

RYEFIELD

There, the doorway beneath me! It's your only chance!

The fox and Autumnleaf are halfway up. They begin to swing the rope toward the doorway. Ryefield is getting beaten down.

BLOODFANG

The rope! Chew the blasted rope!

Rats chew the rope as the fox and Autumnleaf swing closer and closer to the opening. Suddenly the rope snaps. Autumnleaf and Runningfire's momentum carry them into the doorway.

Ryefield is being hit blow after blow. The queen bat flies to the ceiling of the tower diving fast and hard.

BLOODFANG

Out of my way! I'll finish him off myself.

Bloodfang hits Ryefield driving him against the wall. She lands on the ledge and walks slowly toward the wounded opossum. One by one her claws POP OUT.

She raises her hand to deliver the final death blow. Toady emerges from a hole in the wall and jumps slamming into the Queen. She falls hard on her butt.

BLOODFANG

You little fungus head. Wait till I get my claws in you.

TOADY

Talk is cheap and you're even cheaper Queeny.

Toady dances around in a pugilistic manner. The queen eyes the bag with the stone and grabs it.

BLOODFANG

Finally you're mine, you're mine, you're mine!

Rats begin to advance on Toady.

RAT LIEUTENANT

OK bubble head, let's see ya get out ta 'dis one.

Toady spits on his palms, winds up and throws the black pebble. The Rat Lieutenant is hit squarely on the forehead.

RAT LIEUTENANT

Not again.

Rat's arms go slack, he twirls once and falls over the edge. The queen pulls the fake stone from the bag.

BLOODFANG

What! What is this? Why you
conniving ball of fur!

Bloodfang raises one wing and her claws pop out. As her claws start to fall upon Toady and Ryefield a dark shadow streaks down through the top window of the tower straight for the queen.

Blackwing slams into the queen. They both plummet over the edge in a tumbling battle and land with a LOUD THUMP at the bottom of the tower.

The tower wall begins to collapse. Large pieces of stone are raining down. Toady sees his pebble and snatches it up.

Ryefield and Toady ride a great wooden beam down jumping at the final moment into the doorway where the fox and Autumnleaf are waiting.

They narrowly escape as the roof, walls and the entire tower crumble down leaving a gapping hole in the side of the castle.

Ryefield runs to the edge and looks down -- restrained by his friends.

RYEFIELD

Blackwing!

The shiny, brown, unemotional eye of the Boss roach watches them from a hole.

EXT. THE NEXT MORNING

The sky is clear. They are high up on the parapets of the castle wall. The sun is cracking over the horizon in the east. Flocks of doves are flying overhead.

A LOUD CAW echoes through the air -- Ryefield and Toady's heads turn quickly to look. A small group of crows are raiding a nearby field -- expectations fade.

Ryefield stares at the crumbled pile of stones, the remains of the tower.

TOADY

Opossum...Ryefield is
Blackwing...is she...is she really
gone?

RYEFIELD

I'm afraid so my little friend.

AUTUMNLEAF

She was a true hero.

RUNNINGFIRE

Indeed she was.

(beat)

Thank you all for coming to save
me. I'm very sorry that your
friend...our friend, did not live
to celebrate this great victory and
the successful completion of the
quest.

RYEFIELD

Successful? I...I don't understand.

AUTUMNLEAF

Look, down there.

Thousands of bright green frogs are moving reverently over
the footbridge toward the castle's entrance. Out in front of
the procession are Longswimmer and his guards.

Directly behind them an oval, glowing object rides a top a
wave of frogs. It glows brighter and brighter as it nears the
castle walls.

RYEFIELD

It's the stone, but how?

The procession passes under the arch of the main entrance
reappearing on the courtyard side of the inner wall.

The frog king raises his webbed hand and the parade of frogs
halts beside an old well in the very center of the courtyard.

Longswimmer looks high up on the castle wall and raises both
hands in a victory clasp.

