

DOCTOR WHO 5

Episode 2

By

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Blue Revisions

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1 SPACE

1

FX: A blaze of stars, panning down to a space ship! Huge, battered, industrial - more oil refinery than Enterprise. It's not stream-lined, it's chunky, cumbersome, an unwieldy construction of many, linked units, like a set of massive tower blocks bolted together. (NB. In all shots, we stay ABOVE the ship, never seeing below.)

FX: Cutting closer on a detail. A connecting walk-way between two "tower blocks". Through the windows we see man on bicycle heading along - a tiny figure against the stars, this ship is *huge!* We pan with the cyclist for a moment, coming to one of the tower blocks rearing up over us, a cliff of scored and tarnished steel. In massive letters, flaking a little with age: SURREY. Still panning, losing this tower block, now seeing other stretching back in linked series. YORKSHIRE. DEVON & CORNWALL. LONDON.

Under this, the most ordinary sound in the world - the ringing of a school bell.

CUT TO:

2 INT. CLASSROOM - DAY

2

A lofty, old-fashioned classroom - posters, wooden desks, books (no computers.) It's all a little battered and tattered. Everything on this vessel looks grand, but now threadbare - like a faded old seafront hotel.

Tracking to the back of the class, discovering:

TIMMY WINTERS. Like all the kids, about eleven or twelve. And he's scared, sitting tight in his seat, on the verge of tears.

Timmy's POV. The other kids are lined up single-file at the teacher's desk (we can't see the teacher from this angle.) As each one approaches the desk, we hear the Teacher's voice - deep, melodious, a bit artificial -

VOICE

Well done, Jane.
(Child dismissed)
Well done, Alfie.

On Timmy: still sitting, so scared.

(CONTINUED)

The line at the desk. Only two left to go. The Girl at the back of the line - Mandy - looks round, worried, at Timmy.

Jerks her head at him - come on!!

Reluctantly, Timmy gets up from his desk.

VOICE (CONT'D)

Very well done, Ranjit.

As Ranjit moves away from the desk (and follows the other kids out of the classroom) we cut closer on the "teacher". Mounted on the wall behind the desk is a unit we will come to know as a SMILER.

The top half of a mechanical man sits encased in a bell of glass, which projects out of the wall - i.e. just the front half of the glass bell and man proud of the wall. The lower half of the unit is ornate metal work, concealing the Smiler's legs, if he has any. It's a bit like of those creepy Fortune Teller machines at an old fairground.

Closer on the face - again just the front of half of the head projects through the wall: a handsome plastic face with fixed, gleaming smile. Mandy steps up.

SMILER

Well done, Mandy.

Mandy - with a worried little glance at Timmy - goes, heading out of the classroom.

Now - Timmy hesitates forward. Timmy: swallowing hard, really nervous now.

The Smiler: silence! Then *click! Click! clunk!* The Smiler's head revolves, revealing another face, now staring at Timmy. An identical face, but this one frowning with almost comical intensity.

Timmy: jolted back a step terrified. Gathers himself. Turns to go, heading to the door ...

From behind him *click! click! click!*

At the door Timmy turns - the Smiler has turned it's frowning face to watch him go.

CUT TO:

4

INT. VATOR JUNCTION - DAY

4

A junction of several corridors, again grand and faded. There are four sets of lift doors here, two Smilers mounted on the walls, flanking one of the lifts. Three of the lifts (Vators) are closed - kids are piling into the fourth.

TIMMY enters - and as he does so the Smilers *clunk* their faces round to frown. MANDY registers this, looks to Timmy, alarmed for him.

MANDY

You got a zero, didn't you?

Timmy shrugs, like it's no big deal.

TIMMY

Yeah, so?

MANDY

You'll have to walk home, then.

TIMMY

Walk to *London*? That's twenty decks!

Timmy's trying to head into the lift. Mandy's blocking him.

MANDY

You can't ride a Vator with a zero - you know what happens.

(steps closer, voice lowered)

You'll get sent below.

But he's just pushing past her to the lift -

- but a TALL THIN MAN, standing just inside is glowering at him (the rest of the lift is full of kids.) Steps forward, stopping Timmy entering. He's ancient, with a thin, weathered face, all creased like parchment. Dressed a bit like a monk, all in black, with a hood. There's a big, primitive-looking key hanging round his neck, like a watch. (We'll come to recognise these guys as Winders.)

TALL THIN MAN

She said you got a zero - you're not riding with us.

TIMMY

(To Mandy)

S'okay. We'll get the next one.

(CONTINUED)

But Mandy has slipped away from him, into the lift. She looks at him, ashamed, on the verge of tears.

MANDY

I'll see you at the market place. I'll wait for you.

The Vator doors start rolling shut.

Timmy. Alone now. Sound from behind him, turns. The two Smilers - their face are clunking round to Frowns -

- the lift doors between them roll open. An empty lift, just waiting for him.

Timmy: *gulp!* He heads into the lift ...

CUT TO:

Large elevator, clearly designed for many people. Again, a bit retro - big chunky controls. On one wall, another Smiler, sitting in its booth.

As he glances at it, the light flickers, and *clunk!* The head revolves to a frown.

Timmy just rolls his eyes. Trying so hard to be calm.

TIMMY

London, please. Floor 207.

The doors roll shut on Timmy. A cheery voice from a grille starts up.

CHEERY VOICE

Welcome to Vator Verse, sponsored by McLintock's Candy Burgers.

Timmy rolls his eyes. Not this! And suddenly the whole lift lurches! Timmy is flung, now gripping on to the walls.

The FLOOR DISPLAY. We're on floor 187 - and the numerals start spinning down!

CHEERY VOICE (CONT'D)

Man and Beast, by Angela Talwinning, age 13. This poem has been selected for your journey.

5 CONTINUED:

5

TIMMY

Why are you going down? No you're going
the wrong way!

The whole lift shaking now, Timmy gripping on to the walls.

Now, next the grille a screen flickers on - a sweet little girl, talking straight to camera.

POEM GIRL

A horse and a man,
Above, below
One has a plan
But both must go

TIMMY has thrown himself at the manual lift controls, next to the grille, hammering them with his fist.

TIMMY

(Screaming)
Help! Help me!!

Shunk! The lift has juddered to a halt, right at the bottom of the shaft. Timmy freezing now, more scared than ever - Poem Girl chirping on.

POEM GIRL

Mile after mile
Above, beneath
One has a smile
But one has teeth

Clunk! The Smiler's head revolves to reveal a third face. Demonic, red eyes, a snarling, fanged mouth. And suddenly the Smiler is lit from below with fiery orange light. Panning down to:

FX: The floor is sliding back revealing a furnace like glow.

FX: Timmy - the floor sliding away beneath his feet, scrabbling to stay on it, no hope -

Now closing in on the Poem Girl -

POEM GIRL (CONT'D)

The man above
Might say hello
Expect no love
From the beast below

From off: Timmy's falling, fading scream, into:

(CONTINUED)

5 CONTINUED: (2)

5

THE OPENING TITLES

6 OMITTED

6

6A INT. LONDON CONCOURSE

6A

Panning around the market place. Stalls, bustling shoppers, everywhere you look it's like a theme park parody of Britain. So many details - post boxes, pubs - and as we pan, a police telephone box, parked in the corner. The TARDIS!

CUT TO:

6B INT. TARDIS DAY

6B

The Doctor and Amy are watching the street scene on the wall-mounted monitor.

AMY

But you said it was a space ship.

THE DOCTOR

It is!

The Doctor touches a control.

FX: On the screen we start cutting round various views of the space ship floating through space (again, all from above.)

THE DOCTOR (CONT'D)

29th Century. Solar flares roast the Earth - so the entire human race packs its bags and moves out till the weather improves. Whole nations migrating to the stars! This is the United Kingdom of Britain and Northern Ireland, all of it, bolted together and floating in the sky. Star Ship UK. It's Britain - but metal.

AMY

Can we go out and see?

THE DOCTOR

Course we can, but first - there's a thing.

AMY

A thing?

(CONTINUED)

6B

CONTINUED:

6B

THE DOCTOR

An important thing. In fact, Thing One. We are observers *only*. That's the one rule I've always stuck to, in all my travels - I never get involved in the affairs of other peoples or planets, oh, that's interesting!

His eyes on the screen, once again showing the street scene outside the TARDIS. He turns a control, zooming in on something.

AMY

So, we're like a wildlife documentary, yeah? Cos if they see like a wounded little cub, or something, they can't save it, they've just got to keep filming, let it die.

On the screen, we now see what the Doctor zoomed in on. Mandy, from the top of the show. She's sitting somewhere, crying her eyes out.

AMY (CONT'D)

That's got to be hard, I don't think I could do that. Don't you find that hard, being all, like, detached and cold.

On the screen, a hand lands on Mandy's shoulder, turning her round. It's the Doctor, now kneeling to her, trying to comfort her.

On Amy: what? *What??*

AMY (CONT'D)

Doctor!!

The Doctor has gone from the TARDIS, the door still stands open.

She looks back to the screen.

Mandy, is pulling away from the Doctor, heading off. The Doctor turns, waves to Amy, gestures to her - *come on then!*

Amy: *wha* -

Then she turns and races to the doors!

CUT TO:

7

INT. LONDON CONCOURSE - DAY

7

- On Amy, as she exits the TARDIS.

