

Writer's Draft

The Pack

(September 6, 1996)

Written by: Matt Kiene & Joe Reinkemeyer

Teaser

EXT. STREET - DAY

THE STREET -- a SCHOOL BUS speeds directly over CAMERA.

INT. SCHOOL BUS - DAY

BUFFY, XANDER and WILLOW sit, squeezed by BOBBY, heavy-set, wearing a Walkman, happily bouncing his head while eating cornchips. Buffy can hardly breathe. Glances behind her.

ANGLE: BUFFY'S POV

The bus is packed four to a seat, then three, then two... Finally, in the rear of the bus sit FIVE KIDS - KYLE, RHONDA, TOR, MICK and HEIDI, each in their own seat. They're attractive, supremely confident and dressed to kill.

BUFFY
(nudges Xander)
What's with the spaceage?

XANDER
First field trip, huh?

BUFFY
Maybe it's non-obvious, but wouldn't
our trip to the Zoo be a teensy bit
more comfortable if... one of us
sat in the back?

WILLOW
(shakes head)
Reserved for cool people.
(confessional)
That's why we're in the front.

XANDER
(off Buffy's confusion)
Those are the "So-shes." Also known as
the "Hotsnots," the "Attack Pack"...

BUFFY
So what do they do?

XANDER
They're not like jocks or cheerleaders where they

actually do something --

WILLOW
People just want to hang with them.

BUFFY
Oh -- sort of our version of the Royal Family.

WILLOW
Worse. They have self-confidence. It's like they know they're in, and anyone who's not them is, by definition, out.

ANGLE: BUFFY'S POV

KYLE, male model arrogance, nudges RHONDA, youthful Cruella De Ville. He points to

ANGLE: LANCE

rail-thin, with glasses and severe ACNE.

KYLE
Hey, Lance -- you look uncomfortable. Join us.

Lance brightens, comes over. Kyle makes room on his seat. Lance sits.

KYLE
(friendly)
You know, Lance, for lunch, I'm thinking pepperoni pizza. You like greasy food, Lance?

LANCE
Oh, thanks Kyle, but my dermatologist wants me to lay off greasy foods.

RHONDA
Oh riiight, your skin. That must be horrible. Do you get it on your back, too?

ANGLE: TOR, MICK AND HEIDI

The other "Soshes" quietly snicker at this, realizing the cruel fun has begun.

ANGLE: BUFFY AND WILLOW

CAN'T HEAR the conversation, but watch KYLE and RHONDA put their arms around Lance's shoulders.

BUFFY
They're being nice to Lance.

XANDER
(knows better)
You know at Marineland -- how Shamu and the other Killer Whales like to play with bouncy red balls?

BUFFY

(getting it)
Lance is now a bouncy red ball.

XANDER
(ominous)
Count on it.

Off Buffy, taking this all in we

CUT TO:

EXT. THE ZOO - DAY

We PAN the Zoo Animals, ELEPHANTS, GIRAFFES, MOUNTAIN GOATS, each partition fronted by explanatory VIDEO MONITORS.

VIDEO
...Nowhere are hierarchies and cruel pecking orders more pronounced than in the Animal Kingdom...

BUFFY (V.O.)
They obviously haven't ridden the bus.

On the VIDEO, TWO MOUNTAIN GOATS butt horns to show off for EWES chewing their cud. CAMERA PULLS back to see two MALE STUDENTS do a Lakers Chest-Butt as THREE GIRLS lazily chew gum, watching them.

CAMERA CONTINUES PULLING back. We see BUFFY, WILLOW and XANDER watch the horrifying FACE of a CACKLING HYENA on another MONITOR.

VIDEO
...And perhaps no animals are more cruel than the Hyenas, who taunt and wound their victims before going in the for the kill...

On the VIDEO, HYENAS attack a Zebra, as Buffy notices Kyle, his arm around Lance, look back at the "Soshes" with a WINK.

VIDEO
...Their powerful jaws tear flesh, and crush bones to powder, all the while emitting the Hyena's hideous laughter...

KYLE
(laughing)
C'mon Lance, let's check 'em out.

Buffy watches in concern as Kyle waves for his cohorts to follow him toward the PADLOCKED DOOR barring entry onto the dark PATHWAY. A sign on the door says: HYENA CAGE. POSITIVELY NO ADMITTANCE.

VIDEO
...Hyenas mark their territory by secreting a smelly paste from glands in their hindquarters...

BUFFY
(to The Five)
Enjoy. You guys should have a lot in common.

A ZOOKEEPER, 40's, dressed like Marlin Perkins, with a safari hat, blocks their path. Points to the sign.

ZOOKEEPER
Are you illiterate, or do you just have bad eyesight?
Because Hyenas are quick to prey on the weak.

RHONDA
Why can't we go in there?

ZOOKEEPER
Quarantine. They just came from Africa. So keep out.

The Zookeeper begins to walk away. Then turns back.

ZOOKEEPER
...Even if they call your name.

BUFFY
What're you talking about?

The Zookeeper obviously relishes this part of the job.

ZOOKEEPER
A Masai tribesman once told me that
Hyenas can understand human speech.
They follow humans by day, learning
their names. At night, when the
campfire has died, they call out to
the person. And once that person is separated...
(beat; for effect)
...the pack devours him.

The students are transfixed for a moment. Chilled -- except for Kyle, who regards the Zookeeper with contempt.

KYLE
Nice hat.

The FIVE KIDS guffaw. Fuming, the Zookeeper leads the other students, including Buffy and Willow around a corner.

ANGLE: XANDER

turns back, just in time to see the FIVE KIDS headed down the ominous pathway. Kyle still has his arm around Lance, who's just glad to be included. Xander, disgusted, shakes his head like: "Those dicks" and moves out of FRAME.

CUT TO:

INT. HYENA PIT - DAY

The FIVE KIDS and Lance approach the seemingly empty cage.

KYLE
Pretty fun, huh Lance?
(mocking)

I hope they don't call our names --

Kyle presses his face against the MESH CAGE.

KYLE
Hy-eeena -- I'm Kyyyyle...

ANGLE: THE EMPTY HYENA CAGE

Suddenly, TWO HYENAS move out of the shadows. Their wiry coats and horrible hunchbacks creep toward CAMERA.

ANGLE: LANCE'S FACE

as he realizes he's the only one whose face is still pressed against the cage. He tries to pull back, but can't.

ANGLE: KYLE'S HAND

holds Lance's face against the cage as the FIVE KIDS laugh hysterically at this. The Hyenas sidewind closer to the horrified Lance, their narrow eyes flashing interest.

KYLE
What's wrong, Laaaance -- they just want to learn your name.

LANCE
Okay -- I think they know it now...

Lance struggles, when suddenly, XANDER pushes KYLE and pries Lance free. Kyle and Xander are about to fight when a shrill, horrifying HYENA CACKLE stops everyone cold --

CAMERA PUSHES IN on the HYENA'S EYES, then INTERCUTS with KYLE'S EYES, the Hyena's EYES, then RHONDA'S EYES, INTERCUTTING faster between each of them until the final exchange is between the Hyena's and XANDER'S EYES.

ANGLE: LANCE

never looking back, climbs the boarded-up cave entrance, but slips, falling back to the ground injuring his knee.

LANCE
Owwwww --

ANGLE: THE FIVE KIDS' EYES FLASH YELLOW (CGI)

They blink, then turn as one to look at Lance -- only Xander doesn't turn his head. Then, Kyle begins a cruel laugh...

HIGH ANGLE: XANDER AND THE FIVE KIDS

now stand inside a malevolent TOTEMIC HYENA FACE on the floor. Lance's crying and Kyle's laughter mingle eerily with the Hyenas' CACKLING from the splintered shadows as

ANGLE: XANDER

finally turns toward us and his eyes FLASH YELLOW.

BLACKOUT.

END TEASER

Act One

INT. SHOOOL BUS - DUSK

Field trip over. Buffy, Willow and Xander sit together in the front row. Bobby squeezes in. Everyone inhales.

XANDER

So tonight, you guys Bronze-bound?

WILLOW

Didn't you get enough "crowded and sweaty" at the Zoo?

BUFFY

Yeah, that Reptile House was definitely working the not-so-fresh motif.

