

BEAUTY AND THE BEAST

Aired Episode Transcript – original air date: January 13, 1989

Opening Credits:

Starring

Linda Hamilton
Ron Perlman as “Vincent”
Roy Dotrice
Jay Acovone
Ren Woods

Guest Starring

Bill Calvert

Director of Photography - Stevan Lerner, A.S.C.

Production Designer - John Mansbridge

Editor - Drake P. Silliman

Theme by - Lee Holdridge

Music by - Don Davis

Supervising Producer - Stephen Kurzfeld

Producer - George R.R. Martin

Produced by - Kenneth R. Koch

Co-Producers - Alex Gansa, Howard Gordon

Created by - Ron Koslow

Written by - P. K. Simonds, Jr.

Directed by - Gus Trikonis

ACT ONE

AERIAL VIEWS OF MANHATTAN LANDMARKS DISSOLVE TO:

INTERIOR DAY – TUNNELS

A series of still shots progress inward through the Tunnels. Subway trains clatter in the background.

MALE VOICE

(Reading)

“...thou mak’st me sad, and mak’st me sin / In envy...”

DISSOLVE TO:

INTERIOR DAY – VINCENT'S CHAMBER

A young man is addressing a group of children sitting around a table in a rock chamber. Obviously a teacher, he moves around the chamber as he reads. His students follow his movements, listening to him.

TEACHER

(reading as he walks around a group of seated children)

“...that my Lord Northumberland
Should be the father to so blest a son,
A son who is the theme of Honor’s tongue,
O, that it could be proved
That some night-tripping fairy had exchanged
In cradle-clothes our children where they lay,
Then would I have his Harry, and he mine.”
(he closes his book)
It’s a very moving speech.

ZACH

It didn't make me sad.

GEOFFREY

Yeah.

TEACHER

(smiling as he tousles Zach's hair and bends down beside him)
Something about it trouble you, Zach?

ZACH

Well, yes.

SAMANTHA

You said that the king loved his son.

While Samantha speaks, the teacher moves around the table to stand opposite to her.

SAMANTHA

So how come he wanted to trade Harry for someone else?

TEACHER

(bending down to Samantha's eye level)
The king was a leader of men, Samantha.
(standing again as he addresses the whole class)
He bore an obligation he knew was sometimes greater than what he owed his own family.
(he takes a seat between Samantha and an older girl, a teenager)
An obligation to his people.

OLDER GIRL

But what about love, Michael? Vincent always says that love is more important than anything.

MICHAEL

It’s true. But none of us lives in a world made up only of loved ones. Harry’s father loved him, but he knew one day Harry would have to lead a nation. He never really wanted his son traded away, he just wanted him better prepared for his destiny.

Father enters the chamber. Vincent follows him inside.

FATHER

Excuse me, may we interrupt for a moment?

MICHAEL

(stands up)

Please, come in.

VINCENT

We have some wonderful news to share.

ZACH

Really? What?

VINCENT

(crosses the chamber and hands a folded paper to Michael)

This just came from Catherine.

Michael unfolds the paper and reads the message. He looks up again at Vincent.

FATHER

(to the children)

Because Michael scored so highly on his Scholastic Aptitude Test, Brayfield College has agreed to waive the usual application requirements, and to admit him to the freshman class of the winter term.

Father smiles at Michael. The children, except for the female teenager, applaud.

ZACH

All right!

SAMANTHA

All right!

ZACH

Yeah!

VINCENT

(grasps Michael's shoulder)

I'm very proud of you.

Michael nods, giving Vincent a tiny smile. Vincent hugs Michael. Father looks on, smiling.

VINCENT

(releasing Michael)

This is an auspicious beginning.

TEENAGER

(standing up and approaching Michael)

It's terrific, Michael, but I just can't picture it here without you.

Michael hugs her, then she steps back.

FATHER

(walks up to Michael and smiles)

This is quite an honor. You've done us all very proud.

(he shakes Michael's hand)

MICHAEL

Thank you, Father.

Father hugs Michael. The children watch, still smiling. Michael looks around at everyone, sighs, and smiles back.

DISSOLVE TO:

INTERIOR DAY – THE WHISPERING GALLERY

Michael sits tailor-style at the edge of the wooden planks of a bridge in the Whispering Gallery, looking out at the cavern around him. Vincent stands nearby on the bridge, listening to Michael speak.

MICHAEL

The voices, they sound like what's going on inside my head.

VINCENT

Are you apprehensive about leaving?

MICHAEL

I know it's a great opportunity. I just don't know.

VINCENT

Tell me. Tell me what you're feeling.

MICHAEL

I'm just not sure about it. This is my home. I've been happy here.

VINCENT

(sits down beside Michael)

Michael, you're a part of us. You always will be, wherever you go. But there are times when you must go. When the greatest possibilities cannot, in good faith, be denied. The world Above has so much to offer you: gifts of the imagination, and learning... And you have the mind and the heart to cherish those gifts. You're on the brink of a wondrous adventure. But every adventure must begin in farewell.

MICHAEL

(shaking his head)

Some adventures don't end happily.

VINCENT

(he sighs)

All we can do is... proceed... with the faith that they will.

MICHAEL

It's not even the unknown that worries me. It's what I know is up there.

VINCENT

You're thinking of your other life, Above.

MICHAEL

It wasn't long ago I swore I'd never go back.

VINCENT

Seven years ago, and it was the oath of a child.

MICHAEL

I still feel the pain.

VINCENT

But this time you won't be alone. Catherine will be there and you will have friends.

MICHAEL

I wanna do this for you.

VINCENT

No, Michael. You must do this for you. This is your journey.

Each gazes at the other's face.

DISSOLVE TO:

EXTERIOR NIGHT – A VIEW OF MANHATTAN'S SKYLINE

VINCENT'S VOICE

Perhaps I've done him a disservice.

CUT TO:

EXTERIOR NIGHT – CATHERINE'S BALCONY

Vincent stands, bent over the balcony wall with his hands pressed flat upon the line of concrete bricks. Catherine sits to his left beside the wall, leaning on her elbow, watching him.

CATHERINE

By encouraging him to embrace his future?

VINCENT

By assuming it was what he wanted.

CATHERINE

Vincent, he's come this far because of his desire, and because you believed in him.

VINCENT

I always believed Michael would want this opportunity.

CATHERINE

You dreamed he could have what you couldn't have.

Vincent glances down at her as she smiles.

CATHERINE

(with a small sigh)

It's a little frightening when our dreams begin to come true.