- the concourse. Like a street market under a bridge. The walls are rusty, riveted steel, all girders and grills, but posters and graffiti too. And crammed into this space a colourful explosion of market stalls. Bustling, bright, cheerful, ordinary. There are shoppers, passers-by, cyclists, fish 'n' chip shops, even rickshaws ... There are shopfronts lining the walls - pubs, fast food joints - neon signs above them. A street sign - Oxford Street. A strange conflation of a city street and starship deck. At intervals, though we don't especially notice them yet, there are Smilers, sitting in their booths (not too many, not closely grouped - maybe one or two, in each location we go to.)

On Amy, looking around in wonder.

The Doctor, waiting for her. He's full of life now, hardly able to keep still, on the case.

THE DOCTOR
Well close the door!

Amy closes the door. Looking around now, trying to get her head round this.

AMY
I'm in the future. Like hundreds of years in the future.
(new thought hits her)
I've been dead for centuries

THE DOCTOR
Oh, lovely, you're a cheery one. Never mind dead, look at this place! It's wrong isn't it? Isn't it wrong?

AMY
What's wrong?

She's stepped away from the TARDIS now, people bustling past her - so out of place in her nightie.

THE DOCTOR
Come on, use your eyes, notice everything. What's wrong with this picture?

They're walking between the stalls now, Amy looking round. Shoppers, people chatting, cyclists - all looks amiable, normal.

(CONTINUED)

AMY

Is it the bicycles? Bit unusual on a
space ship, bicycles.

THE DOCTOR

Says the girl in the nightie.

AMY

Oh my God, I'm in my nightie!

THE DOCTOR

Your nightie's fine. You're in a
different culture, a different world, a
different time - people will just assume
you're a loony. Now come on, look
around you! Actually look.

Amy's looking - it's a street market on a space ship, but it all looks ordinary. People are dressed simply and basically, but with all the normal variety of a street scene, from the rich to the poor. So many "British" touches - red post box, bunting - almost like a tourist theme park of the UK. She's looking up now, seeing --

FX: -- now looking up into an vast atrium - balconies, gantries, stretching up and up. Again, not spacey - all rusted and old, like we're looking up into the hull of a old ship. Domestic touches everywhere, lives being led. Lines of washing strung across the huge space - they're all moving slowly, drawn along on motorised pulleys.

AMY

Didn't expect space to be so ... fish
and chips.

THE DOCTOR

Life on a giant star ship, back to
basics. Bicycles, washing lines, wind-
up streetlamps!

They're walking past a street lamp. One of the Winders - same costume as the old man in the Vator - is patiently turning his key in a slot in the side of the lamp.

THE DOCTOR (CONT'D)

But look closer! Secrets and shadows!
Lives led in fear. Society bent out of
shape, on the brink of collapse. A
police state! Excuse me.

He's talking to a couple sitting outside a cafe - he's taken a glass of water from their table.

7 CONTINUED: (2)

7

Now he places it carefully on the ground in front of him, and crouches down, examining the water in the glass. Fascinated, troubled.

AMY

Doctor?

He's scrambling to his feet again. Returns the glass to the astonished couple's table.

THE DOCTOR

Sorry, checking all the water in this area - there's an escaped fish.

(Back to Amy)

Where was I?

And off he goes, Amy trying to keep up.

AMY

Why did you do that - with the water?

THE DOCTOR

Dunno - I think a lot, it's hard to keep track. Now, police state, do you see it yet?

AMY

Where?

THE DOCTOR

There!

He's pointing at -

Mandy. She's left the window now, is sitting on the of benches near a Vator junction (like the one we saw near the school.)

On Amy, staring, puzzled. Just a crying girl. She heads on after the Doctor, leaving us with a shot of:

A Winder - PETER. He's young, looks a bit fresh-faced for his garb. As the Doctor and Amy pass, he raises his head watches them go. Then he slips into an alcove.

Inside the alcove - it resembles an old telephone booth, in proper British red. There's a big, clunky communications device - not unlike an old phone.

Peter is already punching a number into the keypad --

CUT TO:

8 INT. OBSERVATION DECK - DAY

8

A row of screens, flickering images of different place on United Kingdom. Like the control booth of a television studio. We can't see much of the surrounding room just yet. A GRIM OLDER MAN on the phone. Again, he's in the Monk-like clothes of the Winders.

HAWTHORNE

Are you sure?

CUT TO:

9 INT. LONDON CONCOURSE/PHONE ALCOVE - DAY

9

PETER

Saw it myself. Are you going to tell her.

As he speaks he glances out into the market place - and almost startles.

Peter's POV: the Doctor! He's some distance away, a still point in the bustling crowd, just staring at him. A beat, then he turns and strolls away, catching up with Amy.

CUT TO:

10 INT. OBSERVATION DECK - DAY

10

HAWTHORNE

We're under orders to tell her. Well done - keep tabs on him.

CUT TO:

11 INT. LIZ'S BEDROOM - DAY

11

A woman - Liz Ten - sit cross legged in the middle of the floor. Her back is to us, so we can't see her face, but she's all in black, with a mass of black hair. Her bedroom round her - large but almost pointedly austere. A bed, a chair, a sink.

Something is beeping - she pulls a communicator device from her pocket, answers.

CUT TO:

12 INT. OBSERVATION DECK - DAY

12

HAWTHORNE

Ma'am - there's been a sighting.
(MORE)

(CONTINUED)

12

CONTINUED:

12

HAWTHORNE (CONT'D)
London block, Oxford Street. A man.

CUT TO:

13

INT. LIZ'S BEDROOM - DAY

13

LIZ
Did he do the thing?

HAWTHORNE
(V.O.)
Apparently.

LIZ
I'll have a look on the monitors.

As she gets to her feet, she picks something up off the floor - a porcelain face mask. A stylized woman's face, beautiful with full red lips on an eerie white face. It's clearly very old, the surface crazed with tiny hairline cracks.

As Liz goes we hold on her feet, as she picks her way past -

- a glass of water! The floor is covered in dozens of half-full glasses of water!

CUT TO:

14

INT. LONDON CONCOURSE - DAY

14

A man waiting near the lifts (vators). The Doctor is seating himself on one of a number of benches, Amy joining him. He's looking at -

Mandy: seated on another bench, a little distance away - tear-streaked, pale, so anxious.

AMY
One little girl, crying. So?

THE DOCTOR
Crying *silently*. Children cry cos they want attention, cos they're hurt or afraid. When they cry *silently*, it's cos they just can't stop. Any parent knows that.

AMY
Are you a parent?

(CONTINUED)

14

CONTINUED:

14

THE DOCTOR

Hundreds of parents walking past this spot, and not one of them's asking her what's wrong.

Amy, now watching the passers-by - he's right, they're ignoring her.

THE DOCTOR (CONT'D)

Which means they already know and it's something they don't talk about.

Secrets! They're not helping her, so it's something they're afraid of.

Shadows! Whatever they're afraid of, it's nowhere to be seen - which means it's everywhere. Police state!

AMY

Blimey! What's it like in your brain?

THE DOCTOR

A great big rollercoaster, packed full of geniuses, all going *wheeee!* She's leaving, follow her.

Amy looks round. Mandy's on her feet, heading away into the crowds.

AMY

Where'd she go?

THE DOCTOR

Deck 207, Apple Sesame block, Dwelling 54A. You're looking for Mandy Tanner.

Amy looks at him - wha? The Doctor hands her a little plastic folder, about the size of a wallet.

THE DOCTOR (CONT'D)

Oh, this fell out her pocket when I accidentally bumped into her. Took me four goes. Ask her about those things - the smiling fellas in the booths, they're everywhere ...

She looks. The Smilers, grinning in their booths. We haven't even seen the Doctor notice them, nor does he look at them now.

AMY

They're just things ...

(CONTINUED)

14

CONTINUED: (2)

14

THE DOCTOR

(Still not looking)

They're *clean*. Everything else here is all battered and filthy, look at this place - but no one's laid a finger on those booths.

Not a footprint within two feet of any of them, look. Ask Mandy - why are people scared of the things in the booths?

Amy, looking: he's right. Blimey, when did he notice all that?

AMY

Why don't you ask her?

THE DOCTOR

I just bumped into her four times in under a minute - she thinks I'm a stalker with a balance problem. Enough talking, off you go!

AMY

No, hang on, what do I do? I don't know what I'm doing here, I'm not even dressed!!

*

*

THE DOCTOR

I could take you back to Leadworth. It's this or Leadworth, what d'you think. Let's see, what will Amy Pond choose?

Amy's face sets. Damn him! He gives her his cheeky grin.

THE DOCTOR (CONT'D)

Gotcha!

(Turns to go)

Meet me back here in half an hour.

AMY

What are you going to do?

THE DOCTOR

What I always do. Stay out of trouble - badly.

He's already heading away. Amy, calling after him:

AMY

So is this how it works, Doctor?

(MORE)

(CONTINUED)

14

CONTINUED: (3)

14

AMY (CONT'D)

You never interfere in the affairs of other peoples or planets - unless there's children crying?

The Doctor, turning - for a beat it seems like he's irritated with all the questions. Then he just answers her with a simple:

THE DOCTOR

Yes.

And off he goes.

On Amy - trying hard not to be completely charmed. * Failing.

Then turns, looks around. How's she going to do this... *

On the wall, a big sign. LEVEL 207. Below it, smaller: Dwellings 1 - 500. Braces herself, and off she goes. *

On the Doctor, heading through the market place, now coming to a halt. He pretends to have a casual glance round, sees -

Peter. He's at a stall, pretending to take a interest in something.

The Doctor: got him!

CUT TO:

15

OMITTED

15

16

INT. LONDON STREET/ALLEYWAY - DAY

16

A narrower street/corridor. Amy heading along it, checks the wallet against one of the street signs. Where is she, is she lost?