ANGLE: KYLE, RHONDA, TOR, HEIDI AND MICK

(now the "HYENA PEOPLE") enter the bus. Kyle suddenly stops at Bobby, smiling darkly. Buffy and Willow sense trouble. Rhonda lifts Bobby's headphones, startling him.

RHONDA

Hey, Bobby -- wanna go to the Bronze with us tonight?

BOBBY

Really -- me?

KYLE

(friendly)

Yeah, get there early and save us the table by the stage.

BOBBY

But that means I'd have to get there by six thir... okay, thanks.

Rhonda lets the headphone SNAP back on his head as the Hyena People move confidently back to their reserved bus seats.

ANGLE: BOBBY

now bounces his head with a private sense of acceptance.

BUFFY

(re: Bobby)

Guess Shamu's found a new red rubber ball.

ANGLE: LANCE

his pants knee torn, limps to the back, hoping to find a seat. As he approaches, the Hyena People variously stretch out their legs or scoot to the aisle side of their seats, blocking Lance from sitting with them.

RHONDA
Sorry, Lance.

ANGLE: STUDENTS

crane their heads to see this. All are privately grateful it's not them receiving the icy cruelty of the So-shes.

LANCE
But... before...

KYLE
Lance, look around. There's us -
then there's you.

Rhonda pulls out a COMPACT MIRROR. Holds it up to Lance.

RHONDA
(singing)
"One of these things/ Doesn't belong here..."

Kyle looks in the mirror. Points.

KYLE
Oh yea -- see? It's the telephone pole with acne.

QUICK CUTS of the FACES of TOR, HEIDI and MICK laughing at this, as Lance, humiliated, limps away.

WILLOW
That is so not okay.

Then Willow turns back to see

ANGLE: XANDER

snickering along with the Hyena People

CUT TO:

INT. BRONZE - NIGHT

Buffy and Willow struggle through the crowd. We PAN the scene -- crowded, SRO.

Students cluster in distinct social groups.

WILLOW
We're not really welcome to sit there -
those are the jocks...
(pointing)
Those are the Grungers... the Gear-heads...

BUFFY

Never realized the Bronze is so much like the Zoo --
except without the helpful educational videos.

WILLOW

When Xander gets here,
we'll be three and have our group.

Then Willow smiles, relieved as she sees

ANGLE: XANDER

enter and survey the crowd. Only he walks like a Rock Star -- greets a comely
Cheerleader with an unctuous kiss.

BUFFY

Guess now our group's got four.

Xander glides through the dance floor as the Cheerleader watches him go --
confusion and interest now splashed across her face. Xander moves to Buffy and
Willow -- something's very different about him.

WILLOW

I thought you didn't know Suzy Peterson?

XANDER

I don't.

(off them)

But tonight... I just feel so alive,
so confident -- I doubt any woman could deny...

Then he locks eyes with Buffy. He smiles and moves to her.

XANDER

--My animal magnetism.

He leans into Buffy's ear, nibbles it. Willow's shocked.

BUFFY

(pushes him away)

Have you been drinking your cologne?

ANGLE: THE HYENA PEOPLE

enter. The crowd parts like the Red Sea as they walk to see the table by the dance
floor where BOBBY sits alone at an empty table, eating Nachos. He sees them and
beams with delight.

RHONDA

Bobby -- let's play Psychic Hotline.
You try to guess why we're talking to you.

BOBBY

Cause I got here at 6:30 like you asked,
to save the table for us?

KYLE

Us? You hang with us?

RHONDA

Shouldn't you be hovering over a football stadium
with a "GOODYEAR" written on you?

Bobby, completely deflated, takes his Nachos and quickly retreats. Rhonda regards the table with contempt.

RHONDA

This tables munches.

KYLE

(no big deal)

We'll check out the view.

And they desert the hard-won table, toward the stairs.

ANGLE: BUFFY, XANDER AND WILLOW

in mid-conversation. Xander leans confidentially into Buffy. Places one hand on the wall next to her head.

XANDER

...All my high school life, I've stood
against the wall, one foot tucked under
my butt, silently mouthing "I love you"
to every girl passing me by. But tonight...

Xander puts his other hand on the other side of Buffy's head. Willow watches this, disbelieving.

XANDER

--It's different -- I feel different --
(leans closer)
It's like I see better, hear better,
smell better... taste better --

BUFFY

(pushing away)

When did you become Peppy Le Pew?

ANGLE: THE HYENA PEOPLE

approach. Crowds part as they near them. Willow's anxious.

WILLOW

Uh-oh -- here come the winged monkeys.

CAMERA PUSHES into KYLE...

ANGLE: KYLE'S POV - "HYENA VISION"

The background NOISE of the Bronze FADES until we only HEAR the beating hearts of Xander and Buffy, like prey being stalked by a predator -- Xander's suddenly saturated in COLOR before a greying background...

Then the HYENA PEOPLE lock eyes with Xander and stop. WE CIRCLE SLOWLY

around them -- but instead of the trouble we expect, they regard Xander with an almost animal intensity, as if some PRIMAL CONNECTION is being made.

Then, without a word exchanged, the Hyena People move on through the parting crowd. It's a wicked mood moment, as BUFFY and WILLOW watch their friend, bewildered.

CUT TO:

INT. SCHOOL HALLWAY - NEXT DAY

We continue the ominous feel, as CAMERA MOVES SLOWLY above cold linoleum floor. We only HEAR low ANIMAL GRUNTING. Suddenly, a student SCREAMS. CAMERA WHIPS AROUND, RACES at

ANGLE: TWO STUDENTS

the colors of their clothing PULSE VIVIDLY against the muted hallway, as they run for their lives. CAMERA JUKES LEFT, at

ANGLE: PRINCIPAL FLUTIE

who screams and just leaps out of the way.

MR FLUTIE
LOOK OUT! It's gotten loose!

CAMERA ZIGZAGS down Hallway as STUDENTS peer out from classroom doorways, then jump back in shock.

MR FLUTIE
STOP THE BEAST!

Buffy runs in front of CAMERA, but CAMERA JUKES RIGHT. A FOOTBALL PLAYER-TYPE stands in front of CAMERA, defensive tackle position, but CAMERA shoots right between his legs.

Finally, Big BOBBY HURLS himself on Camera. BLACKNESS.

MR FLUTIE
Good work, Bobby.

A smiling Bobby hands Mr. Flutie a squirming 30-pound pink PIG, HERBERT, who has a small plastic football HELMET strapped to his head. Attached to his snout are very fake looking paper-mache BOAR'S TUSKS. Rubber-banded to his back is an equally fake looking RIDGE.

MR FLUTIE
Naughty little Herbert, gave Mr. Flutie
quite a scare, didn't he?

STUDENTS, including Buffy, gather around Mr. Flutie.

MR FLUTIE
Students, I'd like you all the meet Herbert, our new
mascot for the Sunnydale High Razorbacks!

BUFFY

It's a pig.

MR FLUTIE

Oh, no no no, it's a Razorback -- See,
here are the tusks, and... a scary... razor back.

BUFFY

Maybe we could change to the
Sunnydale Pure Pork Sausages.

The STUDENTS laugh. Mr. Flutie gets defensive.

MR FLUTIE

Well, what do you expect when you
only raise \$23.48 at the Mascot Car Wash.
You're just lucky my Uncle Merle owns a farm.

Mr. Flutie hands HERBERT back to Bobby.

MR FLUTIE

Here you go, young man. I'll give you the honor of
returning him to his pen -- our Ragin' Razorback!

Bobby holds the pig proudly as Mr. Flutie walks away. Buffy turns to him, smiling.

BUFFY

Way to go, Bobby -- I couldn't even grab
its squiggly pink tail.

BOBBY

(false modesty)

Well, Buffy, you did have the moves -
but sometimes you just gotta rely on tonnage.

ANGLE: AN ALGEBRA BOOK

HURLED into a TRASHCAN. We PULL BACK to see Willow and Xander walk out of a
classroom together. Xander's upset.

WILLOW

Don't just give up, Xander! So you're
having trouble with a few equations --

XANDER

No! Now I don't even get the numbers!

Willow fishes his book out of the trash and hands it to him.

WILLOW

Here -- tonight I'll help you --

XANDER

(erupting)

--WHAT'S WRONG WITH ME?