VINCENT

(smiles and nods as he stands up straight)

Yes.

Vincent is silent for a moment, looking out at the city. Then he turns and faces Catherine directly.

VINCENT

But we mustn't forget how Michael came to us, the loss he suffered.

CATHERINE

His mother's death?

(she stands up as Vincent answers)

VINCENT

Yes, and his father's rejection.

CATHERINE

Was he abandoned?

VINCENT

We only know when we found Michael wandering the streets that he begged us not to contact his father. He only said that the man wouldn't want him.

CATHERINE

Then he lost both parents.

VINCENT

He lost his sense of hope. Michael blamed not only his father, but a world that would allow a young child to be alone in grief.

CATHERINE

Then Michael must come back to that world, to face those disappointments, to make his peace.

VINCENT

(nodding)

Yes.

CATHERINE

(crossing her arms with a smile and a sigh)

Well, you know I'll do everything I can to help him.

VINCENT

He'll need a friend.

CATHERINE

Don't worry, Vincent. Michael comes Above with a great advantage over almost everyone else up here.

Vincent looks at her questioningly.

CATHERINE

He has your faith in him.

Slowly, Vincent looks down.

CUT TO:

INTERIOR DAY – MICHAEL'S CHAMBER

The female teenager takes clothes from a bureau drawer and moves to the back of the chamber toward a suitcase lying open on Michael's bed, while Mary checks the fit of a conventional gray suit jacket Michael is wearing over his Tunnel-style clothes. Three children sit nearby on chairs, watching.

FATHER

(crossing from the bed toward Michael)

Honestly I can't see what's wrong with it. You ladies were...

Mary glances at the jacket Father is holding, tsks, and walks away from Michael. Michael removes the gray jacket.

FATHER

(continuing)

... chattering about nostalgia...

(he holds a different suit jacket up to Michael's shoulder)

... and fashions today...

The teenager returns, holding a new garment for Michael to try on. Michael hands the gray jacket to Zach. Mary slips behind Michael, heading for the back of the chamber, carrying more clothes.

FATHER

(continuing)

... old styles coming back...

TEENAGER

(smiling as she helps Michael put on the black jacket she has brought him)

Not *that* old, Father.

MICHAEL

(grinning)

Maybe that's what I need: the distinguished look.

Father nods to Michael and moves to the back of the chamber again, carrying the old-fashioned jacket on its hanger.

MARY

(Addressing the female teenager)

What are you doing? Brooke?

(emerging from the back of the chamber)

That thing is hideous.

BROOKE

(adjusting the new jacket on Michael)

Well, you're dressing him like a ten-year-old.

MARY

(she sighs)

BROOKE

I see lots of topsiders wearing things like this.

MARY

(she makes a silent to Father, turning toward him)

FATHER

Now, I agree with Mary ... I think ...

(stammering)

He looks like a ... ruffian in that.

MICHAEL

I'll fit right in up there, Father.

FATHER

Well, I'm gonna put this suit in ... *(Mary and Brooke protest, hurrying to Father as he stands beside Michael's suitcase)*

I'll squeeze it in ...

(Mary takes the old-fashioned jacket out of Father's hands)

... just in case he needs to look distinguished!

Mary hangs the jacket Father preferred up on the chamber wall.

MICHAEL

(taking off the black jacket)

Zach...

ZACH

(handing a small object to Michael)

Here. Thought you could use this up top.

MICHAEL

(admiring the object and bending down to Zach's eye level)

A compass.

(he pats Zach on the knee)

Believe me, I'll be needing this. Thank you.

ZACH

Good luck.

Samantha walks over to them, holding out her gift. Michael and Zach look at her.

SAMANTHA

This is for your notes and stuff.

(Michael takes the portfolio she offers him)

I made it myself.

MICHAEL

(smiling)

Wow, thank you, Samantha. The first thing I'll right in it is a letter to you.

(he pokes one finger at her chest)

SAMANTHA

(wagging her finger at him)

Don't forget.

MICHAEL

I won't, I promise.

BROOKE

(taking Michael by the arm as Michael stands up to face her)

Now listen to me, Michael. There are some very pretty girls up top who'll act friendly to you, but that doesn't mean that they like you the way we do. If you take my advice, you won't even talk to them.

MICHAEL

(smiling and shaking his head)

Girls as pretty as you, Brooke? I can't believe it.

Brooke giggles. They hug.

DISSOLVE TO:

INTERIOR DAY – MICHAEL'S CHAMBER, LATER

Michael and Father sit together at the foot of Michael's bed. Two closed suitcases are on the floor near Michael's feet. Michael and Father are alone in the chamber. Father grasps Michael's knee as he speaks. Michael listens to him.

FATHER

(folding his hands, then gazing into the distance)

I remember going away to college, my first day on my own in New York. I found myself walking down Broadway, swept along with the Saturday evening crowds. Oh, I was under a

spell. I remember being drawn into a dance hall where they were playing Dixieland jazz. It was Louis Armstrong! I'll never forget that day. It opened a door to a new world of experience for me, a new way of seeing things.

(turning to Michael)

I'm not going to say goodbye, Michael. Just: savor every moment. God speed.

Father kisses Michael's cheek and fondly caresses the young man's hair.

DISSOLVE TO:

INTERIOR NIGHT – OUTSIDE THE THRESHOLD INTO CATHERINE'S BASEMENT

Vincent walks along the passage, followed by Michael, who is carrying his luggage. They stop at the threshold. Michael looks through the opening. Vincent stands with his back against the brick wall, watching Michael.

MICHAEL

This is where she lives?

VINCENT

Right above us.

Michael sets his suitcases on the ground. Through the opening, Catherine is visible, descending the access ladder into the basement.

MICHAEL

Do I go up to meet her?

VINCENT

(shaking his head)

No.

Michael sees Catherine. She walks toward them. Vincent turns.

CATHERINE

(smiling as she approaches)

Hello.

VINCENT

Catherine, you remember Michael?

CATHERINE

(a little out of breath)

Of course I do.

(she holds out her hand in greeting)

Welcome, Michael.

MICHAEL

(shaking Catherine's hand)

I'm very grateful to you for everything.

CATHERINE

I'm happy to be able to do it.
(she smiles at him)

MICHAEL

(turning to Vincent)
How can I thank you?

VINCENT

(he shakes his head)
You already have.

Vincent steps away from the wall. He and Michael clasp hands. Vincent pulls Michael forward and they embrace. Catherine watches for a moment, then looks down, smiling gently.