MANDY

(From off)

You're following me. Saw you watching me at the marketplace.

Amy turns. Mandy is leaning against the opposite wall, watching her. Arms folded, face cold - suddenly older than her years.

Amy: a little freaked. She's been rumbled.

AMY

You dropped this.

(CONTINUED)

16

CONTINUED:

16

She's proffering the little wallet. Mandy snatches it back. She's now heading away.

MANDY

Yeah, when your friend kept bumping into me.

She rounds the corner. Mandy has come to a halt staring at -

A further stretch of alleyway/corridor - deserted, like this is a back street. Bit darker, one streetlamp which is flickering a bit. A cross of tape blocks the entrance to this section. In the centre of this section, there's a large tent-like structure. Red-striped, like one of those old workman's huts. Surrounded by perfectly ordinary traffic cones, Keep Out signs.

(A Smiler Booth is at the side facing the entrance to the tent - no fuss about this an incidental detail.)

Mandy, looking resignedly at the tent. Turns to go.

AMY

What's that?

MANDY

There's a hole. We have to go back.

Mandy is already heading away, back the way they came. Amy stays.

AMY

A what? A hole?

MANDY

Are you stupid? There's a hole in the road, we can't go that way. There's a travel pipe down by the airlocks, if you've got stamps - what are you doing?

Amy is ducking under the tape.

AMY

Don't mind me! Never could resist a Keep Out sign.

Amy is already inspecting the tent - there's a chunky old padlock on the entrance flaps.

Click! Click! Clunk! The Smiler's face has rotated to the comically grim frown. Mandy's staring at it, properly frightened now.

(CONTINUED)

16

CONTINUED: (2)

16

Amy is prowling round the tent, trying to find another way in - but it's like it's sealed to the front.

MANDY

Look at the Smiler. It's warning you.

AMY

Yeah, what are those things.

MANDY

Everyone knows about the Smilers. Are you barmy?

AMY

Look at me!

(Looks to the tent)

What's in here? What's so scary about a hole. Something under the road?

She's kneeling at the tent entrance now - there's a big old clunky padlock sealing the flaps shut.

MANDY

Nobody knows. We're not supposed to talk about it.

AMY

About what?

MANDY

Below.

AMY

And because you're not supposed to, you don't? What age are you??

MANDY

I'm twelve.

AMY

Well you're rubbish at it. Watch and learn!

Amy has pulled a broach from her nightie (or a badge, or hairgrip from her hair - whatever works) and is now wiggling the pin inside the padlock.

CUT TO:

17

INT. LONDON CONCOURSE - DAY

17

On Peter. He's walking round the stalls, clearly looking for someone - bit frantic. Damn it, damn it - he's lost the Doctor! He hesitates for a moment - what to do now?

(CONTINUED)

17

CONTINUED:

17

Then he turns, strides away.

He rounds a corner, heading towards the phone box he made the call from earlier -

- and he comes to a dead halt. Cos leaning against the phone box, casual as you like, is the Doctor. He's unconcernedly reading a magazine - Knitting For Girls. Doesn't even glance up at Peter as he says:

THE DOCTOR

You saw me put a glass of water on the ground, then you called someone. You're gonna call back and set up a meeting and you're gonna do it now!

As he speaks he has reached out, and opened the phone box door for Peter.

CUT TO:

18

INT. LONDON STREET/ALLEYWAY - DAY

18

Amy now sitting cross-legged, still working away at the padlock. On Mandy, getting curious.

MANDY

You sound Scottish.

AMY

I am Scottish, what's wrong with that. Scotland's got to be here somewhere.

MANDY

No. They wanted their own ship.

AMY

Good for them - nothing changes.

MANDY

So how did you get here?

AMY

Just passing through. You know, with a guy.

MANDY

Your boyfriend?

AMY

Nah, my boyfriend's home in bed - oh!

MANDY

What?

(CONTINUED)

18

CONTINUED:

18

AMY

Nothing. It's just ... I'm getting married. Funny how things slips your mind!

MANDY

Married??

AMY

Yeah, shut up, married. Really actually married. Almost definitely.

MANDY

When?

AMY

Well. It's kind of weird. A long time ago, tomorrow morning.

(a beat:reflects, a
little haunted)

Wonder what I did.

The padlock springs open in Amy's hand. Ends her reveries instantly.

AMY (CONT'D)

Result! Coming?

MANDY

No!

AMY

Suit yourself.

She swallows hard, readies herself to enter the shadowy interior ... moves forward ...

CUT TO:

19

INT. WORK-TENT - DAY

19

Dim, eerie. Only the street light filtering through the canvas of the tent. There's a scatter of equipment, and in the centre of the tent ... what?

There's an eruption through the floor and extending up from it ... *what is that?* In the flickering dimness we can see something thrusting up through the floor - a root? A cable? The top part of it hangs limply down, so that the thing forms a rough question mark shape. *What is that??*

CUT TO:

20 INT. LONDON STREET/ALLEYWAY - DAY

20

Mandy at the tape barrier, watching, anxious, still can't tear herself away.

MANDY

Are you all right? What's in there?

CUT TO:

21 INT. WORK-TENT - DAY

21

Amy, now sorting among the equipment. A torch. She lifts it, tries to click it on. Nothing. There's a winding key in the side of it. She starts turning it. Slowly the torch starts faltering on...

FX: ... and caught in the beam as it intensifies, clearer, clearer... It's not a root or a cable. It's organic, but segmented - a sequence of carapaced joints, tapering to a point. The torch beam intensifies. Not a point - a gleaming sting!

Amy stares - it's now clear what she's looking at. The tail of a giant scorpion thrusting through a hole in the floor! *What??*

AMY

Oh my God...

FX: Amy, approaching the tail, now right under the gleaming sting a few feet above her head.

AMY (CONT'D)

That's weird, that's --

And *clack!* The sting whips down -

- Amy ducks, rolls -

FX: - the sting *clacks* on the floor. *Clack! clack!* Thrashing about now, blindly looking for her, *clack!* Amy dodging, scrambling. *Clack!* On her feet, scrambling out the tent -

CUT TO:

22 INT. LONDON STREET/ALLEYWAY - DAY

22

- and freezes to a dead halt a foot in front of the tent. Close on her face as she stares at -

Winders. Four of them, standing there, grim-faced, and waiting for her.

(CONTINUED)

22

CONTINUED:

22

On Amy, looking round in confusion. She sees -
Mandy, behind the tape, watching fearfully.

AMY

There's ... there's a thing in there ...

The Lead Winder steps forward, raises his fist - a jet of smoke from his ring, right in Amy's face. She staggers, falls, as the screen swims into darkness...

CUT TO:

23

INT. LONDON BACK STREET - DAY

23

Peter and then the Doctor, heading along. (Again these are basically corridors, but they're dressed to look like back streets - bins, fire-escapes, old locked doors.)

THE DOCTOR

Love your get up. Very monk. Are you a monk?

PETER

I'm a Winder. I have taken an oath of loyalty to the mechanisms of this vessel.

THE DOCTOR

You've taken an oath to wind up the streetlamps?

Peter has come to a halt now gestures to:

The other end of the alleyway. A tall, elegant figure, standing, waiting. A woman in a cape and hood. Her face is masked - the same porcelain mask we saw with Liz Ten. This is her.

She gestures briefly. Peter nods, and heads off into the night.

Now, just the Doctor and Liz standing opposite ends of the alley. A beat, then the Doctor starts approaching - a casual stroll.

THE DOCTOR (CONT'D)

Who are you?

LIZ

Who am I? Who are you, mate!

(CONTINUED)

23

CONTINUED:

23

THE DOCTOR

Oh, just a visitor, passing through.
From Starship ... Belgium. What are you
doing there?

He is looking at a control panel on the wall next to her.
It has been opened, and wires are hanging out.

LIZ

Shuttle lanes have been closed for fifty
years, how'd you get through
immigration?

THE DOCTOR

I know a guy who does a thing.
(Examining the panel)
Seriously what are you doing, that's
probably dangerous.

LIZ

And where did you park the TARDIS?

On the Doctor: wha-? Staring at her now, those eyes
behind that mask ... !

LIZ (CONT'D)

Been watching you on the monitors - it's
unmistakably you. I've been wondering
if you'd come to visit us, some day.

THE DOCTOR

... sorry, hello? Do I know you?

LIZ

Well you ruddy well ought to, mate. But
never mind that. What do you think of
this.

She gestures to the panel. The Doctor doesn't even look,
keeps his eyes on her.

THE DOCTOR

Parallel Power exchanger. Translates
the energy from the main drives to the
capture drives on the rest of the ship.

LIZ

And?

THE DOCTOR

And who are you?

(CONTINUED)

23 CONTINUED: (2)

23

LIZ

It doesn't matter, this does, look at it.

Finally the Doctor turns to look at the panel.

THE DOCTOR

Okay. What am I looking for?

LIZ

An impossible truth in a glass of water.

CUT TO:

23A

INT. WAITING AREA OUTSIDE VOTING BOOTH - DAY

23A

We're close on a wall-mounted monitor, just like the one we saw in the Vator. It's Poem Girl again.

POEM GIRL

Obey your fears,
And secrets keep,
Don't think of the tears,
You'll one day weep,
Down underneath,
There's a feast below,
In the dark are the teeth,
Of the beast below.

We'll pan off this (losing the voice too.)

On MANDY, sitting on a bench, outside a booth clearly marked VOTING BOOTH. Kicking her legs, little bit bored.