Xander's FACE suddenly darkens as he savagely RIPS the book cover in half and
hurls it away. Willow just stares after him, disbelieving, as he stalks around the

corner, past

ANGLE: BOBBY

holding HERBERT THE PIG. The Pig sees Xander and SHRIEKS with primal terror. Bobby barely holds onto the Pig, as Xander walks past, unconcerned by the Pig's reaction.

Willow joins Buffy in the Hallway and they watch, concern growing, as their friend disappears into the LOCKER ROOM, followed by Kyle, Tor and Mick.

CUT TO:

INT. HIGH SCHOOL GYM - DAY

The SHRILL WHISTLE of COACH HERROLD, 50's, fake marine. Bobby arrives late to the co-ed P.E. Class.

COACH HERROLD

Bobby, get over here! People, line up and choose sides for Dodge Ball! Lance -- take off those glasses!

MONTAGE of the following as Radiohead's "I'm a Creep/I'm a Weirdo" plays over:

Coach Herrold chooses Buffy and Kyle as team captains.

QUICK CUTS back and forth, as KYLE CHOOSES THE HYENA PEOPLE and XANDER for his team, while Buffy picks anyone but them -- Theatre Clubbers, "Dirty Girls"... Willow looks like the best she's got.

Lance and Big Bobby are the last to be picked. Buffy picks Bobby. Kyle chooses Lance, who reluctantly sets his glasses to the side of the bleachers. Then, near-blind, he walks to the group, squinting. Coach Herrold BLOWS his WHISTLE.

The DODGE BALLS start flying between the two teams. Bobby's the first out, taking a red dodge ball to the gut.

Dodge balls whiz all around Xander's team, but the Hyena People leap over them with animal finesse. Xander easily catches a ball, hurls it back with intensity, hitting

WILLOW in the arm. She walks to the sidelines, looking more hurt that Xander was the one who hurled the blow.

The Hyena People HOLD FIRE, gather up their dodge balls.

Buffy stands alone, determined, awaiting their onslaught. Suddenly, Xander and the Hyena People turn on LANCE, their own teammate. Lance squints, trying to protect himself until he falls, hands over head when

BUFFY WHIPS A DODGE BALL straight into Tor, which ricochets into Heidi, knocking them to the ground.

ANOTHER BALL WHIPS INTO Mick, Rhonda, Kyle and Xander, knocking the wind out of them. They're out. Buffy won. The Hyena People glower back with a newly respectful hatred.

Coach Herrold blows his whistle and the MUSIC STOPS.

BUFFY helps up a grateful Lance but she locks eyes with Xander -- who leaves with the Hyena People. The silence is deafening.

CUT TO:

INT. SCHOOL HALLWAY - DAY

Buffy's on a tear, livid, with Willow right behind.

WILLOW

--He's just fallen in with a bad influence --

BUFFY

No, "bad influence" is a Rob Lowe movie. Xander's just gone bad -- there's no excuse for what he did!

ANGLE: XANDER AND THE HYENA PEOPLE

down the Hallway, tight now, like a Pack. Buffy heads toward them, fists clenched, but Willow beats her to him.

WILLOW

What's wrong with you, Xander?

Xander suddenly turns toward Willow -- only it's the old Xander with the gentle eyes. He pulls her slightly away from the Pack and Buffy. Leans in, somewhat confidentially.

XANDER

Guess you've noticed -- I've been different around you, lately.

WILLOW

Yes.

Xander looks around awkwardly. Then directly to Willow.

XANDER

I think... I think it's because
my feelings... for you...
have been changing...
(off Willow's look)
We've been friends for such
a long time... and... well...
I feel like I need to tell you something...

Willow softens a bit.

XANDER

I've... I've decided to drop Algebra... so...

Willow just looks at Xander, confused.

XANDER

I won't need your math help anymore... which means...
(for the crowd)

I won't have to look at your paste-white face again.

The Pack laughs hysterically, while Willow just stands there -- as if he'd hit her in the stomach.

ANGLE: BUFFY

also stunned -- she can't believe what she heard. Buffy moves to confront them, but WILLOW walks past, internalizing the pain, and Buffy turns to comfort her friend.

As they go, the laughter continues, but KYLE's LAUGH suddenly changes, rising into a bone-chilling, high-pitched, HYENA-LIKE CACKLE.

Buffy turns. Locks eyes with Xander. He turns to the others.

XANDER
Let's do lunch.

Xander and the Hyena People turn away, still laughing. BUFFY watches as they move as one, up the empty Hallway. CAMERA PUSHES into Buffy, listening to Kyle's continuing ominous CACKLE.

CUT TO:

EXT. COURTYARD - DAY

PICNIC TABLES filled with STUDENTS eating lunch. They don't notice

ANGLE: THE PACK

approach an empty table. Stop as one -- SNIFF the air and exchange dark glances, then continue past the tables. CAMERA PUSHES past them to a CLASSROOM WINDOW...

CUT TO:

INT. CLASSROOM - DAY

The empty classroom seems eerie under the HUM of its fluorescent lighting.

ANGLE: THE HYENA PEOPLE AND XANDER

enter. HEIDI carefully shuts the door behind them. Their eyes narrow as they slowly move into the room. We EHAR a RUSTLING noise and their HEADS turn toward CAMERA, smiling.

ANGLE: THEIR POV

HERBERT the PIG paces happily back and forth in a metal cage filled with shredded newspaper, as CAMERA CREEPS toward him. Suddenly, A HUMAN HAND SLAMS down on top of the cage, sending Herbert scurrying to the right. ANOTHER HUMAN HAND WHACKS the right side of the metal cage. Herbert SQUELS.

ANOTHER HAND SLAP, THEN ANOTHER. Herbert whirls in terror.

ANGLE: XANDER AND THE HYENA PEOPLE

now leer with menace at the confused Pig.

KYLE

And one little piggy cried
"wee wee wee" all the way -

RHONDA
--Home to dinner.

As we HEAR them open the cage door, CAMERA DRIFTS UP to those humming
fluorescent lights.

BLACKOUT.

END OF ACT ONE

Act Two

EXT. SCHOOL COURTYARD - DAY

The Courtyard is filled with the SOUNDS of STUDENTS at lunchtime -- laughing,
talking, shouting.

ANGLE: THE PACK

walks, two in front, four behind, with the confidence of The Wild Bunch. We
suddenly push into XANDER, entering his SENSORY WORLD.

ANGLE: XANDER'S POV

"HYENA VISION:" We ZOOM FOCUS on TWO STUDENTS, talking together forty feet
away. The background becomes muted as BUFFY and WILLOW'S movement seem to
slow -- their images become more vivid, more saturated with COLOR. The DIN of
the STUDENTS FADE, until we can only HEAR them talking.

WILLOW
I've been friends with Xander since we were five. Now
first chance he gets, he insults me to join the
"Soshes." -- And it's my fault.
(off Buffy)
Because I'm not like you!

Willow begins to cry and Buffy hugs her, confused. She's a Slayer, not a
psychiatrist.

BUFFY
Hey c'mon, Willow -- I'm no Sosh.

WILLOW
No, but you're cool enough to be one.
He wants you in -- you saw how he
treated you last night at the Bronze --

BUFFY
Willow -- that wasn't Xander last night.
That was Buddy Love.

WILLOW
No, it's just like those Zoo videos said about the
Animal Kingdom -- high school as a Pecking Order --

Willow looks up, tears in her eyes.

WILLOW

And I just have to face it -- I'm a really low peck.

BUFFY

Pity-party over. Look, it's not just you that Xander and the rest of the Attack Pack are harshing.

She takes Willow's hand.

BUFFY

Remember that other Zoo video, the way the Hyena cackled when they attacked that poor Zebra? Well this morning in the hallway -- the way Kyle laughed, it was just like that -- Freddie Krugers scary --

ANGLE: XANDER

doesn't even react to this. Instead, he sniffs the air. Then WHIP-TURNS to focus on TWO PRETTY CHEERLEADERS at least 75 feet in another direction. XANDER'S EYES narrow with menace as he follows his prey across the crowded Courtyard.

ANGLE: BUFFY AND WILLOW

Willow looks at her, skeptical.

BUFFY

You know, those Hyena were quarantined for a reason -- I think Xander's caught something from them.

WILLOW
(sarcastic)

Right. The Hyena flu. Everyone's catching it.

BUFFY

Fine. Don't believe me. But I know somebody who will.

CUT TO:

INT. LIBRARY - DAY

GILES furrows his brow. Animatedly restates Buffy's findings.

