CLOAKS

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FADE IN

EXT. NORTHERN ROMAN EMPIRE COUNTRYSIDE - DAY

Sparkling rivers weave through fields of green grass and rocky hillsides. Lit by a golden sun, endless flowers sway in the breeze. Scatterings of ruins dot the landscape.

The gruff yet gentle voice of ANTONIUS (we'll come to meet him later) speaks.

ANTONIUS (V.O.)
Over the past 100 years, Rome had stretched itself thin.

INSERT - MAP

An archaic map of the Roman Empire lies upon an oak table, yellowed and worn. A red stain moves across it, slowly enveloping Europe, Asia and parts of Africa.

ANTONIUS (V.O.) (CONT'D)
Constantine, one of the greatest emperors to ever rule the Empire had died...

Thunder RUMBLES.

EXT. ROME - DAY

Bruised clouds circle above. Rain blankets hundreds of ROMANS watching CENTURIONS march, swords clanking at their sides.

MEN carry a decorated coffin of Constantine, his portrait painted gloriously on a flying banner held up by a BEARER.

ANTONIUS (V.O.) (CONT'D)
With his death came the advent of young and inexperienced rulers. Men more concerned with personal wealth than the strength and glory of our Empire.

EXT. VOSGES MOUNTAINS - DAY

Snow drifts down on an army of vicious BARBARIANS marching across the jagged landscape, fur robes blowing in the wind.

ANTONIUS (V.O.)
Because of their weakness, the barbarian tribes began to devour our boundaries, slowly, violently.

The heads of their enemies sit upon pikes - lifeless eyes frozen in eternal horror.

ANTONIUS (V.O.) (CONT'D)
Once an Empire that ruled the world, we are but now a land of ruined cities and dying dreams. Of men clamoring to make their final riches before an inevitable fall.

EXT. SOUTHERN ROMAN CITY - NIGHT

Dressed in rags, sick and dying PEOPLE crowd the streets. Buildings, once glorious, now see the ravages of poverty.

ANTONIUS (V.O.)
But even in chaos, a man seeks a home. A flame in the final darkness. I want to tell you our story. A story of we, who took the shadows, so we could find the light.

Work horses pull a covered wagon with decorated wooden walls. The wheels SPLASH through puddles on the well-worn street. Heavy velvet curtains cover the rear window.

ATOP A NEARBY ROOF

The moon, full and bright in the starry sky, illuminates the tiled roofs. A FIGURE in dark robes watches from the shadows.

BELOW

The wagon DRIVER brings his horses to a stop outside a well lit Roman house. A door on the side of the wagon swings open. A FAT MAN (47), his bald head catching lamp light, looks out.

A wrinkled OLD WOMAN (62) walks down the stairs beside LITA (20), pretty with pale alabaster skin, dressed in silk.

FAT MAN
What do you have for me tonight?

OLD WOMAN
Lita. Fresh from the farms. She has not been broken.

The Fat Man steps out, grins.

FAT MAN
Come here, child.

Lita takes a step forward, the Old Woman stops her.

OLD WOMAN
Payment?

The Fat Man tosses the Old Woman a bag of coins.

FAT MAN
I just returned from the North, a commission by the Empire.

The Old Woman opens the bag, picks through it with a finger.

OLD WOMAN
They do pay you Artisans well when they want to, don’t they?

She tucks the bag away, nudges Lita forward.

The Fat Man strokes Lita's smooth cheek with his chubby, ringed fingers.

BACK TO THE ROOF

The shadowy figure above stealthily swings down the gutter, and silently lands on the ground.

ON THE STREETS

A brief second of lamp light gives us a glimpse of sharp eyes beneath the figure’s hood. An assassin most of his life, this is MALARICUS (34).

His dagger glints in the moonlight just as he dips it into a muddy puddle.

AT THE WAGON

The Fat Man takes Lita into the wagon, and SLAMS the door.

ON MALARICUS

He runs through the shadows, right up to the wagon, and deftly slides under.

The driver CRACKS his whip, the horses take off.

INT. WAGON - CONTINUOUS

Brass oil lamps glow as the Fat Man pushes Lita down onto a pile of fine silk pillows. He grabs at her dress greedily - tears it off.

She GASPS in disgust as he hops on her, kisses her neck.

UNDER THE WAGON

Clinging to the undercarriage, Malaricus carefully crawls towards the back of the wagon.

INTERCUT

The Fat Man licks his lips and looks down at a fearful Lita.

Malaricus crawls up over the rear side, slips through the heavy velvet curtains.

His breath heavy, the Fat Man runs his jeweled fingers over Lita’s curves. She lets out a SQUEAL as he squeezes her hard. He goes to undo his belt.

From behind, the mud-covered blade reaches out from the darkness. SCHWICK! It slides across the Fat Man's neck! He GURGLES. Blood sprays across Lita's pale body. She SHRIEKS.

ATOP THE WAGON

The driver rolls his eyes. He's been through this a dozen times - his master always takes his women hard.

BACK INSIDE

Crimson blood marks the walls. Panicked, Lita looks to Malaricus. Stubble across his bold jaw, a curved scar on his chin, he's worn but kind.

He places a finger to his lips.

MALARICUS
There are worse things to fear in the darkness than me, young lady.

EXT. VILLA - CONTINUOUS

The wagon drives through two open gates of a large walled villa as Malaricus slips out the back and into the shadows.

INT. VILLA - CONTINUOUS

The wagon comes to a stop. The driver hops down. He listens for a moment.

DRIVER
We're home, master.

No response. He pulls back the curtains. His eyes go wide.

EXT. RIVERBANK - CONTINUOUS

Malaricus stops at a trash-filled riverbank cutting through the city. In the distance, chaotic bells BONG as guards SHOUT. Malaricus WHISTLES.

A moment later, a distant WHISTLE sounds back. Out of the darkness a small boat approaches, rowed by two MEN shrouded in hooded cloaks.

EXT. VOSGES MOUNTAINS - NORTHERN PASS - WALL - DAY

GRAPHIC: THREE YEARS LATER - NORTHERN FRANCE - 400 A.D.

Cut granite blocks built thirty feet high, stretching two-hundred yards east and west collide with solid mountain rock on either end. Armored CENTURIONS walk the top.

North of the wall - nothing but a desolate grassland. Behind the wall - a camp of over 5,000 Centurions living out of tents and wooden barracks.

LUCIUS (41), grey haired with a strong weathered face, walks with his treasurer, ACESTES (34) skinny, and a well-armored, broad shouldered centurion, CAPTAIN HIBERIA (30).

GENERAL ALTINIUS (48), lean and tough, approaches them with a smile. Captain Hiberia quickly bows to him.

GENERAL ALTINIUS
Welcome to the wall, men!

Dark rings line Lucius' eyes.

LUCIUS
(to Acestes)
Not much for manners up here.

General Altinius quickly bows to Lucius.

GENERAL ALTINIUS
I apologize, Praetor Lucius. Its been a long journey for you. You must be--

LUCIUS
I'm here to see your defenses, not your wine stores.

The General nods and waves him to follow.

EXT. NORTHERN PASS - LEGION CAMP - CONTINUOUS

Sounds of the Legion camp surround them: Soldiers bantering battle tactics, the sharpening of swords on whetstones, the CLANGING of a dozen sparring matches echoing in the cold air.

General Altinius leads Lucius and his group.

GENERAL ALTINIUS
We have five-thousand Centurions posted here, a constant rotation of wall watchers, and of course...

He stops at two imposing catapults made of heavy timber.

GENERAL ALTINIUS (CONT'D)
...heavy artillery.

They continue walking.

LUCIUS
And the barbarian activity?

GENERAL ALTINIUS
Our scouting teams say there's been a few scattered raiders camped here and there. Most likely refugees from their own wars--

He cuts himself off as the group comes to an iron gate in the wall, fifteen feet high - thick, impenetrable.

LUCIUS
Is this it...? The gate I had designed?

Lucius puts his hand to the gate, grasps one of the bars.

The General grins.

GENERAL ALTINIUS
A genius design. This lever opens the gate.

He motions to a nearby lever jutting from the wall.

GENERAL ALTINIUS (CONT'D)
Give it a try.

Humoring him, Lucius pulls at the lever but it doesn't budge. He tries harder. No luck. The General chuckles.

GENERAL ALTINIUS (CONT'D)
That lever is held in place by a weight within the wall. Unless a man atop is given the orders to lift a counter-weight, that lever won't budge an inch.

Lucius brushes his hands off.

GENERAL ALTINIUS (CONT'D)
Not a soul can get through this gate unless I know about it.

He's a proud man...

GENERAL ALTINIUS (CONT'D)
And with the hundreds of barrels of pitch and oil we have, well, what Hadrian's wall does in length, the Vosges Wall does in power!

LUCIUS
The designer was supposed to leave behind blueprints.

GENERAL ALTINIUS
Ah! Of course...! I nearly forgot!

General Altinius pulls out the rolled up prints and hands them to Lucius.

GENERAL ALTINIUS (CONT'D)
I was hoping you'd come visit us sooner. I've been holding onto those for years.

Lucius tucks the plans away as he looks across the wall.

LUCIUS
Tell me, what of other roads into the valley?

General Altinius leads them to a table where a few SOLDIERS look over an opened map.

GENERAL ALTINIUS
There are dozens of paths through the mountains, but they're too small and treacherous to be a real danger...

INSERT - MAP

The General's finger points to four roads, two on each side of the main pass where the wall stands.

BACK TO SCENE

GENERAL ALTINIUS (CONT'D)
These four paths are big enough for maybe a small squadron to walk down, but a Centurion outpost guards each one.

LUCIUS
When is the last time you checked on these outposts?

GENERAL ALTINIUS
We refreshed the men there at the beginning of spring. Three months.

Concerned, Lucius looks to the wall.

GENERAL ALTINIUS (CONT'D)
I assure you, the wall that holds your valley safe is well guarded.

He shoots Lucius a grin of confidence.

EXT. VALLEY OF ATHOS - SUNSET

Pollen and seed float in the air like a summer snow. Rolling hills covered with golden wheat glow orange from the setting sun slowly sinking behind the snow capped Vosges.

Across the landscape walk seven Camargue horses. Mounted on the lead rides Lucius. Just behind, Acestes follows, hunched over a map. Behind them both: five fully armored CENTURIONS.

The Centurions keep their eyes on the fields. One carries a large vexillum of crimson, the gold letters blazon between the patterns of olive branches and a wolf.

In the distance lies a farming village. Just a small berg with a few well-built, wood-stone buildings and a slew of simple tile-roofed homes.

EXT. VILLAGE OF AURELIA - CONTINUOUS

MAIA (32) sits on the roof of a one-story house. She dangles her bare feet off the edge as the breeze gently blows through her honey blonde hair.

She squints at the group of approaching horses, lowers herself off the edge and jumps onto a soft pile of earth.

There, her father, AGRIPPA (52), grey in his long beard and hair, stands arms crossed looking at the approaching horses.

MAIA
Do you think it's--

AGRIPPA
(stern)
No.

MAIA
They wear Roman robes and carry a vexillum. Perhaps it is Malaricus?

There's hope in her voice.

AGRIPPA
The legion would not escort a Cloak home in such a fashion.

Maia looks to the approaching horses sadly.

HUNDREDS OF MILES AWAY, SOMEWHERE IN THE WESTERN EMPIRE...

INT. BLACK CLOAK HQ - SUNSET

Malaricus buckles his cloak in an open air room of a Roman Villa - the decor ominous - colors of black, dark violet and crimson. A SQUIRE (14) hands him a dagger.

SQUIRE
Your Fang, master.

Malaricus takes it while the squire brushes dust off him.

SQUIRE (CONT'D)
If you pardon me, master, aren't you just a bit sad?

Malaricus looks at the dagger, smiles, and then places it in his sheath beneath his robes.

MALARICUS
Every mile I travelled further from home, the more I found I missed it.

SQUIRE
Does a lady await you there?

Malaricus looks away - clearly a complicated subject for him.

EXT. VILLAGE OF AURELIA - CONTINUOUS

Lucius and his Centurions walk into the village. Agrippa comes to greet him.

Catching his eye, Lucius looks to Maia. He stares into her emerald eyes - *such beauty*. He can't help but smile at her: shining, alluring, yet simple. She looks back at him, uneasy.

INTERCUT

Malaricus walks to the center of a courtyard. A villa laden with the training equipment of the Cloaks.

Thirty BLACK CLOAKS, their hoods pulled off, watch as Malaricus approaches the middle where a pyre burns.

Next to the fire: a smaller flame with a pot of boiling lead. A Cloak holds up a pewter chalice of wine.

The Cloak sips it, hands it to Malaricus, who drinks.

ON MAIA

Lucius watches as Maia settles his feisty steed with the utmost of skill and care. She leads the horse off with the other STABLE BOYS. Lucius never takes his eyes from her.

LUCIUS
She does the work of boys, and in bare feet no less!

AGRIPPA
My daughter is a girl with a head full of fantasy and fingernails full of dirt. I pray to God everyday a husband finds her, but what can a man do?

Agrippa leads him inside as Lucius gives a last look to Maia.

AGRIPPA (CONT'D)
Come! They will set your men up for the night while we pour the red - a decent vintage sweet with honey.

Lucius, back to reality, nods and follows.

ON MALARICUS

With calm surrender, Malaricus approaches an unsmiling Cloak.

CLOAK
(emotionless)
A Cloak, no matter how skilled, has a limit to how much blood their Fang can drink...

Malaricus removes his dagger from his robe.

CLOAK (CONT'D)
Too much blood, and a man can go insane... and your dagger has had much blood...

Malaricus nods.

CLOAK (CONT'D)
You, Malaricus Cornelius Flavia Belgica, are herby discharged from the Black Cloaks, not for lack of duty nor lack of honor, but because your Fang has filled its bloodlust.

Malaricus looks to his dagger.

CLOAK (CONT'D)
Because you have rejected our offer to become a master trainer or a scribe, your duty as an assassin has ended.

Malaricus drops his dagger into the pot of boiling lead.

MALARICUS
I accept resignation.

INT. AGRIPPA'S HOME - NIGHT

Drinking wine within a house of finely painted walls, Agrippa sits with Lucius at a large wooden table.

AGRIPPA
The wheat fields? Look what you saw coming south! Every year, the harvest gets better!

LUCIUS
Then tell me councilman, how would you like even more fields? I'm thinking maybe twice as many?

One of Agrippa's eyebrows angles upwards.

ON MALARICUS

Malaricus removes his black Cloak and sets it upon the hot fire. It smolders and burns.

CLOAK
Be it said here today that Malaricus Cornelius Flavia Belgica's Black Cloak title has been purged from his name.

Malaricus eyes the crowd, their faces all stone. A few Cloaks give the sign of the cross.

CLOAK (CONT'D)
You shall not walk the path of the Cloak as long as you live. Do you swear this to the Lord Christ?

MALARICUS
I do.

CLOAK
Then go.

All of the black Cloaks lower their heads, placing their hands on their heart. Malaricus turns to leave.

EXT. AGRIPPA'S HOME - MORNING

Lucius leaves the house, shaking hands with Agrippa. Maia helps the stable boys bring the horses out.

Acestes and Lucius ride off.

Agrippa turns to Maia, but quickly lowers his eyes and walks past her wordlessly. He's clearly troubled about something...

EXT. FAR NORTH (PAST THE WALL) - DAY

A whipping breeze carries light snow. WULFARIC (39), a hulking, muscular man dressed in furs with a broadsword strapped to his back, sits upon a warhorse.

Next to him, YARIC (33), slimmer but fierce, a short beard - throwing axes and blades dangling from his belt, leads the front of a two-hundred SOLDIER caravan.

In the far distance behind them: streams of smoke and flame, a mark of the death they leave behind wherever they go.

And now they head South, towards the Vosges. Towards Athos.

EXT. NORTHERN FRANCE - DAY

Traveling through green grasses and shoots of wildflowers, Malaricus plods slowly on a horse.

His chestnut gelding comes to a stop at the top of a slope. He looks down upon a sea of fertile wheat fields and the village of Aurelia in the distance. He smiles.

EXT. ROMAN HOUSE - DAY

Malaricus rides up to a one-story house built of stone. He dismounts and ties his horse.

INT. ROMAN HOUSE - CONTINUOUS

A simple dwelling. Swords and shields hang on the walls. A set of old Legion armor sits in the corner, still polished.

By the fireplace sits CORIO (61), grey-haired and strong. The door opens, Malaricus enters. THUMP! He bumps his head on the top of the doorway.

MALARICUS
I remember this doorway being a lot taller.

Corio’s face lights up. With a chuckle, he stands and embraces him.

CORIO
Malaricus. Look at you. Alive.

They break apart. Malaricus looks at him warmly.

MALARICUS
It’s good to see you too, father.

EXT. ATHOS - DAY

A wall of granite surrounds a hundred buildings of pillared architecture, from rundown houses to a few expensive villas.

The city of Athos, population: 28,640. The only big city in this valley of farming villages and small bergs.

The streets are laden with CITIZENS of all types, but mostly the poor, hungry, and overworked. Some beg for money from the well-dressed crowds passing by. Centurions patrol wearily. Grime and decay mark most of the buildings. Solid waste, horse droppings, and broken sewage lines pollute the air.

EXT. WHEAT MARKET (WITHIN THE WALLS OF ATHOS) - CONTINUOUS

MERCHANTS fill sacks of grain, weigh handfuls on scales, and barter with CUSTOMERS in the grungy stalls.

Lucius walks through the market briskly, Acestes lags behind. Sounds of business and commerce fill every corner.

ACESTES
(concerned)
Of course I am angry about this! I had told you not to do it!

LUCIUS
I pay you for advice, Acestes, not to dictate my choices.

Acestes angrily points at a parchment of paper.

ACESTES
It says here that you made the purchase of over a hundred wheat fields in the southern Empire. A hundred! Far from a trivial amount!

Lucius ignores him as they walk.

ACESTES (CONT'D)
Ever since this valley has been producing the kind of wheat it has, the south no longer has need to export its own harvest...

An annoyed expression crosses Lucius' face as they climb a set of steps carved into a wall.

LUCIUS
The fields were cheap, they were nearly giving them away.

ACESTES
I told you, the wheat markets in the south have crashed! This is why they were sold so cheaply!

Lucius quickens his step in annoyance. Acestes keeps pace.