Closing in on the booth. There's a little sign, like on a toilet cubicle. It is set to OCCUPIED.

CUT TO:

24

INT. VOTING CUBICLE - DAY

24

Close on Amy, her eyes flickering open to see -

- a Smiler, in its booth, leering down. Amy startles, scrambles backwards, away from it - but it just sits there dormant.

Amy: collecting her wits now, looking round. Small, plain room. Just the Smiler, and on the opposite wall, a chair and a desk, and monitor sitting on the desk. No door, no clear way out.

The Smiler speaks (as before, a calm melodious voice, no lipsynch obviously.)

(CONTINUED)

24

CONTINUED:

24

SMILER VOICE

Welcome to voting cubicle 330C. Please leave this installation as you would wish to find it.

AMY

Hello? Who's that?

SMILER VOICE

You are here because you have expressed curiosity about the inner workings of Starship UK. The United Kingdom recognises the right to know of all its citizens. A presentation concerning the history of Starship UK will begin shortly.

Amy - a little woozy, little confused - slips into the chair. The monitor blinks on - a Union Jack screensaver.

She's looking at the desk now. On one side of the monitor is a large round button, marked simply PROTEST. On the other side, another round button, this one marked FORGET.

CUT TO:

25

INT. LONDON BACK STREET - DAY

25

The Doctor, still examining the unit, now squatting on the floor. Liz is turning to him, a little communicator in her hand (everything Liz has is sleeker and more modern than you usually see on this ship.)

LIZ

Your little pal - we've got a fix on her, if you're interested. She's safe.

She tosses her little communicator on to the deck next to the Doctor. He glances at it.

Close on the screen. There's a map, and a little red dot blinking on it.

THE DOCTOR

How'd you know I had a pal?

LIZ

Oh, I'm very good.

THE DOCTOR

But shy?

(MORE)

(CONTINUED)

25

CONTINUED:

25

THE DOCTOR (CONT'D)

Or have you got one of those really big spots on your nose, a really huge, glow-in-the-dark, hurtly, one. A proper Rudolph -

He's interrupted by Liz's mask landing in his lap. He looks up.

Liz Ten, looking down at him. She's young and very beautiful.

THE DOCTOR (CONT'D)

Ah! I was right then.

LIZ

I'm Liz. Liz Ten, and yeah, you *should* know who I am.

CUT TO:

26

INT. VOTING BOOTH - DAY

26

Amy, slumped in the chair, waiting. Abruptly the screensaver clears.

SMILER VOICE

Please remain still. Your identity is being verified on our electoral roll.

A light flickers above her chair, she's being scanned...

AMY

Yeah, this may not work...

On the screen, scrolling one line at a time:

NAME: AMELIA JESSICA POND

PLACE OF BIRTH: INVERNESS

AGE: 1,308

AMY (CONT'D)

Shut up!

MARITAL STATUS:

The cursor just winks for a moment. Amy tenses. What?? She's gonna find out... Then the words:

INFORMATION UNAVAILABLE.

(CONTINUED)

26

CONTINUED:

26

Damn it!

CUT TO:

27

INT. LONDON BACK STREET - DAY

27

The Doctor, still working at the panel. Impatient, Liz bends to look at what he's doing.

LIZ

Figured it out yet, it's staring you in the face.

THE DOCTOR

Figured out *what??* It's just a Power Exchanger, there's nothing to -

(Stops, breaks off,
stares)

No! No, that's ridiculous.

He's grabbed his screwdriver, is now sonicicing the cables.

LIZ

Weird, isn't it. So obvious you look right through it.

The cable he's sonicicing flies apart - there's nothing inside it, it's just empty tubing.

THE DOCTOR

It's not connected up. It's not doing anything, it's a fake, it's ...

LIZ

Scenery! That's all, scenery. And I'll save you some time. Every exchanger on this ship is exactly the same. This ship has no power. It's never had any power. That's why there's no vibration on deck, That's why the water stays still in the glass - there's no engine. This ship is a fake.

THE DOCTOR

But we're in deep space. That's proper, actual space out there!

LIZ

Yes. We are really travelling, through real, proper, actual space ... in a fake space ship.

The Doctor his eyes still on the stars.

(CONTINUED)

27

CONTINUED:

27

THE DOCTOR

But how?

He's gone back to the exchanger, is sonicating it.

LIZ

Dunno. It's a mystery. But now that you're here, I bet it doesn't stay a mystery for long!

THE DOCTOR

You've got a lot of confidence in me - where does that come from?

No answer. Looks round. She's gone! Where? Looks round. No sign. Glancing around he sees:

The little communicator she tossed on the deck for him. He picks it up - the little red light is still winking. Amy! With a last look around, he starts to head away ...

... and as he does, a figure slips from the shadows. Liz Ten is following him...

CUT TO:

28

INT. VOTING BOOTH - DAY

28

AMY, waiting in the chair. The monitor flares into life. A kindly elderly man - MORGAN - is looking right into camera. Grim, tired.

MORGAN

You are here because you want to know the truth about this star ship, and I am talking to you because you are entitled to know. When this presentation has finished you will have a choice. You may either protest ...

The PROTEST button lights up.

MORGAN (CONT'D)

Or forget.

The FORGET button lights up.

MORGAN (CONT'D)

If you choose to Protest, understand this - if just one percent of the population of this ship do likewise, the program will be discontinued with consequences for you all.

(MORE)

(CONTINUED)

28

CONTINUED:

28

MORGAN (CONT'D)

If you choose to accept the situation - and we hope that you will - then press the Forget button. All the information I am about to give you, will be erased from your memory. You will continue to enjoy the safety and amenities of Starship UK, unburdened by the knowledge of what has been done to save you.

Amy looks down. A little unit built into the table, a big red record button.

MORGAN (CONT'D)

Citizen, you are about to make an important choice. Make it calmly, with judgement, and without anger. Here, then, is the truth about Starship UK and the price that has been paid for the safety of the British people. May God have mercy on our souls.

On Amy, bracing herself - cos clearly this is gonna be bad! And then -

- a blip, a flicker, a dizzy, spinning moment -

- she staggers, almost falls. But hang on, she was sitting a moment ago!

What, what??

She looks round, disorientated. She's now standing at the desk where she was sitting, and her hand is now pressed on -

- oh my God!

Her hand is now pressed on the FORGET button. She snatches her hand away. What's happened?? Her face, it's wet. She's been crying! And on the screen -

No! NO!!

On the screen are the words: YOU HAVE CHOSEN TO FORGET. GO IN PEACE.

A scrape from behind her. She spins - a panel sliding back, the exit! Sitting in a little waiting area outside. She gets to her feet - concerned, a little scared.

AMY LOOKS TO:

(CONTINUED)

28

CONTINUED: (2)

28

A little light is flashing. We read the words "MESSAGE WAITING". She reaches, clicks the PLAY button.

The screen flares and:

Her own face. Tear-streaked, imploring. She talks to camera, desperate, hoarse.

AMY ON SCREEN

Listen to me. This isn't a trick, this is for real! You've got to find the Doctor and get him back to the TARDIS! Don't let him investigate - stop him, do whatever you have to. Just please, please, get the Doctor *off this ship!!*

On Amy staring, in shock at this. What happened, what did she do?

THE DOCTOR

(From off)

Amy?

She spins. THE DOCTOR, standing in the doorway, filling it. Staring at Amy, eyes blazing. (Beyond him, we can see MANDY, still watching from the bench.)

THE DOCTOR (CONT'D)

What have you done?

CUT TO:

29

INT. VOTING BOOTH - DAY

29

Few minutes later. THE DOCTOR is standing on the chair, sonicating a probe-like device hanging directly above it. (Keep this simple - barely more than a light-fitting.)

THE DOCTOR

Your basic Memory Wipe job - must've erased about twenty minutes.

He skips down from the chair.

AMY

But why would I choose to forget?

MANDY

Cos everyone does.

They turns to look at Mandy - she is still standing just outside the voting booth, like she's a bit scared to come in.

(CONTINUED)

29

CONTINUED:

29

MANDY (CONT'D)
Everyone chooses the Forget button.

THE DOCTOR
Did you?

MANDY
I'm not eligible to vote yet, I'm twelve. Any time after you're sixteen, you're allowed to see the film, and make your choice. And then once every five years.

THE DOCTOR
And once every five years, everyone chooses to forget what they've learned. Democracy in action!

MANDY
How do you not know about this? Are you Scottish too?

The Doctor is now sonicating at the monitor.

THE DOCTOR
Oh, I'm way worse than Scottish, I can't even see the movie - won't play for me.

AMY
Played for me.

THE DOCTOR
The difference being, the computer doesn't accept me as human.

AMY
Why not?

The Doctor just looks at her.

AMY (CONT'D)
You look human.

THE DOCTOR
No, you look Time Lord. We came first.

AMY
What's Time Lord? Is that a job title? Is that why you're so bossy, are you the boss of time, just you?

THE DOCTOR
Yep, just me, that's your lot.

(CONTINUED)

29

CONTINUED: (2)

29

AMY

Liar.

He looks at her sharply.

AMY (CONT'D)

You said 'we came first!' We?

The Doctor: oh, she's quick. Buries himself in work, now sonics the desk. Maybe flips open a panel which causes -

CLUNK! The Smiler has clunked round to Frown. Amy glances at it, the Doctor ignores it.

THE DOCTOR

Can't access the movie, but the buttons are working. How stupid is that - I can vote but I can't know.

AMY

So there are other Time Lords, yeah?

Silence from the Doctor, still working. Then he straightens up, his examination finished. And he's reached a big decision.

