

I Only Have Eyes for You

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Teaser

INT. BRONZE - NIGHT

The place is packed. Couples slow dance as A BAND plays a mellow, sexy song. BUFFY sits by herself, a little glum.

XANDER AND CORDY

Dance past. Enjoying an atypical moment of peace together.

ON WILLOW

Moving through the crowd with some drinks, she sees Buffy looking bummed - wishes she could do something for her broken-hearted friend. But her expression brightens when an especially handsome, sweet-looking guy, BEN, approaches Buffy.

ON BUFFY AND CUTE GUY

BEN

Hey. I'm Ben. We had Algebra II together last year.

Buffy searches - can't remember.

BUFFY

Sorry. I pretty much repress anything math related.

BEN

Miss Jackson. Second period. You were in the seat three over - one behind.

BUFFY

(smiles)

Oh - yeah... I remember now. Weren't there chalkboards and pencils and desks and stuff?

BEN

That's the one!

BUFFY

(taps her head)

Like a steel trap.

BEN

So... I was wondering... You know that dance tomorrow night? Are you

going?

BUFFY

The Sadie Hawkins thing? Isn't that the deal where the girls ask the boys?

BEN

Yeah. And I thought, maybe, if you're free you might... ask me.

Buffy balks. Her discomfort is obvious.

BUFFY

Oh... Gosh... I-

Ben sees where this is going - tries to save face.

BEN

Hey. No. Don't worry about it.

BUFFY

It's not you. You seem great. It's just - I'm not seeing anybody. Ever again, actually.

BEN

Oh. That's too bad. Okay. Well. I'd better...

ON WILLOW

Watching as BEN walks away from Buffy - rejected. Buffy grabs her purse and starts for the door. Willow moves quickly - heads Buffy off at the pass before she can leave.

WILLOW

Hey. You bailing?

BUFFY

Yeah. I'm gonna stop by the library and see if Giles wants me to patrol. Then sack it.

WILLOW

You've been doing a lot of that. Patrolling and sacking. In fact, you've kinda been all work, no play Buffy.

BUFFY

I play. I have big fun. I came here tonight, didn't I?

WILLOW

You came. You saw. You rejected.

BUFFY

You mean that guy? I'm... just not

in date-mode right now.

WILLOW

But maybe you need to date to get in
date mode.

BUFFY

I don't think I'm ready.

WILLOW

You're thinking too much. Maybe you
should just be impulsive!

BUFFY

Impulsive. Do you remember my ex-
boyfriend, the vampire? I slept with
him. He lost his soul. My boyfriend
is gone forever and the demon that is
wearing his face is killing my
friends. The next impulsive decision
I make will involve my choice of
dentures.

WILLOW

Okay, the Angel thing went badly, I'm
on board with that. But that's not
your fault.

(off Buffy's look)

And anyways, love isn't always like
that. Love can be... nice.

SMASH CUT TO:

INT. SCHOOL HALLWAY - NIGHT

A teenage couple rounds a corner in the dark hallway, which is decorated WITH
BANNERS ANNOUNCING THE UPCOMING SADIE HAWKINS DANCE. The kids are in
the middle of a horrible, emotional argument - like they're fighting for their lives.

FIGHTING BOY

Come back here! We're not finished!

The boy grabs her arm. Stops her.

FIGHTING BOY

You don't care anymore? Is that it?

FIGHTING GIRL

It doesn't matter. It doesn't matter
what I feel-

FIGHTING BOY

Then tell me you don't love me.

She's silent. He burns. Shakes her - hard. Yells.

FIGHTING BOY

Say it!

The girl starts to cry.

FIGHTING GIRL
Will that help? Is that what you
have to hear?
(lying)
I don't. I don't. Now let me go!

She struggles to break his grasp - but he holds on. Devastated - disbelieving.

FIGHTING BOY
No... A person doesn't just wake up
one day and stop loving somebody.

Now he RAISES the GUN he's been holding so she can see it. His rage and fear pushing him to the edge. Her eyes widen in horror.

FIGHTING BOY
Love is forever.

BLACK OUT.

END OF TEASER

Act One

INT. SCHOOL HALLWAY - NIGHT

The COUPLE FROM THE TEASER are still at it. The girl struggles in the boy's grasp as he holds the GUN closer to her, shaking with emotion.

FIGHTING BOY
I'm not afraid to use it. I swear.
If I can't be with you-

FIGHTING GIRL
Oh my God-

BUFFY enters the hallway - sees the couple as the girl manages to SHOVE the boy away and head for an EXIT that leads to a balcony.

FIGHTING GIRL
No! Please!-

The boy scrambles after her - raises the GUN as if he might fire.

FIGHTING BOY
Don't walk away from me, bitch!-

Buffy reacts - runs to stop him.

BUFFY
Hey! Leave her alone!

INT. ANOTHER PART OF THE HALLWAY - CONT. (NIGHT)

We see a JANITOR moving down another hallway. He hears the commotion and

comes running.

INT. SCHOOL HALLWAY - CONT. (NIGHT)

The janitor rounds the corner just as BUFFY GRABS the boy. They struggle briefly before she KNOCKS THE GUN FROM HIS HANDS. It SKITTERS down the hall and out of sight.

Buffy wrestles the boy the ground. The Janitor moves the crying girl. The BOY BLINKS. Suddenly power-freaked.

FIGHTING BOY
It's... What happened?

BUFFY
What happened? You went OJ on your girlfriend!

FIGHTING BOY
(desperate/baffled)
This is nuts... I don't know why
I - I got so mad...

BUFFY
Because you're a jerk?

Now the girl speaks up. She also looks totally freaked.

FIGHTING GIRL
He's not. We weren't even fighting
a few minutes ago.

FIGHTING BOY
We weren't. I swear to God...

BUFFY
If you weren't fighting - why did you
have a gun?

FIGHTING BOY
I don't know. I - I don't even know
where I got it.

THE JANITOR is scanning the floor. Shrugs.

JANITOR
I don't see any gun.

Off Buffy - at a loss.

INT. SNYDER'S OFFICE - DAY

Buffy sits in the "hot seat" while Snyder, worked up, grills her.

SNYDER
I'm sure you know why I asked you here.

BUFFY

(weakly hopeful)
To thank me?

SNYDER

That's right. I want to thank you.
What would Sunnydale High do without
you around to incite mayhem, chaos
and disorder?

BUFFY

What? I didn't incite! I stopped
that boy from killing his girlfriend.
I mean - ask them. Ask the janitor.

SNYDER

People can be coerced, Summers,. I'm
no stranger to conspiracy. I saw JFK.
(then)

I'm a truth seeker. I've got a
missing gun and two confused kids on
my hands. Pieces of a puzzle. I'm
going to look at all those pieces
carefully and rationally. And I'm
going to keep looking until I figure
out exactly how this is all your fault.

He'd go on but his intercom buzzes.

VOICE ON INTERCOM (O.C.)

Mr. Snyder? Billy Crandle chained
himself to the snack machine again.

Snyder shakes his head - fuming. Starts for the door.

SNYDER

Pathetic little no-life vegan.