VINCENT

I'm gonna miss you.
(they pat each other's backs and release one another)
Go now. The world awaits.

Vincent and Michael part. Michael picks up his suitcases. Vincent and Catherine exchange a brief glance. Then Catherine leads Michael through the opening in the wall, toward the access ladder. Michael looks back at Vincent. Vincent stands in silence, watching as Catherine and Michael go Above.

FADE TO BLACK:

END OF ACT ONE

ACT TWO

FADE IN:

EXTERIOR NIGHT - STOCK FOOTAGE OF CENTRAL PARK, PANNING LEFT

CUT TO:

INTERIOR NIGHT – CATHERINE'S APARTMENT

Catherine closes the front door. Michael stands just inside her living room, looking around. Catherine steps forward.

CATHERINE

I don't have a guest room, but this couch happens to be great for sleeping.

Catherine touches the couch nearest the front door and walks past Michael.

MICHAEL

Oh, that's great.

He sets his luggage on the floor near the couch and follows Catherine, stuffing his hands into the pockets of his overcoat.

MICHAEL

It's nice.

(he looks into the bedroom and dining area)

CATHERINE

Michael?

(he turns to her)

If there's some place you wanna go or something you wanna do, just tell me, all right? Or if you wanna be left alone. I want you to feel comfortable here.

MICHAEL

(sighing)

It's been a long time since I've been in a place like this.

(he glances around at the apartment again)

CATHERINE

I thought maybe we could go out and get something to eat.

MICHAEL

That sounds good.

CATHERINE

Let me get my purse.

Catherine crosses into the bedroom. Michael goes through the dining area to the French doors, opens them, and steps out on the balcony. He returns his hands to his pockets as he takes in the view: the buildings across the park, the streets below, the Manhattan skyline. He turns around quickly when Catherine speaks from the dining room.

CATHERINE

Something, isn't it?

MICHAEL

It is.

CATHERINE

You must have missed it.

(leaning against a side table, holding her purse under one arm)

At least a little.

MICHAEL

There's a lot of ugliness behind those lights.

CATHERINE

(smiling kindly)

Maybe. But to me they always promised something. Hope, I guess.

MICHAEL

(smiles and shakes his head, looking down)

Vincent says something like that too. I don't know.

Michael falls silent. Catherine's smile fades. Michael keeps looking at his surroundings, uneasy.

CATHERINE

Why don't we take a walk?

MICHAEL

(nodding)

Okay.

(he leaves the balcony wall, walking toward her)

DISSOLVE TO:

EXTERIOR NIGHT – A STREET IN MANHATTAN

Evening traffic drives toward the camera in waves of motion.

CATHERINE'S VOICE

Suddenly you're Above...

CUT TO:

INTERIOR NIGHT – THE SYCAMORE GRILL

Light piano music plays in the background. Michael and Catherine sit across from each other at a table beside the front window. They have been served drinks and are waiting for their meal to arrive.

CATHERINE

(continuing)

...sitting in a restaurant, trying to decide what to order. This all must seem pretty strange to you, Michael.

MICHAEL

Strange and familiar. I used to live not far from here.

(looking outside the window and pointing behind Catherine)

There used to be a toy store down the street my mom would take me to.

CATHERINE

After dinner we could go by, see if it's still there.

MICHAEL

No, it's all right.

CATHERINE

(smiling)

In New York, your memories become a part of your everyday life, whether you like it or not. My high school sweetheart broke up with me on a corner about two blocks down.

MICHAEL

I bet he's sorry.

They laugh a little. A waiter places plates of food on the table. Michael looks out the window. Outside, a man wearing a grungy coat and stocking cap is digging through a garbage can.

Michael leans on the table, not touching his dinner.

MICHAEL

Catherine? Why doesn't anybody help him?

Catherine turns to look outside. She sees the man beside the garbage can.

CATHERINE

(turning back to Michael)

It's a terrible problem. There's so many like him, I think it just overwhelms people, makes them feel like there's nothing any one person could do to possibly make a difference.

(she picks up her utensils)

Michael listens to her. He sits silently for a moment, looking at the dining area, then looking outside. Finally, he picks up his plate and leaves the table. Catherine has started to cut her food with her knife and fork.

CATHERINE

(startled)

Michael, what...?

Michael goes outside. Catherine turns around in her chair to watch. Pedestrians pass back and forth outside the restaurant window. Out on the sidewalk, Michael approaches the man, who has stopped digging through the garbage. Michael touches the man's shoulder and holds out his plate of food from the restaurant. Catherine looks on, fascinated.

The man starts to walk away from Michael, but Michael is obviously speaking to him, still holding out the plate. The man hesitates. Michael sits down on the sidewalk near the curb, tailor-style, continuing to hold the plate out to the man. He sets the plate down on the ground in front of him. Catherine looks away, then back again, grinning in disbelief.

Gradually, the stranger joins Michael, sitting down in front of him with the plate between them. Catherine smiles, grabs her purse, and leaves the table to meet Michael at the restaurant door. Michael enters. He nods a polite greeting to the manager and tries to continue back into the seating area. The manager reaches out and presses a hand against Michael's chest, stopping him.

MANAGER

What the hell are you doing?

Catherine arrives at the entrance. She stands between the Manager and Michael during their confrontation.

MANAGER

I've got enough problems keeping them away from the door. The food is for the paying customers.

CATHERINE

Excuse me, he was trying to do something decent. Can you understand that? Now if you would let us get back to our meal...

Catherine takes Michael by the wrist and begins to lead him back toward their table. Again, the Manager puts out his hand and prevents Michael from entering. Catherine is pulled up short when Michael stops. She stares at the Manager.

MANAGER

He's embarrassed my patrons. I'm not running a soup line here. I'm sorry.

CATHERINE

(scoffing, she reaches into her purse)

An act of generosity embarrasses your patrons?

The Manager opens his mouth, but says nothing. Catherine takes out her wallet and withdraws several bills.

CATHERINE

(roughly stuffing the wad of bills into the Manager's breast pocket)

Well, I don't think I wanna be counted among them.

Catherine walks out of the restaurant. Michael follows her. Outside, Michael puts on his coat and Catherine chuckles as they walk away from the Sycamore Grill.

CATHERINE

(smiling as she pulls her coat on)

I can't believe you did that.

MICHAEL

Sorry if I embarrassed you.

CATHERINE

Are you kidding? It was fun! I wish I had your nerve!