ACESTES (CONT'D)
The grain will sit in storage and the weevils will have their share before that crop has a chance to make you a one single denari!

LUCIUS
Calm yourself, Acestes.

At the top of the steps the two walk through a doorway.

INT. OFFICE - CONTINUOUS

Two big windows open to the city of Athos. The sounds of the market barely reach up here.

ACESTES
As your assigned treasurer, I would hope that you could trust me more.

Lucius walks to the window, looks out. Acestes looks over a handful of papers on the tables.

ACESTES (CONT'D)
And trading three of your fields here for that farm girl...

Acestes shakes his head. Lucius quickly changes the subject.

LUCIUS
How much does Rome pay you?

Acestes seems uncomfortable by the question.

ACESTES
Sir?

LUCIUS
How much?

ACESTES
Twelve Denari a month.

LUCIUS
Not much, is it?

ACESTES
I work for the Empire. The Empire is all that matters.

LUCIUS
And when you retire, they'll give you a one bedroom house in Rome, I would imagine.
(beat)
Is it worth it?

ACESTES
Of course.

He gives Lucius a fake smile and goes back to the papers.

LUCIUS
I try so hard to find new ways to stretch an impossible budget to help this city...

Sadness washes over Lucius as he gazes out across the city.

LUCIUS (CONT'D)
One day, I'll be too old to be a Praetor, and I'll be where all grey men of the Senate end up and yet Athos will be the same.

Acestes simply nods with a firm smile.

ACESTES
For the Empire, sir.

Lucius gives a worried look to the horizon.

LUCIUS
Of course. For the Empire.

EXT. ROMAN HOUSE - MORNING

Malaricus spreads grain across the ground. Fat chicken peck around his feet. Corio walks up, lights a pipe.

CORIO
Malaricus, sit with me.

Corio puffs away. Malaricus sets down his basket, sits and pulls his own pipe.

CORIO (CONT'D)
The Cloaks. Quite an honor.

MALARICUS
I'm just happy to be home.

He lights the pipe. Puffs a few smokes.

CORIO
What will you do now?

MALARICUS
Help with the fields. Get married?

Corio smiles.

CORIO
When I left the Legion, I had nowhere to go. You and I, our hearts lie with the Empire.

Corio takes a deep pull on his pipe, blows away the smoke.

CORIO (CONT'D)
But I met your mother and we started this farm.

He smiles dreamily.

CORIO (CONT'D)
I had felt lost without a blade in my hand. But I replaced hilt with plow. I took up a babe in my shield arm - you. That's when it all made sense.

MALARICUS
I remember you teaching me the sword, right there, where the coops are now. I missed this place.

CORIO
You call this home. But when I was in the Legion, I didn't have one. The Empire was my home, all of it, from Hispania to Damascus.

MALARICUS
Always poetic, old man. But, no regrets, right?

CORIO
Never. Not if you know what you're fighting for.

They sit a moment in silence, smoking. Looking at the fields.

CORIO (CONT'D)
Whatever you saw in the Cloaks, whatever you did, remember - you fought for this... all this.

They smoke their pipes, the puffs drift away in the breeze.

EXT. VILLAGE OF AURELIA - NIGHT

The Village sleeps under the starry sky. Only a few torches and windows are lit. A shadowy FIGURE moves between the lights, silent, unseen.

INT. AGRIPPA'S HOME - MAIA'S ROOM - NIGHT

Maia walks over to a lantern, puts out the flame, then walks over to her bed. She goes to blow out the candle.

Then she sees something - the figure crouched in the window. Her hand quickly darts to a dagger on her night stand.

MAIA
One more step and you'll find steel in your neck!

VOICE
I think you acted the same way the first time I tried to kiss you.

Maia furrows her brow, lowering her dagger just a bit. The figure steps into the room, the candle light reveals--

Malaricus. Maia drops her dagger.

MAIA
(whispers)
Malaricus.

With a smile of disbelief, she runs up, embraces him.

MAIA (CONT'D)
At least wait until its sunlight before you try sneaking into a woman's bedroom...

Malaricus flashes a wry smile.

MALARICUS
Old habits.

MAIA
Still the same... which means my father will still hate you just as much as he did before you left.

A quiet laugh from Malaricus.

MAIA (CONT'D)
And I should be mad at you for being gone for so many years.

MALARICUS
I was serving the Empire.

Her smile fades. She looks away from him. He gently touches her chin and brings her gaze back to his.

MALARICUS (CONT'D)
Maia?

MAIA
Seeing you is like seeing a ghost.

He takes her hand into his.

MALARICUS
I look at you now, and it makes all those long years away disappear.
(they interlock fingers)
Even if I had died, I would have come back to you for one thing.

MAIA
What?

He moves in and kisses her. First surprised, she quickly falls into it, puts her other hand to his cheek. The kiss ends, they break away. She looks at him, sadness on her face.

MALARICUS
Sorry...

She buries herself against him, he wraps his arms around her.

MAIA
God, I missed you.

She looks back up to him.

MAIA (CONT'D)
You must go, before my father finds you here...

MALARICUS
Being kicked out before anything good happens...

She grins and slaps him playfully on the chest.

MAIA
Go!

He heads for the window, smiles, and jumps out, disappearing into the night.

EXT. ATHOS - DAY

At the main gate, CENTURIONS wave MERCHANTS on wagons through into the tightly packed streets.

EXT. LUCIUS' VILLA (WITHIN THE WALLS OF ATHOS) - CONTINUOUS

Four stories high and one of the largest buildings in Athos, its pristine walls tower over a decaying block of the city.

INT. LUCIUS' VILLA - COURTYARD - CONTINUOUS

Pillared architecture surrounds a large courtyard with lush grass, shrubbery and a fountain.

Lucius and six NOBLES sit at a long table within a large alcove. Before them: a wide array of food and drink. The fattest noble, NOBLEMAN AVITUS (44), pours wine into the cup of NOBLEMAN GALLUS (56), a bald man with a cold stare.

He sniffs a glass of wine.

AVITUS
(overdramatic)
Ah, Bulgarian! It saddens my poor heart to hear that most of these vineyards were destroyed by war.

Avitus picks up a date the color of honey from a bowl.

AVITUS (CONT'D)
And with the far eastern shipping routes muddled with barbarian raids... well, we may no longer see the finer things in life.

He passes the dates to Gallus.

LUCIUS
Avitus, you should be thinking of a brighter future for the Empire.

AVITUS
I am a realist. If a man does not think and philosophize upon these things, then he is a fool.

GALLUS
I didn't realize philosophy required so much eating... or whoring in your case, Avitus.

Avitus turns to Gallus, his jaw partially open. The noblemen hold their breath. Then Avitus BURSTS out with laughter.

AVITUS
The finer things! The finer things!

GALLUS
The future is bright.
(He lifts his glass)
Dues will come to noble and
intelligent men such as ourselves.

Lifting of glasses and murmurs of agreement.

Lucius' eyes flick away to a FIGURE dressed in a crimson cloak, hidden in the shadows of the surrounding pillars.

Lucius sets his cup down.

LUCIUS
Excuse me, my friends.

He stands and bows, then quickly walks away.

INT. BLACKSMITH SHOP - DAY

An open-air shop. Rusted scrap lies everywhere, gaping holes open in the ceiling. This place has seen better days.

ANTONIUS (42), slim with flecks of grey in his beard, walks in and immediately goes to pour himself some wine.

From behind, a dagger pushes up against his jugular.

ANTONIUS
(barely surprised)
What do you want?

VOICE (O.S.)
You're getting slow, old friend.

Antonius turns to see Malaricus.

ANTONIUS
So you've finally decided to return
to this backwater village.

MALARICUS
As planned.

They give each other a faint smile and quick embrace.

ANTONIUS
I'm glad to see you alive.

MALARICUS
You're glad?

Antonius pours him a glass of wine. He takes it.

MALARICUS (CONT'D)
So this shop is all yours?

VOICE (O.S.)
I'm sure he wishes all of this grandeur was his very own...

Sarcasm. Malaricus turns to see BACCHUS (37), bulky with a short beard. He's entered the shop without a sound.

MALARICUS
Bacchus? Right?

BACCHUS
I see my name precedes me. Finally, fame comes after all these years!

He gives a sweeping half bow and sits. Malaricus chuckles.

MALARICUS
Actually, I think we crossed paths in the Nicaea campaign.

BACCHUS
Well, there's that too. God forbid I ever see days like that again.

MALARICUS
So this is where Cloaks come to retire. A blacksmith shop in the middle of nowhere.

BACCHUS
I followed this old man back here.

He nods to Antonius who ignores him with a swig of wine.

BACCHUS (CONT'D)
Thought it'd be more peaceful than Constantinople.

Malaricus looks outside wistfully.

MALARICUS
Too many years smelling blood on steel, sweat and armor. It's almost hard getting used to the smell of grass and flowers.

ANTONIUS
And manure.

Malaricus turns to Antonius who pours himself more wine.

MALARICUS
Not enjoying the country life?

ANTONIUS
Times are hard and coin is short, and this cheap wine tastes like piss and vinegar.

BACCHUS
How fitting for you. You know, I wish my problems stemmed around the simple things, like wine.

ANTONIUS
(loudly mumbling)
Here we go...

BACCHUS
Oh no, don't worry, I won't bother our friend here with the sad story of a poor ex-Cloak who has a sick daughter living in the city who he can barely afford medicine for...

He stands back up, clasps Malaricus on the shoulder.

BACCHUS (CONT'D)
Malaricus, good to see you again, soldier. Unfortunately I have some business to attend to. Take care, and Antonius, try not to get too drunk today.

He bows slightly and leaves.

MALARICUS
Match made in heaven, you two.

ANTONIUS
I admire that man for many reasons, and his personality is not one of them. Here...
(He lifts his glass)
To a safe return.

Malaricus lifts his glass and they both drink.

EXT. VILLAGE OF AURELIA - SUNSET

Bonfires and lamps burn throughout the village. The smoke of dinner fires fills the air.

EXT. ROMAN HOUSE - SUNSET

Malaricus brings a horse into the stable when he hears the sounds of another horse riding up. It's Agrippa.

AGRIPPA
I heard you were back.

MALARICUS
Ah! Agrippa! The man I've missed the most out of everyone!

Sarcasm. Agrippa looks down at Malaricus with a glower.

AGRIPPA
I gave you a good whack to your ass for taking my daughter out into the woods when you were a boy. Perhaps you've earned another?

MALARICUS
I still have the mark from that night. I could show it to you.

Malaricus shoots him a smile. Agrippa's expression sours.

AGRIPPA
You've already been to see Maia.

He figures...

MALARICUS
I have.

AGRIPPA
What are you thinking, Malaricus?

MALARICUS
I'm hoping that--

AGRIPPA
Marriage? Don't even say it...

He spits. Malaricus stands defiantly.

AGRIPPA (CONT'D)
Maia's future lies in Athos, working for the Praetor, not in the farms with some ex-Cloak.

What? This is news to Malaricus... and Agrippa can tell.

MALARICUS
Tell me - how much land did it take for you to sell your daughter off?

Agrippa snorts wordlessly and rides off.

EXT. OUTPOST - NIGHT

A fort constructed entirely of sharpened poles - the walls stretching about eighty feet across. The outpost completely blocks a wide, natural trail running through the mountains.

Two WATCHMEN, both half asleep on their spears, stand atop a watchtower. Their breath turns to mist in the cold.

Wolves HOWL. The men's ears perk up. More HOWLING. They shake the sleep from their eyes, look into the darkness - only the burning torches and the moon to illuminate their watch.

Covered in shadow, a singular FIGURE on horseback slowly approaches. The men grip their spears.

WATCHMAN
What is your business?!

The figure stops fifty feet from the front gate. It does not respond. The watchman turns to the other.

WATCHMAN (CONT'D)
Get the Captain...

With a nod, the other watchman climbs down the ladder.

WATCHMAN (CONT'D)
State your name!

The figure sits in unnerving silence. *This can't be good...*

The other watchman comes to the ground and GASPS. A CENTURION lies dead, throat slit. Before he can shout--

All hell breaks loose.

THUNK! An arrow pierces the watchman on top of the wall.

An EXPLOSION OF FLAME ERUPTS from the barracks. Then - SCREAMS. Soldiers pile out of the doors half afire.

OUTSIDE THE WALLS

The figure moves out of the shadows into the moonlight...

It's Wulfaric! He lifts his arm.

War CRIES and HOOVES sound in the night. Fifty GOTHS on horseback ascend the path, full charge towards the outpost.

WITHIN THE WALLS

Goths come from every shadow, swords swing through unarmored, unprepared Centurions.

The Captain, covered in blood, fights alongside his men. He knows: they must warn the others at the wall!

CAPTAIN
Light the beacon!

Two of Centurions nod and break off towards a beacon tower.

A Centurion, shirtless, bedraggled, SLASHES a Goth with a hand axe. CRACK! A war-hammer SLAMS him across the head.

Every Centurion thinks the same thing: *How did they get in?*

A group of barbarians run towards the to open them.

CAPTAIN (CONT'D)
Stop them!

The barbarians lift a heavy timber bar from the gate.

War hungry Goths, weapons drawn, swarm inside.

Wulfaric leads. He cuts down a Centurion, then another!

He wipes his hand over his sword, takes a glob of his victim's blood. He runs it through his hair - his expression psychotic. He's eating up every second of battle.

The two Centurions climb the tower to the beacon. THWAP! THWAP! They fall from the ladder, arrows in their backs.

Our heroic Captain grits his teeth. It's up to him now...

He grabs a bow and arrow from a corpse. He tears a piece of cloth off the body, wraps it around the arrow. Using a nearby torch, he lights it up.

He takes aim at the beacon tower - this is their last and only chance to warn Athos of the raid.

Don't miss... don't miss!

He goes to release his flaming arrow and--

A blade swings down through his neck, severing his head from his body. His corpse slumps to the ground.

LATER

Small wisps of smoke waft through the air. Yaric and Wulfaric ride through the massacre - every Centurion dead.

They speak to one another in the *Gothic language.*

WULFARIC
Leave twenty-five of the men here, bring the rest into the valley.

Yaric doesn't respond, a cold look on his face.

YARIC
That gives us one-hundred and twenty men. One-hundred and twenty men to march right into Roman territory...

He turns to look at his fellow Goths who have begun to strip dead bodies and throw the pillaged weapons into piles.

YARIC (CONT'D)
Can't we just bring the rest through this pass?

WULFARIC
It would take months to bring an army through this trail.

YARIC
I'm close to calling this all a fool's errand.

WULFARIC
I should put a dagger through your neck for saying that.

Yaric half-grins.

YARIC
This is a fool's errand.

A moment of silence. Wulfaric looks as if he's about to strangle Yaric... then he grins himself.

YARIC (CONT'D)
Since I was the only commander willing to come this far with you, I expect my neck will remain safe.

Yaric bows his head slightly and takes his leave.

EXT. FIELDS (JUST OUTSIDE AURELIA) - NIGHT

The moon shines bright over a cluster of mossy fallen pillars and old foundations.

Malaricus leans against a low broken wall, his arms casually crossed. His eyes flick to the left.

MALARICUS
I know you're there.

Maia walks out from the shadows.

MAIA
How?

She smiles, walks to him.

MALARICUS
Your skirt brushing on the rock,
your breathing when you came down
the slope... and your smell.

MAIA
You smelled me?

MALARICUS
The breeze carries lilacs.

He takes a dried decorative flower from her hair, pinches it between his fingers. She looks solemn.

MAIA
My father thinks it best I forget
about you.

She averts her eyes. He takes her face into his hands. She looks back into his eyes, a gaze of sadness and love. He puts his lips to hers - a deep kiss.

Her hands move down his back. He continues to kiss her lovingly. Her mouth goes to his ear, their hands making their way under each other's clothes.

He gently lies her down. With her long, blonde hair spread out across the grass, they make love. The pale moonlight shines down on their strong, naked bodies.

LATER

They lay out under the moon. A cool breeze drifts over their bare skin and a symphony of crickets fills the air.

MAIA (CONT'D)
I'm cold.

He pulls her close, wraps his arms around her.

MALARICUS
That's a northern breeze from the Vosges. The first sign of autumn.

She looks sadly to the low hanging moon.

MAIA
Morning will be here soon.

MALARICUS
Stay.

MAIA
You know I can't.

Malaricus rolls off her with a sigh, looks up into the sky.

MALARICUS
I get back all these years later, and now *you're* the one going off to work for the Empire. My luck--

She rolls onto him, puts a finger to his lips with a smile.

MAIA
Malaricus. Don't let your emotions ruin this moment. I thought the Cloaks would have taught you to control those.

MALARICUS
I'm not a Cloak anymore.

MAIA
So you revert back to that twelve-year-old child who could never keep his emotions under control?

MALARICUS
At least I'm not running around with a blunt sword shouting about how I'm going to defend the glory of the Empire.

MAIA
You'll always love The Empire.

Her smile fades a bit.

MAIA (CONT'D)
As will I.

She removes a bracelet from her wrist, a nearly full loop of copper with two elk at the each end. She pushes it into the palm of his hand, his fingers curl around it.

He kisses her.

EXT. VALLEY FIELDS - SUNRISE

Early dusk. The sunrise paints the Vosges Mountains on the horizon a soft pink and the fields of wheat a lush copper.

EXT. VILLAGE OF AURELIA - DAY

A group of Centurions stand at the edge of town. Maia hugs Agrippa. He smiles sadly at her before she mounts. The group rides off into the fields.

From a distance, Malaricus watches the only woman he has ever loved, *ever could love*, walk out of his life forever...

EXT. ATHOS - DAY

Bacchus rides a horse through an affluent neighborhood, free of the grime of common streets. He stops at a two-story home.

INT. TAILUS' HOUSE - BEDROOM - DAY

TAILUS (43), tall and thin, dressed in stained robes, mixes a powder into a goblet of liquid. On a large bed lies JULIA (5), a skinny girl with mousey hair.

JULIA
Can I go outside today?

TALIUS
The streets would kill you, girl.

He sits beside her.

TALIUS (CONT'D)
Here...

Julia frowns. He holds the goblet to her lips. She drinks with a wrinkled nose. He takes the goblet away.

JULIA
It tastes bad.

TALIUS
The worst it tastes, the better it heals. That's how medicine works.

BACCHUS (O.S.)
Then that swill you're always drinking called mead must be making you immortal.