THE DOCTOR

No. There were, but there aren't, just me now. Long story, there was a bad day, bad stuff happened - and you know what? I'd love to forget it all, every last bit of it, but I don't, not ever. Cos *this* is what I do - every time, every day, every second, *this*!

He puts his hand to the PROTEST button.

THE DOCTOR (CONT'D)

Hold tight - we're bringing down the government!

And he raises his fist and slams it down on the button.

Shunk!! The booth slams shut, blocking off Mandy outside. The Smiler behind the Doctor and Amy - *clunk!!* Straight to the red-eyed, fanged face. And suddenly (as in the pre-titles) the face is lit from below in a fiery red light. The floor is sliding back... (possibly repeated shot from pre-title scene.)

The Doctor looks to Amy, takes her hand, grins.

(CONTINUED)

29

CONTINUED: (3)

29

THE DOCTOR (CONT'D)

Say *wheee!*

CUT TO:

30

INT. WAITING AREA OUTSIDE VOTING BOOTH - DAY

30

Mandy, at the slammed shut door. She slams her hand on it - what's *happening??* Above her hand on the door, the little sign reading OCCUPIED. It clicks to: EMPTY.

Mandy steps back, so afraid for her new friends, and almost bumps into -

- she startles, turns, screams -

The cape, the porcelain mask - it's Liz Ten. She's already stepping forward to comfort her.

LIZ

It's all right, love - it's only me.

She's pulling her mask off as she speaks.

On Mandy: her jaw goes slack. *Wow!*

Liz is tapping away at her little communicator (identical to the one she gave the Doctor.)

LIZ (CONT'D)

Yeah, it's me, don't worry about it. Now let's see what happened to our mates...

Close on the little screen. A schematic of part of Starship UK - and a red dot blinking. It's descending rapidly. From the device we hear the Doctor and Amy: *waaaaaaaaahhhhhh!*

CUT TO:

31

OMITTED

31

32

INT. STAR WHALE MOUTH - DAY

32

Darkness - just the faintest glimmer of red. The end of the 'flume' curves almost to the horizontal at the exit point, which is a big, rusty, circular ring, set in a wall of - what? It's so dark - the only light comes from LEDs set round the ring - but what we can see suggests an uneven surface, moist, organic.

Waaaaaaaaahhhhhh! The Doctor, then Amy, come shooting out into the darkness, tumbling over and over into -

(CONTINUED)

32

CONTINUED:

32

- a rubbish heap? Rotting food, sloops, every kind of organic refuse.

For a moment they lie coughing, choking, recovering. The Doctor is first on his feet, sonicicing. They are in pretty much total darkness - almost a dark field. The floor seems to undulate slightly beneath their feet, causing them to stagger, as they clamber to their feet. From all around, squelching, gurgling, and deep, rhythmic *throb-throb-throb!*

THE DOCTOR

High speed air cannon - lousy way to travel.

AMY

Where are we?

THE DOCTOR

Six feet hundred feet down, twenty miles laterally. Puts us at the heart of the ship. I'd say Lancashire.

The Doctor has switched his sonic to a pencil beam, flashing the beam around. Look up at the ceiling.

THE DOCTOR (CONT'D)

So what's this then? A cave? Can't be a cave. Looks like a cave.

AMY

It's a rubbish dump. It's *minging!*

THE DOCTOR

(Look around, thinking so hard)

Yeah, but only food refuse - organic ...

(Looking up at the rings in the ceiling again)

Coming through feeder tubes from all over the ship...

AMY

(Staggering again)

The floor's all squidgy. Like a water bed.

THE DOCTOR

Feeding *what* though?

Amy is on her knees, pulling back some of the refuse, finding the actual surface ...

(CONTINUED)

32 CONTINUED: (2)

32

AMY

It's sort of rubbery, feel it. All wet
and slimy...

During above, on the Doctor: his eyes in realising.

THE DOCTOR

It's not a floor, it's a -

Hesitates - this isn't going to go down well.

AMY

It's a what?

THE DOCTOR

Okay. The next word is kind of the
scary word. You probably want to take a
moment, get yourself in a calm place, go
ommmmm...

AMY

What is the floor??

THE DOCTOR

It's not a floor -

Gulps, readies himself, looks around undulating, rubbish-
strewn surface ...

THE DOCTOR (CONT'D)

- it's a tongue.

AMY

... a tongue?

THE DOCTOR

Yeah, a tongue - a great big tongue ...

AMY

... this is a *mouth*?? This whole place
is a *mouth*?? We're in a *mouth*??

THE DOCTOR

Yeah, but on the plus side - roomy!

AMY

How do we get out?

THE DOCTOR

(Flashing his
torchbeam around)

How big is this beastie, it's gorgeous!
Blimey, if this is just the mouth, I'd
love to see the stomach -

(CONTINUED)

32

CONTINUED: (3)

32

A beat - they both look at each other, thinking about that. A big gurgling rumble, the floor flexes under their feet again ...

THE DOCTOR (CONT'D)

Though not right now...

AMY

Doctor, how do we get out??

The Doctor is flashing his screwdriver round the place. On the case now, looking for a way out.

THE DOCTOR

Okay! It's being fed through surgically implanted feeder tubes, so the normal entrance is -

FX: - picked out by the torchbeam, some distance away from them: massive teeth, like interlocking stalactites and stalagmites.

THE DOCTOR (CONT'D)

- closed for business.

She's already stumbling in the direction of the teeth ...

AMY

We can try though.

THE DOCTOR

No, stop, don't move!!

- but the floor is surging beneath them now, knocking them off their feet. The gurgling builds, louder ...

THE DOCTOR (CONT'D)

Too late! It's started.

AMY

What has?

THE DOCTOR

Swallow reflex.

The floor surging at their feet again. They lose their footing, rolling among the filth.

The Doctor has his screwdriver out, is frantically sonicating at the back of the mouth. Now, the two of them yelling at each other in the chaos and noise.

AMY

What you doing??

(CONTINUED)

32

CONTINUED: (4)

32

THE DOCTOR

I'm vibrating the chemoreceptors. If it's got chemoreceptors. Please have chemoreceptors!

AMY

Chemowhat?

THE DOCTOR

The eject button.

AMY

How does a mouth have an eject button??

THE DOCTOR

Think about it.

A moment's silence - everything seems to settle - then most terrible, gurgling, rushing, roar coming from the darkness - a giant vomiting sound!

AMY

Oh my God!

THE DOCTOR

Right then. This isn't going to be big on dignity.

FX: A shot over their shoulders - out of the darkness, a storm of filthy water is boiling towards them.

CUT TO:

33

INT. LOWER LEVEL GANTRY - DAY

33

On Liz Ten as she rounds a corner (no longer wearing her mask). A lighting effect from behind suggesting she's just exited a Vator. She's clearly on the lower decks - functional, filthy, all greasy floors and hanging chains. There is rumbling from nearby, the same dreadful gurgling we heard in the mouth. She hears it - checks her device. From it we hear:

THE DOCTOR

(V.O.; radio distort)

Amy? Amy are you all right?

She scans with the device, starts heading along the corridor - stops, looks back. Mandy is hesitating round the corner.

MANDY

Where are we? Is this Below?

(CONTINUED)

33

CONTINUED:

33

LIZ

I don't know, never found my way this far down before. Are you brave enough for this, Mandy?

MANDY

No.

LIZ

Good. You can come then.

MANDY

You don't like brave people?

LIZ

I like honest people.

She heads along, Mandy following -

CUT TO:

34

INT. STING ROOM - DAY

34

- and almost immediately she comes to a halt, staring. She's passing the mouth of a side corridor, and it's along this that she stares. Mandy joins her:

FX: Another length of corridor. There are vent-like apertures running along one wall. And thrusting through each of them, clacking and chittering, a thrashing scorpion tail. This time it doesn't look like they've just burst through - this place look purpose built to accommodate them. Also: the tails are wired up - electrodes are attached all over them, the wires extending from control consoles around each of the square holes.

Mandy and Liz stare in wonder -

- as the each of the Scorpion tails turns to 'look' at them...

CUT TO:

35

INT. OVERSPILL PIPE - DAY

35

A big round hole in a curving rusting wall.

We pan down - Amy, sprawled beneath, like she's just fallen through the hole. Soaking wet, covering in filth, lying in a heap. She's choking, spluttering, just coming round.

(CONTINUED)

35

CONTINUED:

35

THE DOCTOR

(From off)

There's nothing broken, there's no sign of concussion, and yes, you are covered in sick.

Amy, looking round - a cylindrical room like a giant pipe, blocked off at both ends, mostly in shadows. The Doctor is working at a door panel, sonicicing. Keeps working as he talks.

AMY

Where are we?

THE DOCTOR

Overspill pipe, at a guess.

AMY

It stinks.

THE DOCTOR

That's not the pipe.

AMY

Oh!

(Sniffs her own clothes)

Can we get out?

THE DOCTOR

One door, one door switch, one condition.

He stands clear of the door revealing -

- in the very centre of it a round button, marked FORGET. Identical to the one we saw in the Voting Booth.

THE DOCTOR (CONT'D)

We forget everything we saw.

- soft chime - the button and illuminates, and -

The Doctor and Amy look round. The lights have come on illuminining the far wall - two Smilers now grinning at them from their booths.

THE DOCTOR (CONT'D)

That's the carrot. Here's the stick.

The Doctor just steps forward, addressing the Smilers.

(CONTINUED)

35

CONTINUED: (2)

35

THE DOCTOR (CONT'D)

There's a creature living at the heart
of this ship. What's it doing there?