Buffy starts to get up but SNYDER pushes her back into her chair.

SNYDER

Not so fast, Missy. I'm not done
with you yet. You stink of lies.

He leaves.

CLOSE ON BOOK SHELF

Where Snyder's YEARBOOK COLLECTION is. Unseen by Buffy, one of the yearbooks
is drawn out BY AN INVISIBLE FORCE. It falls to the ground with a thud.

ON BUFFY

Startled by the book falling. She rises and picks it up - looks at the cover.

CLOSE ON YEARBOOK

It's from 1955.

ON BUFFY

Only mildly curios as she puts it back on the shelf.

EXT. SCHOOL - DAY

Xander and Cordelia walk together on their way to class.

CORDELIA

Okay. So what's up with Buffy?

XANDER

How many times do we have to go over this? Nothing's up with Buffy. We're just good friends-

CORDELIA

No, I mean, what's up with Buffy? Like, is she okay?

XANDER

Sorry. I'm not used to you addressing subjects not directly related to... you.
(then)
She's fine. I guess. Why?

CORDELIA

She only blew off Ben Straley - the most eligible hunk in town. He's totally rad and his father owns a department store. I mean, he's the guy I'd be going out with if I wasn't so obviously brain damaged. No offense.

XANDER

Oh no. Why would I be offended?

CORDELIA

Anyway. Ben told Lynette who told Charity - that Buffy wouldn't even give him the time of day.

XANDER

Good for her. She's providing much needed life experience for the refection-deprived.

CORDELIA

The guilt thing's just getting a little old, you know. Everybody's told her what happened to Angel isn't her fault.

XANDER

Yeah. Everybody except the one guy she needs to hear it from.

INT. COMPUTER CLASSROOM - DAY

GILES comes to the doorway. Unnoticed, he watches Willow, who is still teaching as Calendar's temporary replacement.

WILLOW

So for next time, read the chapters on information groupings and binary coding. I bet you'll think coding is pretty cool - I mean, if you find two digit multi-stacked conversions and primary number clusters a big hoot.

The class LAUGHS APPRECIATIVELY at her computer geek joke as the bell rings.

ON GILES

Clearly lost. If there was a joke - he missed it.

WILLOW

Sees him as the students file out.

WILLOW

(excited)

Giles. I made them laugh, did you hear? I did the joke thing!

GILES

Yes. So it seems. I mean - you did. Good show.

(then)

I was dropping by so if you needed assistance - but you appear to have things quite under control.

WILLOW

Well, I had really good lesson plans. Ms. Calendar had them on her computer.

A shadow crosses Giles' features. It's not lost on Willow - who treads gently.

GILES

Yes, she was... dedicated, wasn't she?

WILLOW

I also found a bunch of files and internet sights about paganism and majic and stuff.

GILES

Oh?

WILLOW

Yeah, it's really interesting...

Willow moves to the desk. Finds a small pink stone on a black silk cord, which she hands to him.

WILLOW

And - this was in her drawer. She
told me it's a rose quartz - that it
has healing powers.
(then)
I thought she'd want you to have it.

ON GILES

Who closes his hand around the stone - touched, distraught.

GIRLS

Thank you, Willow. That's very
thoughtful of you.

INT. HISTORY CLASS - DAY

Buffy's in HISTORY CLASS. The teacher, MR. MILLER, stands at the chalk board,
writing away and talking in a colorless monotone-

MR. MILLER

... before 1935 the New Deal focused
on revitalizing stricken business and
agricultural communities...

The WHOLE CLASS IS BORED BEYOND BELIEF. Many of them can barely keep their
eyes open.

MOVE IN ON BUFFY

As she fights sleep. But Miller's voice is like white noise.

MR. MILLER (O.C.)

The New Deal also tried to regulate
the nation's financial hierarchy-

Finally her EYELIDS droop and CLOSE.

INT. HISTORY CLASS - BUFFY'S DREAM - CIRCA 1955 - DAY

FROM BUFFY'S POV

Buffy is in the same classroom, but it's obvious from the décor and clothes that
she's dreaming about THE 50'S. Class has just ended. A couple of cute girls giggle
as they loot at a flyer for the 1955 SADIE HAWKINS DANCE.

50'S GIRL #1

I told Mrs. Hall we'd go help decorate
the gym. Who are you taking?

50'S GIRL #2

David said yes.

50'S GIRL #1

You're kidding! He's so dreamy.

They MOVE OFF as Buffy nears the TEACHER'S DESK. Sees a beautiful young
teacher, GRACE NEWMAN, who smiles kindly as she takes papers. The kids file out,

except for JAMES, who lingers. He's big, handsome - not at all boyish. He hands Miss Newman his paper.

CLOSE ON THEIR HANDS

Which TOUCH as she takes the paper from him.

BACK ON JAMES AND MISS NEWMAN

There is obvious heat between them. It flusters Miss Newman.

MISS NEWMAN
Thank you, James.
(then)
How are you enjoying that book I
loaned you? The Hemmingway?

JAMES
I like it. Very much.

Impulsively, he touches her hand again. He moves closer. They both know they shouldn't be talking like this.

JAMES
It's honest.

They lock eyes. Miss Newman stammers-

GRACE NEWMAN
I... Yes. It's based on a true
story, actually. He fell in love
with his-

She stops as his hand moves up her arm. They move closer, eyes on each other. They're interrupted as the door to the classroom starts to open. JAMES AND MISS NEWMAN pull quickly apart, startled.

INT. HISTORY CLASS - DAY

ON BUFFY

Who wakes, also startled. She looks around, disoriented - sees that she's back in the present day. At the board, MR. MILLER is still writing and tediously narrating.

MR. MILLER
...to revive industrial activity, the
NRA, the National Recovery
Administration...

He turns away from the board to look at the class, but continues to write. As he's talking his hand starts to scrawl in LARGE ANGRY LETTERS - "DON'T WALK AWAY FROM ME, BITCH." Mr. Miller doesn't even notice what he's doing. Keeps talking-

MR. MILLER
...assigned a number of task forces-

The class REACTS WITH SHOCK and Mr. Miller looks back at the board. He's clearly

confused and embarrassed by what he's just written.

MR. MILLER
Oh! Good God.

He immediately ERASES the phrase.

ON BUFFY

Stunned.

INT. SCHOOL HALLWAY - DAY

Buffy is walking with Xander.

BUFFY
I'm telling you, something weird is
going on.

XANDER
Something weird is going on. Isn't
that our school motto?

BUFFY
Pretty much. But this time... I don't
know. It bugs me.

They arrive at Xander's locker, which he does the combo on.

XANDER
I'm not trying to poo poo your
wiggins, but a domestic dispute and
a little case of chalkboard
Tourette's? Sounds like "Hellmouth
Lite" to me-

Xander opens his locker and A BLUE, DECAYING ARM BURSTS from inside and GRABS HIM BY THE SHIRT. Xander, of course, screams for real this time. The ARM starts to PULL XANDER INTO THE LOCKER. After a brief struggle, Buffy manages to rip Xander's shirt and free him of the death grip. She SLAMS the LOCKER SHUT.