Talius and Julia turn to Bacchus. Julia's eyes light up.

JULIA
Pater!

He walks to her and picks her up in a big hug.

BACCHUS
How's my little valkyrie?

He sets her back down.

JULIA
Will you teach me to sword fight today? You said you'd teach me!

Bacchus lets out a laugh.

BACCHUS
And who do you need to fight?

JULIA
There's a rat in the garden. Its so big the cats are afraid of it.

BACCHUS
Let the cats try to do their job. When you're better, we'll talk.

She coughs harshly. Bacchus takes a baked roll from his bag.

BACCHUS (CONT'D)
They've already began baking for the harvest festival.

She takes the roll, he kisses the top of her head roughly. Talius smiles at the pair, then beckons Bacchus to the door.

INT. TAILUS' HOUSE - HALLWAY - CONTINUOUS

Talius pulls out a small flask from his robes, drinks, then offers the flask to Bacchus who does the same.

TALIUS
She’s getting worse.

Bacchus looks to Julia in the other room with a frown.

TALIUS (CONT’D)
Medicine can only help her so much, but without it she will be consumed quickly...

Talius takes another sip. Bacchus unties a pouch from his belt, gives it a longing look, then hands it to Talius.

TALIUS (CONT’D)
I wish I could do it at no cost--

Bacchus holds up his hand.

BACCHUS
We must all get by.

He looks back at Julia, sadness in his eyes. She COUGHS.

EXT. LUCIUS’ VILLA - SUNSET

The walls of the Villa stand in an expensive neighborhood, the setting sun turning the white granite a slight orange.

INT. LUCIUS’ VILLA - STABLES - SUNSET

Maia coos a mare into a stall and strokes its nose. She turns to go but finds herself face to face with Lucius.

LUCIUS
Your first day with the horses and they already like you.

MAIA
I’ve worked with them all my life.

Lucius smiles. He reaches out and touches her hair. He pulls a piece of hay from it.

LUCIUS
You are one with the land, aren't you? Like a pagan in the woods.

He touches her face, Maia looks away nervously. His hand moves down her arm.

LUCIUS (CONT'D)
Most serving girls work in the kitchens, in the laundry... but you... You are special.

He touches her hands, she avoids his gaze.

LUCIUS (CONT'D)
My dear Maia, the edges of the Empire are failing, but there is safety in power. Beauty such as yours deserves... great power.

He takes her hands into his. An awkward moment of silence as he looks her over. Maia gently pulls her hands away.

MAIA
If you believe me to be a pagan, my Lord, you are mistaken - and I do not meddle with them unless I beg for trouble.

Lucius nervously smiles, a bit of frustration behind it.

MAIA (CONT'D)
It is late. I must retire.

With a slight bow, she walks away, Lucius watching her leave.

EXT. HALL - CONTINUOUS

Marble statues of past Caesars look down upon Maia. A tear rolls from her cheek. She wipes it away, takes a deep breath. She wants one thing: to go home. *But you must be strong.*

EXT. VILLAGE OF AURELIA - NIGHT

The villagers set up large tents and hang colorful banners under the torchlight. The Harvest Festival will be here soon.

Men drink at tables. Corio puts his arm around Malaricus' shoulder - a father reunited with his son at last.

It's a simple, backwater gathering, but genuine at the heart.

EXT. VALLEY - NIGHT

The City of Athos lies in the distance, just a speckle of flickering lights, like fireflies under the bright moon.

INT. LUCIUS' VILLA - NIGHT

Dozens of lavishly dressed GUESTS dance to music and feast upon great helpings of food. Wine flows from detailed decanters into expensive cups. Noblemen Gallus and Avitus chat amongst the other nobles.

EXT. LUCIUS' VILLA - COURTYARD - NIGHT

A few lamps illuminate the courtyard. Sound and music from the party can be heard from within the walls.

Lucius speaks to a mysterious figure: THE SPARROW. He wears a deep crimson cloak, large and billowy. A polished metal mask marked with a curled beard and a frown covers his face.

LUCIUS
We are partners in this, Sparrow, so why continue to hide your face?

The Sparrow speaks in a voice slightly muffled and whispered.

THE SPARROW
Yes, we are partners, just as I am with dozens of other men and women just like you.

Lucius goes to speak. The Sparrow interrupts him.

THE SPARROW (CONT'D)
The moment you know my face, is the moment my job and my life end.

LUCIUS
I do not like to--

THE SPARROW
I've come tonight to let you know things are falling into place...

The crowd BURSTS into laughter. The Sparrow stops, looks off into the shadows for a moment.

THE SPARROW (CONT'D)
Three more weeks and all plans will come to pass. I hope you've made your own preparations.

He turns to Lucius who now glances at the shadows himself.

THE SPARROW (CONT'D)
Are you nervous?

LUCIUS
No. Not nervous.

THE SPARROW
Do you trust me?

Lucius says nothing.

THE SPARROW (CONT'D)
I am the most trustworthy person you'll meet, if I'm paid to be so.

Lucius looks into the dark eye sockets of the mask. He nods.

LUCIUS
Acestes will have your fees.

THE SPARROW
I will talk to you again before we reach the point of no return.

The Sparrow bows slightly. After he leaves, VALENTINUS (44), a sharp face, wizened, alert, walks out from the shadows.

Lucius jumps in surprise.

LUCIUS
Eavesdropping, cloak?

Valentinus gives Lucius a stern look.

VALENTINUS
Whatever your business with that crimson sneak is, I do not care. I was simply watching over the Praetor, as is my job.

Valentinus circles Lucius, keeping his eyes to the roofs and the shadows, hardly looking at him.

VALENTINUS (CONT'D)
Nobody can be trusted these days. You never know when you'll find poison in your drink or a dagger between your ribs.

LUCIUS
That sounds almost like a threat.

VALENTINUS
No. Not a threat.

Valentinus looks back to Lucius.

VALENTINUS (CONT'D)
So tell me, Praetor. Where do the motives for a man who must hide his identity at all times, even to his employers, lie?

LUCIUS
He spreads whispers for coin.

VALENTINUS
Home. Heart. Profit. It is these three things which a man's motives stem from... and you cannot trust a man who solely desires profit.

Another burst of LAUGHTER from the party.

VALENTINUS (CONT'D)
A strange time to be celebrating. Not much gold to spare...

LUCIUS
The times of Augustus are long past, but are we not allowed to still feel joy?

VALENTINUS
If you think it best.

Valentinus bows and stalks off into the shadows.

EXT. VALLEY FIELDS - DAY

Beams of sunlight break through a series of rain clouds, soaking the valley in a rich warmness.

EXT. VILLAGE OF AURELIA - DAY

Food cooks over fires, the SOUND OF INSTRUMENTS everywhere - PEOPLE dance, the drinking tents full of merry makers.

Some give a quick salute to Agrippa, others to another prosperous year of harvest.

EXT. VILLAGE OF AURELIA - SQUARE - CONTINUOUS

Malaricus walks through the crowd. Many WOMEN try to pull him off to dance, but he waves them away with a smile.

A CHILD (6) runs by giggling, his FATHER chasing him. The father playfully grabs the child and lifts him up into the air. Big smiles and laughter from both.

Malaricus pauses to watch this act of simple joy: of family, of father and son. They walk away - he moves on.

He sees Agrippa sitting with a few OLD MEN drinking, solemnly nursing a cup.

OLD MAN
(to Agrippa)
Will Maia be coming soon? She never misses the festival.

Agrippa looks away with a frown. Guilt, sadness, regret. The cost of a daughter for more land is a hard price to pay.

EXT. VALLEY FIELDS - FARMHOUSE - CONTINUOUS

A mile away, a lone FARMER struggles with a stubborn mule. A massive shadow of a HORSEMAN falls over him. He looks up, GASPS, his eyes wide with fear.

EXT. VILLAGE OF AURELIA - SQUARE - CONTINUOUS

Bacchus, Antonius, and Corio drink at a table full of people.

Rambunctious and drunk, Bacchus lifts his cup and puts one arm around a YOUNG WOMAN next to him.

BACCHUS
More women! More wine!

LAUGHTER and CHEERS as a fresh bottle is passed to him.

ANTONIUS
Keep drinking like that and you won’t live to see thirty-five.

BACCHUS
Well, on account I've eaten and drank like this for the past fortnight, I'll count my losses and continue on!

Next to Bacchus leans a longbow. Crafted from a strange wood, ornately carved designs of dragons and warfare flow down the limbs. A DRUNKARD stumbles up to Bacchus.

DRUNKARD
Nice bow you got there, son....

The drunkard picks up the bow, weighs it in his hands.

DRUNKARD (CONT'D)
A bit bulky, don't you think?

BACCHUS
I once saw a Chinese archer shoot the eye of a man from over two hundred yards with that exact bow.

DRUNKARD
I'm also a man who prefers range over close quarters.

The drunkard lifts the bow and takes aim with it.

BACCHUS
I hear your wife prefers it that way too!

Everyone laughs. The drunkard scowls and attempts to pull the string back, but cannot.

BACCHUS (CONT'D)
Problems, my good man?

DRUNKARD
It's too taunt.

BACCHUS
Aw, you just got to know how to use it! That's all!

The drunkard throws the bow onto the table.

DRUNKARD
A man couldn't shoot an arrow even fifteen feet with that.

Bacchus grins - time to have some fun.

BACCHUS
You willing to bet on that?

Bacchus stands up, lifts the bow up over his head.

BACCHUS (CONT'D)
Alright! Whose willing to bet on this! A celebration is nothing without a little gambling!

More loud CHEERS.

EXT. VILLAGE OF AURELIA - HILLSIDE - DAY

A YOUTH holds an apple out to his side by the stem. A group of PEOPLE watch as Bacchus pulls an arrow back and aims.

YOUTH
I get half the winnings if he misses!

DRUNKARD
You'll shut up and hold that apple is what you'll do...

MALARICUS
(to Antonius)
He better hope he hits that apple.

ANTONIUS
Drunks and idiots. I'm surprised he didn't put the apple in his mouth.

MALARICUS
Bacchus has had a lot to drink...

ANTONIUS
He never misses.

Bacchus holds his breath... Lets it fly. The arrow zooms through the air! It misses the apple and...

Nicks the youth's ear! He YOWLS! Holds his ear.

YOUTH
Christ!

Everyone's jaw drops. Bacchus turns around with a smile and wink. A burst of LAUGHTER from the crowd.

ANTONIUS
Like I say, he never misses.

OUTSIDE THE VILLAGE

A line of Visigoths on horseback - a hundred in all, looking down upon the village. Their mounts SNORT, beat their hooves.

IN THE VILLAGE SQUARE

Food makes its way around. Heaping plates of steaming breads, vegetables and venison. A cheery shout:

MAN
To another prosperous harvest!

Positive murmurs and the pouring of more wine.

INTERCUT

Wulfaric stands at the head, Yaric at his side. Two VISIGOTHS hold the farmer, bloody, beaten, shivering.

WULFARIC
(to his warriors)
Let him go.

The Visigoth pushes the farmer down the hillside, sending him running towards the village.

YARIC
Why warn them?

WULFARIC
Panic breeds fear. Fear creates cowards. Cowards don't fight.

The music comes to a rest. The merry making continues.

And then... SCREAMING amongst the crowds.

The farmer bursts into the square, RAMBLING, panicked.

He grasps at people with bloodied hands, they shy away.

Atop the hill, Goth horses fall into a quick canter, then a charge. Hooves POUND the earth.

Malaricus and Agrippa run to the farmer.

FARMER
Goths! Outside!

The CLANKING of armored mounts. Blades UNSHEATHING.

Our heroes draw their weapons.

Goth horses flood the square. Blades hit flesh. A symphony of SCREAMS and blood.

Agrippa, freezes in fear, eyes wide.

AGRIPPA
(whispered)
Dear God.

Bacchus nocks an arrow, takes his aim...

TWACK! A hit! A Visigoth CRASHES to the ground!

Suddenly, hands shake Agrippa. He jumps - it's Malaricus.

MALARICUS
Get everyone to the stables!

Agrippa musters his last bit of hidden courage and runs off.

CLANG! Malaricus deflects a sword blow. *Too close for comfort.* He JAMS his blade into the attacker. Blood runs.

MALARICUS (CONT'D)
Go now! Antonius! Help him!

Bacchus lets loose an arrow, THWACK! Bull's-eye. Nocks another. *Concentrate!* TWACK! Another down.

Agrippa runs, villagers at his side. A CHILD screams. A GIRL (2) sits in the middle of the road, lost, crying.

Agrippa turns back, grabs her, suddenly finds himself face to face with--

A mounted Goth, axe already lifted for the killing blow.

He braces for it, no time to react - *I'm dead.*

The horse SCREECHES. A dagger STABS the animal behind the leg, collapsing horse and rider. Antonius!

ANTONIUS
We must get to the horses!

IN THE SQUARE

A horse THUNDERS for Corio. His eyes flick around for a weapon. Anything. Only a split second to think...

A clay oven. A net of pots nearby.

He grabs the net of pots, swings it, lets it fly. CRASH!

The rider falls, CRACKS his neck!

AGRIPPA (O.S.)
Everyone! To the stables!

Limbs fly, bones SHATTER.

Torches arch into the air, land on houses, fly into windows.

The world turns to smoke and flames.

AT THE STABLES

Antonius waves the villagers towards the stables.

ANTONIUS
Over here!

Agrippa holds the girl close - the other villagers just a step behind. There, Bacchus stands his ground, bow in hand.

THWAP! A kill! THWAP! Another kill!

IN THE SQUARE

Malaricus searches for others. He sees his father within the smoke, helping a fallen villager up.

CORIO
Run!

The villager stumbles, then bolts away.

But Corio doesn't notice what's behind him--

On horse, Wulfaric emerges from the smoky haze. He waves his crimson tipped sword high in the air.

Malaricus' eyes go wide - not enough time to get to Corio, only enough time to--

MALARICUS
Father!

Corio turns. Wulfaric's horse CRASHES down upon him.

MALARICUS (CONT'D)
FATHER!!!

Wulfaric turns to Malaricus.

The death of the father, his crumpled body before him... *Barbarian bastards!*

He charges Wulfaric, fueled by rage and fury - he throws his sword! It swirls through the air - right towards Wulfaric!

Closer and closer....!

CLANG! A single swing and Wulfaric knocks it to the ground! Malaricus pulls two daggers from his belt.

Behind Wulfaric, twenty Goths on horseback charge out of the smoke and flame towards the lone Malaricus: *Come and get me*!

The Goth’s close in, engulfing Wulfaric, stampeding right towards our hero.

Malaricus’ stands his ground. The beasts THUNDER closer. He grips his daggers...

Then, a reality check: *Don’t be a fool, Malaricus.*

He turns heel and runs. *Live to fight another day.*

But the Goths are already upon him! One lifts his sword--

FOOM! A hut collapses! The charging horses spook! Ash and smoke fill the air. When it clears, Malaricus is gone.

AT THE STABLES

A mounted Antonius kicks off with group of twenty-five people on horseback.

Malaricus bolts into the stables.

Bacchus and Agrippa help the last six survivors onto horses.

BACCHUS
Malaricus!

Malaricus sees the dwindled number of villagers.

MALARICUS
Is this all?

Agrippa nods.

MALARICUS (CONT’D)
Go! Ride now!

They mount and kick their horses off.

OUT IN THE FIELDS

Three mounted Goths emerge from the smoke, taking pursuit.

One pulls a bow while riding, steadies his aim, and fires.

THUMP! Agrippa's hit on the left side of his back! He YELPS, falls, slams into the ground, the wind knocked out of him.

Malaricus and Bacchus halt their horses.

MALARICUS (CONT’D)
Keep going!

Bacchus nods, pulls a sword from his sheath, tosses to Malaricus, then kicks off.

Malaricus turns and charges. He CRASHES through, into the Goths - a swing of his sword, SEVERING of a Goth head.

Kill my father...

He circles around, STABS the second Goth.

Kill my friends...

The last standing Goth swings his axe!

Destroy my village...!

CLANG! Malaricus blocks the axe, brings his blade back around, CUTS the Goth down!

Malaricus jumps off his horse, kneels at Agrippa's side. *Is he dead?* Agrippa's eyes flicker - he's still alive!

He picks Agrippa up, throws him onto his horse and rides.

EXT. RIVER - DAY

Wounded villagers tend to each other's wounds. Others drink from the river.

Antonius wraps a piece of torn cloth around Agrippa's wound.

AGRIPPA
The village of Saravi... we can rest there.

Grim, Antonius nods.

DOWN THE BANK

Malaricus stands, staring blankly at the water, gripping the handle of his sword within its sheath. *My father. My home...*

Anger. Hate. Loss. He belts out a ROAR, pulls his sword, and chucks it into the ground with rage. *DAMN YOU!*

Footsteps come from behind. He yanks a dagger and turns.

Before him, Antonius stands, calm and cool.

ANTONIUS
Night will be upon us soon.

Malaricus puts away his dagger and takes his sword.

EXT. SARAVI VILLAGE - DUSK

A village of only a few huts, stone buildings, and SHEPHERDS. Five TEENS help tend to the remaining survivors.

Their clothes splattered with blood, many wounded, the group now numbers less than thirty.

A tall teenager with shaggy hair, CICERO (18) helps Malaricus with a wounded WOMAN.

CICERO
My grandfather has some herbs that might help with this.

Cicero shakes as he looks at the warriors, washed in blood.

MALARICUS
Thank you...

CICERO
Cicero. At your service, my Lords.

He nearly jumps as AELIANUS (19), a shorter, stockier teen, comes up from behind and clasps him on the shoulder.

AELIANUS
Calm yourself, Cicero. My name is Aelianus. Whatever we can do...

The VILLAGE CHIEF (58), wise and grey, approaches.

VILLAGE CHIEF
I have put Agrippa in my hut.

Malaricus nods.

INT. STONE HUT - LATER

Agrippa lays on a rudimentary cot, looking up to the thatch ceiling. The flap opens and Malaricus steps in.

Agrippa coughs. Malaricus ladles water from a small pot, puts it to Agrippa’s pale lips.

MALARICUS
These people would have us go.

Malaricus looks to the ceiling. He can still see the death of his Father in his head. *Keep yourself under control...*

AGRIPPA
They think we bring the attackers with us, and they may be right.

Agrippa COUGHS.