MICHAEL

I just couldn't help myself.

CATHERINE

Vincent would have done the same thing.

A hot dog stand comes into view. Catherine stops walking. She gestures as the cart.

CATHERINE

You want a hot dog?

MICHAEL

Sure.

They walk over to the hot dog vendor.

CATHERINE

(ordering food from the vendor)

Two.

She smiles as the vendor serves two hot dogs in paper trays. Michael looks around while he waits. Some distance behind Catherine, he sees a grimy panhandler standing on the street corner, silently begging for change from passersby. Catherine glances over to see what Michael is looking at. She sees the man on the corner and turns back to Michael. She catches hold of Michael's chin, twisting his face to look into his eyes.

CATHERINE

Michael? Now you hold on to this hot dog!

Michael grins at her.

CATHERINE

I'm not buying you *three* dinners tonight.

They both smile.

DISSOLVE TO:

INTERIOR NIGHT – THE WHISPERING GALLERY

Vincent walks alone on a bridge with a book in his hand, listening to the voices echo through the cavern.

DISSOLVE TO:

EXTERIOR DAY – THE STREETS OF NEW YORK

Thunder rumbles. Pedestrians carrying umbrellas or wearing raincoats traverse a sidewalk on a rainy day. Buildings are illuminated by lightning.

CUT TO:

INTERIOR DAY – DISTRICT ATTORNEY'S OFFICE

Catherine sits at her desk, concentrating on paperwork. Michael, drenched from the rain, approaches her office area.

MICHAEL

Hi.

CATHERINE

(glancing up from her paperwork)

Hi! How's your day going?

MICHAEL

Great. It's, uh, it's raining.

CATHERINE

(organizing papers on her desk)

I see.

MICHAEL

I went to the Metropolitan. I wanted to see Van Gogh's sunflowers.

CATHERINE

(briefly covering her heart with her hand)

Isn't that wonderful? Only Van Gogh could paint a sunflower that makes your heart pound.

MICHAEL

That museum is mind-boggling.

CATHERINE

I know. I used to get lost in the Egyptian section.
(she closes a file folder)

MICHAEL

So, are we still going to lunch?

CATHERINE

Yeah! Just finishing up.

Catherine picks up the file folder, stands, and walks past Michael toward a file cabinet.

JOE

(off-screen)
Hey Radcliffe?

Catherine looks up as Joe approaches her from across the room. She slides her file folder into the top drawer of the cabinet while he speaks to her.

JOE

I'm reading this deposition you took on the Ross case. Where are you going with this line of questioning about where he does his shopping? Who cares?

CATHERINE

(sighing as she closes the cabinet drawer)
The death threats came from a payphone at a grocery about three blocks from Willis's apartment.

Catherine walks back to her desk. Joe follows her.

JOE

Oh, yeah. That's good.

Catherine begins to put on her coat. Joe turns and sees Michael waiting for her. Michael wipes rainwater from his face. Joe smiles at him.

CATHERINE

(adjusting her coat)
Joe, this is Michael Richmond.
(picking up an umbrella and putting an arm around Joe's shoulders)
Michael, meet my boss, friend, and chief tormentor, Joe Maxwell.

JOE

(smiling and offering his hand)
Hi, Michael, how you doin'?

MICHAEL

(shaking Joe's hand)

Nice to meet you.

CATHERINE

(gathering up her purse)

Michael's a friend from out of town. He's come here for college.

JOE

(smirking)

Gee you know, for a minute there I thought maybe your life had taken a new turn, Radcliffe.

CATHERINE

Well, I won't say anything to spoil your fantasies.

(to Michael)

Come on, let's have some lunch.

Catherine and Michael walk away. Joe stands beside Catherine's desk, smiling as he watches them leave.

DISSOLVE TO:

EXTERIOR NIGHT – A VIEW OF MANHATTAN TOWERS

Evening traffic sounds echo through the air. It has stopped raining.

DISSOLVE TO:

INTERIOR NIGHT – CATHERINE'S APARTMENT

Catherine enters, swinging the front door closed behind her. She drapes her overcoat across the arm of her couch, drops her satchel on the seat of the second couch, and carries a full brown paper bag to the dining table. She sees Michael through the open French doors, seated on the balcony wall. He is wearing a sweater, sweat pants, and socks. She sets her keys on the table beside the paper bag.

CATHERINE

Hi.

MICHAEL

(looking around at her)

Hi.

(he stands up as Catherine joins him outside)

So much energy out there.

CATHERINE

(sighing as she leans on the wall)

Is it different than you remember it?

MICHAEL

(pointing to himself)

What's different is me. The things that frightened me then are beginning to excite me now.

CATHERINE

Maybe that's because you're no longer blinded by your disappointment.

MICHAEL

(nodding)

I owe that to you.

CATHERINE

(chuckling softly)

No.

(Michael smiles too, and looks out at the city)

Are you thinking of seeing your father?

MICHAEL

Today, I went by the house where I used to live. I don't know if he still lives there.

CATHERINE

How did it feel?

MICHAEL

It brought back everything. Feelings more than memories. Feeling alone and helpless. For a minute, I didn't think I could deal with it. But... I could.

(he smiles at Catherine)

And I did. And things started to sort of make sense. I mean I, I guess my father... he did what he had to do, and maybe he was feeling helpless and alone too, and I tried to understand that.

(he sighs, and smiles, tears in his eyes)

I even... I even tried to forgive him. I think I'm finally ready to see my father again.

CATHERINE

(smiling back at him)

Good.

Michael releases his breath, diffusing the emotional tension. Catherine gestures at the dining room behind her.

CATHERINE

I brought Chinese. Come on.

She leads Michael into the dining room.

CUT TO:

INTERIOR NIGHT – CATHERINE'S APARTMENT, LATER

The camera pans in from outside the balcony doors, gradually revealing Michael and Catherine eating Chinese take-out at the dining table. Catherine has changed from her work clothes into casual sweats. She is looking through a course catalog while she eats. Catherine is using chopsticks. Michael is holding both a fork and a pencil in his left hand. Papers and notepads lie on the tabletop between them.

CATHERINE'S VOICE

(speaking with her mouth full of food)

On Tuesdays and Thursdays you'll have Oriental Philosophy and this Mythology Folklore class.

MICHAEL

(eating)

Mm-hm.

CATHERINE

God, I'm so jealous!

MICHAEL

Can I fit in Modern Architecture?