GILES

Xander's taken to teasing the less fortunate?

BUFFY

Yes.

GILES

There's been a radical change for the worse in both clothing and hair styling?

BUFFY

Uh-huh.

GILES

And otherwise all his spare time,
spent lounging about with imbeciles?

BUFFY
Yes -- don't you see...

GILES
Of course! He's turned into a 16 year old boy! How
terrifying! Get out your stake, Slayer!

Buffy shakes her head. Back to square one.

BUFFY
I'm telling you, in the Hallway -
that laugh -- it wasn't human -
it's something... okay, I'll just say
it -- like a Hyena. I think something
supernatural is...

GILES
--Buffy, there's an old saying -- If you're a hammer,
everything looks like a nail.

BUFFY
Yes, I know, my Mom listens
to Simon and Garfunkle too.

GILES
Who?
(beat)
Anyway, the point is, look for
the most likely explanation first.

BUFFY
Which is?

GILES
The youthful budding of testosterone.
(off her)
Hang on to your hat, little lady, it's
only likely to get worse.

ANGLE: WILLOW

bursts through the door, breathless.

WILLOW
Herbert -- they found him!

BUFFY
Herbert -- the pig?

WILLOW
Dead -- In the Biology Room -- totally... eaten!
Mr. Flutie's even crying!

GILES
Eaten... by what?

WILLOW
(ominous)
By "whom"...
(off their looks)
I overheard Principal Flutie talking
to the Biology Teacher -- some of the
teeth marks -- were from braces.

An ominous beat, as the meaning sinks in.

BUFFY
"Just a sixteen year old boy", huh?

Giles sheepishly points to an aisle of Library books.

GILES
The Hyena section is this way --

CUT TO:

EXT. COURTYARD - DAY

THE PACK focuses like charged predators on something in the distance. TOR suddenly GRINS -- his BRACES flash in the sunlight.

ANGLE: THEIR POV -- HYENA VISION

100 yards away, Bobby backs across the Courtyard, carrying a cafeteria tray stacked high with food.

SOUNDS FADE until we can only HEAR the sound of Bobby's HEART BEATING.

ANGLE: BOBBY

turns too late, accidentally spills his tray, getting KETCHUP all over COACH HERROLD's white polo shirt. The Coach is livid as he surveys the damage.

BOBBY
Sorry Coach! Let me get it!

Bobby picks up some french fries from his tray. Wipes the ketchup off the Coach's shirt and eats them.

COACH HERROLD
I thought I put you on a strict diet!

BOBBY
But... but this is just some energy food
for the run today --

COACH HERROLD
We have twenty-three young men on our cross country
team, Bobby. Guess who's slower than all of them.

BOBBY
Ernie Fairfax?

COACH HERROLD

The boy's got a broken hip, Bobby.
He wears a bodycast. And he still beats you.
(beat)
I'm just saying, son -- forget the run today.
Join the Chess team.

BOBBY

Please don't cut me... Coach...

The Coach walks off, dabbing at his shirt. Bobby kneels down. Restacks the fallen food on his tray. Sticks a cheeseburger in his mouth.

LOW ANGLE: XANDER AND THE HYENA PEOPLE

smile down at Bobby. Kyle kneels down, gently takes the burger out of Bobby's mouth. Bites into it.

Passes it back to the others.

KYLE

MMmmmm -- en-er-gy food!

BOBBY

Why do you guys hate me so much?

XANDER

We don't hate you. Not all of us, anyway.

KYLE reaches for more fries. Xander slaps his hand. The rest of the Pack help Bobby restack his tray.

RHONDA

We felt kinda bummed about
last night at the Bronze.

XANDER

Yeah, we figured -- Bobby's pretty cool,
holding the table for us.

RHONDA

The kinda guy who could hang with us.
So we took a vote, 5-1 to let you in.

Bobby looks up at all their faces. Are they sincere?

BOBBY

So -- I'm in?

RHONDA

Nah. Kyle blackballed you.

KYLE

(shrugging)

Hey, it's not personal. I just think you
gotta drop some poundage.

BOBBY

(disappointed)

Oh.

Rhonda gives Bobby a flirtatious Pillsbury Doughboy poke.

RHONDA
Underneath, I think you're kinda cute.

KYLE
But how's he gonna lose the weight?

XANDER
Cross Country's got a 3 mile run through
the woods this afternoon... Hey! You're
on Cross Country, arencha' Bobby?

Everyone ponders. Then ad libs "yeah," "alright."

BOBBY
(disappointed)
Coach wants to cut me.

XANDER
And you believed him, Bobby?

RHONDA
He's just testing you -
see what you're made of.

KYLE
You know, Rhonda's right -- that's how Coach tests
people. You make that run today, Bob-by.

Then Bobby stops them, suspicious.

BOBBY
Why do you guys want to help me?

Xander drapes his arm over Bobby's shoulder.

XANDER
Because Bobby, it's like today, when you
sat on the pig -- hey, you make us laugh.
(beat)
Now get out there and feel the burn.

Bobby, a new resolve on his face, moves off. Turns, waves good-bye to his new friends, then continues on. Xander and the Pack begin to LAUGH. It's low at first, then builds into the chilling, ominous high-pitched CACKLE we heard earlier. Only now, they're all cackling.

CUT TO:

INT. THE LIBRARY - DAY

ANGLE: AN ENGRAVING

of a Pack of Hyena, CACKLING at the Moon. CAMERA PULLS BACK to see Buffy and Willow, surrounded by books and empty Diet Slice cans. Buffy turns the page of the

antique BOOK.

BUFFY
Check this out -- Hyenas.

ANGLE: THE PAGE

An engraving of NOAH casting TWO ANGRY HYENA off his Arm into a driving rain.
Willow skims the text.

BUFFY
Wow. Apparently, Noah rejected Hyenas
from the Ark because he thought they
were an evil, impure mixture of dogs and cats.
(turns a page)
Just another reason not to date out of species.

WILLOW
I don't get it -- He obviously
let cockroaches on board.

ANGLE: ANOTHER ENGRAVING

THE TWO HYENA cling to the top of a submerged tree, watching the Ark float away.
They look mad as hell.

WILLOW
So what happened? The Hyena survived anyway.

BUFFY
Barely. But afterwards, they definitely had some
issues with Noah...

Giles enters, holding another ANCIENT BOOK.

GILES
Perhaps I've discovered the way
in which they intended to get even.

WILLOW
How?

Giles places the book on their table. Opens a page.

ANGLE: THE ENGRAVING

of an ANIMAL making eye contact with a human. Horrible SQUIGGLES connect their
eyes.

GILES
The Masai of the Serengeti Plain believe it is
possible for animals to possess the souls of
humans in order to accomplish their various desires.

BUFFY
Do you think Xander could've been
possessed by... the Hyenas?

WILLOW
(skeptical)
C'mon -- do you really believe
this stuff about "animal possessions"?

GILES
(turning the page)
Perhaps Willow's right -- otherwise,
I should think we would recognize
our young friend's behavior in these...

Giles suddenly looks horrified. Buffy and Willow lean in, to see what he sees.

ANGLE: THE LAST ENGRAVING

hideous -- a GROUP of POSSESSED HUMANS tear apart a small animal with their bare hands and mouths.

BUFFY
(jumping up)
I've gotta find Xander!

They watch her as she bolts out the door.

CUT TO:

EXT. SCHOOL COURTYARD - DUSK

The Pack prowls across the empty Courtyard. Their's are now the hunched, low movements of animals as they slink onward.

ANGLE: THEIR POV -- HYENA VISION

CAMERA MOVES, LOW ANGLE, toward the Woods. The only SOUND we HEAR is the low THUMPING of a dozen HEARTBEATS from somewhere inside the dark Woods.

XANDER moves with them. Then he stops. Sniffs their air. The rest of the Pack continues on.

ANGLE: XANDER'S POV

The school buildings are close, but there's no one around.

WHAM! Someone jumps off the building onto Xander, knocking him to the ground. Xander and the FIGURE wrestle, back and forth, around and around, until Xander rolls on top, pinning BUFFY with his knees.

XANDER
I've been waiting for you to jump my bones.

BUFFY
Get off me!

XANDER
Is that what you really want?
We both know what you really want.