Click click *clunk!* Both the heads revolve from Smiles to Frowns.

THE DOCTOR (CONT'D)

No, that's not gonna work on me.
So come on - big old beast below decks
and everyone who protests gets shoved
down its throat, is that how it works?

Click click *clunk!* The heads revolve again, from the Frowns to the Red Eyes & Fangs.

THE DOCTOR (CONT'D)

Oh, stop it. I'm not leaving and I'm
not forgetting, and what are you fellas
gonna do about it? Stick out your
tongues?

Click click *clunk!* The fronts of the booths swing slowly open, like doors -

- and the Smilers stand!!

THE DOCTOR (CONT'D)

... oh!

AMY

Doctor?

The Doctor and Amy, now backing away. The Smilers starts to advance - slow, menacing.

THE DOCTOR

They're just trying to scare us.

AMY

Trying?

LIZ

(From behind)

S'cuse!

They spin to see -

- the door behind them now stands open. Liz Ten (not masked) stands there, now levelling her gun (just one this time). *Blam blam blam!* - the Smilers drop to the deck.

(CONTINUED)

35

CONTINUED: (3)

35

Liz sweeps between them, goes to the felled Smilers, checking each one in turn.

LIZ (CONT'D)

S'okay, they're only androids.
Extension of the ship's security system.
You must be Amy -
(Extends her hand to
Amy)
Liz. Liz Ten.

AMY

Hi.

LIZ

Lovely hair, Amy, shame about the sick.
You know Mandy, yeah? She's very brave.

Mandy is waiting at the door, bit boggled. She gives a timid little nod.

THE DOCTOR

How did you find us?

LIZ

(Tossing her
communicator in her
hand)

Stuck my gizmo on you, been listening
in. Nice moves on the hurl escape.

She turns to the control consoles, examining them, checking readouts.

LIZ (CONT'D)

So! What's the big fella doing here?

THE DOCTOR

You're over sixteen, you've voted.
Whatever this is, you've chosen to
forget about it.

LIZ

Nope. Never forgot, never voted. Not
technically a British subject.

THE DOCTOR

Then who and what are you? And how do
you know me?

LIZ

You're a bit hard to miss, love.
(MORE)

(CONTINUED)

35

CONTINUED: (4)

35

LIZ (CONT'D)

Mysterious stranger, MO consistent with higher alien intelligence, the hair of an idiot... I've been brought up on the stories, my whole family has.

THE DOCTOR

Your family?

She's walking past one of the prone Smilers. It twitches slightly. Alive!!

LIZ

They're repairing - doesn't take them long, let's move!

They all dash for the exit.

CUT TO:

36

INT. OVERSPILL PIPE DOOR - NIGHT

36

Darkened corridor, again all rust and rivets. At intervals, picked out in pools of light, Smiler booths. Liz slams the door.

LIZ

Sonic it!

The Doctor and Amy: a glance. This girl knows her stuff. He sonics the door, it clunks. Liz is already tearing down the corridor - they race after her. We hold on the Smiler Booths - click click clunk! They swing open - one Smiler is already rising to follow...

CUT TO:

37

INT. LOWER LEVEL CORRIDOR (NEXT SECTION, REDRESS OF FIRST) - DAY

On Liz, as she leads the way, talking as she goes.

LIZ

The Doctor. Old drinking buddy of Henry 12! Tea and scones with Liz Two.

Again we, we hold for a tiny beat on one of the booths, as they pass it. Click, click, clunk.

LIZ (CONT'D)

Vicky was a bit on the fence about you, wasn't she - knighted and exiled you on the same day! And so much for the Virgin Queen, you bad, bad boy.

(CONTINUED)

37

CONTINUED:

37

On the Doctor: getting it. Oh my God ... !

THE DOCTOR

Liz Ten...

LIZ

Liz Ten, yeah. Elizabeth the tenth.
And *down!*

Liz has spun round, drawing two guns, like Lara Croft-

The Doctor, Amy, and Mandy duck down -

- the corridor behind them, grinning Smilers advancing from the shadows -

On Liz. *Blam blam blam blam blam blam!!*

The Smilers, crashing to the floor, sparking and exploding.

On Liz - relaxing as the last of them fall. Smiles, looks down at the Doctor (the others are now crouched at her feet - just to avoid the gunfire, but the effect is of groveling courtiers.)

LIZ (CONT'D)

I'm the bloody Queen, mate.

She spins the guns round her fingers, slams them into the holsters.

LIZ (CONT'D)

Basically, I rule.

CUT TO:

38

INT. STING CORRIDOR - DAY

38

Liz coming round the corner, leading the Doctor, Amy and Mandy through -

LIZ

There's a high speed Vator through here,
we can get back to my gaff.

The Doctor and Amy have come to a dead halt, staring at:

FX: Again the view along the side corridor, the stings thrusting out of the vents, thrashing and chittering.

LIZ (CONT'D)

Oh, yeah, there's these things. Any ideas?

(CONTINUED)

38

CONTINUED:

38

AMY

Doctor, I saw one of these up top.
 There was a hole in the road, like it
 had burst through - like a root.

The Doctor staring at the stings. He takes a reading from his sonic.

THE DOCTOR

(As he works)

Exactly like a root. It's all one creature - the same one we were inside, reaching out. It must be growing through the mechanisms of the entire ship...

LIZ

What, like an infestation? And someone's helping it. Feeding it. Feeding *my* subjects to it.

(Heading to the door now)

Come on - we've got to keep moving!

Liz and Mandy have headed along to where the Vator is.

AMY

Doctor?

He doesn't turn, his voice is low and grave.

Close on the Doctor. Pale, rocked - he's seen something dreadful.

THE DOCTOR

Oh, Amy. We should never have come here.

CUT TO:

39

INT. OBSERVATION DECK - DAY

39

Hawthorne is watching the above scene on his monitors. He sighs, clicks a switch, leans to the microphone.

HAWTHORNE

Winder division one. Ten has penetrated to the lower levels. Initiate the protocol.

Releases the switch, sits back, sighs.

(CONTINUED)

39

CONTINUED:

39

HAWTHORNE (CONT'D)

God save the Queen.

CUT TO:

40

INT. BUCKINGHAM PALACE CORRIDOR - DAY

40

Liz lead the way out into a corridor - wide, spacious, grand.

THE DOCTOR

Buckingham Palace, yeah?

LIZ

We brought it along, Good for tourism.

CUT TO:

41

INT. LIZ'S BEDROOM - DAY

41

Panning up from all the glasses of water, to Liz sitting cross-legged, among them. The Doctor is pacing, and examining Liz's mask.

On the other side of the room, Amy is bleakly inspecting her hair in the mirror, all crust and matted. Mandy watches.

AMY

Look at me, the night before. My Aunt says your wedding day's the day you grow up - and I've got my hair full of alien sick.

On the Doctor and Liz.

THE DOCTOR

Why all the glasses?

LIZ

To remind me, every single day, that my government is up to something, and it's my duty to find out what.

THE DOCTOR

A Queen going undercover to investigate her own Kingdom!

LIZ

Secrets are being kept from me, I don't have a choice. Ten years I've been at this, my entire reign - you've achieved more in one afternoon. I knew you would if I pointed you in the right direction.

(CONTINUED)

41

CONTINUED:

41

THE DOCTOR
(Still examining the
mask)

How old were you when you came to the
throne?

LIZ

40. Why?

AMY

What, you're 50 now? No way!.

LIZ

They slowed my body clock - keeps me
looking like the stamps

THE DOCTOR

(of the mask)

And you always wear this in public.

LIZ

Undercover's not easy when you're me -
the autographs, the bunting.

THE DOCTOR

Air-balanced porcelain. Stays on by
itself cos it's perfectly sculpted to
your face.

LIZ

Yeah, so what?

THE DOCTOR

Oh, Liz. So everything.

The door bursts open. Marching in: Winders. Four of
them, they form a rough circle round the room's
occupants.

LIZ

What are you doing? How dare you come
in here! Peter, what is this?

The lead Winder - a young man, Peter.

PETER

Ma'am, you have expressed interest in
the interior workings of Starship UK.
You will come with us now.

LIZ

Really, will I? Why would I do that?

(CONTINUED)

41 CONTINUED: (2)

41

FX: Click click *clunk!* His head revolves inside his hood - and the fanged and snarling face of a Smiler revolves to the front.

AMY

Doctor ... how can they be Smilers?

THE DOCTOR

Half Smiler, half human - that's taking an oath.

Looking round them now. All the Winders now show the fanged and snarling face.

PETER

You will come with us now.

LIZ

Whatever you creatures are I'm still your Queen. On whose authority is this thing done?

PETER/SMILER

The highest authority, Ma'am.

LIZ

I *am* the highest authority.

PETER/SMILER

Yes, ma'am. We must go now, Ma'am.

LIZ

Where?

PETER

(To Liz)

The tower, ma'am.

CUT TO:

42 OMITTED

42

42A INT. THE TOWER OF LONDON - DAY

42A

FX: The Tower of London. Much as we know it, but transplanted to a vast hanger of a Space Ship deck. Gantries connect the upper floors it to the main body of ship. We are looking at it from where the river should be - in place of the river there is a suspended walkway leading through the gates into the grounds of the Tower.

The Doctor, Amy, Liz and two demonic winders are emerging from a Vator, looking up at the astonishing sight.

(CONTINUED)

42A CONTINUED:

42A

LIZ
 Traitors Gate.
 (To The Winder/Smilers)
 Pick a spike, boys.