CATHERINE

(consulting the catalog)

Mm-mm. That meets the same time as Philosophy, remember?

MICHAEL

Hm.

CATHERINE

(turning a page)

How about this? Italian Lit. You'll get to read *The Divine Comedy*.

MICHAEL

I've read it.

CATHERINE

Huh. Well, you need a two-unit course.

(turning another page)

I can't believe this! Fertility Dances of Polynesia!

MICHAEL

(setting down his fork and reaching for the book)

Is that really a class?

CATHERINE

(handing the catalog to him)

Look.

(she laughs)

Nothing wrong with having a little fun in college.

MICHAEL

All right, all right. We drop English History...

(he crosses out a line of his handwritten course list)

...and then I can take Albanian Folk Dancing.

(he circles the course title in the catalog)

CATHERINE

I said...

(she taps him on the head with her chopsticks)

... a little fun.

Michael smiles. Catherine laughs.

DISSOLVE TO:

INTERIOR NIGHT – CATHERINE'S APARTMENT, LATER

Catherine and Michael hold stylish conical wine glasses, ready for a toast. They clink glasses as Catherine speaks.

CATHERINE

Here's to the beginning of a great time in your life.

MICHAEL

I'll never know how to thank you.

They sip from their glasses. Catherine and Michael are sitting on the floor in the living room, at opposite corners of Catherine's square coffee table, reclining against the couches. An open wine bottle stands on the table between them. Michael sets his glass on the table.

CATHERINE

(shaking her head and smiling)

You don't have to. Just watching you begin to open up, accept life, is really wonderful.

MICHAEL

Yeah, but it never would have happened without your kindness.

CATHERINE

You deserve it. I feel very lucky to know you.

MICHAEL

You do?

CATHERINE

(nodding)

Mm-hm. I really do.

MICHAEL

(smiling, he reaches behind him and pulls a book out from under a sofa cushion)

Um, I found this today in the... in the bookstore. I wanted you to have it.

(He gives the book to Catherine)

CATHERINE

(studying a 1927 facsimile of The Songs of Innocence)

Blake? I love Blake!

MICHAEL

Oh, he's one of my favorites.

CATHERINE

(opening the book, she reads the inscription Michael has written)

“To Catherine, who showed me the sky.”

Thank you.

MICHAEL

(pointing to a page)

Read this one. “To the Evening Star.”

Catherine prepares to read aloud. While she reads, Michael gazes at her with appreciation and growing affection. Catherine never looks up from the text, but smiles as she speaks.

CATHERINE

(Reading)

“Thou fair-hair'd angel of the evening,
Now, while the sun rests on the mountains, light
Thy bright torch of love; thy radiant crown
Put on, and smile upon our evening bed!
Smile on our loves, and while thou drawest the
Blue curtains of the sky, scatter thy silver dew
On every flower that shuts its sweet eyes
In timely sleep. Let thy west wind sleep on
The lake; speak silence with thy glimmering eyes,
And wash the dusk with silver. Soon, full soon,
Dost thou withdraw; then the wolf rages wide,
And the lion glares through the dun forest:
The fleeces of our flocks are cover'd with
Thy sacred dew: protect them with thine influence.”

(she glances up at Michael and sighs softly)

MICHAEL

You read that so beautifully.

CATHERINE

Well, it's one of my favorites, too.

(they smile)

It's beautiful.

(Catherine closes the book)

Well, you have a big day tomorrow, and I have to be downtown for a deposition at eight.

(she begins to get up from the floor)

So we better call it a night.

MICHAEL

(moving from the floor to the couch)

Thanks again, Catherine.

CATHERINE

(she kisses his cheek)

Sleep well.

Michael watches her go into her bedroom. She pulls the folding doors closed.

DISSOLVE TO:

INTERIOR NIGHT – CATHERINE'S LIVING ROOM, LATER

Catherine's couch has been converted into a bed. Michael lies awake in it. He looks across the living room at the doors to Catherine's bedroom. Her silhouette passes back and forth across the back-lit slats. Suddenly, the doors slide open. Catherine stands in the opening wearing an elegant lavender nightgown. She crosses the room to where Michael lies and stands looking down at him. After a moment, she extends her hand, and he takes it, sitting up as she draws him toward her bedroom.

DISSOLVE TO:

INTERIOR NIGHT – CATHERINE'S BEDROOM

Michael and Catherine make love in Catherine's bed. While Catherine lies on top of him, kissing him, Michael turns his head and sees Vincent standing outside the balcony doors, looking in at them. Lightning flashes and thunder crashes. Michael starts to sit up.

Roaring, Vincent smashes through the French doors. Catherine has vanished. Wind sweeps into the room, wildly blowing leaves and curtains through the air. Michael rolls out of bed and opens the door to Catherine's bathroom, but wind from within the bathroom blows him backward. Michael recoils and staggers into Vincent's arms.

Still roaring, Vincent clutches Michael by the throat and shakes him. He raises his other hand. Vincent slashes his claws downward.

CUT TO:

INTERIOR NIGHT – CATHERINE'S LIVING ROOM

Michael wakes with a soft cry, sitting up abruptly in his converted couch-bed. He gasps for breath, his face gleaming with sweat. He brushes his hair back from his forehead, looking around the room as he recovers from his nightmare.

DISSOLVE TO:

INTERIOR DAY – CATHERINE'S LIVING ROOM

It is morning. Catherine opens her bedroom doors. She wears a decorative robe over her nightgown. She looks into the living room and sees Michael's empty bed.

CATHERINE

Michael?

He does not answer. She glances around. Michael has left her apartment.

FADE TO BLACK:

END OF ACT TWO

ACT THREE

FADE IN:

INTERIOR DAY – TUNNELS

Subway cars rumble as successive shots of empty Tunnels appear.

SAMANTHA'S VOICE

(reading)

"Piping down the valleys wild...

CUT TO:

INTERIOR DAY – VINCENT'S CHAMBER

Samantha stands holding an open book. She reads aloud to Vincent and a group of children. The camera surveys the group, revealing Michael, who stands quietly in the chamber entrance, listening too.

SAMANTHA

(reading)

...Piping songs of pleasant glee,
On a cloud I saw a child,
And he laughing said to me:
'Pipe a song about a lamb!'
So I piped with merry cheer.
'Piper, pipe that song again.'
So I piped: he wept to hear."

BROOKE

(looking up and noticing Michael)

Michael!

Smiling, Brooke stands and crosses the chamber, while the children exclaim their greetings. She hugs Michael. Other children get up and gather around him.