MALARICUS
What will happen to our people?

AGRIPPA
I do not know.

He stifles a groan of pain. Here lies a dying man.

AGRIPPA (CONT'D)
I've done some things I regret, but I always tried to do things for the village...

Malaricus checks his wound, Agrippa grits his teeth.

AGRIPPA (CONT'D)
(a dying voice)
Protect what's left of these people... if we hold out, we may survive... and... Maia...

Agrippa closes his eyes.

MALARICUS
Agrippa?

Agrippa no longer breathes.

MALARICUS (CONT'D)
Agrippa?

EXT. FIELDS - DAY

A grey, cloud covered day. In the distance, the Vosges Mountains loom dark and cold.

EXT. FIELDS (JUST OUTSIDE SARAVI VILLAGE) - CONTINUOUS

A pile of stones mark Agrippa's grave. Antonius helps Malaricus pack a horse while Bacchus paces before them.

BACCHUS
This is foolish! Let the Empire handle this!

Malaricus and Antonius ignore him.

BACCHUS (CONT'D)
You cannot just walk into Athos and ask to see the Praetor.

MALARICUS
He is an old friend of my father's.

ANTONIUS
Then let's hope he still has respect for your *Tria Nomina*.

Malaricus mounts his horse.

BACCHUS
Stop him, Antonius!

Antonius shoots him a look: *not going to happen*.

BACCHUS (CONT'D)
We stand no chance against these barbarians! We should either stay here and hide, or run. Run as far away as we can!

MALARICUS
We cannot simply let the lives of our people hang in the balance while these Goths trample our land!

Malaricus takes up his reigns.

BACCHUS
Your father is dead, Malaricus! Your woman is gone!

MALARICUS
And what about your daughter!? What about these people!?

BACCHUS
She's safe enough in Athos. Our people can go to the city if they wish!

ANTONIUS
These people are frightened and wounded, they know not of the city, it would only do them worse.

Bacchus grabs the horses reigns, looks Malaricus in the eye.

BACCHUS
What are you doing this for, Malaricus? What?

They stare at one another intensely, Malaricus frowns.

BACCHUS (CONT'D)
What if the Goth's decide to come here? What would you have us do!?

MALARICUS
If we let fear take us, everything we've ever known will be replaced with terror.

He pulls his horse's head away from Bacchus.

MALARICUS (CONT'D)
I will not let that happen! Not to them... not to us! This is our land! Our lives!

He kicks off and rides away.

EXT. VALLEY FIELDS - DAY

Malaricus rides his horse steadily through the green grasses, towards Athos, his face locked in a frown.

EXT. ATHOS - SUNSET

Our tragic hero rides through the city gates, past beggars and merchants, across the broken streets.

INT. GOVERNMENT BUILDING - LUCIUS' OFFICE - NIGHT

Lucius sits at his desk writing. A GUARD comes in.

GUARD
My Liege, a man by the name of Malaricus Cornelius Flavia Belgica...

Lucius looks up at the name. *Could it really be...?*

GUARD (CONT'D)
Is requesting to--

LUCIUS
Send him to the audience chamber.

The guard nods. Lucius quickly stands.

EXT. SARAVI VILLAGE - NIGHT

Only a few torches light the village. As Antonius packs a horse, Bacchus approaches him.

BACCHUS
Now don't tell me you're running... I thought you had more steel than that, old man.

ANTONIUS
I'm going back to Aurelia.

BACCHUS
Hold on, okay, that might not--

Antonius mounts up.

ANTONIUS
I'll be back before morning.

BACCHUS
Are you crazy, Antonius!?

Antonius kicks off. Bacchus throws his hands up.

INT. GOVERNMENT BUILDING - AUDIENCE CHAMBER - NIGHT

A lavish room filled with expensive furniture. The nobles sit on a half circle of chairs along with Lucius. Malaricus enters through the double doors, STOMPING across the floor.

LUCIUS
Dear noblemen of the city, this is Malaricus Cornelius--

MALARICUS
Corio is dead. We've been attacked.

Passion and anger, the council can all see it. Lucius frowns. Avitus stands amongst the murmurs.

AVITUS
We have granted you an audience, yet you show very little respect to the nobles of this city.

Lucius keeps his eyes on Malaricus.

LUCIUS
What do you mean attacked?

MALARICUS
Visigoth barbarians. They have sacked the village of Aurelia.

AVITUS
Aurelia... that village doesn't seem familiar to me...

Malaricus' face fills with anger. Lucius interrupts him before he can say another word.

LUCIUS
It is a very important farming community to the valley, Avitus. Our friend Malaricus here was once a Cloak of the legion...

Avitus arches his brow.

LUCIUS (CONT'D)
His father, Corio, was one of the best captains who ever served the Empire. They both lived there.

Avitus' sits back down.

LUCIUS (CONT'D)
You've ridden all day, you must be--

MALARICUS
We must send Centurions into the fields. The farms must be protected, the Goths chased away--

GALLUS
What is this voice which tells the leaders of Athos how they should manage their army?

MALARICUS
It is the voice of a Roman. A subject of the Empire, just as yours is.

GALLUS
We barely have enough soldiers to keep crime at bay in the streets. To send even one man would be a burden for the city.

MALARICUS
(frustrated)
Then request more men from Rome!

GALLUS
Of course with this news you bring we will be sending word for reinforcements. Before deep winter we should be well garrisoned.

MALARICUS
By winter the valley--

GALLUS
As a citizen of the Empire, it is your duty to trust those who have been placed in charge!

Malaricus goes to speak again, but is cut off.

GALLUS (CONT'D)
I believe our audience is at an end...

Gallus looks to a GUARD who goes to move in on Malaricus. Malaricus ignores him and walks out - burdened with anger.

INT. GOVERNMENT BUILDING - HALLWAY - CONTINUOUS

Malaricus walks past carved marble statues of the once great emperors and Caesars. Lucius catches up with him.

LUCIUS (O.S.)
Malaricus, dear Malaricus... just a boy, now fully grown.

MALARICUS
Change their mind, Lucius. Go in there, and tell them--

LUCIUS
I cannot. As Praetor, I listen to my council, and I agree with them.

MALARICUS
The Goths are here. They bring the fight to us with blades and blood. I've seen it happen before - in Turkey, at Trapezus, in Antioch, just a few can turn into an army! Why can't you see it?

LUCIUS
Quiet and listen. We cannot do more than we are doing. So, as the son of a man I once greatly respected, let me help you.

Lucius circles Malaricus slowly.

LUCIUS (CONT'D)
You will never break away from being a farmer if you stay in this valley. I can give a place in Rome to live... a decent house in the residential quarters...

He turns to Malaricus, looks into his eyes.

LUCIUS (CONT'D)
I can get you job on the Senate. Your wisdom and experience as a Cloak of the legion would be immensely valuable for them.

MALARICUS
I do not care for politics.

LUCIUS
Corio would have wanted you to take what I'm giving you.

MALARICUS
You don't know him as well as you think you did then.

Malaricus turns to leave.

LUCIUS
Is that what he taught you? To turn your back on an offer from the Empire...

MALARICUS
You are *seeing* what my father taught me...

Here is the apex of a proud Roman - a true soldier.

MALARICUS (CONT'D)
I won't abandon my home, or my people.

He walks away.

EXT. VILLAGE OF AURELIA - NIGHT

Antonius rides past burned huts and corpses. Crickets CHIRP peacefully amongst the death. This isn't an easy emotional journey to come back here so soon and his face shows it.

He brings his horse to a stop outside of his old blacksmith shop, now just a few timbers.

EXT. STABLES - LATER

Maia helps a STABLE BOY pick the hooves of a horse. A smile breaks when she sees a figure approach. *Can it be!?*

It's Malaricus! She runs to him, throws herself into his arms. A quick hug and he pushes her away. Something's wrong.

MAIA
Why are you here?

MALARICUS
I only have a moment, I didn't ask permission to see you.

Malaricus looks her in the eyes, sadness on his face.

MALARICUS (CONT'D)
Aurelia was attacked.

Her jaw drops. *No... no... it can't be!*

MALARICUS (CONT'D)
Your father has died...

MAIA
No...

Her eyes squinch, tears run. She buries herself against him.

INT. BLACKSMITH SHOP - NIGHT

Antonius looks sadly around what is left of his shop. He walks to the middle of the floor, kicks some dirt away from the ground, and reveals a small hatch. He opens it and pulls out a handful of dusty black cloaks.

EXT. STABLES - NIGHT

Maia swallows. *Keep yourself together, girl.*

MAIA
What... what now?

MALARICUS
We've taken refuge in Saravi, but--

Malaricus looks up to the window of Lucius' office, sees him looking down at the pair. He gently pushes her away, but she takes holds of his hands.

MAIA
I want to come with you.

As much as he wants her to go with him...

MALARICUS
If my years as a Cloak in the Legion couldn't keep us apart, this won't either.

He goes to pull his hands from hers, she holds them tight. He gives her a look: *you know it's not possible.* She frowns, lets go. He mounts his horse.

MALARICUS (CONT'D)
Funny. Our father's never liked each other much, but I think up there... they're probably getting along just fine.

She's about to cry, but she manages a wavering smile. With a last look, he rides off.

EXT. VILLAGE OF AURELIA - CONTINUOUS

Antonius looks over the ground, following hoofprints. He reaches the edge of the village, sits on his knees near the ground, touches a print, then looks off to the horizon.

This is a man who could track a ghost.

EXT. STABLES - NIGHT

Maia wipes a tear from her cheek. She walks to a horse, hugs it around the neck. Unfathomable sadness. The meeting with Malaricus - only a reminder of what she's lost.

EXT. VILLA GATES - CONTINUOUS

Malaricus rides out from the gate, but comes to a stop.

MALARICUS
Do you intend to greet me or just admire me from the shadows?

Valentinus walks into the light with a smile.

VALENTINUS
I didn't think I'd see you again.

MALARICUS
And I was hoping I'd never see you again. My God, you made my life a living hell during training.

He's joking. Valentinus chuckles.

VALENTINUS
Yet here stands before me one of the best Cloaks to ever serve the Legion.

Malaricus shrugs with a half grin.

VALENTINUS (CONT'D)
Ah, yes. That damn arrogant grin. Though it doesn't seem to fit you anymore.

MALARICUS
You grow up out there.

Valentinus reaches up, the horse sniffs his hand, then lowers its nose trustfully.

MALARICUS (CONT'D)
So what's the reason I get to be graced with your presence again?

VALENTINUS
After you retired, I was personally requested to come to Athos and serve the Praetor.

MALARICUS
I suppose its providence.

VALENTINUS
Or because I am simply the best there is...

Valentinus grins at him, Malaricus chuckles.

MALARICUS
Can you do a favor for me? For the Cloak that I once was?

Valentinus smiles, lost in that memory as he pets the horse.

MALARICUS (CONT'D)
There's a woman--

VALENTINUS
The girl... Maia.

MALARICUS
If you can... If you will...

VALENTINUS
I will keep an eye on her. If it will make you feel better. Friend.

A soft smile breaks on Malaricus' face at the word 'friend'.

MALARICUS
Be well, *old master*.

Valentinus bows his head. Malaricus kicks his horse off.

EXT. VALLEY - RIVERBANK - NIGHT

The Goths build a simple corral near the wide river. Other Goths tend to war horses and set up camp.

Wulfaric and Yaric watch over the building of the corrals.

NOT BUT THIRTY FEET AWAY...

Antonius, crouched low in the tall grasses, watches.

YARIC
The scouts will go out tomorrow.

WULFARIC
Get a good lay of the land. We must find villages with supplies and campsites less open than here.

Yaric nods.

WULFARIC (CONT'D)
No village that has more buildings than sheep will be raided. We must not stir the hornet's nest.

Yaric nods again.

EXT. LUCIUS' VILLA - NIGHT

GUARDS stand dutifully around the Villa's walls, moonlight reflecting upon their polished armor.

INT. LUCIUS' VILLA - BEDROOM - NIGHT

Lucius drinks wine at his desk. Maia enters the room, nervously. She can only imagine why she's been called here.

MAIA
You called for me, my Lord.

He looks up to her. Oil lamps flicker upon rich decor.

LUCIUS
How can a man like me win? See these papers - all requests... people to hear, decisions to make.

He stands and walks over to her.

LUCIUS (CONT'D)
No matter what I do - won't Rome only continue to grow weaker?

MAIA
The Empire is strong.

LUCIUS
You know what to say to a man in power, but I know those words ring false on your tongue.

His eyes are hungry. Maia spots an empty wineskin on his desk and an empty chalice. *Drunk, no doubt.*

LUCIUS (CONT'D)
What can a man hope to achieve? How can a man know what is right and what is wrong in times like these?

He touches her breasts. She takes his hands away.

MAIA
If it is a moral dilemma that you're facing, then you best talk with a priest. Now, if there is nothing else...

She turns to go, but he grabs her.

LUCIUS
Rome does not give me what I want, but all I've ever done, I've done for the Empire.

She struggles a bit. He swings her around and tosses her onto his bed. He dives onto her, kisses her breasts - she grabs his head firmly between her hands, looks him in the eyes.

MAIA
I warn you, my Lord, I am but a virgin. When you break me, there will be blood. The chamber maidens will see it on the bedding...

Her serious expression doesn't waver.

MAIA (CONT'D)
They will have known you've taken a woman outside of marriage and then the whispers will begin. Soon, Athos will know the sin against our lord that has been committed...

Lucius backs away.

MAIA (CONT'D)
Now, if I may go...

Maia pushes herself up and leaves. Lucius sits back on the bed, guilt on his face, he reaches for the wine.

JUST OUTSIDE THE DOOR

Maia bumps headfirst into a tall figure. She lets out GASP. She looks up and sees the face of Valentinus.

VALENTINUS
My lady. Are you okay?

Mistrustful... scared... Maia can barely find her words.

MAIA
I... I'm fine.

He smiles softly, kindly.

VALENTINUS
As it were. Do not be alarmed. My name is Valentinus, an old friend of Malaricus'.

MAIA
Good friends?

VALENTINUS
Yes, and if you need anything...

He looks to the door of Lucius' room.

VALENTINUS (CONT'D)
...do not be afraid to ask me.

With a bow, he begins to walk off into the shadows.

MAIA
Wait...

Valentinus turns.

MAIA (CONT'D)
Where would I--

VALENTINUS
There is a tavern, two blocks north. A sign carved with a satyr which hangs above the door. If you shall ever need me...

He bows again and walks off.

EXT. FAR IN THE NORTH, PAST THE WALL - MORNING

A huge army moves across the fields: over 40,000 Goths. The army covers the landscape. Each warrior dons rugged furs, heavy armor, and wicked weapons.

At the lead is KING ALARIC - King of the Goths. Bearded with a long, crooked nose broken a hundred times before, it's hard to tell his age. He rides a great black war steed, surrounded by his vicious warriors.

The army moves slowly, but with determination. They're following Wulfaric's path south - right towards the wall.

A LIEUTENANT on a black horse rides up to Alaric.

LIEUTENANT
King Alaric, our scouts have returned!

ALARIC
What news do they bring?

EXT. SARAVI VILLAGE - MORNING

A gentle, yet bitter breeze blows across the valley. Bacchus scrapes a stone across his sword blade. Malaricus comes up from behind, smoking away at his pipe.

BACCHUS
I don't get it. You want to run out there and be a hero.

MALARICUS
This is not about being a hero.

BACCHUS
What's your plan? To weaken the Visigoth resources? Maybe kill a few of their leaders, hope they have a moral break and run away?

MALARICUS
I see someone's been eavesdropping on Antonius and I's conversations.

Bacchus shrugs.

BACCHUS
What if I have? Look, Three ex-Cloaks, against over a hundred Visigoth soldiers?

Bacchus gives a quick look off across the land.

BACCHUS (CONT'D)
See, Antonius, I get. He loves this place. But he's old. Old men's hearts don't wander. But you, what's the point? Why stay?

MALARICUS
The borders of the Empire, that was hell. Ever since I came back, sometimes I think I died out there and God's lead me to heaven.

He shakes he head.

MALARICUS (CONT'D)
I can't let them take this from me. I can't let them take this place from the Empire. This is what I've been fighting for my entire life, even if I didn't realize it before.

A pause as Bacchus takes that in. He sighs.

BACCHUS
I might not share your passion for this valley, but I have a daughter in Athos who wouldn't live through a war.

MALARICUS
So does that mean you're with us?

He smiles a bit, Malaricus breaks a smile himself.

BACCHUS
I've let my trust out to many men who would say great things, but they've always broken it. They've always let me down. Don't do the same to me, Malaricus.

MALARICUS
We fight. For our home and our families. If the leaders in Athos don't want to be faithful Romans, then we shall be what they cannot.

BACCHUS
For the great of the Empire?

MALARICUS
For the Empire! For home and for love! For a life of peace!

Bacchus nods.

MALARICUS (CONT'D)
What's the point of living if you have to give up what you love most? Pur your trust in me, Bacchus...

Malaricus holds out his hand.

MALARICUS (CONT'D)
For we do not have to let others take what is ours!

Bacchus looks to him. He sees a man full of energy, passion, fire. Optimism even in the darkest of times!

He clasps Malaricus' hand.

BACCHUS
Deliver us to Glory. My trust is with you.

LATER...

Antonius pulls the robes from his horse pack. He tosses one to Bacchus and the other to Malaricus. They shake them out, unfurling the black cloaks in a cloud of dust.

BACCHUS (CONT'D)
Been a while since I've put one of these one...

ANTONIUS
And how long do you think its been since I draped black upon my shoulders?

SERIES OF SHOTS

-As the sun sets, the men prepare. Aelianus and Cicero open a small wooden chest, inside is a pile of daggers and swords. Malaricus picks one up, looks at the dull, rusty blade.

-Outside, the teens and our heroes whet the blades. The shepherds eye them nervously.

-Bacchus fletches a series of arrows.

-As the sun sinks below the hills, the trio pass around a small pouch of charcoal, smearing it upon their faces.

-Malaricus takes something out from his saddle pouch. Maia's bracelet. He grips it tightly, places it in his pocket, and throws a black cloak over his shoulders.

-They ride their horses off into the night, disappearing into the darkness.

INT. ACESTES OFFICE - NIGHT

Acestes counts two coins in his hand. He gets up, stops at a desk on the way out of the office where a SCRIBE sits.