A horrified beat as they both stare at the locker. Then Buffy FLINGS the locker door open again - ready to fight. But - to their surprise - there's nothing. They look inside.

CLOSE ON LOCKER

Except for Xander's stuff - it's empty.

INT. LIBRARY - DAY

Willow is studying while Giles goes about some researchy stuff of some kind. Now XANDER and BUFFY enter, tripping. Xander looks a mess - what with his ripped shirt and all.

WILLOW
Xander. What did you do - criticize

Cordelia's outfit?

XANDER

You're just a big bucket o' funny, Will.
I'll have you know I just got
accosted by some kind of locker
monster.

GILES

(perks up)

Loch Ness monster? Really?

BUFFY

Locker monster. Is what he said.
But it wasn't really a "monster". It
was more like a guy reached out and
grabbed him. But when we opened the
locker a second time - gone. Nothing.

XANDER

This is right after Buffy's history
teacher started doing some freaky
channeling thing in class.

GILES

Fascinating. It sounds like
paranormal phenomena.

WILLOW

A ghost? Cool!

XANDER

Oh no, not cool. This was no wimpy
chain-rattler. This was more - "I'm
dead as hell and I'm not gonna take
it anymore."

GILES

Exactly. Despite the Xander-speak,
that's an accurate definition of a
poltergeist.

XANDER

I defined something? Accurately?
Check me out.
(he slams a book on the table shut)
Guess I'm done with the book learning!

BUFFY

So we've got some bad boo on our hands?

GILES

Well... A poltergeist is extremely
disruptive - and what you described
certainly fits the bill.

WILLOW

But why is it here? Does it just

want to scare people?

GILES

It doesn't know exactly what it wants. That's the problem. Many times the spirit is plagued by all manner of worldly troubles. But, being dead, it has no way to make it's peace. So it lashes out. Growing ever more confused, ever more angry...

BUFFY

So - it's like a regular teenager. Only dead.

WILLOW

What can we do? Is there any way to stop it?

GILES

The only tried and true way is to figure out what unresolved issues keep the spirit here - and resolve them.

BUFFY

Great. So now we're Dr. Laura for the deceased.

GILES

Only if we can find out who this spirit is. Or... was.

He stops, something occurring to him. Perhaps he knows who it is?

INT. SCHOOL HALLWAY - NIGHT

It's late. The hallway is mostly dark as THE JANITOR mops the floor - humming to himself. Now a TEACHER - MISS FRANK - steps out of her classroom with her briefcase and heads for the exit. They smile politely.

JANITOR

Working later, Miss Frank?

MISS FRANK

It's my fault. Let myself get behind.
(looks at floor)
Is it okay to walk here, George? It is... George, right?

JANITOR

Yes, ma'am. You go ahead.

MISS FRANK

Thanks. You have a nice evening.

JANITOR

You too. Drive safe.

He goes back to his mopping and she starts to walk away. But the janitor pauses. Looks back at Miss Frank.

JANITOR
Oh, Miss Frank?

She stops. Turns.

MISS FRANK
Yes?

Something shifts in his eyes. They go cold - full of rage.

JANITOR
You can't make me disappear just
because you say it's over.

MISS FRANK
There's no way we can be together.
No way people will ever understand,
accept it-

JANITOR
Is that what this is about? What
other people think?

MISS FRANK
(emphatic)
No! I just want you to be able to
have some kind of normal life. We
can never have that - don't you see?

JANITOR
I don't give a damn about a normal life.
(pleading)
I'm going crazy, not seeing you. I
think about you every minute-

She obviously feels the same way. Pushes it down.

MISS FRANK
I know. But...
(then)
It's over. It has to be.

She starts to walk away from him. Which PROVOKES his anger and hurt even more. He shouts-

JANITOR
Come back here! We're not finished!

He grabs her arm. Stops her.

JANITOR
You don't care anymore? Is that it?

MISS FRANK
It doesn't matter. It doesn't matter

what I feel-

JANITOR
Then tell me you don't love me.

She's silent. He burns. Shakes her - hard.

JANITOR
Say it!

Miss Frank starts to cry.

MISS FRANK
Will that help? Is that what you
have to hear?
(lying)
I don't. I don't. Now let me go!

She struggles to break his grasp - but he holds on. Devastated - disbelieving.

JANITOR
No... A person doesn't just wake up
one day and stop loving somebody.

ANGLE: In the janitor's empty hand, a gun magically appears.

Now he RAISES the GUN so she can see it. His rage and fear pushing him to the edge. Her eyes widen with horror.

JANITOR
Love is forever.

BLACK OUT.

END OF ACT ONE

Act Two

INT. LIBRARY - NIGHT

All is quiet in the library as Giles works late again. A number of books on GHOSTS and COMMUNICATING WITH THE DEAD are open before him. As he read, he unconsciously rolls Jenny's rose quartz stone around in his hand.

Now a whispery voice rises from the silence. A woman.

WOMAN'S VOICE (O.C)
...I need you...

Giles looks up - startled. He contemplates the empty room.

GILES
(hopeful)
Jenny?

He stands and starts toward the doors of the library.

INT. SCHOL HALLWAY NEAR BALCONY - NIGHT

Giles moves tentatively into hallway - now hears a muffled argument. Through the windows in the doors at the end of the hallway, he can see the JANITOR yelling at MISS FRANK outside on the balcony.

EXT. BALCONY - CONT. (NIGHT)

The janitor still has the gun, which shakes wildly in his hand as he rages.

MISS FRANK
(carefully)
Let's both... just calm down. Give
me the gun.

JANITOR
Don't! Don't do that, damn it!

CLOSE ON MISS FRANK

reacting to his venom as he continues.

JANITOR (O.C)
Don't talk to me like I'm some dumb-

BOOM! The gun discharges.

INT. SCHOOL HALLWAY NEAR BALCONY - NIGHT

Giles, on his way to the balcony to stop the fight, FLINCHES at the sound of the gun.

EXT. BALCONY - NIGHT

Miss Frank looks down at the gunshot wound in her chest - disbelieving - then FALLS back over the balcony and lands in a CRUMPLED HEAP ON THE STAIRS.

ON THE JANITOR

Panicked - he turns and RUNS back into the school

INT. SCHOOL HALLWAY NEAR BALCONY - NIGHT

The JANITOR races down the hallway. Giles surges forward and TAKLES the JANITOR. They struggle. As before, the gun is knocked out of the janitor's hands.

CLOSE ON GUN

As it come to rest and MAGICALLY DISAPPEARS.

ON GILES AND JANITOR

Who are too involved in battle to notice this. Giles finally subdues the janitor with a HARD RIGHT HOOK. A stunned beat as the janitor quiets. Then -

JANITOR
What - what's going on?

GILES
(aghast)
What's going on? You just shot a
woman...

OFF the janitor's confused, desperate face.

EXT. GARDEN AREA OF THE NEW VAMPIRE LAIR - NIGHT

Angel leads Drusilla out of an impressive art deco style house into a WALLED COURTYARD which is home to a LUSH, OVERGROWN GARDEN. A set of stairs in one corner leads to a street ext.