ZACH

You're back!

SAMANTHA

Hi, Michael.

CHILDREN

Michael! Michael!

DISSOLVE TO:

INTERIOR DAY – VINCENT'S CHAMBER, LATER

Vincent and Michael sit alone in the chamber, surrounded by books and empty chairs. The children have gone. Subway sounds echo in the background.

VINCENT

They miss their teacher.

MICHAEL

I needed to get something from my chamber I forgot.

VINCENT

So how are you finding it so far?

MICHAEL

(he silently looks up at Vincent)

VINCENT

You aren't unhappy, are you?

MICHAEL

(stiffly shaking his head a little)

No.

VINCENT

Has Catherine been helpful?

MICHAEL

(sighing and looking away)

Yes.

VINCENT

She's a rare person, you couldn't have a better guide.

MICHAEL

(looking back at Vincent's face)

Yes, that's true.

VINCENT

Michael, what's troubling you?

MICHAEL

(after a pause, deflating, looking down as he speaks)

Nothing. It is, uh, just school I guess. You know, all... all the new courses, decisions, people...

(he glances at Vincent)

It's a lot to think about.

VINCENT

(he sighs)

To leave a safe place and find your way among strangers is a difficult passage for anyone.

MICHAEL

Yes, yes, I know that.

VINCENT

Is it the past?

MICHAEL

No...

(on the verge of saying something more, then:)

I don't know.

(he looks away again)

VINCENT

Michael.

(Michael looks at him)

Fear makes our enemies loom larger and larger. Go back Above. You'll find your way. Trust yourself.

Michael remains troubled.

DISSOLVE TO:

INTERIOR NIGHT – CATHERINE'S APARTMENT

Michael is sitting on a living room couch with the lights off. The front door opens and Catherine enters. Michael looks up at her. Catherine switches on the lights and sees Michael.

CATHERINE

Michael.

(smiling, she closes the door)

MICHAEL

(unsmiling)

Hi.

CATHERINE

(dropping her keys into her coat pocket and setting her satchel on the other couch)

Where were you this morning? I woke up and you were already gone.

(she takes off her coat)

MICHAEL

(wringing his hands)

I forgot my journal. I went down to get it.

CATHERINE

(walking into her bedroom)

Oh, well, we'd better hurry if we're gonna make the orientation party.

MICHAEL

(standing quickly and following her to the bedroom doors)

Uh, Catherine, you don't have to go to the party. I thought I might even skip it myself.

(he leans against a door with his arms crossed)

CATHERINE

(smiling, patronizing)

Don't be ridiculous. I won't let you skip it. You have to get oriented, Michael. Too many people go through college disoriented.

(listening to her, Michael begins to smile)

Besides, we have a date.

Catherine walks away and opens her closet to select her evening wear. Michael smiles broadly, his demeanor much brighter now, and begins to retreat into the living room.

DISSOLVE TO:
EXTERIOR NIGHT – BRAYFIELD COLLEGE CAMPUS
Students stroll through a college courtyard.

CATHERINE'S VOICE

No, Beth...

DISSOLVE TO:

INTERIOR NIGHT – A DECORATED FOYER IN A COLLEGE BUILDING

The orientation party is underway. A crowd of people mingles and converses while the voices of Catherine and Beth speak over the background chatter.

CATHERINE'S VOICE

...Last I heard, you were teaching in Chicago!

BETH'S VOICE

That was ages ago. I'm going on my fifth year here. I just got tenure.

MICHAEL'S VOICE

Oh, what classes do you teach?

CATHERINE'S VOICE

It doesn't matter. Take her, she's fabulous!

Passing through the crowd, the camera finds Beth, Michael, and Catherine standing near a refreshments table, talking. Beth and Catherine hold china cups and saucers.

BETH

Mainly the Nineteenth Century Romantics.

CATHERINE

Oh, that figures!

BETH

Hey, the nineteenth century is the only place you can find it these days.

CATHERINE

(smiling)

Ah, I don't know about that.

Catherine and Beth sip from their cups. Michael stands beside Catherine, watching her, smiling.

DISSOLVE TO:

INTERIOR NIGHT – THE FOYER, LATER

Michael stands at a buffet table that is laden with food, beverages, and dishes. A young woman approaches him. She picks up a napkin. Michael is peeling an orange.

YOUNG WOMAN

Hi.

MICHAEL

(smiling as he looks up at the girl)

Oh, hello.

TINA

I'm Tina.

(she holds out her hand)

MICHAEL

Oh.

Michael quickly sets down his orange and wipes his hands on a napkin before shaking hands with her.

MICHAEL

(smiling, a little awkward)

Michael.

TINA

(smiling back at him)

Where are you from, Michael?

MICHAEL

(working on his orange again)

I'm from out of town.

(he glances across the room)

TINA

Me too. I'm from Indiana.

MICHAEL

Oh, yeah? That's interesting.

TINA

Not really.

DISSOLVE TO:

INTERIOR NIGHT – THE FOYER, LATER

Michael and Tina are still standing by the buffet table.

TINA

It was nice to meet you, Michael.

MICHAEL

Nice to meet you, too.

TINA

See you around?

MICHAEL

(nodding)

Mm-hm.

Tina walks away. Michael crosses the room to where Catherine is standing. He puts his hands into his pockets. Catherine still carries a cup of coffee.

CATHERINE

How's it going?

MICHAEL

(he smiles)

Fine.

CATHERINE

It seems so. You're gonna do just great, Michael.

Michael grins. Then he looks across the room and sees a gray-haired gentleman arrive at the party. Michael recognizes him. The smile disappears from Michael's face. Catherine turns to see what Michael is staring at.

CATHERINE

What is it?

MICHAEL

That man. by the doorway, in the maroon scarf. That's my father.

CATHERINE

(taking another look)

Your father, here?

MICHAEL

Yes.

CATHERINE

Are you all right? Would you like to leave?

Michael's father crosses to the coat check, removing his coat and scarf and handing them to an attendant.

MICHAEL

No, I, uh... I wanna talk to him. I wanna tell him I'm back.

CATHERINE

Is there anything I can do?

MICHAEL

Wait here. And wish me luck.

CATHERINE

(touching Michael's shoulder reassuringly, she mouths:)

Good luck.

Michael backs away and takes his hands out of his pockets. He walks over to his father. Catherine watches from a distance.

MICHAEL

Sir?

MICHAEL'S FATHER

(turning toward Michael)

Do I know you?