ACESTES
Your weekly wages.

He hands the coins to the scribe who simply returns a frown.

ACESTES (CONT'D)
They don't pay us much, do they? Even for being learned men.

SCRIBE
A job in these times is a job.

He looks back to his work.

ACESTES
But what about after these times?

The scribe sighs, continues his writing without a glance.

SCRIBE
Times like these endure for men like you and I. They'll always be.

Acestes contemplates this for a moment, then exits.

EXT. FIELDS - NIGHT

A hastily assembled corral with a simple wooden gate holding about sixty steeds. A cluster of tents stands nearby.

A GOTH patrols warily. A cool breeze rustles the tall grasses. He looks... nothing, he turns back around and--

CRACK! A maul SMASHES his skull in.

A little ways away, more Goths patrol. A flash of a blade in the night, the spray of blood under the moon. All fall dead.

From the tall grasses an arrow flies - THWAP! Hits a Goth right through the heart.

In the distance, Antonius uses his blade to reflect moonlight. Bacchus runs towards him and Malaricus.

The three make their way to the stables, sticking to the shadows, between moon and torchlight.

Malaricus sneaks off to the opposite side of the corral. Even the horses don’t hear him.

Here, he pulls a vial from a small pouch, unstops it and dumps the liquid on the grass within the corral.

He opens a small case attached to his belt. Within, hot orange coals lay nestled within a moist green moss.

Malaricus removes the coals with his leather gloved hand and tosses them onto the spilled liquid.

FOOM! A bright flash and the coals bursts into flames! The Goths turn to the light just as Malaricus darts away.

Bacchus opens the front gate of the corral - flames spread.

Horses WHINE and rear, a handful of Visigoths run towards the now ROARING fire.

Antonius and the group fade into the dark fields.

Horses WHINNY and herd away from the heat, towards the only exit. Others try to leap or stamp their way out.

The Visigoths run in all directions, trying to get them back.

Its useless - dozens of horses run off into the dark fields.

The trio runs through the night. They nearly bump headfirst into a group of three Goths.

A swing of Bacchus bow - BAM! A flash of Malaricus blade! The CRACK of Antonius Maul!

Bacchus' attacker comes back around, not quite down for the count. Bacchus leaps upon him with an arrow in hand!

He thrusts the arrow in and out of the Goth - over and over again, rage in his eyes and A ROAR in his throat!

Blood thirst... pure rage bubbling forth...

Antonius rips him off.

Covered in blood, Bacchus breathes heavily, his eyes - lost in some violent moment. Antonius holds his head steadily in his hands, looks him his the eyes.

ANTONIUS
Get a hold of yourself, Bacchus!

Bacchus shakes his head: back to reality.

ANTONIUS (CONT'D)
Don't make me regret giving you that cloak back.

A RASPING breath and a COUGH. They turn to one of the Goths on the ground. Just a BOY, perhaps fifteen, fear in his eyes as lays on his back, attempting to reach for his sword hilt.

Bacchus lifts his bow.

ANTONIUS (CONT'D)
No!

Antonius runs to the boy, hands him the sword. The boy grasps it, holds it close with relief in his eyes.

Bacchus keeps his bow level.

ANTONIUS (CONT'D)
I think you've had enough blood today, Bacchus...

Frowning, Bacchus lowers the bow. Antonius stands up, the boy takes his last breaths, sword in hand, then dies in peace.

EXT. SARAVI VILLAGE - MORNING

The trio eat breakfast with Cicero and Aelianus.

MALARICUS
They fear to go into death without their swords?

ANTONIUS
They believe that when they die, they must have their swords to fight the demons that face them before the Gates of Heaven.

BACCHUS
He was a savage.

ANTONIUS
And who are you to say who is a savage?

Bacchus says nothing.

AELIANUS
So are they pagans or Christians?

ANTONIUS
They are Christians who also believe in the old ways.

CICERO
Christians or not, they seek to kill us all.

His hands shake as he tries to eat his bread.

CICERO (CONT'D)
And I... we are sick of sitting by with the shepherds, watching you all protect our home.

AELIANUS
What he's trying to say is, we want to help you, any way we can.

INT. TAVERN (WITHIN THE WALLS OF ATHOS) - NIGHT

A crowded tavern, filled to the brim with all sorts.

Acestes drinks with a CROWD, a WOMAN (22), curly haired, clutches him, getting drunk herself.

Rambunctious and addled with booze - nobody notices a FIGURE standing outside the window, giving a glance inside.

The Woman whispers something to Acestes he smiles and pulls her out of the tavern.

EXT. ATHOS - ALLEYWAY - CONTINUOUS

A few street lamps light the muddy street. The Woman giggles, Acestes pushes her up against the wall, they kiss. His hands move up under her robes.

Between two old wagons hides the figure from the tavern window - watching quietly, hidden in shadow...

WOMAN
You've been bragging about how close you are with the Praetor... Maybe you could get a girl a job in his villa...

Acestes turns her around, pushes up her robes, then his own, ready to take her right in the alley, standing from behind.

ACESTES
Someone as beautiful as you should get out of Athos.

Acestes grabs her breasts, kisses her neck.

WOMAN
(breathless)
Why would I want to do that?

ACESTES
Because I'd hate to see someone like you get hurt...

He puts himself inside of her. She lets out a SQUEAL.

WOMAN
Why... why... would I get hurt?

Acestes breathes hard as he goes at it.

ACESTES
Because... Athos... isn't... the city... it used to be...

She lets out a moan.

ACESTES (CONT'D)
Nothing lasts forever... you know?

There's no more talking - just MOANS and SQUEALS of pleasure. The figure slips away, scrambling silently up to the roofs.

EXT. ATHOS ROOFTOPS - CONTINUOUS

Up here, the moonlight catches the figures face.

It’s Valentinus.

With concern, he disappears into the night.

EXT. RUINS - DAY

Rain falls through the dusky gray air. A group of four VISIGOTHS ride past the small broken ruins.

An arrow STRIKES one of them! The body tumbles to the ground.

The remaining three Visigoths grip their swords, look around the ruins - see nothing, hear nothing. And then--

Bacchus leaps off a ruin, lands onto one of the horses! He pushes the Goth off, brings the hooves down upon his head!

Malaricus and Antonius run out from the ruins. Malaricus, wields two swords! He BLOCKS a blow with one blade and STABS the other through the Goth.

Antonius pulls the last remaining Goth off his horse, runs him through! Its all over in seconds.

MALARICUS
Tie the bodies to the horses.

EXT. ATHOS - CITY GATES - MORNING

Two sleepy-eyed GUARDS open the large doors at the gates and find four Visigoth corpses laid out neatly.

GUARD
Get the Captain!

Far past the gates, Aelianus and Cicero run into the fields.

INT. ATHOS - TAVERN - DAY

PATRONS sit drinking at long tables drinking. SINGING and CLANKING cups sound amongst the CHATTERING crowds.

A YOUNG MAN (22), wearing robes of the middle-class, sits next to a WOMAN (20), wine cup in hand.

YOUNG MAN
They say the dead from Aurelia have risen from their grave...

EXT. FIELDS - DAY

Malaricus and Bacchus stalk across the grasses.

INTERCUT

YOUNG MAN
And are seeking revenge on those who killed them...

Cicero and Aelianus play fight with two sticks in the fields. A handful of Visigoths spot them, the kids look to them - Cicero drops his pants, shows his bare ass. The Goths take chase but--

THUNK! THUNK! Two arrows land their mark. Malaricus and Bacchus step out from the grasses, bows in hand.

YOUNG MAN (CONT'D)
They bring the bodies of those they kill to Athos...

In front of the gates, Visigoth corpses lie, pale and ghastly. A centurion pokes one with the tip of his boot.

YOUNG MAN (CONT'D)
Rubbing their victories in the face of the nobles who sit idly by...

Avitus walks out of a brothel with two giggling WOMEN hanging onto his fat arms.

FWOMP! A dead bloody body rolls down off the roof, landing in front of him. His eyes go wide.

A DRUNK MAN leans over to join the conversation.

DRUNK MAN
I heard they are being led by the spirit of Constantine himself!

Malaricus, Bacchus, and Antonius kneel, look closely at the tracks of a horse - Malaricus touches them, looks at the broken branches of a small shrub. He points northwards and the group takes off running.

WOMAN
I heard they even left a body inside Lucius' own bath...

From atop large boulders, Malaricus and Bacchus hop into a group of five Goths, swords swinging. A flurry of BLOWS and SWINGS - they kill the flatfooted warriors with ease.

WOMAN (CONT'D)
These days I trust rogues led by a ghost more than the Senate!

The others nod and raise their glasses to these antiheroes.

Gallus and Lucius open a door. Inside they find two dead Goths laid out upon the desks, blood flowing over parchment.

GALLUS
Something must be done...

EXT. VALLEY FIELDS - NIGHT

Malaricus sits by a small fire. Antonius walks up, hands him a waterskin.

MALARICUS
Thanks.

Antonius sits. Malaricus drinks.

ANTONIUS
Its hard to know if any of what we're doing matters... if we'll really change anything...

A moment of silence - they're both lost in thought.

MALARICUS
When I was a Cloak, I killed a man - you know, an assassination. We were never supposed to question any order, just follow through.

Antonius nods.

MALARICUS (CONT'D)
I figured he was... I don't know, planning to bring down the Senate, or plotting a murder on the Emperor. I thought killing him was important, but you know what I found out?

Malaricus stares off, dwelling on regrets.

MALARICUS (CONT'D)
He was just some craftsman. Found out later he helped build the wall up north, and they wanted him dead so he'd never tell anyone how he built it.

ANTONIUS
Security for the Empire, I bet that's what they called it.

MALARICUS
I never told anyone what I found out. But I realized... that's no way to live. Back then there were no choices. No free will. No chance for morality.

Antonius nods.

MALARICUS (CONT'D)
Out here though... this is us.

It takes a moment, but a small smile breaks on Antonius' face. He stands.

ANTONIUS
Thanks.

He gives Malaricus a firm pat on his shoulder.

EXT. ATHOS - DAY

The sun rises over the city, the streets already busy.

INT. LUCIUS' VILLA - STABLES - DAY

Three huge feisty horses buck and neigh - their coats, mane and tails, singed. STABLE BOYS and GUARDS try to get the animals under control. One SNORTS, KICKS a guard over.

GUARD
(pushing himself up)
Get the girl!

INT. LUCIUS' VILLA - MAIA'S ROOM - CONTINUOUS

A stable boy runs into the room, sweaty, out of breath.

STABLE BOY
We need you at the stables!

Maia stands up from her desk and quickly follows.

INT. LUCIUS' VILLA - STABLES - CONTINUOUS

The horses SNORT, stare down those around them. Everyone backs a step away except--

Maia, who approaches the biggest one.

MAIA
Whoa! Steady! Steady!

CENTURION
We found them running loose outside of the walls...

She stares it into the horses eyes, raises her hands.

CENTURION (CONT'D)
They look like they've been through hell and back.

Maia coos the animal. The horse calms a bit. She slowly approaches it, hands out. The horse SNORTS again.

MAIA
Easy, boy. Easy. Hungry are you?

The horse eyes her. She puts her hand on its nose, then gently blows into its nostrils. The horse sniffs, lets her take its reigns.

MAIA (CONT'D)
Leave them... they'll follow.

The other horses eye her suspiciously. Maia walks into the stables with the stallion. A moment later they follow.

EXT. FIELDS - DAY

Malaricus spars with Aelianus and Cicero.

MALARICUS
Remember, this is a dance. A dance.

Antonius and Bacchus eat and watch. Cicero comes at Malaricus with a sword - CLANG! Malaricus knocks it from his hand!

MALARICUS (CONT'D)
Keep a better grip!

ANTONIUS
The Goths are getting wiser. Sticking together, sending bigger groups out to scout. Their main camp site even eludes us now.

Malaricus blocks Aelianus' sword, kicks him over.

MALARICUS
(to Aelianus)
Remember, men don't always fight with their blades.

Malaricus sheathes his sword and helps him up.

MALARICUS (CONT'D)
So we find their camp. Kill whoever leads them.

ANTONIUS
Their army may be small enough for a morale break if we can manage it.

BACCHUS
And how are we to know which are their Generals and Captains?

Malaricus' expression turns black.

MALARICUS
I've seen him before Bacchus.

Bacchus looks to Malaricus.

MALARICUS (CONT'D)
He killed my father.

He gazes at the ground, trying not to remember that day.

BACCHUS
So we walk into their camp, say 'hello' and put an arrow in his heart? That's it?

Antonius shrugs.

BACCHUS (CONT'D)
(sarcasm)
I love the idea. Best idea I've ever heard!

Antonius shoots him a dirty look.

MALARICUS
So you are with us then?

Bacchus sighs, looks off into the horizon.

BACCHUS
Don't say I didn't try to tell you this is a bad idea...

MALARICUS
You didn't actually tell us that.

BACCHUS
Well, it's a bad idea.

Malaricus gives him a soft smile.

EXT. ATHOS - SUNSET

Stray dogs BARK while wagons of the upper-class clatter across the streets.

EXT. FOREST GROVE (JUST OUTSIDE OF ATHOS) - NIGHT

Flames from a small hand lantern reflect off The Sparrow's mask. Before him stands Yaric and three Goths in full war gear. Their faces alert, hands on their hilts.

They speak to one another in *Goth*.

THE SPARROW
Lucius has agreed to hear your message. But he will only meet you with you alone. No others.

YARIC
That is too much of a trap.

THE SPARROW
For this to work, for anyone to profit, we must have trust.

Yaric gives him a cold look.

YARIC
How can I trust a man whose face I cannot see?

THE SPARROW
I am here without anyone, am I not?

Yaric stops to think.

THE SPARROW (CONT'D)
Wulfaric describes you as a smart man, but I can see he may have been wrong. I understand, it is hard for a savage to trust the civilized...

A scowl from Yaric.

YARIC
If this is how it shall be.

THE SPARROW
It is... and you must wear these.

The Sparrow pulls chains and cuffs from beneath his robes.

EXT. VALLEY - NIGHT

Hiberia walks with a group of twenty CENTURIONS and an OFFICER. They carry torches - the only source of light.

HIBERIA
Any luck?

OFFICER
Nothing. A campfire where they might have been two days ago.

Hiberia sighs.

HIBERIA
This a fool's hunt.

OFFICER
In searching for other men we might do better, but three ex-Cloaks in a valley so large?

He huffs a laugh.

OFFICER (CONT'D)
And if you don't mind me saying, the information we get on these men is always stale...

HIBERIA
I know, Centurion. I know.

INT. LUCIUS' VILLA - STABLES - NIGHT

Maia sits next to one of the wounded horses, asleep. A stable boy wakes her.

MAIA
Ah... what is the time?

STABLE BOY
The sun will rise in a few hours. You must sleep. We can keep watch on the horses...

Maia stands groggily.

MAIA
Keep them from getting too excited, watch their wounds.

The stable boys nods.

EXT. VALLEY - NIGHT

Hiberia keeps pace with his squad.

OFFICER
Why does the Praetor not send a Legion of Centurions to take care of this barbarian rabble?
(a scoff)
We waste our time hunting ex-Cloaks who do more good than wrong.

HIBERIA
Calm yourself. I've thought of these frustrations enough myself.

EXT. ATHOS - NIGHT

The Sparrow leads Yaric, his cloak pulled up over his head through the city streets of Athos.

EXT. LUCIUS' VILLA - STABLES - NIGHT

Maia finishes putting away horse tack.

EXT. LUCIUS' VILLA - NIGHT

The Sparrow leads Yaric past the villa guards. Yaric gives the men nervous looks from under the shroud of his hood.

EXT. VALLEY - NIGHT

The Captain looks off to the dark horizon.

HIBERIA
I do not know what the nobles have up their sleeves these days, but as I see it, hope fades slowly in Athos...

EXT. LUCIUS' VILLA - NIGHT

Maia walks past the guards. They bow to her.

GUARD
Up late my lady?

MAIA
Up early.

The guard smiles, unbolts the door.

INT. VILLA - HALLWAYS - CONTINUOUS

Groggy, Maia walks quietly through the halls when she suddenly hears the murmuring of voices from a half open door.

THE SPARROW (O.S.)
He says their King, Alaric, plans to have his army ready at the wall in two weeks exact.

People, awake? At this hour? She sneaks up to the door.

LUCIUS (O.S.)
Everything works within our time-frame, why are you concerned?

She peers in, sees Lucius, the Sparrow and Yaric. Yaric says something in Goth, The Sparrow translates.

THE SPARROW
They say Wulfaric is concerned about the rebel rouges... I assume he means the ex-Cloaks. They have been crippling his army.

LUCIUS
Its been your job to give us information regarding those Cloaks, and all your leads have been sour.

THE SPARROW
I am doing all I can with the information I have.
(MORE)

THE SPARROW (CONT'D)
Cloaks who don’t want to be found find ways to disappear in front of your eyes...

LUCIUS
It would be nice to see some credence given to us...

Lucius and Yaric stare daggers at one another.

LUCIUS (CONT’D)
Are they forgetting the mountain outpost? Our first test of trust?

They keep their eyes locked upon each other.

LUCIUS (CONT’D)
They would have never succeeded there if we hadn’t let a few of their men inside to set up that sneak attack...

The Sparrow translates. Yaric snaps back in Gothic.

THE SPARROW
He says that’s small compared to what is to come - and he asks if you truly will be ready when the time finally does arrive...

LUCIUS
Arrangements are being made to get Wulfaric and his men safely to the wall at the precise time Alaric’s army arrives...

Maia holds her breath. *The wall? Wulfaric? Are they...? No... no they can't be planning to--*

LUCIUS (CONT’D)
However, it will be up to him to open the gate.. By the time the wall is taken, us nobles in Athos will be gone...

Yaric asks another question in his language.

THE SPARROW
And what of the strength of your military in Athos?

LUCIUS
I have not asked for new troops. Hiberia's men are hardly prepared for any serious invasion...

Maia quietly slips away - *this can't be real.*

EXT. VILLA - NIGHT

Wearing a robe and carrying a lantern, Maia sneaks out of the villa, through the front gates.

INT. TAVERN - NIGHT

Down a dingy street, stray cats YOWL and sprint across the broken pavement, dodging streams of dirty water. A single window from an old building lights the narrow street.

Maia cautiously approaches. She looks up to a sign hanging above the tavern. Carved upon it is a satyr. She enters.