Xander shifts off Buffy's arms. Buffy rolls onto her hands and knees. They're now

face to face on hands and knees, exhausted from the struggle, panting like animals.

XANDER

You want danger, don't you -
you like your men dangerous --

BUFFY

You're in trouble -- infected with
some Hyena thing, like a demonic possession --

XANDER

--Dangerous and mean, right? Like Mr. Black Leather
Motorcycle Guy -- Well, guess who just got mean --

Xander pushes toward her, menacing, and she backs up.

BUFFY

I don't want to hurt you, Xander.

He sniffs the air.

XANDER

I knew you were following me.
I'd know your smell a mile a way.

Xander begins SNIFFING Buffy's shoulder.

BUFFY

You and the others -- ate Herbert alive --

XANDER

--You now how long I've waited? Until you'd stop
pretending we aren't attracted--

Buffy rolls away and jumps to her feet. He follows her.

XANDER

Until Willow'd stop kidding herself,
that I'd settle for anyone but you --

BUFFY

No, stop it -- You're scaring me.

Xander suddenly TACKLES her.

XANDER

Being scared make you wanna hurt me?
C'mon, Slayer -- I like it when you smell scared.

Xander climbs on top, straddling her.

XANDER

--The more I scare you, the better you smell.

Xander roughly grabs Buffy's jaw. Begins kissing her, biting her lips -- but Buffy
ROLLS him on his back, pinning his wrists against the ground. Now she's in control.

BUFFY

What part of "NO" don't you understand!

XANDER
The "N."

Suddenly, Xander THRUSTS Buffy's arms away, throwing her backward -- with a power that shocks her. Buffy's head hits the ground, just missing a pile of bricks. He leans into her face -- for the first time, we see his powerful biceps.

XANDER
(soft)
Welcome to the jungle.

CUT TO:

EXT. THE WOODS - DUSK

Three Cross Country RUNNERS sprint up a dirt path, through the Woods. CAMERA HOLDS until we HEAR PANTING. It's getting louder, and then BOBBY struggles into view.

BOBBY
Hey! Wait up!

But they're gone. Bobby tries one last desperate SPRINT through the trees, his weight makes each step difficult.

BOBBY'S ANKLE TRIPS on tree root, sending him sprawling across the trail.

BOBBY
Ow! OW! owwwWWWW!

Bobby rolls on the ground, clutching his ankle. He gets up, tries to put weight on it. Falls in pain.

BOBBY
Come back! Somebody help me!

SILENCE. Just Bobby's breathing.

RHONDA (O.S.)
Bob-by!

BOBBY
Who's there?

Bobby listens for an answer, hears nothing but his isolation.

KYLE (O.S.)
Ohhhh Bob-byyyyy!

Bobby looks around, spooked. Through the trees and darkness, he HEARS rustling branches, but sees nothing.

ANGLE: THE HYENA PEOPLES' POV -- HYENA VISION

CAMERA CREEPS through the trees, stalking Bobby, who's highlighted with intense

COLOR. We only HEAR his HEART pounding.

ANGLE: THE PACK

appears through the trees. Closes in around Bobby. They're smiling. Bobby breathes a sigh of relief.

BOBBY

Oh, you guys! Man, I'm glad to see you.

Bobby gets up. Begins jumping around on one foot.

BOBBY

Hurt my ankle -- Can you guys help me out?

Bobby laughs a little at himself and his one-legged jumping. The PACK starts laughing too. Bobby tries to laugh with them, until their laughter turns into the bone-chilling Hyena-like CACKLING.

Then, the PACK begins to CIRCLE Bobby.

BOBBY

What're you doing?

They only circle faster, CACKLING and WHO-WOOPING more wildly as their speed increases.

BOBBY

Stop it!

Bobby pleads mournfully, but for the wrong reason, uncomprehending what is about to come.

BOBBY

I thought we were going to be friends!

A HAND SWIPES at Bobby's arm, spins him around as he jumps.

BOBBY

Hey!

Then ANOTHER HAND. Another. Then a wildly FLURRY OF HANDS.

CAMERA BEGINS TO PULL AWAY, as the PACK suddenly DESCENDS on Bobby until we can't even see him anymore. Then CAMERA DRIFTS up to the dark branches that frame the placid early evening sky. Bobby's SCREAMS are drowned out by the CHOMPING and SLURPING noises of the five hungry mouths.

BLACKOUT.

END ACT TWO

Act Three

INT. THE LIBRARY - THAT NIGHT

ANGLE: THE LIBRARY DOORS

slam open. Willow and Giles look up from their research startled and anxious. BUFFY enters, dragging an unconscious XANDER.

BUFFY

Hurry -- we've gotta look him up somehow,
before he comes to.

Willow turns off the Video she's been studying.

WILLOW

Ohmigod, Xander -- is he alright?

BUFFY

Oh fine. He's just enjoying a little brick-induced
coma designed to prevent felony sexual assault.

Buffy HEAVES Xander into a steel-mesh book-return cage. She slams the door and locks it. Hangs the keys on a nearby book.

GILES

Oh Buffy, the Hyena in him didn't --

BUFFY

No, but it's safe to say that in his
current state, his idea of wooing
somebody doesn't include a Yanni CD
and a bottle of Chianti.
(thumbs behind her)
And there's five more of them out there.
What've you found?

Giles flips pages in an ancient book, frustrated.

GILES

The book says nothing about Hyena exorcisms...

WILLOW

How'd they stop it in the past?

GILES

I'm afraid the only solution is...
(reading)
"Shoot to kill."

BUFFY

Shoot to kill! Now what?

GILES

We buy guns?

BUFFY

Who wrote this book -- the Michigan Militia?
They're just teenagers.

Giles shuts the OLD BOOK, frustrated.

GILES

And I thought I'd found such a distinctly
American solution to the problem. Well,
I honestly don't know where else to look --
(an idea)
Malleus Maleficarum!

WILLOW
Swearing is never appropriate in any language.

But Giles has already disappeared into the stacks, as he speaks excitedly.

GILES
No, no, no -- the Malleus Maleficarum,
written by Sprenger and Kraemer in 1486,
speaks directly to all demonic possessions!

Giles returns, carefully holding a very dusty volume. He carefully opens and turns the pages.

GILES
Its knowledge of the occult is so comprehensive,
Pope Innocent authorized that only twenty-eight
editions be published --

He turns another page and his eyes devour the text.

GILES
YES! The entire procedure described -
we simply need to transfer the evil spirits...
(crestfallen)
...Into some other human...

A despondent beat. Then:

GILES
...Or an animal...

BUFFY
The Hyenas at the Zoo! The Zookeeper
knew they were sick in the first place --

Giles shuts the book and stands, motioning for Buffy.

GILES
Willow, continue your video research -- whatever you
do -- don't let Xander out. Buffy, you come with me.
We must find that Zookeeper --

BUFFY
--Before those Hyena Kids get the munchies for more
than bacon.

Motivated, Willow returns to work. Ejects the video cassette. Static, then the T.V. shifts out of VCR MODE.

ANGLE: THE T.V.

A NEWS REPORTER stands in a clearing in the Woods, as PARAMEDICS remove a

ripped up tennis shoe.

WILLOW
Guys...

Buffy and Giles stop at the door, then slowly approach the T.V. with growing horror.

REPORTER (T.V.)
...Where just hours ago, a young man, identified only
by the label in his underwear as "Bobby," was mauled
to death by a pack of wild dogs.

An ominous silence as they just look at each other, then at Xander -- and what he's become.

CUT TO:

EXT. WOODS - NIGHT

A YOUNG WOMAN, 25, walks through the Woods, whistling a happy tune. Suddenly, she stops. Then she sees the FIVE SLEEPING HYENA PEOPLE lying on the ground, curled up in a semi-circle, holding their full stomachs.

The WOMAN, suspicious, looks closer.

ANGLE: HER POV

Rhonda has BLOOD smeared on her MOUTH and CLOTHES. Kyle cradles a freshly gnawed FEMUR. KYLE sniffs the air... his EYES open...

ANGLE: KYLE'S POV -- HYENA VISION

The WOMAN turns to vivid colors against the gray, flat background. We HEAR her HEART POUNDING... and then, a SECOND, smaller HEART POUNDS as she cautiously backs up.

The WOMAN, horrified, turns suddenly away from CAMERA, revealing a SLEEPING BABY in her backpack.