MICHAEL

(composing himself)

You used to. I'm Michael.

MICHAEL'S FATHER

(shaking his head with a polite smile)

I'm sorry.

MICHAEL

(he steps forward)

M-Michael, Michael, your son.

Michael's father stops and stares at the young man. They gaze at each other in silence.

MICHAEL'S FATHER

Rose's boy. Is that who you are?

(glancing around the room uneasily)

Good God.

Michael watches his father's reaction, motionless, mouth agape.

MICHAEL'S FATHER

Didn't you understand what your mother told you? She told me you understood.

Michael's mouth moves as though he wishes to speak, but he can't say anything.

MICHAEL'S FATHER

What's the matter? Have you already spent the money?

MICHAEL

I didn't want the money. I never touched it.

MICHAEL'S FATHER

You don't want the money? What are you doing here? What do you want?

MICHAEL

(with tears in his eyes)

I want what I always wanted. I... I want to be your son.

MICHAEL'S FATHER

Dammit. You can't be.

Michael pulls back a little, dismayed and tearful.

MICHAEL'S FATHER

It was all an accident, and it's been settled for years.

Michael stares at the man, slowly shaking his head.

MICHAEL'S FATHER

I wish you good luck.

Michael looks down and begins to back away.

MICHAEL'S FATHER

I really do.

Michael looks up and meets his father's eyes one last time.

MICHAEL

I understand.

Catherine is watching Michael closely. Michael turns away from his father. Catherine sees Michael's devastated face and steps toward him, setting her coffee cup on a table.

CATHERINE

Michael.

Michael sees her. He strides to a side door and leaves the building. Catherine rushes after him.

CUT TO:

EXTERIOR NIGHT – A FORMAL ARCADE OUTSIDE THE COLLEGE BUILDING

Michael runs along a gallery lined with sculpted busts and statues. Catherine runs after him.

CATHERINE

Michael!

He stops beside a white brick column, pressing his back to the stone and panting for breath. Catherine runs up to him.

CATHERINE

(catching hold of him)

Tell me what happened.

MICHAEL

(crying, gesturing helplessly at himself)

Catherine, it was a lie. And I knew all along. I never should have let myself hope.

CATHERINE

Michael, whatever happened, it wasn't your fault!

MICHAEL

No, you don't understand, Catherine. It *is* my fault. I lied.

(they gaze at each other, Catherine trying to understand him)

I lied. To you, to Vincent, to myself.

CATHERINE

What are you saying? He isn't your father?

MICHAEL

He is my father, but my mother, she wasn't his wife. She worked for him. She was the housekeeper!

CATHERINE

(finally understanding)

Oh, Michael.

MICHAEL

(despairing)

Oh, what have I done? I'm a fool.

CATHERINE

(urgently)

Michael, you listen to me! Don't ever think that! What you did took courage.

MICHAEL

Oh, Catherine, I...

Michael reaches for her. They embrace.

CATHERINE

(hugging him)

It's all right, I'm here, I'm here.

CUT TO:

INTERIOR NIGHT – TUNNELS

Vincent is walking down a tunnel. He stops suddenly, gazing at nothing. His attention is focused elsewhere.

CUT TO:
EXTERIOR NIGHT – THE FORMAL ARCADE
Catherine rubs Michael's shoulders, still embracing him.

CATHERINE

(whispers)

I'm here.

Michael straightens. Catherine releases him. He looks into her eyes. Then he catches her face between his hands and kisses her.

CUT TO:
INTERIOR NIGHT – TUNNELS
Vincent stands in place, sensing the kiss Catherine shares with Michael.

CUT TO:
EXTERIOR NIGHT – THE FORMAL ARCADE
Michael is still kissing Catherine. She pulls away with a small shake of her head.

CATHERINE

(whispers)

Michael...

Michael opens his eyes. He pulls back with growing horror.

CATHERINE

I'm sorry.

MICHAEL

(lowering his hands, staring)

What have I done?

CATHERINE

You haven't done anything.

Michael shakes his head and breaks away from her. He runs. Catherine stands beneath an archway, calling after him.

CATHERINE

Michael, wait! Michael! Michael, come back!

DISSOLVE TO:
INTERIOR NIGHT – CENTRAL PARK TUNNEL ENTRANCE
Michael scrambles through the drainage tunnel into the Junction Chamber. He triggers the secret door, hurries through the gate, and swings it shut behind him. The door panel slides shut as Michael runs on.

CUT TO:
INTERIOR NIGHT – TUNNELS
Michael runs through the tunnels, bent over, using his outstretched hands to rebound off the

tunnel walls. At last, he stops. He leans against a wall, bent double, out of breath.

Vincent comes around a corner at the opposite end of the passage. He approaches. Michael looks up and sees him. Vincent walks forward. Michael flees.

VINCENT

Michael?

Vincent follows Michael. Michael stops again, a little distance away, gasping. Vincent comes near and stops too. He looks at Michael, questioning. Michael gazes back, speechless and ashamed. Vincent just looks at him, now understanding. Michael slowly shakes his head, edging past Vincent. Vincent stands still. Michael glances back at Vincent, then starts running again, disappearing into the tunnels. Vincent stands silent where Michael left him.

FADE TO BLACK:

END OF ACT THREE

ACT FOUR

FADE IN:

INTERIOR NIGHT – TUNNELS

A subway train rattles in the background. Images of empty tunnels appear.

CATHERINE'S VOICE

Go to him, Vincent.

CUT TO:

INTERIOR NIGHT – VINCENT'S CHAMBER

Vincent is seated at his table, gazing downward, his left hand resting on a book. Catherine sits on his bed, leaning toward him intently. Vincent does not look at her.

VINCENT

(silently shakes his head, no)

CATHERINE

He needs you.

VINCENT

(still shaking his head)

No.

CATHERINE

What do you think happened?

VINCENT

(he looks up, but does not turn toward Catherine)

Nothing...

(he sighs softly)

... happened. I know that.

(he inhales sharply and covers his eyes with his right hand)

CATHERINE

Then?

VINCENT

(still covering his eyes)

You must leave.

CATHERINE

No!

Vincent slams the table with his hand, knocking over a candle. He gets up from his chair and walks around the table to the side of his chamber opposite from Catherine.

VINCENT

Leave now!

Vincent crosses to a pedestal near the wall and leans on it, his head bowed low.

CATHERINE

Why do you want me to leave?

VINCENT

(breathing raggedly)

Because what I'm feeling... my thoughts... shame me.