Autumnleaf acknowledges with a wave. The swarm of frogs moves
forward, gently pushing the glowing relic to the well.

LONGSWIMMER

We have brought what we thought was
lost forever.

(MORE)

LONGSWIMMER (CONT'D)

My fellow creatures and friends,
these good frogs helped us retrieve
the efforts of your sacrifice and
hard labors. And we are here today
only because of your faith,
perseverance and sacrifice. But I
must tell you now that the humans
may never truly realize what we
have done this day as they may
never embrace with joy what they
have always taken for granted.

But you and all your kind shall
rejoice in knowing that your
children and their's and their
children forevermore will play and
live in a better world. A better
world, where all manner of
creatures and life can be respected
regardless of size, color, smell or
place of origin. After this day
there will be a place for every
child beneath the morning sun to
live and breathe in a clean land,
free of the unnatural, free of the
unthinkable, full of understanding
and compassion from one creature to
another.

The first full rays of the dawn power over the horizon,
spilling into the courtyard through the entrance of the
castle, bathing everything in a golden glow.

Longswimmer signals to several frogs. They move forward and
push the stone up onto the edge of the well.

The light from the stone is blinding. Its brilliance melds
with the sun's.

LONGSWIMMER

And so it is done, so it shall be.

They push the stone further. It teeters and slowly falls into
the crystal waters, down, down, down to the oracle deep
below.

Nothing happens at first then a slow, VIBRATING RUMBLE builds
emanating from the well.

The giant, transparent spirit of the Green Lady rises up out
of the well and spreads her arms. She looks up at Ryefield
and the others, smiles lovingly and nods her head.

Green, electric pulses of light surge out from her in all directions. The water in the well glows green and boils until it overflows the top, sending a tidal gush out into the courtyard.

The castle walls shake and a shock wave reverberates out into the surrounding countryside.

The vibrations build into powerful tremors. The band of heroes hold on to keep from being thrown from the castle wall.

RUNNINGFIRE

This must be it.

RYEFIELD

Hold on!

Bolts of green electricity explode out across the land.

INT. LONDON - BBC - LATER ON

A news caster sits behind a news desk. A monitor shows Stonehenge then changes to a video clip of a farmer and sheep sitting down having a cup of tea.

BBC NEWS CASTER

Dateline Salisbury England. Tremors rock the Salisbury Plain as strange, green, electrical pulses hit the ancient ruins of Stonehenge. All over the country ancient stone circle sites have shaken and come to life while local residents claim that sheep, cows, pigs and other animals are talking.

INT. LOS ANGELES - CHANNEL 7 NEWS - SIMULTANEOUSLY

A news crew is out in front of a meat packing plant. They are pushing through a crowd to interview a cow.

CHANNEL 7 NEWS CASTER

Breaking news, this just in; At the Clover Leaf slaughterhouse in Vernon, killing is halted as all of the intended victims shock workers by requesting that their lives be spared.

COW

This is utterly criminal. We have rights too ya know.

INT. ATLANTA - CNN - SIMULTANEOUSLY

CNN news caster sits behind a desk behind her is playing a video of the running of the bulls in Spain.

There are several bulls who are refusing to enter the plaza del Toros in Pamplona.

CNN NEWS CASTER (O.S.)

It's no bull, the bulls are talking. Just hours before the renowned running of the bulls in Pamplona Spain, made famous by Hemingway's novel The Sun Also Rises, Bulls speak their concerns at being run through the streets of the Spanish city.

BULL

(Spanish accent)

This is a humiliating display of human superiority and cruelty. I for one will refuse to participate.

INT. RUSSIA, MOSCOW - SIMULTANEOUSLY

Provdra news team are out in front of the Moscow zoo. Disgruntled animals are yelling through the bars of their cages.

RUSSIAN NEWS PERSON

(In Russian)

Today in the capital the national zoo is shut down as the residents complain to their keepers about insufficient food rations and overcrowded conditions.