ANGEL
...and this - is the garden.

Drusilla takes in the beautiful surroundings - thrilled. Moves to a WALL COVERED IN JASMINE.

DRUSILLA
Look. Jasmine.

Angel goes to her - wraps his arms around her.

ANGEL
Night blooming.

DRUSILLA
Like us.
(gleeful)
Ooooooh Angel, it's fairy-land!

Now SPIKE wheels out of the house and into the yard. A beat as he takes in Dru and Angel's over-friendly position.

SPIKE
It's paradise! Big windows and
lovely gardens. They'll be perfect
when we want the sunlight to kill us.

ANGEL
You don't like it, Spike? Hit the
stairs and go. Take a stand, man.

Spike takes the dig - fuming.

SPIKE
Our old place was just fine. Until
you went and had us burned out.

ANGEL
Things change, Spiky. You've got to
roll with the punches... Well,
actually, you've pretty much got that
part down - haven't you?

Once more, Spike takes it on the chin.

SPIKE

Very funny, mate.

ANGEL
What can I say?

Angel grabs Drusilla again. Nuzzles her neck and leers at Spike - relishing his torment.

ANGEL
I just love to see you smile, buddy.

ON SPIKE

Whose eyes BURN with rage. But he holds it together.

SPIKE
Yeah. You're a giver.

INT. LIBRARY - DAY

Buffy, Willow and Xander hang with Giles.

GILES
It was just like with this couple you encountered the other night, Buffy. The janitor remembered everything. He knew he's killed this poor woman - but he had no idea why. They had no intimate relationship.

WILLOW
And the gun? Did you ever find it?

GILES
No. The police, everybody... We looked all over.
(then)
I think it's very clear. What's happening.

XANDER
Fill me in, then. 'Cause I've read the book, seen the movie and I'm still fuzzy about what's going on.

GILES
It's Jenny.

BUFFY
What?

XANDER
You think she's the poltergeist?

GILES
Don't you see? She died here under tragic conditions. Now she's trapped.

WILLOW

But - what about the whole deal with the gun?
(she glances at Buffy, lowering her voice)
Angel didn't shoot Ms. Calendar.

Buffy still registers the comment, looks down.

GILES

The gun is insignificant. It's the violence of the thing that matters.

BUFFY

I don't know. It seems like the fights these couples keep having is sort of... specific. You know?

WILLOW

She's right, Giles. The gun, the place... It's like a pattern that doesn't fit with the way Ms. Calendar died.

GILES

Yes. Well. I appreciate your thoughts on the matter. In fact, I encourage you to always challenge me when you feel it's appropriate. You must never be cowed by authority.
(quickly)

Except, of course, in this instance when I am clearly right and you are clearly wrong.

A beat. Then-

BUFFY

Great. Glad to know we have this open line of communication.

INT. COMPUTER CLASSROOM - DAY

Not surprisingly - Buffy, Xander and Willow are now hanging without Giles.

WILLOW

This is freaky. I don't think I've ever seen Giles be so pig-headed.

XANDER

I know. He's usually "Investigate Things From Every Boring Angle" guy. Now he's "I cling To My One Lame Idea" guy. What gives?

BUFFY

He misses her. He can't think. Just a little more fallout from my love life.

Willow moves to her computer. Starts with the clickity clack.

WILLOW

Okay, but this ghost stuff is something else. Let me do a cross check, look for other shootings at the school.

BUFFY

Yeah, we need some alternate ghost theories. What do we know?

XANDER

Dog spit is cleaner than human's.

BUFFY

Besides that.

Willow taps some keys. A moment as some information comes up on the screen. Then her expression registers shock.

WILLOW

Oh boy. We know plenty... It says here that a student murdered a teacher on the night of the Sadie Hawkins dance. The rumor was that they were having an affair and she tried to break it off. After he killed her, he went into the music room and shot himself.

As she relates the tale we see FLASHBACKS of the salient events. Finally:

XANDER

Ladies and gentlemen - we have a poltergeist. It has to be one of those two, right?

WILLOW

It all fits. The gun. The Sadie Hawkins dance...

BUFFY

Which is tonight.

She stops, thinking.

XANDER

How come we never heard about this murder/suicide thing before? When did it happen?

WILLOW

Well, it says -

BUFFY

(cutting her off)
1955.

WILLOW

How did you know?

INT. COMPUTER CLASSROOM - A LITTLE WHILE LATER (DAY)

CLOSE ON

A 1955 YEARBOOK HITS the desk. Willow opens it to an "In Memoriam" page for GRACE NEWMAN.

ON WILLOW, XANDER AND BUFFY

BUFFY

Okay. Fresh new strangeness? I dreamt about this woman the other day. Her and this young guy.

Willow turns some pages. Finds a photo of JAMES STANLEY.

WILLOW

James Stanley?
(off Buffy's nod)
He's the one. He did it.

XANDER

Your dreams are getting wicked accurate, Buffy. You wouldn't happen to see me coming into big cash or, possibly, knowing the love of a woman? In a full-body sense?

BUFFY

(ignoring/still looking at photo)
He couldn't make her love him, so he killed her. What a sicko.

WILLOW

He looks so normal in his picture. He was smart, too. He made the honor role.

BUFFY

Smart?

XANDER

He killed a person and he killed himself. Those are pretty much the two dumbest things you can do.

WILLOW

I know, but... don't you feel kind of bad for them?

BUFFY

I feel lousy. For her. He's a murderer. He should pay for it.

WILLOW

With his life?

BUFFY

No, he should be in prison for sixty

years breaking rocks and making
'special friends' with Roscoe the
weight lifter.

Willow and Xander exchange a look. Buffy's vitriol is just a bit too intense.

XANDER

Yikes. The quality of mercy is not Buffy.

WILLOW

Whose ghost do you think we're
dealing with? His or hers?

BUFFY

Considering how violent it is, I'd
say it's his.

XANDER

That tracks.

WILLOW

I've been browsing in some of Ms.
Calendar's pagan sites. Maybe I can
find a way to communicate with him.
Find out what he wants.

BUFFY

Who cares what he wants? We gotta
shut him down before some other
innocent guy shoots some nice girl
and blows his brains all over the
music room wall.

Beat.

XANDER

Okay, who's hungry?

INT. CAFETERIA - DAY

The place is crowded with students as Xander sits with Willow and Buffy at a table.
None of them are really enthused about their food.

Now CORDELIA comes over and sits next to Xander with a plate of spaghetti. She
addresses them all, indignant.

CORDELIA

I hope you guys weren't planning on
going to this Sadie Hawkins dance
tonight - because I'm totally
organizing a boycott. Do you realize
that the girls are suppose to ask
the guys - and pay and everything?
I mean, who's genius idea was that?

XANDER

Obviously some hairy-legged feminist.

CORDELIA

Really. We have to nip this in the bud or things could get way scary-

Speaking of - she's interrupted by a HORRIBLE YELL.

CLOSE ON

guy at the table across from them. The sandwich he just bit into has turned into WRITHING BLACK SNAKES.

ON XANDER

Who looks down at his NACHO STICKS in terror. SNAKES.