CUT TO:

43 INT. THE TOWER OF LONDON/OBSERVATION DECK - DAY

43

The Doctor, Amy, Liz, Mandy - now just two Smilers marching them though an iron door.

They start descending a stone staircase. On the Doctor, looking around, taking it all in...

A huge stone chamber - a dungeon! Along one wall, a bank of monitors, Hawthorne sitting at them. (This is the observation deck, where we've seen him before.) At the four corners of the room, there are raised square structures, with grilles across the top of them.

In the center of the room is a much larger circular hole - a shallow pit, a few inches deep.

At the bottom of it, a pink, quivering mass. Above this pit, a probe extends down from the ceiling, lights glowing inside it. It is aimed right at the mass in the pit.

There a couple of Demonic Smiler/Winders working at equipment, and at various points in the room, children. They're wearing rags, performing menial tasks - cleaning things, fetching and carrying.

As the Doctor and party enter, they pass one of the grilled square structures. Amy glances down it -

AMY
 Doctor!

FX: He follows her look. Below the grill we see a mass of stings, seething and chittering, clanging against the metal.

LIZ
 Where are we? What is this place?

THE DOCTOR
 The lowest point of Starship UK. The dungeon!

Liz is looking round, now sees:

(CONTINUED)

43

CONTINUED:

43

Hawthorne. He's at his bank of monitors and now stands as the party approaches.

HAWTHORNE

Ma'am.

LIZ

Hawthorne! So this is where you hid yourself away. I think you have some explaining to do.

THE DOCTOR

Yeah, cos children down here, what's that about?

HAWTHORNE

Protesters and citizens of limited value are fed to the beast. For some reason, it won't eat the children. You're the first adults it's spared, you're very lucky.

THE DOCTOR

Yeah, look at us - torture chamber of the Tower of London. Lucky, lucky, lucky. .

The Doctor has strolled over to the circular pit.

THE DOCTOR (CONT'D)

Except it's not a torture chamber any more, is it. Well, except it is. Except it isn't. Depends on your angle.

Liz has joined the Doctor at the pit

LIZ

What's that?

THE DOCTOR

Well, like I say, depends on your angle. It's either the exposed pain centre of big fella's brain, being tortured relentlessly...

LIZ

Or?

THE DOCTOR

Or it's the gas pedal. The accelerator. Starship UK's go-faster button!

LIZ

I don't understand.

(CONTINUED)

43

CONTINUED: (2)

43

THE DOCTOR

Don't you? Try a little bit, go on.
 The space ship that could never fly? No
 vibration on deck? This creature, this
 poor, trapped, terrified creature - it's
 not infesting you, it's not *invading* ...

(Now, with every ounce
 of his rage and
 passion)

*... it's what you have instead of an
 engine!! And this place, down here, is
 where you hurt it, where you torture it,
 day after day, just to keep it moving*

...

Liz: pale, truly horrified.

THE DOCTOR (CONT'D)

Tell you what. Normally it's above the
 range of human hearing, but seeing as
 I'm soniced up -

The Doctor strides over to one of the square structures, rips the grill from the top of it. Instantly a single sting erupts from the structure, thrashes about. The Doctor raises the sonic, aims at the sting.

THE DOCTOR (CONT'D)

This is the sound none of you want to
 hear.

He sonics. And then the most terrifying, rending, screeching noise. A sobbing, moaning, scream of endless terrible pain - on and on and on.

Cutting round their faces. Horror.

LIZ

Stop it! Please, stop it.

The Doctor clicks his screwdriver. Silence.

A terrible moment in the room. Liz recovering, Hawthorne waiting, Mandy, terrified, the Doctor grim as death. Amy, next to the Doctor, quiet, almost tearful.

Liz, towering with rage, has turned to Hawthorne.

LIZ (CONT'D)

Who did this?

HAWTHORNE

We act on instructions from the highest authority.

(CONTINUED)

43

CONTINUED: (3)

43

LIZ

So I keep hearing. But I *am* the highest authority. Head of State, right over here, babes, and this is me, standing here, telling you, *no!* The creature will be released *now!!*

(Silence - no one moves)

I said *now!!* *Is anybody listening to me??*

Then, the Doctor, gentle, grave...

THE DOCTOR

Liz ... your mask.

LIZ

What about my mask??

The Doctor has taken her mask from his pocket. Now tosses it to her.

THE DOCTOR

Look at it.

LIZ

What does it matter about my mask!!

THE DOCTOR

It's old. At least two hundred years, I'd say.

LIZ

Yeah, it's an antique, so?

THE DOCTOR

An antique, yeah - made by craftsmen, over two hundred years ago. And perfectly sculpted to your face.

On Liz. With a trembling hand she turns the ancient mask over. The perfect inverse of her face.

THE DOCTOR (CONT'D)

They slowed your body clock, all right. But you're not forty-eight. Nearer three-hundred. And it's been a long old reign.

LIZ

Ten years. I've been on the throne ten years.

(CONTINUED)

43

CONTINUED: (4)

43

THE DOCTOR

Yeah. Ten years. The same ten years
over and over again...

He's leading her, gently to one of the control consoles
surrounding the pit.

THE DOCTOR (CONT'D)

... always leading you here.

In front of her, a control deck, exactly like one in the
voting booth. We pan from the big FORGET button to a
button marked ABDICATE.

LIZ

(Looks to Hawthorne
now, tears starting
her eyes)

What have you done??

HAWTHORNE

Only what you have ordered. We work for
you, Ma'am - the Winders, the Smilers,
all of us.

On the screen on the console, an image is clarifying.
Liz Ten's own face. Pained, regal. When she speaks,
there is no trace of Liz Ten's mockney.

LIZ ON SCREEN

If you are watching this - if I am
watching this - then I have found my way
to the Tower Of London. The creature
you're looking at is called a Star
Whale.

On Screen Liz is replaced. A graphic of a huge jelly
fish like creature sailing among the stars.

Like a big blob, trailing a mass of scorpion stings.

LIZ ON SCREEN (CONT'D)

Once there were millions of them - they
lived in the depths of space and can
according to legend guided the early
space travellers through the asteroid
belts and kept them safe. This one, as
far as we are aware, is the last of its
kind. And what we have done to it
breaks my heart.

We are back to Liz's face on the screen now.

(CONTINUED)

43

CONTINUED: (5)

43

LIZ ON SCREEN (CONT'D)

The Earth was burning, our sun had turned on us, and every other nation had fled to the skies. Britain stood alone, without the funds or the resources to escape. Our children screamed as the skies grew hotter and our shelters failed. And then it came, like a miracle. The last of the star whales. We trapped it, we built our ship around it, and we rode on its back to safety.

Liz, watching this, tears streaming.

LIZ ON SCREEN (CONT'D)

If you wish our voyage to continue, you must press the Forget button. Be again the heart of this nation, untainted. If not, press the other button.

Liz's hand has already faltered to ABDICATE.

LIZ ON SCREEN (CONT'D)

Your reign will end, the Star Whale will be released - and this ship will disintegrate. Our children will scream again and then be silent forever. I hope I keep the strength to make the right decision.

The screen goes dark. Terrible silence in the room.

AMY

...I voted for this? Why would I do that?

THE DOCTOR

Because you knew if we stayed here, I'd be faced with an impossible choice. Humanity or the alien. You took it on yourself to save me from that.

(looks at her - cold now, and under that so angry)

And that was wrong. You don't ever decide what I need to know.

AMY

I don't even remember doing it!

THE DOCTOR

You did it. That's what counts.

(CONTINUED)

43

CONTINUED: (6)

43

AMY

. . . I'm sorry.

THE DOCTOR

I don't care. When I'm done here, you're going home.

He's walking away from her now. On Amy so upset, so hurt.

AMY

Why? Because I made a mistake?? One mistake - I don't even remember doing it. *Doctor!*

THE DOCTOR

Yeah. I know. You're only human.

(Looks round them all
so disgusted)

Aren't you all.

On Amy: a world of pain. She's *failed*.

The Doctor has turned his back, is now working at the controls.

LIZ

What are you doing.

THE DOCTOR

The worst thing I'll ever do. I'm gonna pass a massive electrical charge through the Star Whale's brain. Should knock out all its higher functions, leave it a vegetable. The ship will still fly, but the whale won't feel it.

AMY

That'll be like killing it.

He turns to her. Hollow, desperate - nine hundred years old, now you see it.

THE DOCTOR

Three options. One, I let the Star Whale continue in unendurable agony for hundreds more years. Two, I kill everyone on this ship. Three, I murder a beautiful, innocent creature as painlessly as I can. And then I find a new name. Cos I won't be the Doctor any more.

He turns back to console, working frantically, angrily.

(CONTINUED)

43 CONTINUED: (7)

43

LIZ

There must be something we can do, some other way -

The Doctor doesn't even turn, but his voice is full of anger.

THE DOCTOR

This will take about an hour. During that time, *nobody talk to me!!*

He's turned on them raging. The fury of the Time Lord.

THE DOCTOR (CONT'D)

Nobody human has anything to say to me today!

CUT TO:

44 INT. THE TOWER OF LONDON/OBSERVATION DECK - DAY

44

Some time later. We pan from the Doctor, working furiously at a complicated lash-up to Amy, Liz and Mandy, sitting on the floor watching him.

Amy, watching the Doctor. Miserable, so sorry...

MANDY

Timmy!

Mandy is scrambling to her feet. She races across the room to -

Timmy (the little boy from the beginning.)

MANDY (CONT'D)

You made it, you're okay!

On Amy, watching. Slight smile. At least there's some good news.

On Timmy, looking a bit blank.