Kyle licks his lips, slowly rolls onto his front arms.

The BABY now wakes with a primitive fear. Begins to CRY. The WOMAN desperately "SHSHSHS" her child and walks faster.

RHONDA hears this and SNARLES as the other Hyena People begin to wake and roll onto their front arms.

ANGLE: RHONDA'S POV -- HYENA VISION

CAMERA RISES slowly, creeping toward the Woman and her Baby. We HEAR the HEART BEATS as CAMERA CREEPS faster, faster, through the wood and toward the WOMAN, until she suddenly bumps into

A MAN walking alone on the dirt trail. CAMERA STOPS MOVING. The WOMAN pulls the Man by the arm and they RACE up the trail, looking back to see

FIVE SETS of narrow yellow EYES framed by the darkness.

CUT TO:

INT. THE LIBRARY - NIGHT

Willow watches another VIDEO, at once fascinated and frightened. Then she HEARS some very human GROANING. She looks across the room at

ANGLE: THE CAGE

where XANDER now sits up, rubbing the knot on his head.

XANDER
She whacked me with a brick -
Buffy hit me with a brick --

Willow turns back to the VIDEO, unforgiving.

WILLOW
You deserved it.

Xander looks up at Willow. His eyes narrow as he studies her. Suddenly his expression changes completely.

XANDER
(sweetly)
What I said to you this morning, Willow -- about
being... pasty-faced -- I'm sooo sorry...

Willow's face softens. This is what she'd wanted to hear. She turns to Xander.

ANGLE: XANDER

now looks at her, his eyes pleading.

WILLOW
I know, Xander -- but it wasn't really you talking.

XANDER
So help me, Willow.

WILLOW
We are -- Buffy and Giles are the --

XANDER
--No... I mean, you -- you're the only
one who can really help me -- let me out.

Willow pushes out from the desk, walks over to her friend, sympathy across her face.

WILLOW
Giles and Buffy said --

XANDER
--Why're you even listening to Buffy?
She doesn't care about you the way I do.

WILLOW

Buffy's our best friend --

XANDER

--Best Friend? Think about it, Willow -
how long have you know me?

WILLOW

Since Mrs. Connor's Kindergarten class.

XANDER

You've only know Buffy since
the beginning of the Semester --

WILLOW

So -- she's saved our lives
about a dozen times already.

XANDER

She's the reason she had to save our live -- I'm
telling you, this weird stuff didn't start happening
until Buffy checked in to our lives --

He starts pacing back and forth in his cage. Willow just watches him - her expression shows the pain she feels for her friend's condition.

XANDER

Vampires... Zombies... now
(air quotations)
"Evil Hyena Spirits." I mean she
only tells us whatever she needs to use us.
(beat)
I've told you my deepest secrets -
what's Buffy ever told you?

WILLOW

Xander, I think "Slayer" ranks
up there with childhood bed-wetter.

Xander stops pacing. Turns to her.

XANDER

--Okay, she's a Slayer of the Undead -- so why's she
hanging out with you? Can't you see, she thinks she's
way socially superior.

Willow just stares at him, emotionally injured.

XANDER

I'm only telling you this because I love you, Willow -
- and I don't want to see you get hurt.

WILLOW

You have a pretty warped way of showing it.

XANDER

We belong together, Willow -
Buffy's the outside who came between us.
(softly)

Let me out -- please.

Willow obviously feels sympathy for her friend, but there's no way she's going to let him out. He pleads with his eyes.

XANDER
Just hand me those keys right there...

Willow's eyes suddenly follow his outstretched arm to

ANGLE: THE KEYS

suddenly LEAPS for them, just as Willow takes a giant step backwards.

WILLOW
I don't think so.

Willow backs up and drops the keys safely on the desk, as Xander snarls at her.

CUT TO:

INT. ZOO - NIGHT

Buffy and Giles urgently pace, look at their watches, as the Zookeeper sits. He looks like someone punched him in the stomach.

ZOOKEEPER
Thank goodness you came to me.
(beat)
You see, I was afraid this might happen
when I brought the Hyenas from Africa...

Giles and Buffy react. Giles is outraged.

GILES
--Excuse me. You knew your Hyena were
possessed with an evil spirit, yet you --

ZOOKEEPER
--I explicitly warned those students --

BUFFY
--Reality Burrito, Senior. To High School students,
an explicit warning is an invitation.

The Zookeeper points to a series of DIPLOMAS.

ZOOKEEPER
Young Lady -- I have advanced degrees
in Zoology, anthropology, primitive cultures
- if I had ever thought that --

GILES
Yes, well now the unthinkable has occurred --

ZOOKEEPER
(shaking his head)

That young man's death is only the beginning.

Buffy and Giles look at each other, shocked.

ZOOKEEPER

By my calculations, in the next several hours, the possessed students will be totally transformed by the Hyena Spirits. Once that occurs, the students can never return to normal.

BUFFY

(horrified)

No more Xander...

ZOOKEEPER

(ominous)

Then, they'll be as dangerous to the public as if our own Hyenas had escaped the Zoo.

Buffy and Giles exchange an urgent glance.

BUFFY

Not if you help us.

ZOOKEEPER

I can't. I don't know how.

GILES

What if we know something you don't know.

ZOOKEEPER

(pompous)

I am the foremost authority on animal trans-possessions. If I haven't written the book, I've read it.

GILES

You've obviously not read all the books on the subject, sir -- the Malleus Maleficarum was quite clear regarding trans-possession.

The Zookeeper stares at Giles, shocked and impressed.

ZOOKEEPER

You have a copy? That book's been out of print since 1486... Who are you, anyway?

Giles proudly removes some notes from his pocket.

GILES

(proud)

I, sir, am a High School Librarian.

(reading)

Trans-possession simply requires that one stare deeply into the Hyena's eyes while involved in a cruel act --

ZOOKEEPER

(lost in thought)

A cruel act... I see... of course...

it's... so simple...No wonder good people
can't find a cure -- by their very nature
they're incapable of committing the
necessary cruel act.

BUFFY

--We just need your Hyenas as
a receptacle for the flying spirits.

ZOOKEEPER

Maybe I can help you after all--

Buffy and Giles look at him, hopeful.

ZOOKEEPER

The possessed students -- how soon can
you get them to the Hyena Cage?

BUFFY

We caught one -- but there's five more.

The Zookeeper reacts, suddenly anxious.

GILES

Not to worry, Sir. That boy is secure
in a cage in the school a library.

ZOOKEEPER

Oh no no no -- after the Hyena People eat, they sleep
-- but the moment they wake, they'll search for the
missing member of their Pack!

(ominous)

They won't rest until they find him.

Giles and Buffy look at one another, horrified.

BUFFY

Willow!

CUT TO:

INT. THE LIBRARY - NIGHT

We HEAR the ferocious WHOO-WHOOPS, spine-chilling ROARS and the tearing and slurping sounds of a slow, horrible death. CAMERA PULLS BACK to see Willow, steeling her resolve by watching another Nature Video of Hyenas attacking animals.

XANDER

Willow. Lots of times when we're together -- Biology,
the Bronze -- I catch you leaning forward to let your
hair hang down --

But his cold, narrow eyes reveal his true feelings.

XANDER

--Then you peek through the strands,
just enough to check me out. I know
what you're feeling deep inside you --

WILLOW

La la la la la, I'm not listening to you.

XANDER looks down at his hands. CAMERA ADJUSTS to SEE that Xander has now scratched through most of the metal door hinge. The Cage Door RATTLES ominously. But the soft rattle is obscured by ANOTHER RATTLE.

Willow looks up nervously.

ANGLE: WILLOW POV

The LIBRARY WINDOWS are still.

Willow watches them a moment. Then her eyes return to see the Video.

But CAMERA DRIFTS back up to the windows behind Willow. Then CAMERA ADJUSTS to SEE five sets of YELLOW EYES, hungrily glaring in at Willow from the ink-lack night. And KYLE'S LEERING GRIN.

KYLE (O.S.)
Wil-lowww... Wil-lowww...

BLACKOUT.

END ACT THREE

Act Four

INT. THE LIBRARY - NIGHT

Willow watches her tape.

KYLE (O.S.)
Wil-lowwww... Wil-lowww...

That's it. Willow finally storms out of her seat toward Xander, furious.

WILLOW
Xander, shut up.