THE WHOLE CAFETERIA

Erupts into total CHAOS. Everybody's food has transformed into WRIGGLING SERPENTS.

BUFFY

Does what she can. She YANKS a snake off a girl nearly FROZEN WITH FEAR.

ON THE DOORWAY TO THE CAFETERIA

Where SNYDER takes in MAYHEM. He is concerned but calm.

ON CORDELIA

Who SCREAMS at her SNAKE FILLED PLATE. She tries to toss it away from her, but one of the snakes COILS AND STRIKES - biting her on the FACE.

EXT. SCHOOL - DAY

The school is being evacuated. Exterminators move in as freaked students file out.

CLOSE ON CORDY

Who is having her face bandaged by a PARAMEDIC while XANDER holds her hand.

CORDELIA

Perfect. I'm going to be swollen and scarred. Why didn't it just kill me?

ON SNYDER AND THE POLICE CHIEF

Who speak cryptically

POLICE CHIEF
School boy prank?

SNYDER
(shakes his head)
Never sell.

POLICE CHIEF
Backed up sewer lines?

SNYDER

Better... I can probably make that one fly. But this is getting out of hand. People will talk.

POLICE CHIEF

You'll take care of it.

SNYDER

I'm doing everything I can. But you people have to realize that -
(as people pass)
-- backed up sewer line, this happened in San Diego just last week -
(they're gone)
-- that we are on a Hell mouth. Sooner or later, people are going to figure that out.

POLICE CHIEF

The city council was told you could handle this job. If you feel you can't... perhaps you'd like to take that up... with the Mayor.

Dread flushes Snyder's face.

SNYDER

I'll handle it. I will.

INT. BUFFY'S ROOM - NIGHT

Xander, Willow, Cordelia (still bandaged from the snake trauma) and Buffy are gathered.

WILLOW

Remember the plan to contact the spirit and talk to it? Scrap that plan.

Willow lays out a MAP OF THE SCHOOL that she's drawn.

WILLOW

Buffy, you're right. The time for touchy-feely communication has passed. I've done some homework and learned that the only solution - is the final solution.

XANDER

Nuke the school? I like it!

WILLOW

Not quite. Exorcism.

CORDELIA

Are you crazy? I saw that movie. Even the priests died!

BUFFY

What's the deal, Will?

Willow explains - using the map to make her point.

WILLOW

Okay. See here? The balcony?
That's where the original teacher was
shot back in 1955 and where Miss
Frank died. It's the hot spot where
all the bad mojo is coming from. We
need to create a Mangus Tripod-
(draws on map)

One person chants here, in the hot
spot, and the other three people
chant in other areas of the school -
making a triangle. It's supposed to
bind the bad spirit. Stop it from
doing more harm.

BUFFY

I'll take the hot spot. If there's
real trouble, it'll probably be there.

XANDER

I'm kinda feeling like this ghost is
fixating on you, Buffy. The
yearbook, the dreams - you sure you
can handle it?

BUFFY

Oh, I'm hoping he'll show. I truly am.

INT. SCHOOL - NIGHT

Xander, Cordelia, Willow and Buffy enter the school, each holding a black candle and a flashlight.

BUFFY

Okay, we all have our places. We
light the candle and do the chant at
midnight exactly. Any questions?

CORDELIA

Yeah. What if this mangled triangle
thingy doesn't work?

WILLOW

Oh! I almost forgot. I made us all
protective scapulas.

XANDER

Okay... So we can flip the
poltergeist over when it turns a nice
golden brown?

WILLOW

Scapula. You wear it around your neck
for protection.

Willow digs into her pockets - pulls out four little bags on cords and hands them out. Everybody reacts. They smell.

CORDELIA
You expect me to wear that? It
smells like grandpa breath!

WILLOW
Sorry. I didn't have much time so I
had to use sulphur. Stinky - but
effective.

Everybody reluctantly puts them on. Buffy turns to them - firm.

BUFFY
Okay. Let's do it.

INT. SCHOOL HALLWAY - NIGHT

Buffy, Xander, Cordelia and Willow enter the dark hallway. Look around the quiet school.

CORDELIA
(scared)
No problem. This'll be a piece of cake.

BOOM! BOOM! BOOM! The hallway ECHOES with the sound of DOORS SLAMMING AND LOCKING.

INT. SCHOOL - CONT. (NIGHT)

The front doors SLAM SHUT. Every possible EXIT IS SEALED.

BLACK OUT.

END OF ACT TWO

Act Three

EXT. GARDEN AREA OF THE NEW VAPIRE LAIR - NIGHT

Drusilla is down on her hands and knees in front of a flower bed. She's digging in the dirt with her hands.

DRUSILLA
Maybe I'll sleep under ground... Dig
myself a little burrow.

ON SPIKE

Who watches her.

SPIKE
What about your pretty nightclothes,
sweet? They'll get all dirty.

DRUSILLA

Then I'll sleep naked. Like the animals do.

NOW ANGEL moves to DRU, grinning.

ANGEL
You know? I'm suddenly liking this plan.

SPIKE
Fortunately, nobody cares what you like. Mate.

ANGEL
Oh no? Let's ask Dru-

ON DRUSILLA

Who bursts out LAUGHING. Looks up to the sky.

DRUSILLA
Ooooooh! There's a gate... It's opening...

ON ANGEL AND SPIKE

ANGEL
(to Spike)
Incoming. I love when she does this.

SPIKE
(ignoring/to Dru)
What gate, pet? What do you see?

Drusilla stands, her hands covered in dirt.

DRUSILLA
Ummmmm. It's black. It wants her.

ANGEL
Wants who?

DRUSILLA
The slayer. It's time, Angel. She's ready for you now. She's dancing with death.

SPIKE
Big deal. He won't do anything. Our man Angel likes to talk, but he's not much with the action. All hat - no cattle.

Angel grabs Drusilla - gives her a leering squeeze.

ANGEL
I don't know about that.

DRUSILLA

Oh, Angel's got cattle all right.
Mooooooooo.

She laughs. They've got some serious kundalini flying.

ANGEL
Yeah. I think this whole Buffy thing
has run it's course. I'm ready to
focus my energy elsewhere.

SPIKE
Really?

ANGEL
Oh yeah. What with you being special
needs boy, I figure I should stick
close to home. You and Dru can
always use another pair of hands...

Spike glares.

OMITTED

INT. HALL NEAR LIBRARY - NIGHT

Willow moves down the hall toward the lounge, clutching her scapula. The place is
silent and creepy, and her fear grows with every step...

BOOM! She's passing the LIBRARY door when it BANGS open-

WILLOW
Arghhhhh!

It's GILES - who is also startled.

GILES
Good lord, Willow! What are you
doing here? You're not supposed to
be inside.

Willow HIDES her candle behind her back.

WILLOW
Me? What about you?

GILES
Yes, well. I'm trying to -- I think
I'm close to contacting Jenny.
(re: her scapula)
What's that smell?

WILLOW
It's a scapula,

GILES
Ahh. Did you use sulphur?

WILLOW

Yeah.