MANDY (CONT'D)

It's me. Mandy.

TIMMY

I'm not supposed to talk to people...

MANDY

But it's ok now, it's going to be okay.

(CONTINUED)

44

CONTINUED:

44

TIMMY

You left me. In the Vator, on my own,
you left me.

MANDY

I know. I'm sorry, I'm so sorry.

And she's hugging him now.

On Amy. Frowning now, alarmed - because:

FX: Timmy and Mandy are standing right next to the Scorpion tail as it juts through the floor. And it's turning, reaching down -

- Amy, leaping to her feet - what's it gonna do??

FX: - and now gently, kindly, touches the side of Mandy's face. A stroke, a caress.

FX: Mandy startles, looks up. But the Sting clearly means her no harm - it even withdraws a little, like it's worried it frightened her.

FX: On Mandy. She gets it. The sting's not frightening, it's okay. Gives a nervous little smile.

FX: The sting - hesitates towards her again.

FX: And Mandy reaches up to it. The sting nuzzles into her hand. Almost . . . affectionate.

On Amy: what? *What??*

Now, zooming right in on Amy's eye, driving right into the pupil, into her mind (like we did with the Doctor in ep 1.) Now, cutting *fast* round flashbacks...

FLASHBACKS: The Doctor, talking to Amy at the market place.

THE DOCTOR

- use your eyes, notice *everything!*
(Cutting back)
Notice -- notice -

Liz on screen talking, choppily cut, excerpts

LIZ ON SCREEN

Our children screamed - and then it came, like a miracle -- children screamed -- then it came -

Hawthorne talking.

(CONTINUED)

44 CONTINUED: (2)

44

HAWTHORNE

For some reason, it won't eat the
children -

LIZ ON SCREEN

- children screamed -

Now see Mandy crying, from the very start of the show.

LIZ ON SCREEN (CONT'D)

- then it came -

Now the Doctor beside the crying Mandy, trying to comfort
her.

LIZ ON SCREEN (CONT'D)

- the last of its kind -

The Doctor in the voting booth.

THE DOCTOR

- just me now -

LIZ ON SCREEN

- last of its kind -

The Doctor and Amy at the market place. He's walking
away, she's calling.

AMY

So is this how it works, Doctor? You
never interfere in the affairs of other
peoples or planets - unless there's
children crying?

The Doctor starts to turn, interrupted by -

LIZ ON SCREEN

- the children screamed -- then it came --
the last of its kind -

The Doctor turning to answer Amy, hero shot.

THE DOCTOR

Yes!

Out of the flashback. Amy's got it!! She's on her feet
shouting.

AMY

Doctor, stop! Whatever you're doing,
stop it now!

(CONTINUED)

44

CONTINUED: (3)

44

The Doctor across the room, looking at her - what's she on about.

Amy is grabbing Liz by the arm, dragging her to the control console.

AMY (CONT'D)

Sorry, your majesty - gonna need a hand.

And she takes Liz's hand and starts to slam it down on the ABDICATE button.

THE DOCTOR

Amy, no! No!!!!

Too late! For a moment - nothing. Then, a terrible, rending grinding. All the lights in the ceiling probe above the pit die.

And *crash!!* The whole room lurches and shifts. Everyone goes flying. There's a dreadful, unearthly howling...

CUT TO:

45

INT. LONDON CONCOURSE - DAY

45

It's like an earthquake. Stalls collapsing, people falling, screaming.

CUT TO:

46

EXT. SPACE

46

FX: Starship UK, the whole unwieldy mass of it, seems to lurch, judder. And on and on the dreadful howling goes...

CUT TO:

47

INT. THE TOWER OF LONDON/OBSERVATION DECK - DAY

47

Several minutes later.

The room has been trashed - but still now. Staggering to his feet: the Doctor. Looks round. There's Amy doing the same - Liz, Mandy and Timmy... Hawthorne is at the controls, examining them.

THE DOCTOR

Amy ... what have you done?

AMY

I think, nothing at all.
(MORE)

(CONTINUED)

47

CONTINUED:

47

AMY (CONT'D)
(To Hawthorne)
Am I right?

Hawthorne turns from the consoles. His face slack with wonder.

HAWTHORNE
We're still on course. We've *increased* speed.

AMY
Yeah, well you've stopped torturing the pilot. Gotta help.

LIZ
It's still here??

Liz, looking round. The pink mass in the pit, still there.

FX: The scorpion tails, still there - but no longer thrashing, relaxed now. Mandy stands at one of them, reaching up to nuzzle it - like a child might feed a sugar lump to a horse.

AMY
It's never gonna leave you. Look around you. If you haven't chased it away so far, what else you got?

LIZ
I don't understand.

AMY
The Star Whale didn't come like a miracle, all those years ago. It volunteered. You didn't have to trap it, or torture it, that was all just you. It came because it couldn't stand to watch your children cry.

The Doctor: listening, so grim.

THE DOCTOR
Amy ... that was insane. You *couldn't* have known that.

AMY
You *couldn't*. But I've seen it.

(CONTINUED)

47

CONTINUED: (2)

47

HAWTHORNE

(At the console)

Faster again! This is the fastest we've ever been, this is incredible.

Amy joins Liz at the side of the Pit, both looking down at the creature.

AMY

What if you were really old, and really kind - and alone. Your whole race dead, no future - what couldn't you do then? If you were that old, and that kind, and the very *last* of your kind ... you couldn't just stand there and watch children cry.

On the Doctor: he's loitering at the back. Bit sad, self-conscious - these words apply so well to him. Does she realise that? He steals a look at her, and sees -

The others are looking in wonder at the Beast. But Amy has her back to them and is looking directly at the Doctor. She knows. She's walking over to him now. And she just hugs him. It takes him a moment, but he hugs back. So grateful, so relieved.

AMY (CONT'D)

Hey.

THE DOCTOR

What?

AMY

Gotcha.

Holding this tableau for a moment. The Doctor and Amy hugging, Liz and Hawthorne standing penitent at the pit, Mandy and Timmy reaching up to the scorpion tail. Then dissolving to:

48

EXT. THE UNITED KINGDOM SPACE SHIP

48

The TARDIS standing where they left it, Amy and the Doctor heading towards it.

THE DOCTOR

Come along, Pond!

AMY

Shouldn't we say goodbye. Won't they wonder where we went?

(CONTINUED)

THE DOCTOR

For the rest of their lives. Oh, the songs they'll write! Never mind them, big day tomorrow.

AMY

...sorry, what?

THE DOCTOR

Well we've got a time machine, it's always a big day tomorrow - I skip the little ones.

AMY

So I'm not going back to Leadworth.

THE DOCTOR

Oh, shut up!

(Hesitates, looks at her, serious now)

Listen, what you did for me back there. You saved me - in so many ways, in ways I can't begin to -

AMY

Yeah, enough about you, my turn. You know what I said, about getting back for tomorrow morning...

THE DOCTOR

No worries, I can do that.

AMY

Yeah, but ...have you ever run away from something? Cos you were scared, or not ready, or just cos you could?

THE DOCTOR

Once, a long time ago.

AMY

What happened?

THE DOCTOR

Hello!

AMY

Right.

(Braces herself)

Doctor, there's something I haven't told you - no hang on, is that a phone ringing?

48

CONTINUED: (2)

48

The Doctor is already heading into the TARDIS.

CUT TO:

49

INT. TARDIS - DAY

49

The phone on the console, ringing.

AMY

People phone you?

THE DOCTOR

(Busy at the console)

It's a phone box. Would you mind?

AMY

(Answering phone)

Hello? Sorry, who? No, seriously, who?

(To the Doctor)

Says he's the Prime Minister. First the Queen, now the Prime Minister, get about, don't you?

THE DOCTOR

Which Prime Minister?

AMY

(Into phone)

Which Prime Minister?

(To the Doctor)

The British one.

THE DOCTOR

Which British one?

AMY

(Into phone)

Which British one?

Her eyes go wide. She holds the phone out to the Doctor.

AMY (CONT'D)

Winston Churchill for you.

The Doctor takes the phone.

THE DOCTOR

Hello, dear, what's up?

CUT TO:

50

INT. WAR ROOMS - CHURCHILL'S OFFICE - NIGHT

50

Churchill on the phone, cigar in mouth. Nicotine walls, maps, distantly the thunder of the Blitz.

CHURCHILL

Tricky situation, Doctor. Potentially very dangerous. I think I'm going to need you.

He glances off. On the wall of his office, sliding into place - the shadow of an *ENEMY!*!

CUT TO:

51

INT. TARDIS - DAY

51

THE DOCTOR

Don't worry about a thing, Prime Minister - we're on our way!

CUT TO:

51A

INT. LONDON CONCOURSE

51A

The engines roar, the TARDIS dematerialises. We pan round the concourse (still a bit messed up, people recovering.)

Over this the voice of the Poem Girl.

POEM GIRL

(V.O.)

In bed above
We're deep asleep
While greater love
Lies further deep.

CUT TO:

52

EXT. SPACE

52

FX: The huge ship, lumbering past us

POEM GIRL

This night must end,
This world must know,

FX: We are panning down, for the first time seeing the underside of the mighty ship. Below the central pod, embedded into the very workings of the ship, the huge, jelly-like mass of the Star Whale.

(CONTINUED)

52

CONTINUED:

52

POEM GIRL (CONT'D)

We all depend
On the beast below

FX: Now we're cutting closer on a detail on the battered,
tarnished hull -

FX: - sliding past us, the crooked smile crack from Amy's
bedroom wall!

END CREDITS