ANGLE: WILLOW'S POV

XANDER suddenly looks up, caught -- the Cage Door's almost off its hinges. Then, while she's looking straight at Xander's face --

KYLE (O.S.)
Wil-lowww... Wil-lowww...

Willow realizes something else terrifying: Xander's not the one calling her. Too late. Horrified, she turns to see

THE FIVE SETS OF YELLOW EYES staring through the LIBRARY WINDOWS. Then a CRASH behind her. She turns back to see

THE CAGE DOOR flings off its hinges. Willow SHRIEKS as Xander lunges at her. ANOTHER CRASH. She twists again to see

THE LIBRARY WINDOWS crash open as the HYENA PEOPLE suddenly lunge through the open windows, teeth flashing hideously.

Willow RUNS across the library, but the growling, whooping, cackling Hyena People close in on her. They SWIPE at her, but Willow disappears around the corner of a BOOKCASE.

HEIDI and TOR STALK silently. Then, Willow pushes a BOOKCASE OVER, burying them under a pile of books.

The rest of the Hyena People just jump over the pile of books, unfazed, moving in on their prey. They turn the corner and stop suddenly.

ANGLE: THE LIBRARY

empty.

The Hyena People don't even talk. They split up through the stacks, searching for Willow. Xander sniffs the air.

ANGLE: XANDER'S POV -- HYENA VISION

Light from the lamps blur and fade to dull hues. We HEAR only a low THUMPING of someone's HEART... growing louder... CAMERA suddenly PUSHES IN on a large oak desk.

ANGLE: WILLOW

underneath the desk, holding her breath, eyes closed, praying. Then her eyes open. The room is silent. She sighs, relieved... peers around the corner...

LOW ANGLE: WILLOW'S POV

the room is empty. Then --

XANDER (V.O.)
Wil-lowww...

She looks up.

ANGLE: WILLOW'S POV

XANDER LUNGES at her, teeth bared!

Willow dives away, but the Hyena People now race to the desk, growling and whooping in anticipation, when

ANGLE: THE LIBRARY DOORS

burst open. BUFFY rushes toward.

WILLOW, now surrounded by the lunging Hyena People.

ANGLE: KYLE'S OPEN MOUTH

turns to face Buffy. She shoves a book into it.

BUFFY

Read more.

Buffy quickly vaults over the choking Kyle, flips and lands just in front of Xander, Rhonda and Mick -- who let go of Willow. Buffy SLAMS a chair across their faces, then grabs Willow's hand, pulling her away.

ANGLE: GILES

stands at the open door, waving them on.

GILES
With dispatch! Quickly!

BUFFY and WILLOW race past the PILE of overturned books. Suddenly, HEIDI and TOR POP out of them -- they lunge for Buffy and Willow, when

GILES whacks Heidi and Tor across their faces with a three foot long NEWSPAPER SPINDLE.

GILES
Periodical?

Buffy and Willow race through the library door, followed by Giles. Buffy slams the library door in the pursuing Hyenas' faces. Giles locks it.

CUT TO:

INT. HALLWAY - CONTINUOUS

BAM! The library door shudders from the impact on the other side, as Willow and Giles jump back in fear.

BAM! Willow and Giles cringe, hoping the door will hold.

Then suddenly, quiet. Willow cautiously approaches. Places her ear on the door.

WILLOW
They're gone --

CRASH! Willow recoils slightly at the sound of BREAKING GLASS.

GILES
(re: watch)
If we don't change them back in the
next hour, it's too late -- they'll
be Hyenas forever. And our friend --

WILLOW
--Xander will be lost.

Buffy moves suddenly for the door.

BUFFY
I'll catch them.

Giles holds her arm to stop her.

GILES

Buffy -- this isn't simply about plunging stakes into the Undead -- You're over your head on this one. Let me come with you.

BUFFY
(shaking her head)
You can't keep up.

Giles and Willow just stare after Buffy as she books out of the doors.

CUT TO:

EXT. COURTYARD - NIGHT

Buffy runs through the empty Courtyard. Suddenly stops, searching: Where did they go?

CUT TO:

EXT. FAST-FOOD DRIVE IN - NIGHT

A BLUE VOLVO sits under a single spotlight in the deserted parking lot. A FAMILY of four sits inside the car.

CUT TO:

INT. VOLVO - NIGHT

The ANDERSON FAMILY -- MR. And MRS. ANDERSON, early 40's, sit in the front seat.

TWO CHILDREN, a boy, JOEY, 11 and girl, TIFFANY, 8, sit in the back seat. They're all quietly eating their burgers and fries. The HEAR a LOW GROWL.

MRS ANDERSON
Joey, that's ignorant and you know it.

MR ANDERSON
Joey, how many times I tell you -
chew with your mouth closed!

ANGLE: JOEY

looks up, mouth full of food.

JOEY
My mouth wath clothed!

RHONDA (O.S.)
Joe-yyy... Joe-yyy...

Joey turns, agitated, to his sister.

JOEY
Tiffany, thut up!

But the little girl's FACE is frozen in fear.

ANGLE: TIFFANY'S POV

KYLE leers at her, upside down, outside her window.

KYLE
Tif-fanyyy... Tif-fanyyy...

Suddenly, the car ROCKS violently as the horrified family sees Tor and Heidi jump on their hood. Mick and Xander climb onto the trunk, growling.

Then, the WINDSHIELD SHATTERS! Kyle and Rhonda reach in to grab the shrieking family.

Xander SMASHES through the back window, grabs Tiffany. The NOISE is DEAFENING until suddenly -- Xander is KICKED out of FRAME.

ANGLE: BUFFY

standing on the car trunk, where Xander was moments before. The Hyena People stop, shocked -- Buffy's standing among them.

BUFFY
Hey, Xander! Didn't your Mom teach you?
Don't play with your food

ANGLE: XANDER

doesn't have a snappy comeback. The possession of the Hyena people has now reduced them to snarls and growls.

Xander just bears his teeth and lunges onto the besieged Volvo -- but Buffy's already running toward the Woods, taunting them. Without hesitation, Xander forgets the Family and moves after Buffy. The other Hyena People follow Xander and Buffy as they penetrate the dark Woods.

CUT TO:

EXT. WOODS - NIGHT

HAND HELD CAMERA CHASES BUFFY through the Woods, toward the Zoo. Surreal moonlight illuminates the rising mist as the CAMERA gains on her... We HEAR her HEART PUMPING frantically.

THE HYENA PEOPLE run with animal intensity. They can't speak -- only growl and cackle, as they close in on Buffy.

CUT TO:

EXT. THE ZOO - NIGHT

CAMERA DRIFTS THROUGH the dense fog. A DARK FORM, obscured by shadows, walks into the moonlight. It's WILLOW. Her heart pounds anxiously as her eyes search the empty Zoo. Giles steps out of the shadows to join her.

A SHRILL SHRIEK pierces the still night. They stop, lost. Then Willow sees something and nods for Giles to follow her. CAMERA CREEPS with them, through the fog...

ANGLE: A SIGN: HYENA CAGE. POSITIVELY NO ADMITTANCE.

WILLOW
The pathway to the Hyena Pit.

Giles's eyes warily study the ominous pathway that dissolves into the blackness beyond. He swallows, summoning courage.

GILES
I'll go in and prepare the Zookeeper.
Willow, stay here -- you'll forwarn
us when Buffy and the others approach.

Another ANIMAL SHRIEKS. Willow watches Giles take another deep breath and disappear down the pathway.

CUT TO:

INT. HYENA CAGE - MOMENTS LATER

Fog now swirls around the walkway next to the Hyena Cage. Giles walks through this, his heart pounding.

GILES
(whispering)
Dr... Zookeeper -- are you here?

Giles HEARS a NOISE inside the cage and turns quickly to see

ANGLE: A DARK FORM

suddenly emerge from the cage's splintered shadows.

ANGLE: GILES

heaves a relieved sigh.

GILES
Good gracious -- I nearly mistook you for a Hyena --
are you prepared for the trans-possession?

ZOOKEEPER (O.S.)
Almost.

ANGLE: A WOODEN CLUB

slams down on Giles' head. Giles falls to the ground, and we only SEE his prone body pulled back into the mist.

CUT TO:

EXT. HYENA CAGE - LATER

Willow's eyes anxiously scan the surrounding area. Then she HEARS the SOUNDS of CACKLING and GROWLING -- getting nearer. She turns and runs up the pathway, toward the Hyena Cage.