GILES

Clever. Well, hurry along. There may be some paranormal phenomena if I make contact -- you don't want to get in the line of fire.

WILLOW

Okay. Night.

He moves back into the library. Through the window - Willow sees him return to his OFFICE where a SINGLE LIGHT BURNS.

OFF WILLOW

Watching him, troubled.

INT. GIRLS' BATHROOM - NIGHT

Cordelia enters. A beat as she takes in the dark, cold room.

She sets her flashlight near the mirror. Catches sight of herself in it. She can't help but pick at the bandages on her face, finally taking it off.

She contemplates her small wound, then she pulls some make-up from her purse and begins to try to cover it.

INT. HALL NEAR MUSIC ROOM - NIGHT

Buffy is moving down the hall when she HEARS MUSIC coming from one of the classrooms. The Flamingos version of "I Only Have Eyes for You," Now she sees LIGHT coming from the same room. Moves toward it.

On the wall, A FLYER invites one and all to the SADIE HAWKINS dance - but the flyer is clearly from another time. THE 50'S. Buffy fingers it. Then looks through the window in the classroom door-

INT. MUSIC ROOM - BUFFY'S POV - CIRCA 1955 - NIGHT

The room is transformed - locked in another time - 1955. The RECORD PLAYS on a turntable and JAMES and MISS NEWMAN dance, holding on tight. Lost in each other.

INT. HALL NEAR MUSIC ROOM - NIGHT

Off Buffy, compelled. She can't look away.

INT. CAFETERIA - NIGHT

Xander - not a happy boy - enters the cafeteria. There are still A FEW SNAKES on the floor.

XANDER

Oh, yeah baby. It's snakalicious in here.

He takes a baby step into the room. Groans.

INT. STAIR LANDING - LOUNGE - NIGHT

Willow sets up her candle. Looks at her watch.

Now the same DECAYING BLUE CORPSE HAND that reached out of Xander's locker EMERGES FROM THE FLOOR and GRABS WILLOW. Starts to YANK HER INTO the floor as if it were quicksand. She CRIES OUT.

INT. HALL NEAR MUSIC ROOM - NIGHT

Unaware of Willow's plight, Buffy continues to watch the loving couple dance. They spin, turn toward her. Now JAMES looks up at her - and she sees that his FACE is now that of a HORRIBLE DESICCATED CORPSE.

CLOSE ON BUFFY

Horrified.

INT. GIRLS' BATHROOM - NIGHT

Cordelia is till at the mirror, trying to cosmetically conceal her wound.

Suddenly, the WOUND BEGINS TO GROW AND SPREAD ALL OVER HER FACE. Her normally beautiful visage turns into an open, festering sore. SHE SCREAMS and flails.

INT. CAFETERIA - CONT. (NIGHT)

Increasingly freaked, Xander moves slowly behind the hot table - right into A DEAD EXTERMINATOR, propped up against the wall. The exterminator's mouth and hair are TEAMING WITH SERPENTS.

INT. STAIR LANDING - LOUNGE - CONT. (NIGHT)

Drawn by Willow's cries - Giles emerges from the library and rushes to her. Finds Willow entirely SUCKED UP by the FLOOR.

WILLOW
Giles!

Giles grabs her by the arm, pulls with all his might.

GILES
Hold on!

After a struggle - he manages to extract her. They both TUMBLE BACK and hit the ground hard. Willow is shaking, terrified. Giles puts an arm around her, tries to comfort.

WILLOW
(breathless)
Giles..?

GILES
What?

WILLOW
Jenny could never be this mean.

GILES

I know. I-
(then)
It's not her, is it?

Willow shakes her head "no."

WILLOW
I'm sorry.

Giles takes it in - knows it's true.

EXT. BALCONY - NIGHT

Buffy, freaked, arrives in her spot where the teachers died. She sets the candle on the ledge of the balcony - but as soon as she touches it - she is OVERWHELMED BY VISIONS which hit her in rapid succession:

A FLASH OF JAMES AND MISS NEWMAN FIGHTING in the hall way.

THE GUN GOING OFF

Miss Newman FALLING OFF THE BALCONY

James walking into the music room and putting "I ONLY HAVE EYES FOR YOU" on a turntable.

James LIFTING THE GUN TO HIS HEAD

EXT. BALCONY - CONT. (NIGHT)

Buffy is so startled and blinded by the visions that she drops to the ground.

CLOSE ON BUFFY

As TWO WRETCHED HANDS GRAB HER BY THE LAPELS and YANK her into a sitting position, revealing the terrible DEAD FACE OF JAMES, who is leaning into her, furious. Through his blue, cracked lips he hisses -

DEAD JAMES
Get out!!

And as quickly as he appeared he is GONE. Buffy is full-on terror struck.

INT. STAIR LANDING - LOUNGE - NIGHT

As the school CLOCK starts to strike midnight. Willow, taken by surprise, scrambles to light her candle.

WILLOW
Oh, God...

Her hands are trembling so much she can't do it. Giles takes the lighter - does it for her. Willow, shaky voiced, starts to incant -

WILLOW
"I shall confront and expel all evil"

INT. GIRLS' BATHROOM - CONT. (NIGHT)

Cordy still flails - but suddenly sees in the mirror that her FACE IS BACK TO NORMAL. A beat as she hears the CLOCK CHIME. She grabs her candle - manages to light it.

CORDELIA

"I shall totally confront and expel all evil"

INT. CAFETERIA - CONT. (NIGHT)

Xander is now perched on a table - well above snake level - his candle already lit.

XANDER

"out of marrow and bone"

EXT. BALCONY - CONT. (NIGHT)

Buffy has also lit her candle. Despite her terror, she forces the words-

BUFFY

"out of house and home - never to
come here again."

The clock stops chiming. A long, quiet beat.

INT. STAIR LANDING - LOUNGE - CONT. (NIGHT)

Willow and Giles look around, hoping that it worked.

EXT. BALCONY - CONT. (NIGHT)

Buffy reacts as a sudden, GALE WIND kicks up. Blows out her candle. An eerie BUZZING sound RISES.

INT. CAFETERIA - CONT. (NIGHT)

The SAME WIND blows out Xander's candle.

INT. GIRLS' BATHROOM - CONT. (NIGHT)

...and Cordelia's.

INT. STAIR LANDING - LOUNGE - CONT. (NIGHT)

...and Willow's. Then Giles and Willow turn to see the source of the ominous BUZZING sound-

CLOSE ON

A SWARM of BLACK WASPS which moves toward them down the hall.

ON GILES AND WILLOW

GILES

Run!

They take off FOR THE DOOR.

INT. SCHOOL HALLWAY - CONT. (NIGHT)

Giles and Willow round a corner - are joined by XANDER, CORDY AND BUFFY. BUFFY BREAKS the LOCK on the door and they all ESCAPE seconds before the SWARM pours out.

EXT. SCHOOL - NIGHT

As the gang hightails it from the campus. Xander looks back over his shoulder - slows.

XANDER

Check it. I'd say school's out for good.

Now they all look and see-

CLOSE ON SCHOOL

The entire CAMPUS IS BEING ENVELOPED by a CLOUD OF BLACK WASPS. The place has become wretched, possessed ground.