INT. TAVERN - CONTINUOUS

Dingy and dark, a few MEN drink near a fireplace. A PROSTITUTE sits with two others, GIGGLING as they down mead.

Maia approaches the BARKEEP (49), a man with a stringy beard who chatters with two PATRONS in dirty robes.

MAIA
I am looking for Valentinus.

Suspicious glares fall on Maia.

BARKEEP
Don't know him.

The barkeep goes back to talking with the men.

MAIA
Please... I must see him.

The bartender turns back around, looks at her.

BARKEEP
What's your name, girl?

She doesn't answer.

BARKEEP (CONT'D)
I said, what's your name.

MAIA
(nervous)
It's... Maia.

The barkeep looks her over a moment, then grabs a thin rope dangling from the ceiling near the bar and gives it a tug.

BARKEEP
Upstairs, last door on the left.

EXT. TAVERN - UPSTAIRS - CONTINUOUS

Maia walks down to the door where she finds it open, Valentinus leaning against the frame.

VALENTINUS
I was wondering who wanted to see me at this hour. Come in...

INT. TAVERN - VALENTINUS' ROOM - NIGHT

Despite the dingy lower floor, Valentinus' room is quite nice: a plush carpet, large bed, big fireplace.

Valentinus takes two vicious looking daggers from beneath his robe and throws them onto a table. Above it hangs a tiny bell connected to a string running into the wall.

VALENTINUS
Sorry for the precautions.

He looks to her, she looks away.

VALENTINUS (CONT'D)
Now, my dear, what is it you call me for?

Swords and bows litter the room.

MAIA
I call for you to hear me, and to believe me... and to help me.

Valentinus pulls a chair out and offers her to sit.

EXT. FIELDS - NIGHT

Aelianus and Cicero follow a beaten path through the grasses.

CICERO
We've been following this trail for hours. How do we even know if its a barbarian trail?

AELIANUS
Because. Horse droppings.

CICERO
Horse droppings don't mean barbarians.

AELIANUS
Remember what Malaricus told us, even the smallest thing could be a sign. And look, this grass was beaten down by a big group.

The two follow the trail into the night.

INT. TAVERN - VALENTINUS' ROOM - CONTINUOUS

Valentinus paces with his arms crossed.

VALENTINUS
And you do not know why they plan on letting these barbarians take the valley or Athos?

MAIA
I did not hear more, and I feared to stay longer.

Valentinus nods, then goes to look out his window.

VALENTINUS
Lucius has been very careful to keep me out of his villa as of late... I thought it strange to find even guards on his rooftops the last time I attempted to-- well, it doesn't matter now.

Valentinus rubs his chin, piecing things together.

VALENTINUS (CONT'D)
He trusts everyone within his villa, and didn't think much of you it seems.

MAIA
We go to Malaricus, warn him of the danger he is in.

Valentinus keeps staring out the window, silently.

MAIA (CONT'D)
Will you not help me?

VALENTINUS
My job is to serve the Empire.

MAIA
And shall you not serve it by saving us from this corruption? To find a way to stop what is going to happen? To save us from this death?

Conflicted, he sighs and looks out the window.

EXT. VALLEY - CONTINUOUS

Cicero and Aelianus climb a steep hill.

AELIANUS
Maybe you're right. Maybe this is just a caravan trail.

Cicero reaches down and picks up a piece of metal.

CICERO
A buckle! Brass!

Aelianus takes it from him, turns it in his hands.

AELIANUS
Look! Look!

In the moonlight, the relief of a dragon can be seen on it.

AELIANUS (CONT'D)
This is not Roman! See! Come on!

They run to the top of the hill. At the top they look down at a vast set of ruins lit up with dozens of torches. Goth soldiers camped everywhere.

This is where they've been hiding!

The two, full of surprise, run back down the hill.

INT. HUT - NIGHT

Antonius, Malaricus and Bacchus sit around a small fire along with Aelianus and Cicero.

BACCHUS
So what's the plan?

ANTONIUS
We don't go in at night... they'll be expecting us during that time, keeping extra eyes on guard...

EXT. RUINS - DAWN

The three sneak their way through the vast ruins, ducking behind old stone pillars, running across old platforms - just out of sight of passing Goths.

ANTONIUS (V.O.)
During the day they'll have scouts out, that means there will be less foot soldiers we have to deal with in the camp itself...

Antonius sneaks up to a Goth, shoves a DAGGER behind his ear, lays him down as he dies. He waves Malaricus and Bacchus by.

ANTONIUS (V.O.) (CONT'D)
We get in and get out. Avoid detection. Make for the heart of the camp, search out the one who leads them...

The three dart in and out of the shadows made by broken structures. Thieves in the night - quiet as owls in flight.

The trio slips behind a set of broken pillars. Thirty feet away stands Wulfaric, surrounded by a pack of Goths.

ANTONIUS (V.O.) (CONT'D)
We will only have once chance to take their General out...

Bacchus unslings his bow. He notches an arrow, pulls the string back, slow and easy.

He takes aim at Wulfaric's heart... He holds his breath, steadies his aim...

The bow THWAPS! Goth ears perk. The missile flies towards Wulfaric...

THWACK! The arrow hits...! But not its mark.

A Goth next to Wulfaric falls to his knees, arrow in chest.

Antonius and Malaricus' jaws drops: *Bacchus, never misses*.

Shock amongst the Goths - what the hell just happened?

The trio bolts off through the ruins. The dying Goth collapses.

WULFARICS
The Romans are here!

ANTONIUS (V.O.)
Hopefully they will be shocked by the death of their leader to pursue us in full force.

Barbarians swarm them. The plan has failed!

Malaricus CUTS down a Goth, then another! Antonius SMASHES a maul across a Visigoth skull!

A blade PIERCES Bacchus' shoulder. He SCREAMS, takes down his attacker, crimson blood sprays the ruins.

ANTONIUS (V.O.) (CONT'D)
They're finding food and shelter, and they're well rested, but its been a while since they've fought real warriors... the centurions at the gates were fat from summer grain and fighting village peasants are no way to hone a blade...

The trio pushes on, through the ruins, towards the edges - towards the safety of the darkness.

WHOOF! A club SLAMS into Antonius!

Come on old timer, stay on your legs!

Massive, throbbing pain. He grits his teeth past it, leaps on the attacker with his maul - CRACK! Takes the Goth's life.

ANTONIUS (V.O.) (CONT'D)
And so if we find ourselves caught in the ruins, and we don't get out in time, we will be killed.

Out of the ruins they stumble. They search for deep shadows, for any kind of cover that can save them.

Goths pursue, on foot and horse. The trio has made it to the tall grasses. They're safe. Maybe.

INT. HUT - NIGHT

Bacchus sighs.

BACCHUS
I think its crazy. You just better hope I make the shot.

ANTONIUS
You always make the shot.

Bacchus frowns.

EXT. RIVERBANK - DAY

Three Goths on horse back walk atop a crest with a small pocket carved into the earth by a river. They look around for their escaped attackers, but see nothing.

Just under the crest, in the water, Antonius, Malaricus, and Bacchus hide. Cold, wet, their faces pale. Bacchus shivers, blood flows from his shoulder...

One of the Goths gets off his horse. Looks over the crest. The three push themselves as far as they can against the earth wall. The Goth leans over, looks...

He takes a moment... then walks back to his horse and mounts.

The barbarians ride off. The trio lets out a breath.

MALARICUS
We have to go.

ANTONIUS
We should wait...

MALARICUS
Your wounds will kill you if the water won’t freeze us to death.

Antonius lifts his shirt up revealing a six inch bruise, angry and red, slowly turning purple.

He flinches as he feels it.

ANTONIUS
Just a bruise.

MALARICUS
But what about him?

Antonius looks to Bacchus, a spaced-out look in his eyes.

ANTONIUS
The river flows south. Strip heavy leather, only keep one blade.

Malaricus takes daggers from beneath his cloak and tosses them into the water.

ANTONIUS (CONT'D)
We let the current carry us as long as we can stand the cold, right through the hills. At nightfall we make our way to safety.

Malaricus nods. The trio push off down the river.

EXT. FIELDS - NIGHT

A starless night. A small fire, three figures sitting by it.

Antonius lies shirtless. Antonius has a sword tip in the flame, glowing hot orange.

Antonius takes the blade out from the fire. Bacchus grins as Malaricus holds him down.

BACCHUS
I always liked swordplay, just never liked getting hurt.

ANTONIUS
Don't scream. We don't need to attract attention.

BACCHUS
That's half the fun.

ANTONIUS
On three. One... two...

Antonius shoves the sword into Bacchus wound. He GROWLS squints his eyes, struggles. Antonius releases it.

He breathes hard for a few moments, then bursts out LAUGHING.

BACCHUS
Fuck!

Antonius puts a leaf in his own mouth, chews it. He takes out the mash and packs Bacchus' wound with it.

ANTONIUS
How do you feel?

BACCHUS
Alive.

Malaricus lies down without a word. Angry? Disappointed? Bacchus knows something's up, and its probably because--

BACCHUS (CONT'D)
It was up to me and I missed...

Antonius gives him a dark look but says nothing.

BACCHUS (CONT'D)
(half-smiling)
I guess this is why I'm retired...

He puts his head back and closes his eyes as a cold breeze blows across the land.

EXT. THE NORTH - DAY

Alaric and his army march on. Severed heads planted on their banners, armor clanking, war-horses huffing. Despite their long journey, they look strong, ready to fight.

BACCHUS (V.O.)
Tonight was too close. If we plan on continuing this pursuit, I want to visit my daughter... at least once... if I were to die...

EXT. SARAVI VILLAGE - DAY

Aelianus and Cicero help Bacchus pack a horse, his arm gives him some trouble as he does so.

MALARICUS (V.O.)
We cannot give up. We fight for the people of this land, for those such as your daughter.

Bacchus mounts and kicks off.

EXT. ATHOS - DAY

Bacchus dismounts his horse outside of Talius' house. He knocks at the door. A moment later it opens.

TALIUS
Where the hell have you been?

Bacchus furrows his brow.

INT. TALIUS' HOUSE - BEDROOM - CONTINUOUS

Bacchus walks into the room slowly. The bed: empty but made.

TALIUS
A week ago.

A tear falls on Bacchus' cheek. He wipes it away, he runs a hand over the bed covers.

TALIUS (CONT'D)
There was nothing I could do. She had faded...

BACCHUS
What about the medicine?

TALIUS
She took it every day, but there was infection... she--

BACCHUS
Where did you bury her?

Talius says nothing. Bacchus turns to him.

BACCHUS (CONT'D)
Where is she buried!?

TALIUS
I... I... you had not been here in so long, I could not pay for her to be interred... she--

Bacchus walks towards Talius, despair growing deeper.

Talius trembles, overwhelmed with fear. Bacchus bears his teeth and grabs Talius' tunic at the neck.

BACCHUS
Where did you put her body!?

Talius' eyes go wide, he shakes.

TALIUS
I have no extra money! They took her away to the fields on a wagon!

BACCHUS
You put her body with the corpses of dead beggars and prostitutes!

Talius stutters, attempts to say something. Bacchus throws him across the room, he falls onto the bed.

Quick as lightening, Bacchus has his sword out, the blade pressed into Talius' neck!

A drop of blood, a whimper. Talius unleashes a stream of urine. Bacchus breathes hard - madness unleashed.

TALIUS
Please... please.... I did all I could! I did all I could!

Talius closes his eyes. Bacchus' own fill with tears. He takes his sword, CRACKS the hilt across Talius' face.

Bacchus spits, sheathes his sword, and walks out, leaving the bleeding, SOBBING Talius behind.

EXT. LUCIUS' VILLA - NIGHT

Lucius walks with a group of his noblemen, talking in murmurs. With slight bows, they part ways.

INT. LUCIUS' VILLA - HALLWAYS - CONTINUOUS

Lucius makes his way through the halls of the villa. In the dead, empty silence, only his footsteps make a sound.

INT. LUCIUS' VILLA - BEDROOM - CONTINUOUS

Moonlight from the window illuminates the dark room. Lucius removes a dagger from beneath his robes and sets it down.

He turns - a dagger pushes up against his neck. Maia grips the handle tightly, fire in her eyes.

LUCIUS
If you're this desperate to leave my service--

MAIA
Oh no. Its far more than that...

The door shuts. A lamp lights. Lucius looks to the doorway, Valentinus stands at it, hand on the hilt of his sword.

MAIA (CONT'D)
I want to know why you've been conspiring with Visigoths.

A bead of blood runs down the dagger's blade, drips onto the hilt and falls onto the floor.

LUCIUS
Put the blade down. I'll tell all.

Maia looks to Valentinus. He nods and steps closer. Maia relaxes her dagger. Maybe they have this under control...

Lucius turns to his desk. Valentinus draws his sword. Lucius turns back, grinning, wine carafe and cup in hand.

LUCIUS (CONT'D)
This is a bad career move for a Cloak, you know.

He pours himself a cup of wine, sets the carafe down.

VALENTINUS
It is my creed to protect the Empire...

LUCIUS
I bet it is.

Lucius sits on his bed, takes a deep sip of his wine.

Valentinus sheathes his sword, knocks the wine from Lucius' hand. Red liquid splashes everywhere.

Lucius' eyes go wide. Valentinus holds him down with one knee, takes a pillow, draws a small dagger.

He stuffs the pillow over Lucius' face, digs the blade deep into his shoulder. Lucius lets out a muffled YELL. He struggles, but Valentinus keeps him pinned.

VALENTINUS
This is not one of your beloved stage dramas, Praetor.

Valentinus removes the pillow, Lucius GASPS for air.

LUCIUS
I said I'll tell!

VALENTINUS
I want the truth.

Valentinus leaves the dagger in, touches the hilt with a finger. Lucius CRIES out. Valentinus holds up the pillow again. Lucius stifles his cry.

LUCIUS
Its a truce, between the Visigoth tribes and the Empire!

Valentinus puts both of his thumbs to Lucius' eyes and pushes. Lucius GASPS in pain.

LUCIUS (CONT'D)
I'm telling you everything!

VALENTINUS
A Roman truce between a Praetor and hundred year old enemy? Do not think I am a fool, unless you prefer to be blind.

LUCIUS
Please, stop...!

Lucius sweats, his face losing color.

VALENTINUS
The truth will end this.

The Praetor begins to dry heave and choke. Valentinus pulls the dagger out of his shoulder and rolls him over.

LUCIUS
(coughing)
One week! One week!

Valentinus flips Lucius back around.

Lucius looks as if he's about to pass out. Sweat beads across his forehead, he's white as a ghost.

LUCIUS (CONT'D)
Wulfaric, their general. He is to act as a trojan horse at the wall. Disguised as Centurions! Please, God, Lord stop!

VALENTINUS
What end does it benefit to let the Visigoths take over this valley?

LUCIUS
Dear Jesus, I will tell if you let me up. Let me up!

Valentinus lets him stand. He falls to his knees COUGHING. Concerned, Maia looks to Valentinus.

Lucius looks around the room blankly, he stands, takes three steps, then stops.

VALENTINUS
Tell us!

Lucius pauses for a moment, panting. Sweat beads on his skin, soaks his tunic. He turns and looks to Valentinus and Maia.

LUCIUS
Wheat.

He smiles oddly. What's that about?

LUCIUS (CONT'D)
Funny. I didn't expect this...

Maia and Valentinus look to him curiously. Lucius falls over face first onto the floor. Valentinus runs over to him.

MAIA
He's dead?

Valentinus feels his pulse.

MAIA (CONT'D)
You killed him?

VALENTINUS
I didn't do anything to him that would cause his death.

Valentinus takes a moment to think, then runs over to the wine carafe. He smells it. Looks to Maia.

VALENTINUS (CONT'D)
There are some poisons only assassins can detect...

He dips two fingers into the wine, licks them, then spits.

VALENTINUS (CONT'D)
Valerian Nightshade.

He sets down the carafe.

MAIA
Poison then?

Valentinus nods.

MAIA (CONT'D)
Who?

Valentinus shakes his head.

VALENTINUS
I'm going to Malaricus.

MAIA
We're going to Malaricus.

Valentinus goes to speak, Maia cuts him off.

MAIA (CONT'D)
They'll call this murder, and the rest... Goths at the wall-- I'm not staying here!

He nods, sheathes his dagger.

VALENTINUS
We make friends with the shadows of the street. We go now.

EXT. ATHOS - SUNRISE

City dwellers bundle in robes as the sun rises over the cold late autumn morning in Athos.

INT. LUCIUS' VILLA - LUCIUS' ROOM - CONTINUOUS

Gallus, Avitus and Acestes step into the room. Avitus immediately covers his nose with a GASP.

Acestes, ignores Lucius' tormented body before them. He quickly searches the desk, then a basket of scrolls.

ACESTES
(to himself)
Where are they?

He filters through a shelf of parchment, when suddenly--

ACESTES (CONT'D)
Ah!

He retrieves a scroll - the blueprints to the wall!

INT. LUCIUS' VILLA - HALLWAYS - CONTINUOUS

The Sparrow stands outside of the bedroom door with Acestes. A moment later Gallus and Avitus walk out.

GALLUS
Poison should have been a lot cleaner...

THE SPARROW
He was struggling, there was a shoulder wound. Someone was here.

Avitus looks nervously to Gallus.

THE SPARROW (CONT'D)
Who knew about this?

GALLUS
Nobody. Myself, you, Avitus, the nobles...

The Sparrow stares at Gallus from within the dark eye sockets of his mask, the deep polished silver looking down on him.

THE SPARROW
You were all smart men for taking Lucius out this picture.

He turns and they walk down the hall together.

THE SPARROW (CONT'D)
Do not forget that when the wheat fields Lucius owns in Italy are fully transferred to you, all of this will have paid off.

They stop by a large statue of Constantine.

THE SPARROW (CONT'D)
Now that I have done my part, when can I expect my payment?

ACESTES
The wealth you require will be given to you before noon. The rest will come...

Acestes looks up to Constantine, his frown deepens.

ACESTES (CONT'D)
...Once the Goths take over this valley and the wheat fields here are cut off from the Empire.

He looks back to the group.

ACESTES (CONT'D)
My estimate is that it will take about six months for the southern wheat fields to increase in value by at least ten-fold.

GALLUS
And so the mess of the Empire pays off for men such as us.

Avitus smirks.