CUT TO:

INT. HYENA CAGE - MOMENTS LATER

Willow runs into the walkway, through the swirling fog.

WILLOW
They're almost here!
(then)
Giles... Giles?...

Only the silence. As she walks toward the cage, she sees

ANGLE: AN ORANGE GLOW

flickering, eerie, through the fog. CAMERA CREEPS, LOW ANGLE toward the door... into the cage, where the two Hyena had been in the Teaser... the GLOW intensifies... until we see it's a cluster of candles -- a flickering altar arranged around

ANGLE: A MAN

CHANTS, back to CAMERA. The MAN turns around... it's the ZOOKEEPER.

His wiry, well-cut body is covered with ELECTRIC BLUE BODY PAINT, except for inch-thick WHITE CIRCLES around his mouth and eyes. Willow SCREAMS.

ZOOKEEPER
Don't scream.
(re: body paint)
It's all part of the Masai tradition.

Willow looks around the empty cage.

WILLOW
Where are the Hyenas for the trans-possession?

ZOOKEEPER
Over there, in the feeding area.

Willow turns to see

ANGLE: A LOW WALL

just outside the glowing altar. We can HEAR HYENAS pacing and growling.

She moves to the wall, but the Zookeeper suddenly pulls her back.

ZOOKEEPER
Stay clear. They haven't been fed.

WILLOW
(looking around)
Where's Giles?

ZOOKEEPER
Don't worry. He's involved with his part of the plan.

Outside in the distance, we HEAR the CACKLING and GROWLING of the Hyena People, chasing Buffy... getting nearer.

WILLOW
They're almost here... shouldn't you
bring the Hyenas out?

ZOOKEEPER
When the time is right.

CAMERA RISES and we realize they are standing in the

HIGH ANGLE: TOTEMIC PRIMITIVE HYENA FACE

we saw in the Teaser. Suddenly, we HEAR the ferocious WHO-WOOPING and CACKLING of angry animals scratching their way along the pathway, toward the cage.

BUFFY (V.O.)
THEY'RE RIGHT... BEHIND ME!

WILLOW
That's Buffy! Get ready!

ANGLE: WILLOW

suddenly grabbed by the Zookeeper at knifepoint.

WILLOW
What're you doing?

ZOOKEEPER
The cruel act, remember?

WILLOW
(uncertain)
Oh, right -- you'll pretend to slash my throat
and put The Evil in the Hyenas behind the wall --

ZOOKEEPER
Something like that.

The Zookeeper presses the knife tighter. Willow's dreadful realization sinks in.

ANGLE: BUFFY

enters the caged area, exhausted.

WILLOW
BUFFY! IT'S A TRAP!

Buffy sees Willow held at knifepoint. Jumps up to help her just as XANDER dives on top of Buffy, knocking her to the ground.

ANGLE: XANDER'S FACE

at it's most Hyena-like, lunges downward --

ANGLE: THE HYENA PEOPLE

race into the Hyena Cage and lunge for Buffy -- their MOUTHS and HANDS begin tearing greedily.

ANGLE: THE ZOOKEEPER

holds a horrified Willow, knife denting the skin of her throat.

ZOOKEEPER
(incanting)
NYMBA YA SANAA!

ANGLE: THE HYENA PEOPLE

STOP. Look up from Buffy's body to meet the Zookeeper's electric eyes.

CAMERA PUSHES in on KYLE'S EYES, then the ZOOKEEPER'S EYES, then RHONDA'S EYES, then the ZOOKEEPER'S, CROSS-CUTTING between ALL THE HYENA PEOPLE'S EYES, finally XANDER'S... until the Zookeeper suddenly CACKLES wildly.

ANGLE: THE ZOOKEEPER'S GLOWING YELLOW EYES (CGI)

infused with six demonic hyena spirits, let's the knife clatter to the ground and GRABS Willow's hair with one hand, her arm with his other, just about to rip into her when

ANGLE: XANDER

eyes alive with fury, leaps up from the ground and DIVES on the Zookeeper, jarring Willow loose. The Zookeeper quickly regroups, picks up Xander for the final blow, when

ANGLE: BUFFY

KICKS him backwards, against the inner wall that separates them from the unseen FEEDING AREA. Buffy turns to see

ANGLE: BUFFY'S POV

the FIVE Kids running for their lives out of the cage.

BUFFY
Guess it's just us.

Willow helps Xander to his feet.

XANDER
That's all we'll need.

A FEROCIOUS GROWL and Xander suddenly turns to see

ANGLE: THE ZOOKEEPER

hatred and hunger on his face, LUNGING for Willow. Xander KICKS him the way Buffy did before -- only without the same results -- as the Zookeeper simply grabs Xander's ankle, pulling Xander's leg to his open mouth, when

ANGLE: WILLOW

lying on the ground nearby, lifts the knife with both hands and reluctantly drive in into the top of the Zookeeper's FOOT. The Zookeeper HOWLS in pain, immobile.

ANGLE: BUFFY

takes advantage of this while Xander grabs Willow, pulling her to safety. BUFFY CHARGES and JUMPS to deliver a two-footed flying drop-kick when

ANGLE: THE ZOOKEEPER

CATCHES Buffy's feet in the mid-air and THROWS her backwards.

ANGLE: BUFFY

lands in a heap, the wind knocked out of her, directly in front of the INTERNAL WALL which contains the Hyenas. We can HEAR their hungry GROWLING behind the wall.

ANGLE: THE ZOOKEEPER

pulls the knife out of his foot, howling with the ferocity of a wounded animal and CHARGES at Buffy --

ANGLE: ZOOKEEPER'S POV - HYENA VISION

CAMERA RUSHES BUFFY as we HEAR her amplified HEART BEATS. She desperately looks around, her back to the wall. Suddenly, Buffy drops from FRAME.

ANGLE: BUFFY

grabs both of the Zookeeper's legs at the knees, then lifts and HEAVES him up and over the INSIDE WALL containing the real Hyenas. We HEAR the real HYENAS CACKLING and WHOOPING behind the wall, clawing on the Zookeeper's legs.

ANGLE: THE ZOOKEEPER'S HORRIFIED FACE

appears just above the wall -- barely pulling himself up.

Buffy instinctively reaches out to help him, when we HEAR a spine-chilling ROAR and the Zookeeper's YAKED, WHIP-FAST below the wall, out of sight.

ANGLE: BUFFY, XANDER AND WILLOW

react as they listen to the horrible chewing, crunching, slurping sounds of the Hyenas feeding time. Then they HEAR another NOISE.

ANGLE: THEIR POV

Giles, rubbing his head as he approaches from the walkway.

GILES
Did I miss anything?

CUT TO:

INT. THE LIBRARY - NEXT DAY

Buffy, Willow and Giles watch a shocked Xander read The Sunnydale Clarion. He looks at the Newspaper Headline: "HYENA KILL ZOOKEEPER' SENT BACK TO AFRICA."

WILLOW

...First we though you'd gone "Sosh" on us --

XANDER

C'mon, I could never be that snotty...

BUFFY

At the end, you were minutes away
from going full-time Hyena.

XANDER

Hey believe me, I don't remember anything. Nothing --
From when I tried to save Lance in the Hyena Pit, to
when I woke up there and tried to save Willow --

Willow leans into him.

WILLOW

So you do remember saving my life?

Xander leans into her, sincere.

XANDER

No one messes with my Willow.

ANGLE: WILLOW

beams. This is all she needed to hear.

BUFFY

You better not remember, because
you talked some trash to me that --

XANDER

Hey, I wish I could say that I went to this beautiful
place -- and you were there, and you were there, and
you were there -- But I can't.

(shrugging)

All those slides are missing.

Buffy and Willow look at each other. Willow nods okay.

BUFFY

Alright...well... We're just glad you're back
-- on two feet again.

Buffy and Willow leave. Xander smiles until they're safely out the door. Then he turns to see Giles hold up the Malleus Maleficarum with a knowing expression.

GILES

I think they bought that -- Hyena Boy.

Suddenly, Xander's smile fades, realizing Giles knows.

XANDER
Shoot me, stuff me, mount me--

Xander grabs his head and rolls off the chair.

XANDER
I am so HUMILIATED!

BLACKOUT.

END OF ACT FOUR