INT. BUFFY'S HOUSE - LIVING ROOM - NIGHT

Giles, Willow, Xander, Cordelia are all gathered in the living room.

GILES

Right then... We've definitely established, based on all the parallels and Buffy's visions, that it's James' spirit-

Now Buffy enters from the kitchen with a few sodas.

WILLOW

So what do we do, Giles? About James?

GILES

Well - he's obviously reliving the night of the Sadie Hawkins dance, when he killed Miss Newman. It's common for a spirit to do this - to keep recreating a tragedy.

CORDELIA

Hey. If Sunnydale High is shut down forever, do we, like, automatically graduate?

XANDER

(ignoring her)

But why? What does he want?

(turning to Cordy)

Actually, that's an interesting point...

GILES

(ignoring him)

He's trying to resolve the issues that keep him in limbo. What those are, I'm not entirely-

Buffy interrupts

BUFFY
He wants forgiveness.

GILES
Yes. I imagine he does. But when James possesses people they act out exactly what happened that night, so instead he's experiencing a form of purgatory. He's doomed to kill his Miss Newman over and over again - and forgiveness is impossible.

BUFFY
Good. He doesn't deserve it.

GILES
To forgive is an act of compassion, Buffy. It's not done because people deserve it. It's done because they need it.

Now Buffy goes off - her spite palpable.

BUFFY
No. James destroyed the person he loved the most in a moment of blind passion. And that's not something you forgive. No matter why he did what he did. No matter if he know now that it was wrong and stupid and selfish. He's just going to have to live with it...

A beat. Everybody's stunned by her outburst. Finally-

XANDER
He can't live with it, Buff. He's dead.

Buffy's clearly upset. At a loss. She walks back into the kitchen. Xander, Willow and Giles exchange worried glances.

CORDELIA
Okay... over-identify much?

INT. KITCHEN - NIGHT

Buffy paces, trying to get it together. Then she finds something in her jacket - pulls it out. It's the 50'S ERA FLYER from her vision - inviting her to the SADIE HAWKINS DANCE. Now a woman's voice whispers-

WOMAN'S VOICE (O.C.)
... I need you ...

CLOSE ON BUFFY

Moved suddenly, Her look of agitation replaced by a look of calm.

INT. LIVING ROOM - NIGHT

WILLOW

So what next? Do we go in again?

GILES

Not now. The spirit is too angry.
Too powerful... We need to figure
out exactly now, and if, this thing
can be defeated...

FADE TO:

EXT. SCHOOL - NIGHT

As Buffy approaches the wasp-enclosed school. Moving steadily, unwavering -
almost as if she were in some sort of trance.

And now the SWARM of WASPS PARTS FOR BUFFY. She walks onto the campus,
unharméd. Then the GAP in the wall of wasps CLOSES again, shutting her in and the
rest of the world out.

BLACK OUT.

END OF ACT THREE

Act Four

INT. KITCHEN - NIGHT

Willow enters - looking for Buffy.

WILLOW

Buffy are you-

She stops when she sees that Buffy is gone. Only the FLYER remains behind. Willow
picks it up as Giles enters.

WILLOW

Oh, God. Giles. She went back.

EXT. SCHOOL - NIGHT

Now Giles, Willow, Xander and Cordelia arrive at the school. The place, as before, is
entirely SURROUNDED BY WASPS.

XANDER

So - now what? Not even a mega vat
of Raid is gonna do the trick here.

CORDELIA

I don't get it. Is she trying to be
like a big loner hero or something?

GILES

No. I believe she's under the

spirit's thrall. He's calling her-

CORDELIA
But why?

GILES
James needs her to reenact everything
that happened the night he killed
Miss Newman. He wants to change
things. Make a happy ending.

WILLOW
(urgent/to Giles)
But it can't ever happen. It always
ends the same. Which means Buffy's
going in there to get shot, Giles.

GILES
Yes. But remember - the school is
deserted. There's no male inside for
James to possess. No way for him to
play his part.

XANDER
So Buffy should be safe until we can
find a way to get her out.

WILLOW
In theory. Yeah...

They all loot to the school - worried.

INT. SCHOOL HALLWAY NEAR BALCONY - NIGHT

Now Buffy walks into the hall and stops where the fight always begins. She's slumped, defeated. It's almost as if she's waiting for this thing to over take her.

Behind her, A DARK FIGURE APPEARS. A voice speaks from the shadows.

ANGEL (O.C.)
Fun fact about wasps? They have no
taste for the un-dead.

He steps forward. But Buffy doesn't even turn around.

ANGEL
Not that a sting would do me lasting
damage. It's just - tonight's
special. I wanted to look my best
for you.

Finally - still turned away from him - Buffy speaks. But her voice is strange - darker.

BUFFY
You're the only one. The only person
I can talk to.

ANGEL

Gosh, Buff. That's... really pathetic.

BUFFY

You can't make me disappear just
because you say it's over.

Now she faces him. Her features are contorted with desperation and rage.

ANGEL

Actually...

He moves in, menacing.

ANGEL

I can. In fact-

He stops. And now the SHIFT happens. His face transforms as he is filled with fear,
love and sadness.

ANGEL

I just want you to be able to have
some kind of normal life. We can
never have that - don't you see?

BUFFY

I don't give a damn about a normal life.
(then)
I'm going crazy not seeing you. I
think about you every minute.

He obviously feels the same way. Pushes it down.

ANGEL

I know. But...

(then)

It's over. It has to be.

Angel turns from her - starts to walk toward the door. This inflames Buffy's ire
further.

BUFFY

Come back here. We're not finished!

INT. SCHOOL HALLWAY (FLASHBACK - 50'S ERA) - NIGHT

Now we see JAMES and MISS NEWMAN as they have the SAME ARGUMENT. James
GRABS her arm. Stops her.

JAMES

You don't care anymore? Is that it?

MISS NEWMAN

It doesn't matter. It doesn't matter
what I feel-

INT. SCHOOL HALLWAY NEAR BALCONY - CONT. (NIGHT)

Buffy burns. Shakes Angel's arm. Hard.

BUFFY
Then tell me you don't love me. Say it!

Angel starts to cry.

ANGEL
Will that help? Is that what you
have to hear?
(lying)
I don't. I don't. Now let me go!

INT. SCHOOL HALLWAY (FLASHBACK - 50'S ERA) - CONT. (NIGHT)

James is devastated - disbelieving.

JAMES
No... A person doesn't just wake up
one day and stop loving somebody.

Now he raises his GUN.

INT. SCHOOL HALLWAY NEAR BALCONY - CONT. (NIGHT)

Now BUFFY raises her hand and the GUN is in it. Angel's eyes widen with terror.

BUFFY
Love is forever.

INT. SCHOOL HALLWAY (FLASHBACCK - 50'S ERA) - CONT. (NIGHT)

As JAMES' GRIP on MISS NEWMAN tightens.

JAMES
I'm not afraid to use it. I swear.
If I can't be with you-

MISS NEWMAN
Oh my God-

SHE manages to SHOVE him back. BOLTS for the doors that lead to the balcony.