THE SPARROW
We are seven days away. Did you find the blueprints?

Acestes hands the prints to the Sparrow. He tucks them away.

THE SPARROW (CONT'D)
Wulfaric leaves for the wall tonight.

GALLUS
And yet we are still threatened by the ex-Cloaks.

The Sparrow stares at Gallus a moment in silence, and then turns and walks away.

EXT. VALLEY - DAY

The cloaks of Maia and Valentinus billow in a cold wind as they ride across the fields. The Vosges mountains line the horizon, capped with snow under a gray sky.

EXT. WOODS (JUST OUTSIDE OF ATHOS) - DAY

One-hundred Centurions load up wagons.

Behind a large wagon-house, the Sparrow talks with Wulfaric, now dressed in Centurion armor. They speak in *Goth*.

THE SPARROW
You look like a real Roman. As long as you don't open your mouth.

He takes out a sealed letter.

THE SPARROW (CONT'D)
Forged orders.

Wulfaric takes them.

THE SPARROW (CONT'D)
Alaric's army should be at the wall when you arrive.

WULFARIC
And the opening of the gates...?

THE SPARROW
The only way in and out of the wall is through a single tunnel...

INTERCUT - THE WALL / THE SPARROW

An iron gate, fifteen feet high, built smack in the middle of the wall.

THE SPARROW (V.O.) (CONT'D)
...which is blocked by two heavy iron gates on each exit...

In the distance, a well-traveled MERCHANT rides down a trail towards the wall, coming in from the wilderness.

Captain Hiberia RINGS a bell in the camp behind the wall.

THE SPARROW (V.O.) (CONT'D)
...The lower gates cannot be opened unless a man atop the wall winds a crank...

Built upon the wall is a lookout platform. The only way up to this platform - a single wooden ladder. Atop this lookout platform sits a crank and one CENTURION to operate it.

THE SPARROW (CONT'D)
The winding of this crank causes weights within the wall to rise...

The Centurion turns the crank and...

Inside the wall, a pulley system, made from an assemblage of chains, heaves two MASSIVE three-ton weights upwards.

THE SPARROW (CONT'D)
Which in turn releases a counter-weight which holds the gates closed...

The giant counter-weight drops downwards. The crank CLICKS, locking into place.

Within the tunnel, a CENTURION hits a lever and the exterior gate slides upwards. The merchant enters.

At the interior gate, a Centurion hits the lever there and it opens. The merchant enters the Centurion camp.

The Sparrow pulls out the blueprints.

THE SPARROW (CONT'D)
Opening the gate won't be enough if the Centurions can just close it again...

The Centurion on the lookout platform turns the crank again, lowering the weights within the wall and raising the main counter-weight - thus sealing the gates closed once again.

The Sparrow hands the prints to Wulfaric.

THE SPARROW (CONT'D)
It was these blueprints that made me aware of the inner workings...

Wulfaric tucks the prints away.

THE SPARROW (CONT'D)
Crank the counter-weights up, lock them in place, and then break the crank handle. The weights will not be able to be reset easily...

Wulfaric nods.

THE SPARROW (CONT'D)
This is your key to succeeding.

The Sparrow turns and walks away with Acestes.

EXT. ATHOS FIELDS - DAY

The wagon caravan leaves the woods and makes it way north towards the Vosges mountains, Wulfaric at its lead.

EXT. VALLEY - DAY

Maia and Valentinus ride at a trot.

VALENTINUS
There's a good chance Malaricus will have moved on from the place he said he had taken refuge.

MAIA
You know he wouldn't leave behind all those wounded from my village.

VALENTINUS
You could be right--

Valentinus brings his steed to a halt. Maia does the same. Something’s amiss.

MAIA
What is it?

VALENTINUS
Dismount. Tie the horses.

A FEW MOMENTS LATER

The two horses crop grass, tied to trees. A horseman rides alone down the path at a casual pace. Bacchus. He stops at the two horses. His eyes flick to the left.

He quickly turns and sees a short bow aimed at him.

BACCHUS
I am not a highway robber.

Valentinus stands fast. Maia comes out from hiding.

MAIA
It’s okay!

BACCHUS
Maia?

MAIA
We’re coming from Athos to see Malaricus! We must see him!

Maia looks to Valentinus, his bow unwavering.

MAIA (CONT’D)
Valentinus, Bacchus is a friend.

Valentinus lowers his bow. He lays a hand on Bacchus' horse.

VALENTINUS
Your horse is warm. In a hurry?

BACCHUS
I was in Athos seeing my daughter, Julia. On my way back to Malaricus as we speak.

MAIA
How is your daughter?

Bacchus frowns.

EXT. SARAVI VILLAGE (JUST OUTSIDE) - DAY

Antonius and Malaricus stand alert at the three approaching riders. Soon, they come into view... Malaricus furrows his brow. *Maia? Can it be?* He runs to help her off her horse. They give each other a warm, loving embrace.

LATER

The group sits with one another within a small camp.

MALARICUS
Then there is nothing we can do but leave tonight!

Antonius looks up from the fire at him.

MALARICUS (CONT'D)
We supply ourselves at the village. We attempt to make it to the wall before they do--

BACCHUS
They're a day ahead!

ANTONIUS
Then it's going to be a long night.

Antonius stands and walks off.

MALARICUS
We have to warn them, Bacchus. We have to try.

BACCHUS
We could run.

MALARICUS
This is our home.

BACCHUS
This valley is not my home...

MALARICUS
I'm sorry about your daughter. But now that she's not here to protect, you want to run? Fight for her still. For what she loved. For what you can still love!

BACCHUS
What I loved is dead, Malaricus.

Bacchus throws his knife into the ground and stomps off into the darkness.

EXT. SARAVI VILLAGE - NIGHT

Among the burning village fires, Malaricus packs his horse alongside Valentinus. Cicero hands Antonius his blade.

CICERO
I've sharpened it for you.

Malaricus sheathes it.

MALARICUS
I'll need you to look after Maia while I'm away.

CICERO
Yes. Of course.

Maia walks up to Cicero.

MAIA
Don't worry Cicero, I'll keep an equal eye on you too.

Maia kisses Malaricus, gives him one last long gaze, and mounts a horse. Malaricus smiles, and puts a firm hand on Cicero's shoulder.

MALARICUS
Take the people into the woods. If you do not see us on the fifth sunrise, leave this valley.

Cicero nods firmly.

Malaricus looks back to Maia, both solemn. He notices Aelianus packing a horse.

MALARICUS (CONT'D)
Going somewhere?

AELIANUS
Aye, with you.

Malaricus arches a brow.

MALARICUS
Is that so?

AELIANUS
I can fight. I can!

Antonius walks up to Malaricus.

ANTONIUS
I could not find Bacchus.

MALARICUS
We'll circle the village once to look, but if we can't find him, we must move.

Suddenly, SCREAMS. All lift their swords. The WHINNY of horses, the song of sword blades in the air!

SHEPHERDS run past. They're under attack! A wave of GOTHS rush in, both on foot and horse.

MALARICUS (CONT'D)
(to Cicero)
Get the people out!

Cicero quickly mounts his horse. He and Maia gallop off deeper into the village.

ANTONIUS
How did they find us?!

Malaricus lifts his sword. The first Goth charges! Blades CLASH in the firelight!

Aelianus ducks a blade swing, than another. He drives his sword into the belly of a Goth, surprised by his own skill.

Antonius THROWS a Goth over his shoulder, STABS another!

Twenty more approach, running right towards Malaricus. He looks to them, then to Antonius.

MALARICUS
Antonius! Try to find Bacchus! Valentinus, Aelianus, meet us in the north!

Antonius nods. He runs off to the right, while Malaricus runs left. Aelianus and Valentinus mount their horses.

Villagers run in all directions - bloody chaos.

Aelianus circles his horse, CRACK! Kicks a Goth in the face!

VALENTINUS
We head for the North! Now!

Aelianus nods. SLAM! A spear CRASHES into his back. He slides off his horse choking on blood. Valentinus snarls - *dammit!*

Cicero's horse beats the earth through the village.

CICERO
Into the woods! Run to the woods!

Nearby, Antonius dances a deadly dance. A flurry of footwork: he kills two Goths, throws his sword at a charging one, KICKS another to the ground, CRACKS the man's neck with his heel.

Panting, he looks across the village, sees the Sparrow sitting among the raiding Goths on horseback, his mask reflecting the flames of the campfires.

Antonius squints, grabs a nearby horse and charges. The Sparrow turns and flees.

EXT. FIELDS - CONTINUOUS

Through the dark night, with only half a moon to guide him, Antonius chases the Sparrow on horseback.

Antonius takes out a dagger, takes his aim, throws it - THUNK! It hits the Sparrow's horse's flank. The animal CRASHES to the earth, Sparrow in tow.

Antonius leaps from his saddle, draws his sword. The Sparrow jumps up, draws his own.

They charge one another. Swords CLASH! Antonius SLAMS his hilt across the Sparrow's mask.

The mask flies off.

Underneath: *Bacchus*.

Antonius' eyes go wide. *No... it can't be! It--*

ANTONIUS
Why?

Bacchus brings his blade up, Antonius blocks it.

BACCHUS
Long enough we've bent our necks to the Caesars and Emperors!

He brings his sword back around - CLANG!

Antonius musters his strength, swings his sword - CLANG!

Bacchus kicks Antonius. He falls. Bacchus arcs his blade upwards, then down!

But Antonius rolls out the way and jumps to his feet!

ANTONIUS
That gives no excuse for betrayal!

CLANG!

BACCHUS
You had to keep going, Antonius, didn't you? A good soldier...

CLANG!

BACCHUS (CONT'D)
Honor bound to the Empire, just like Malaricus!

CLANG!

Antonius knocks him back. Bacchus comes back around, slices Antonius' arm - crimson flows under the moonlight.

BACCHUS (CONT'D)
Getting slow, old hound.

Antonius transfers the sword to his left hand and--

Swings! Bacchus side steps him, KICKS Antonius in the back, JAMS a dagger right into his shoulder! Antonius GROANS, spins back around.

Antonius backs away, sword in position. Bacchus grins, wipes blood away from his mouth.

ANTONIUS
My honor is for my land.

BACCHUS
It is still the Empire.

BACCHUS (CONT'D)
An Empire filled with men who would use us, and give us nothing back.

Antonius can only wonder...

ANTONIUS
If you are angry because of your daughter--

BACCHUS
It was the same men who killed her. Neglected cities, neglected people. Dying, sick, poor, hungry...

Antonius sees his awful grin: *he's a madman*.

BACCHUS (CONT'D)
There's no greater pleasure, no greater revenge than being a piece on the board, and moving the hand that moves you!

Antonius SHOUTS OUT, swings his blade. Bacchus' eyes go wide. He dodges, but the blade PIERCES his shoulder!

Bacchus coughs, holding his wound.

BACCHUS (CONT'D)
Now is the time for us.

Antonius charges him, Bacchus dips his hand into his cloak, pulls out a handful of powder, throws it at Antonius' face!

He ROARS, rubs his eyes. When his vision returns, he looks around to the darkness, but Bacchus is gone.

ANTONIUS
Bacchus? Bacchus! Come fight me!

No answer. Antonius grits his teeth.

ANTONIUS (CONT'D)
Damn you! Damn you!

EXT. SARAVI VILLAGE - NIGHT

Antonius runs into the village, limping. Malaricus holds the body of Aelianus. Valentinus stands above him.

All around lie the dead.

MALARICUS
We should have ran... I'm sorry.

Antonius spits blood.

Malaricus sets Aelianus down gently, closing his eyelids with his fingers. *He was just a boy...*

MALARICUS (CONT'D)
Did you find Bacchus?

ANTONIUS
Is Maia safe?

MALARICUS
Yes...

ANTONIUS
We must waste no time...

MALARICUS
Bacchus?

Antonius turns away.

ANTONIUS
We're betrayed. He wears the cloak of the Crimson Sneak.

Malaricus looks up to Antonius. He shares a moment of disbelief - *How can that be?!* His expression turns dark.

What madness has their lives come to?

He stares down at Aelianus.

ANTONIUS (CONT'D)
We have to go.

Malaricus says nothing.

ANTONIUS (CONT'D)
Malaricus! We have to go.

EXT. VALLEY - SUNSET

The caravan steadily makes its way through the fields.

FAR BEHIND THE CARAVAN

Antonius, Malaricus and Valentinus pursue on horseback.

The animals SNORTING, hooves POUNDING the earth, they froth at their mouths, blood crusting upon their noses.

ANTONIUS
Malaricus.

Malaricus rides. Thoughts in his head: his home destroyed, his father dead. Maia, is she safe?

He grits his teeth, pushes the horse harder.

He remembers Bacchus' handshake. Their promise of trust...

ANTONIUS (CONT'D)
Malaricus! The horses need to rest!

Malaricus does not slow.

ANTONIUS (CONT'D)
Malaricus!

Antonius dashes ahead, cuts Malaricus off. Malaricus rears his horse up, coming to a quick stop.

ANTONIUS (CONT'D)
The horses will do us no good if they're dead!

EXT. FOREST - NIGHT

Cicero makes a small campfire. Maia sits bundled in a robe. Nearby, villagers huddle around fires.

CICERO
Don't worry my lady. We're safe here... at least I think we are.

MAIA
Our worries should be with Malaricus and the others.

Cicero gazes into the fire, expressionless.

EXT. VALLEY - NIGHT

A camp fire. Valentinus tends to the horses, rubbing them down and feeding them handfuls of heavy grain.

In the far distance, a speckle of campfires.

Malaricus sits, clutching his sword hilt anxiously.

MALARICUS
I failed to see the madness in him.

Antonius holds the mask, stares into the carved frown.

Upon the mask, firelight dances across one side of it while murky darkness envelopes the opposite.

ANTONIUS
He wanted to blame the Empire for his life. For those he lost.

MALARICUS
And yet he went along with us.

ANTONIUS
Think of the attempt on Wulfaric's life at he ruins.

Malaricus thinks for a moment and then realization dawns.

MALARICUS
He never misses.

ANTONIUS
He needed Wulfaric in order for the plans he had with the nobles to work. And he needed us to believe we were with him so his identity as the Sparrow remained safe.

Antonius puts the mask away.

ANTONIUS (CONT'D)
Madness comes when there are no more goals. When you believe you have no destiny.

Malaricus huffs a laugh.

MALARICUS
Let me tell you about destiny. You see that?

He waves his hand towards the barbarian camp.

MALARICUS (CONT'D)
That's our fate, sitting in the darkness.

Passion fills his voice.

MALARICUS (CONT'D)
Will it be victory? The freedom of our land? The safety of our people? Our home?! Or it will be death?

He shakes his head.

MALARICUS (CONT'D)
It does not matter. To turn away now would be the end of everything we know! It would be death by fear! Death by loss! Death by grief! We will not see heaven if we run. All that will be left is a living hell.

ANTONIUS
And yet the same if we lose.

MALARICUS
That cannot happen! That WILL not happen! We stand now!
(MORE)

MALARICUS (CONT'D)
And if we die, at least no one can say we had been cowards! That we were men who would abandon their dreams!

Malaricus shares an intense look with his friend.

ANTONIUS
To the end, then? For Maia. For Corio? For the valley?

MALARICUS
To the end! For the Empire!

EXT. GOVERNMENT BUILDING - SUNRISE

A large wagon-house pulled by two horses leaves through the front gates.

INT. WAGON-HOUSE - CONTINUOUS

Avitus, Gallus, and Acestes sit within the plush interior.

They speak not a word, nor make eye contact with one another.

Silence: awkward and nervous. Uncomfortable guilt.

Acestes watches the city pass by the window: the crowds, the merchants, the decay of a once proud place...

The wagon-house rolls through the southern gates of Athos.

Soon, nothing but rolling hills and farmland pass by.

As the wagon heads south, a small smile breaks across Gallus' lips, he lets out a little breathy laugh. Acestes looks to him, then to Avitus. Gallus BURSTS out with a chuckle.

Acestes and Avitus can't help but grin themselves - they've left the city behind, their plan in full swing.

Gallus pulls out a set of cups and hands them to the others. He pulls a crystal decanter and carefully pours wine.

GALLUS
To us!

The three toast one another with big smiles and drink.

EXT. FIELDS - SUNRISE

Exhausted, Malaricus, Antonius and Valentinus keep their horses moving as the sun rises over the Vosges mountains.

EXT. VOSGES MOUNTAINS - NORTHERN PASS - WALL - SUNRISE

A group of Centurions on the wall squint into the sunrise. A black line wavers across the horizon.

They quickly realize that they're seeing--

CENTURION
Goths! In the distance! Goths!

IN THE DISTANCE

Alaric's army approaches. Over 40,000 Goths march with armor CLANKING and horses SNORTING.

EXT. WALL - CENTURION CAMP - DAY

A bell is struck three times with a hammer: BONG! BONG! BONG! Below, the camp goes into a frenzy...

Just as Wulfaric's caravan of disguised Goth's arrives.

Wulfaric can't help but grin - the timing, too perfect.

A centurion marches to him, before he can even respond, Wulfaric wordlessly hands him the letter. The Centurion grabs it, looks over it as Hiberia approaches.

HIBERIA
Who are they?

CENTURION
Reinforcements!

HIBERIA
I've heard of no reinforcements!

He grabs the letter, scans it, looks up to the "Centurions".

Thank God - more soldiers.

EXT. FIELDS (JUST A FEW MILES AWAY) - DAY

Malaricus, Antonius, Valentinus close in on the mountains - they're almost there... hopefully not too late...

EXT. NORTH OF THE WALL - DAY

The Visigoths assemble their units. Pre-cut timber, rope and wheels are pulled from wagons, hastily made into catapults.

EXT. WALL - CENTURION CAMP - DAY

Malaricus, Valentinus and Antonius ride through the flurry of Centurion units assembling, they look for Wulfaric...

But he and his men are nowhere in sight - already blended into the fray.

MALARICUS
Who is in command here!?

Hiberia pushes his way past a few Centurions towards Malaricus. Nearby, catapults CREAK into place.

HIBERIA
I am.

MALARICUS
There are Goth’s in your midst.

HIBERIA
And who may I ask, are you?

VALENTINUS
He is Malaricus Cornelius Flavia Belgica--

Hiberia draws his sword.

HIBERIA
(to Malaricus)
You’re a wanted man.