RUSSIAN BEAR

This is completely unacceptable. I would rather be shipped off to Siberia.

INT. NEW YORK - UNITED NATIONS - SOME WEEKS LATER

Longswimmer sits at a large round table with UN members from around the world. In front of him is a large name plate.

INSERT NAME PLATE:

ANIMAL KINGDOM.

UN SECRETARY GENERAL

Your Majesty Longswimmer it is my pleasure as Secretary General to appoint you to a special task force with representatives from various animal species and subgroups to investigate the allegations of improper disposal of human-made waste throughout the world as well as instituting a natural ethics code and a bill of rights for all creatures.

LONG SWIMMER

Thank you Mr. Secretary.

UN SECRETARY GENERAL

I have also convened an emergency meeting with representatives of the animal kingdom to discuss global warming, depletion of the natural environments around the world and a ban on all dumping of chemicals.

The Secretary stamps his gavel.

EXT. THE VALLEY - MORNING

The sun is shining brightly. Ryefield and friends return to their valley. They walk down the road, past the pond where their adventure had begun.

The barley in the field is waving gently in the breeze. In the pond baby frogs are once again playing.

The farmer is carting away the last of the poison barrels. They enter the woods where every creature comes out to greet them. They line the trail giving them a hero's welcome.

Toady rides atop Ryefield clasping both hands with his arms high above his head. Finally they reach Toady's home. Ryefield leans up against the old, oak stump.

RYEFIELD

OK my friend, this is where I leave you. I got a lot of sleep to catch up on.

(turns to Autumnleaf)

And a few other things as well.

AUTUMNLEAF

Do you think there's room enough for two opossums in this valley.

RYEFIELD

And a few more perhaps.

Toady dismounts and slowly climbs his stump.

TOADY

Home feels good, don't it?

Looks up at the swarm of insects, pollen and dandelion seed swirling in the shafts of sun light.

RUNNINGFIRE

What a beautiful valley. Do you have room here for a fox?

TOADY

Ya don't eat flies or June bugs do ya?

RYEFIELD

I know this place has changed little since we left but it feels different, very different. I only wish that Blackwing could have been here to see it.

Suddenly a strong breeze whips through the woods. Leaves are lifted taking the shape of a flying raven.

The shape rises off the floor of the forest up into the air. The breeze dies away and the leaves fall back to earth.

A silvery light continues up into the sky.

RYEFIELD

Allow me show you the best opossum digs in this whole valley.

TOADY

'Da only opossum digs in 'da valley.

Ryefield and Autumnleaf stroll off together and disappear into the woods.

RUNNINGFIRE

Cheery-Oh old man. Until the next adventure.

TOADY

Not too soon I hopes.

Runningfire turns and disappears into the brush. Toady sits alone in silence and opens his tiny webbed hand. In the very middle of his palm is the pebble that Blackwing gave him.

He stares at the gift as a tiny rivulet of water runs down his small cheek. The tear falls onto the rings of the stump where it is quickly absorbed.

Suddenly an unusually bright shaft of sunlight cuts through the trees. The stump is bathed in a sparkling, golden glow. A BUZZING sound comes from high overhead.

Toady looks up quickly clutching his pebble tight. His eyes turn to slits as stealthily he follows the June bug's flight. Lower and lower the bug descends until finally landing on the stump inches from Toady's face.

Toady leans forward close enough to strike then slowly his eyes open wide. He looks around, loosens his grip on the round, black pebble and lets the pebble roll away.

The pebble hits the June bug, scaring it up into the sky. Toady, smiling, watches the flight of the June bug up and over the trees of the forest.

EXT. THE VALLEY - SOMETIME LATER - MORNING

The sun is shining brightly. Birds fly about while rabbits hop and insects fill the air.

The farmer waves hello to the opossums, fox and toad as they stroll away.

Following behind Ryefield and Autumnleaf are two baby opossums trying to keep up as they walk toward the morning sun.

THE END