INT. SCHOOL HALLWAY NEAR BALCONY - CONT. (NIGHT)

Buffy takes off after Angel - who is almost out the door.

BUFFY
Don't walk away from me, bitch!

EXT. BALCONY - CONT. (NIGHT)

ANGEL bursts out of the hall and onto the balcony, with BUFFY ON HIS HEELS. She points the GUN at him with SHAKING HANDS.

BUFFY
Stop! I mean it. Don't make me.

Angel TURNS CAREFULLY - terrified.

ANGEL

All right. Just... You know you
don't want to do this. Let's both-

EXT. BALCONY (50'S ERA FLASHBACK) - CONT.

JAMES reacts with RAGE as Miss Newman continues to plead with him.

MISS NEWMAN

(carefully)

-just calm down. Give me the gun.

JAMES

Don't! Don't do that, damn it!

EXT. BALCONY - CONT. (NIGHT)

As Buffy does the same. SWINGING THE GUN WILDLY-

BUFFY

Don't talk to me like I'm some dumb-

An involuntary twitch of the finger and - BOOM! - THE GUN GOES OFF IN HER
HAND. IT'S CLEARLY AN ACCIDENT. She JUMPS with surprise at the blast.

EXT. BALCONY (50'S ERA FLASHBACK) - CONT.

BOOM. The same moment with JAMES as the gun goes off. He looks at the gun in
his hand with HORROR.

EXT. SCHOOL CAMPUS - NIGHT

Giles, Xander, Willow and Cordelia HEAR THE GUNSHOT. React.

EXT. BALCONY - CONT. (NIGHT)

Angel has a gunshot wound RIGHT THROUGH THE HEART. He looks at Buffy -
disbelieving.

A beat - and he TOPPLES over the balcony, lands in the EXACT SAME POSITION as
the teacher before him.

EXT. BALCONY (50'S ERA FLASHBACK) - CONT.

And MISS NEWMAN topples over the balcony. Lands in SAME POSITION.

EXT. BALCONY - CONT. (NIGHT)

ON BUFFY

And silence - except for her terrified, raspy breathing.

Then she turns and reenters the school.

INT. HALL NEAR MUSIC ROOM - CONT. (NIGHT)

As Buffy walks down it, barely containing her grief.

INT. MUSIC ROOM - CONT. (NIGHT)

HORRIFIED AND DISTRAUGHT over what she's done - Buffy moves to a STACK OF RECORDS FROM THE 50'S. She takes a record - "I Only Have Eyes For You" - from the stack.

EXT. BOTTOM OF STAIRS NEAR BALCONY - CONT. (NIGHT)

ANGEL is still lying in a twisted heap at the bottom of the stairs. Then, suddenly, he stirs. Starts to get up.

INT. MUSIC ROOM - CONT. (NIGHT)

With the record in hand, Buffy walks to a 50'S ERA RECORD PLAYER. She places the record on the turntable. Drops the needle on.

Buffy turns - sees her reflection in a GLASSED CABINET. It's JAMES looking back at her.

A beat. She listens to the music - haunted. Then she starts to LIFT THE GUN TO HER HEAD.

CLOSE ON BUFFY.

SHAKING. The gun close to her head. Her finger on the trigger...

Then ANGEL'S HAND COVERS HERS.

ON ANGEL AND BUFFY

Angel, filled with compassion, gently takes the gun away from her.

ANGEL
Don't do this.

BUFFY
Grace? But I - I killed you.

ANGEL
It's not your fault. It was an accident.

Buffy can't hear it - protests.

BUFFY
It is my fault! How could I let this --

ANGEL
I'm the one who should be sorry,
James. You thought I stopped loving
you. But I never did. I loved you
with my last breath.

Buffy takes this in. Starts to cry. Angel tries to comfort her.

ANGEL
Shhh.

(then)
No more tears.

And he kisses her. It's both a final chance for lovers to touch - and a moment of redemption.

INT. MUSIC ROOM (50'S ERA FLASHBACK) - CONT. (NIGHT)

As Miss Newman kisses James.

INT. MUSIC ROOM - CONT. (NIGHT)

Back on Buffy and Angel - and the kiss. Suddenly LIGHT moves from deep within them. Sprits RISE and vanish.

EXT. SCHOOL - CONT. (NIGHT)

Giles, Xander, Willow and Cordy watch with amazement as the SWARM suddenly DISAPPEARS.

WILLOW
Look... They're leaving.

INT. MUSIC ROOM - CONT. (NIGHT)

A beat. Buffy blinks, returning to herself. She's still in Angel's arms. The look of tenderness lingers on his face.

BUFFY
(almost a whisper)
Angel... ?

And his eyes go cold. He can't believe what just happened. He THROWS her from his embrace, disgusted.

And HE BOLTS, leaving Buffy totally spun.

FADE TO:

INT. SCHOOL LIBRARY - NIGHT

Giles is behind the counter as Willow, Xander and Cordy enter.

WILLOW
Everything seems normal. Not a
snake, not a wasp.

CORDELIA
Yep. School can open again tomorrow.

XANDER
Explain to me again how that's a good thing?

CORDELIA
I'm drawing a blank...

Giles crosses back into the office.

INT. GILES' OFFICE - CONT. (NIGHT)

Giles enters. Moves to Buffy.

GILES
Are you feeling better?

A moment...

BUFFY
He picked me. I guess I was the one
he... could relate to. He was so sad...

GILES
Well, now they can both rest.

BUFFY
I still... part of me still doesn't
understand why she would forgive him.

GILES
Does it matter?

BUFFY
(thinks)
No... I guess not.

EXT. GARDEN AREA OF THE NEW VAMPIRE LAIR - NIGHT

CLOSE ON ANGEL

Who is WASHING IN THE COURTYARD FOUNTAIN. SCRUBBING his face and body
RAW. Spike rolls over - fascinated.

SPIKE
You might want to let up. They way
when you've drawn blood - you're
exfoliated.

ANGEL
(sharply)
What do you know about it? I'm the
one who was friggin' violated. You
didn't have this thing in you.

Now Dru drifts over.

DRUSILLA
What was it, a demon?

Angel towels off. Throws his shirt on.

ANGEL
Love.

DRUSILLA
Poor Angel...

Now Angel grabs Dru.

ANGEL
Let's get out of here. I need a really
vile kill before sun-up to wipe this
crap out of my system.

DRUSILLA
Of course. We'll find you a nice toddler.

They start to leave but Dru stops - turns to Spike.

DRUSILLA
Want to come, pet?

But Angel steers her away.

ANGEL
No can do, Dru. I'm sure he'd be
hell on wheels - but we don't have
much time. Gotta travel light.

Now Angel grabs Spike's chair - gets in his face.

ANGEL
Sorry. Try to have fun without me.

And they take off.

ON SPIKE

We MOVE IN as he, incongruously, SMILES.

SPIKE
Oh, I will...

Then he STANDS, KICKS THE WHEELCHAIR AWAY.

SPIKE
Sooner than you think.

And his eyes flare with INSANE FURY.

BLACK OUT.

THE END