VALENTINUS
And I am Valentinus Quintus Sabinus, current standing member of the Cloaks of the Legion!

Hiberia pauses.

VALENTINUS (CONT’D)
You know my name, and I know yours, Hiberia...

ON WULFARIC

He walks casually through the camp, finding the stairs leading up to the upper walkway of the wall. He climbs.

ON HIBERIA

Valentinus circles him with his horse. All around, Centurions have formed into units, ready for battle.

VALENTINUS (CONT'D)
I would not be here if I did not believe Rome was in true danger..

He wants to believe them but... *how can this be true?*

HIBERIA
I cannot believe the Praetor is dead--

VALENTINUS
Athos is ready to collapse, this is our last stand! You must gather all these men, find out who is who!

HIBERIA
We don't have time...! The Goths are outside our walls!

VALENTINUS
They are more than just outside, Hiberia! They are UPON YOU!

ON WULFARIC

Above, he makes his way down the walkway of the wall. Disguised, Centurions take no notice of him.

It's all too easy.

EXT. NORTH OF THE WALL - DAY

Visigoth's CLANG their weapons against their shields and armor - a symphony of strong iron and deadly steel.

500 yards from the wall, Alaric stands, watching over his army alongside Two GENERALS. Goths pitch a huge tent nearby.

ON WULFARIC

He gets to the ladder of the lookout platform, climbs it. At the top, he finds a single Centurion.

A bloody axe swing. It's over. He's alone on the lookout platform and before him--

The crank to lift the weights within the wall! He winds it.

WITHIN THE WALL

The weights lift. The counter-weight falls!

ON WULFARIC

The crank CLICKS and LOCKS, holding the weight into position. Wulfaric takes his axe, CHOPS off the crank handle.

Its a small amount of damage, but detrimental to the operation of the crank and the weight system...

He kicks the ladder off the lookout platform, it tumbles off the side. A few Centurions turn to the sound.

Wulfaric waves both arms. Its all about timing now.

BELOW

Hiberia continues to talk with Valentinus.

HIBERIA
I have to talk to the General... stay here.

He breaks off to find the General.

Yaric sees Wulfaric waving atop the wall. He and a handful of his men march right towards the gate. Two centurions stand there. They push them both out of the way, wordlessly.

And as Hiberia approaches General Altinius--

Yaric flicks the lever near the gate. It opens.

Every Centurion in the camp turns to the RATTLING of the gate opening - and all think: *why is it opening NOW?*

Hiberia draws his sword.

HIBERIA (CONT'D)
(to General Altinius)
There are Goth's inside the wall!

GENERAL ALTINIUS
Who's manning the crank!?

Suddenly - a mix of disguised Goths and Centurions draw weapons! Skirmishes explode throughout the camp! Arrows in flesh, blades against armor, swords on swords...!

SCHWICK! Two wrist-knives flash out from under Valentinus' sleeves! He leaps off his horse onto two Goth-Centurions!

Antonius STABS a disguised Goth, another behind him CUTS down his horse, the beast falls! Before Antonius can roll back up, the Goth-Centurion comes at him!

Malaricus ROARS, CUTS him down. Helps Antonius up.

MALARICUS
Defend the gate!

ANTONIUS
Where are you going!?

MALARICUS
To the top!

Antonius goes to follow, Malaricus stops him.

MALARICUS (CONT'D)
The gate is more important!

Hesitation, then a nod. Antonius runs towards the gate. Malaricus makes for stairs running up the side of the wall.

WITHIN THE TUNNEL

A flurry of blades - close quarters. Yaric's men fight the Centurions, holding them at bay.

A Centurion head SLAMS into the stone! Feet trample a fallen Goth, his SCREAMS lost in the shuffle...

ON THE GENERAL

The catapults go up in flames, brought down by the torches of the enemy.

GENERAL ALTINIUS
FORM DEFENSIVE CIRCLES!

A Goth blade CUTS through him! He falls, dead.

ON YARIC

With the crank broken and the counter-weights lifted, the exterior gate easily opens with a pulling of the lever.

The wall is breached! Yaric takes a horn from his belt and blows: HARR-OOM! HARR-OOM! HARR-OOM!

The sound cuts through the camp, chills travel down the spine of every Centurion. They all know what happens next...

INT. BATTLE TENT - CONTINUOUS

Alaric, standing over battle plans, looks up to the Goth.

GOTH
The horn! Yaric's through!

ALARIC
Ready for the charge!

ON MALARICUS

Malaricus runs down the wall walkway - looks. No Goths here, but... who's that atop the platform? Wulfaric!

The ladder going up to the lookout platform is gone...

But he is a Cloak, and he's scaled smoother walls before.

He begins his ascent.

ACROSS THE BATTLEFIELD

Outside the tent, Alaric mounts his horse with his Generals. BANNER-MEN lift flags, horns blow.

ALARIC (CONT'D)
No mercy! No prisoners!

The army moves, slowly at first, then pounding into a charge. Foot soldiers stampede forward. Catapults creak towards the wall pushed by muscular Goths.

ON HIBERIA

They're pushing Yaric and his men out of the tunnel - *finally, the battle sways in our favor!* He grabs the lever, tries to pull it back down to close the gate but--

No good.

Realization dawns on him: *they've broken it...*

Hiberia belts out a ROAR, charges - there's no hope now, only to fight! His men charge with him. They SLAM into the Goths! Swords CLASH! If they can get them back, if they can find a way to seal the gate, maybe they can--

--a blade SLICES into Hiberia. He lets out a GASP. Collapses.

ON MALARICUS

He comes up to the platform. There he finds Wulfaric, looking out on to the charging army.

Malaricus pulls his sword, charges... Wulfaric turns just in time! He meets Malaricus with his own steel! They grit their teeth - then break away.

ON HIBERIA

Antonius kneels before him.

HIBERIA
They've broken... the gate.

He COUGHS, goes silent. Antonius shakes him - no response.

ON MALARICUS

CLANG! They step back, circle, swing!

Wulfaric cuts Malaricus! He catches his balance, nearly falling off the platform. Wulfaric swings again, Malaricus side-steps the blade.

EXT. NORTHERN PASS - WALL - CONTINUOUS

Alaric's army hits the wall! Goth archers pull long bows. They shoot...

Arrows arch in the air and over the wall - raining death.

THUMPTHUMPTHUMPTHUMPTHUMPTHUMP!

Centurions fall left and right!

They launch a return-volley back! Goths HIT the ground, bodies filled with arrows.

The Goth catapults make their way within firing range now. Men load up nets filled with heavy rocks.

Yaric stands at the end of the tunnel, directing waves of Goths to enter.

WITHIN THE TUNNEL

Bloody death, ancient war at close quarters - violent hell.

The Centurions won't be able to hold them like this long.

VALENTINUS
We need to collapse the tunnel! Get all the pitch we have!

ANTONIUS
Will the wall hold?

VALENTINUS
What choice do we have?

Antonius gives it a second thought, and then-

ANTONIUS
Fall back! Out of the tunnel!

ON MALARICUS

Wulfaric looks at him, trying to guess which way he'll go...

MALARICUS
Do you know who I am?

They study each other.

MALARICUS (CONT'D)
What you took from me - I want you to feel that pain!

WULFARIC
Nothing you say will stop this.

Malaricus studies him. They know not what each other says, but they understand perfectly clear that it does not matter.

WULFARIC (CONT'D)
Your Empire has ended.

Malaricus goes left, goes right, and then...

He leaps, sword pointed, he DRIVES the blade into a chink in Wulfaric's armor!

Wulfaric knocks him away, pulls the sword out and throws it off the platform. Malaricus pulls two daggers!

ON ALARIC

His face remains emotionless. Fearless.

ALARIC
We will see their General's heads on pikes today.

EXT. NORTHERN PASS - WALL - CONTINUOUS

Catapults launch a volley of rocks. Boulders crash against the top of the wall, SLAMMING into Centurions. Most fall to their deaths, bones CRUNCHED by stone.

Centurions cut down Goths at the tunnel entrance. A squad of barbarians push past them! Arrows shoot them down!

The Romans reform at the tunnel! They cannot not break!

ON MALARICUS

CLANG! He blocks a sword blow. The two look at each other: worthy foes, drenched in sweat and blood, equally matched...

ON VALENTINUS

Centurions load up a wagon full of pitch and oil barrels.

He looks down to a dead Goth at his feet, rips off the fallen barbarian's cloak and grabs his helmet.

ANTONIUS
Where are you going?

Valentinus straps the cloak and helmet on - Antonius quickly realizes what he intends to do.

ANTONIUS (CONT'D)
I will not trap a fellow Cloak outside of the wall!

VALENTINUS
You keep forgetting, you are no longer a cloak, Antonius.

Antonius shakes his head, goes to speak--

VALENTINUS (CONT'D)
Even if we stop them now... there's a hundred-thousand of them beyond the wall.

He frowns.

VALENTINUS (CONT'D)
They bring their king with them, which means they plan on staying until this wall is captured.

His expression and tone - deadly serious.

VALENTINUS (CONT'D)
We cannot last a winter siege of such strength. The nobles of Rome have left us too unprepared. Seal the gate...

With that, he runs towards the tunnel entrance - where the heat of the battle lies.

ON MALARICUS

He keeps fighting on - only two daggers versus the heavy blows of Wulfaric's broadsword.

AT THE TUNNEL ENTRANCE

Goths spill into the camp. It's too easy for Valentinus to slip into the Goth forces, under disguise, and make his way into the tunnel, pushing amongst the crowds.

EXT. NORTHERN PASS - LEGION CAMP - DAY

The Centurions finish loading two wagons with pitch barrels.

ANTONIUS
Light the first wagon!

A Centurion lights a small pile of tinder on the wagon.

Four men ROAR as they roll the wagon down the path towards the tunnel entrance.

ANTONIUS (CONT'D)
Move away from the gate!

Other Centurions leap and scramble out of the way.

Goths run out of the tunnel - just in time to see the huge wagon rolling their way and quickly catching fire.

FOOM! The wagon EXPLODES. Bodies fly everywhere! The wall shakes! Stone begins to fall - cosmetic damage.

WITHIN THE WALL

SCREAMS! Fire and smoke! There's a murmuring of fear amongst the Goths... but most still push towards the Centurion camp.

Valentinus pushes against the crowd of Barbarians. He's trying to make for the exit... he's almost there...

ON ANTONIUS

The Centurions roll up the next wagon.

ANTONIUS (CONT'D)
Light it!

The wagon lights! It rolls forward - right into the tunnel!

BOOM!

It seems the entire wall shakes - rubble falls. Antonius looks on - *oh God, the entire wall is going to collapse! We've made a mistake--!*

WITHIN...

Goths try to back away, towards the other end, trampling their own as they scramble for their lives.

But where is Valentinus?

The tunnel collapses. Then, silence.

ON ANTONIUS

CHEERS! He closes his eyes a moment, then flicks them open. *Malaricus!*

ON YARIC

His men rush back out of the exit. He stands fearlessly as arrows rain down around him.

YARIC
Prepare siege ladders! The rest of you, stand your ground! Stand your--

A retreating Goth bumps into him. He feels something sharp--

A dagger, jammed up under his breastplate.

Valentinus lingers only for the briefest second before letting go of the knife and pushing on with the group.

Yaric falls to his knees. *How can this be?* He tries to mutter a word to his men, he has to tell them of the intruder!

YARIC (CONT'D)
We have--

TWACK! An arrow takes him right there and then.

ON MALARICUS

Wulfaric bleeds profusely. The two barely stand, exhausted to near death. Both knowing they have enough energy for one final rush... one last attack...

ON VALENTINUS

He pushes on with the men as they head for the siege ladders. But he breaks off, making his way through the army casually.

ON WULFARIC

He decides, for better or worse: he'll make his final rush.

He grips his sword with bloodied hands, charges and--

Malaricus leaps into side-step! The blade narrowly misses! CUTS him under the chin, right up to his eye!

He spins back around SLAMS his dagger into Wulfaric's wrist! The Goth commander SCREAMS - drops his sword!

Malaricus kicks the sword blade as hard as he can. It slides across the ground, far away from them both, dangling over the edge of the platform. Wulfaric stumbles for it.

Malaricus falls to one knee. He spots something on the ground: his dropped dagger! He snatches it up. Throws it!

The dagger sails through the air - THUMPS into Wulfaric's leg right behind the knee. He hits the ground face first.

ON VALENTINUS

He quickly picks up two axes from a wagon. A garrison of Visigoths run by, he ducks behind the cart. Once they pass, he moves again.

ACROSS THE BATTLEFIELD

Catapults launch rocks, SLAMMING Centurions atop the wall. Arrows rain down, while others shoot upwards.

Siege ladders come. For each ladder the Centurions knock down, two more rise.

ON MALARICUS

He lays on the ground - too much pain, too weak to move, weaponless. Wulfaric rolls over, pulls the dagger out.

The platform: soaked in an ocean of blood. Wulfaric tries to stand, but slips back down.

ON VALENTINUS

Valentinus pushes past Goths.

He's close to Alaric now, maybe fifty yards away. He lifts the two axe blades and starts a run towards the king.

Those who take notice of the new intruder swiftly find the blade of his axe.

ON ALARIC

A commotion. His soldiers SCREAM and SHOUT. He draws his sword. Out of a group of his own soldiers comes a figure, sprinting in full charge, gripping bloody axe blades tight.

ON WULFARIC

He knows he's dying. Fear creeps onto his face as he uses his last effort to try to grab his sword before death.

He crawls across the ground toward the blade. He coughs, blood SPEWING from his mouth.

Malaricus watches from his position, too wounded to move.

ON VALENTINUS

He jumps, slashes, and bounds his way past the last unit. He drops his axes, grabs a spear from one of the fallen, keeps his running line right towards Alaric. *This is it.*

Alaric scowls, readies his blade. *I don't think so.* Two archers lift their bows, let arrows fly. Valentinus knocks one from the air with his spear, but the other hits!

Despite the wound, he takes aim, throws the spear. It sails through the air...

Alaric’s eyes go wide! The spear pierces his chest!

THWACK THACK TWHACK! Three more arrows SLAM into Valentinus. He grins through his pain, falling to his knees as Alaric falls off his horse.

ON WULFARIC

Fearing death without his sword, Wulfaric reaches for his blade. If only he could get his fingers around it--

WHAM! A blade SLICES through his back. A foot kicks his sword off the cliff. His fingers clutch empty air.

Antonius!

Malaricus smiles and closes his eyes.

He runs to Malaricus.

ON ALARIC

The Generals rush to Alaric’s fallen body.

Alaric coughs. The men pull the spear out. His eyelids flicker. He tries to say something...

ALARIC
My sword...

The General picks up the blade and places it into Alaric's hands. The Barbarian king holds it close to his body.

ALARIC (CONT'D)
This wall will not be taken today.

Alaric's eyes close.

GENERAL
My liege...?

He shakes Alaric.

GENERAL (CONT'D)
My liege!

The other General frowns.

SECOND GENERAL
This was madness from the start.
Wulfaric has failed.

EXT. NORTHERN PASS - LEGION CAMP - DAY

Antonius helps Malaricus across the camp.

Beyond the wall, the Goth army begins to back away.

CENTURION
They're retreating!

A bells RING throughout the camp. Victorious SHOUTING.

ANTONIUS (V.O.)
I want to tell you the story of a man...

The Goths blow horns: long and low - the sound of retreat.

ANTONIUS (V.O.) (CONT'D)
A man who believed we could have a home in a world of darkness.

LATER

A group of Centurions take Malaricus into their arms.

ANTONIUS (V.O.) (CONT'D)
A man who believed fire could burn,
even if lit upon ice...

They load him onto a wagon. Antonius points the driver off. He watches the wagon leave, Malaricus on the back. He pulls something from his pocket - Maia's bracelet.

EXT. FOREST - NIGHT

Maia and the villagers see a wagon approach.

ANTONIUS (V.O.)
It is a flame that written history
often forgets...

Malaricus hops off. Maia runs to him.

ANTONIUS (V.O.) (CONT'D)
...but one which continues inside
those with hope, continuing through
the ages of the human heart.

The two embrace, Cicero watching on with a smile as the late autumn leaves fall from the trees.

YEARS LATER...

SOMEWHERE ON THE SHORES OF SPAIN

EXT. VILLA - DAY

Sunny and palatial, the massive house rests on plenty of land. A MAN approaches on horseback in the distance.

INT. VILLA - LIVING ROOM - DAY

Bacchus walks into the room dressed in the finest of robes. The sea in the distance shimmers through the open doors.

Antonius, worn from travel, sits at a table.

Bacchus barely acknowledges him as he pours some wine.

BACCHUS
How did you find me?

ANTONIUS
The Cloak way.

BACCHUS
Always the mysterious one.

Bacchus sits while Antonius looks around the room.

ANTONIUS
Nice place you have for yourself.

Bacchus changes the subject.

BACCHUS
I hear the valley is secure.

Antonius nods. An uncomfortable look crosses Bacchus.

ANTONIUS
This is what you did it all for? A house, some wine, an ocean view...

Bacchus remains oddly calm.

BACCHUS
Better than an old rotting blacksmith shop, is it not?

ANTONIUS
I always found it endearing.

BACCHUS
You were always one for holding onto the past.

ANTONIUS
Speaking of holding onto things...

Antonius removes something from his robes - the Sparrow's mask. He places it on the table.

BACCHUS
You carried that with you all these years, old friend?

ANTONIUS
A healthy reminder of unfinished business.

Bacchus swallows a mouthful of wine hard.

BACCHUS
I heard of Avitus and Gallus.

ANTONIUS
And I heard they both had nice funerals.

BACCHUS
And what of Acestes?

Antonius' - emotionless. Bacchus knows: *He's killed them all.*

BACCHUS (CONT'D)
You've been busy. So what is it you want from me?

ANTONIUS
Honestly, do you have to ask?

Bacchus suddenly drops his cup, his hand deftly moves under his robes. He pulls a dagger, throws it at Antonius.

Antonius dodges it easily, pulls a dagger of his own, flicks it back - BAM! Right into Bacchus' chest.

Bacchus falls back into his chair. He GURGLES. The two share a stare as Bacchus dies. A stare of betrayal and vengeance.

Antonius calmly turns to leave. Outside, he looks across the ocean, a sense of calm completion on his face. He mounts his horse and rides off past the azure blues.

FADE OUT