CATHERINE

(standing up and walking toward Vincent)

Tell me. Tell me what you feel.

As Catherine comes near to him, Vincent stands up quickly and crosses to the other side of the chamber, still not looking at her.

VINCENT

You mustn't see me like this!

CATHERINE

Please don't send me away.

Vincent paces, agitated. He leans forward, head bowed low over another piece of furniture near the wall.

VINCENT

My thoughts are poisonous!

CATHERINE

(stepping forward)

Tell me these thoughts!

Vincent stands up straight, glancing at Catherine. She stares at him. Vincent exhales.

VINCENT

What you shared, I envied.

CATHERINE

(she sighs, smiling sadly and shaking her head)

Vincent...

Vincent looks directly at Catherine. Tears shine in his eyes. Then he bows his head and turns, beginning to pace across the floor, eyes downcast.

VINCENT

I betrayed Michael, I betrayed you, everything I hold dear.

CATHERINE

(watching him)

How did you betray us?

Vincent turns and faces her. His tears glisten on his face now.

VINCENT

(tearful, covering his heart with his hand)

I know what it is to love you, Catherine. I love Michael like... like a brother, like a son.

But his life has been such a struggle. He needed to be healed by your tenderness. And yet...

(turning and pacing away)

I was unwilling to share your love with anyone.

CATHERINE

Don't be ashamed of those feelings.

VINCENT

It violates everything I believe.

(he stands in a corner of his chamber, head bowed again)

CATHERINE

(crossing to stand beside Vincent)

Don't you think I have those feelings too?

Catherine touches Vincent's arm and his back. Vincent looks up and sighs at her touch.

While Catherine speaks to him, Vincent does not face her.

CATHERINE

(covering her heart with one hand)

Sometimes I envy Father, and others in your life who receive your love and your care every day.

(shaking him a little)

I know those feelings. They are ugly.

(Vincent bows his head)

But all of those feelings come from love. They are the other side of it. To turn away from them

is to forget where they come from.

VINCENT

(he turns to her, pressing both hands to his heart)

Catherine, the better part of me would rejoice to see you find love with someone as fine and as good as Michael.

(walking past her to the other side of his chamber)

You have so much love to give.

CATHERINE

(turning toward him, her hands also covering her heart)

Because of you!

VINCENT

(looking up at her as he paces the floor)

What we share must always be so measured, so limited.

CATHERINE

We don't know what the limits are.

VINCENT

You deserve a life without limits.

CATHERINE

There is no life without limits!

Vincent stops with his hand resting on the back of his chair. He bows his head. Catherine folds her hands over her stomach.

CATHERINE

(she sighs and approaches him)

Vincent. If this is my fate, I accept it gratefully.

(he looks at her)

You must believe that.

Vincent's face tenses, tears running down his cheeks.

CATHERINE

Don't be afraid to want it...

Vincent bows his head and stands silent.

CATHERINE

(continuing)

...even only for yourself. Don't be afraid to deserve it. You deserve everything.

Vincent glances up at her, shaking his head, crying silently. Catherine reaches for him. They embrace, resting their heads on one another's shoulders.

DISSOLVE TO:

INTERIOR NIGHT – THE WHISPERING GALLERY

Michael stands in the middle of a bridge, staring down into the depths of the cavern, his hand touching the top of a wooden post that supports the bridge's handrail ropes. Vincent slowly approaches through an archway at one end of the bridge. Michael looks up at him and half-turns to face him. Vincent stops at the end of the bridge, looking back at Michael. Voices echo through the Gallery.

MICHAEL

(distressed)

Stay away, Vincent.

VINCENT

(beginning to step forward)

Michael...

MICHAEL

Stay away, Vincent!

Vincent stops. He rests his hand upon a nearby post. Vincent and Michael gaze at each other. Then Vincent starts forward again.

VINCENT

(walking toward Michael)

No.

MICHAEL

(backing away across the bridge, crying)

I failed, Vincent, I failed you. I ruined everything!

VINCENT

That's not true.

MICHAEL

You don't know, Vincent!

VINCENT

I do.

MICHAEL

You don't know what I did!

VINCENT

I do.

MICHAEL

You don't know what I thought!

VINCENT

Stop judging yourself.

MICHAEL

Vincent, I betrayed you!

Vincent takes Michael into his arms. They embrace. Michael sobs.

VINCENT

What you felt was true. You're entitled to love, and to be loved. That's part of your destiny as well.

MICHAEL

(weeping)

Vincent...

VINCENT

And how could anyone not love her?

They stand on the bridge, holding tightly to each other.

DISSOLVE TO:

EXTERIOR DAY – BRAYFIELD COLLEGE CAMPUS

Students walk through a courtyard. Tina stands on the stairs of a campus building, talking to another girl. Michael walks past. Tina leaves the other girl and hurries to catch up with Michael.

TINA

(smiling)

Michael!

MICHAEL

(smiling back)

Hi.

TINA

(walking along beside him)

Remember me?

MICHAEL

Sure! Tina.

TINA

Hi.

MICHAEL

Hi.

TINA

Um, where you going?

MICHAEL

(pointing at a building ahead of them)

Ah, English History.

TINA

Me too, we must be in the same class.

MICHAEL

Must be. Well, we better hurry.

They climb the steps to the front doors of the building and enter.

DISSOLVE TO:

EXTERIOR NIGHT – CATHERINE'S BALCONY

Vincent and Catherine stand side by side, silent, looking out at the city. Catherine wears a patterned blue nightgown and matching robe. The doors to her bedroom are open behind them.

CATHERINE

The lights are so beautiful tonight.

VINCENT

Yes.

Catherine looks up at Vincent. Vincent returns her gaze until she looks out at the view again. Facing forward, Vincent reaches out to her with one arm and pulls her close. Catherine leans her head on his shoulder. They stand together, watching the city lights.

FADE TO BLACK:

THE END

Closing Credits

Executive Producers - Paul Junger Witt, Tony Thomas, Ron Koslow

Associate Producer - Anthony Mazzei

Coordinating Producer - David F. Schwartz

Co-starring

Marcie Leeds – Samantha

Laurel Moglen – Brooke

Riad – Tina

Cyndi Strittmatter – Beth

John-Frederick Jones – Michael's Father

Ellen Geer – Mary

Philip Waller – Geoffrey

Zachary Rosenkrantz – Zach

Raymond Lynch – Manager

Stephen Hastings – Panhandler

Unit Production Manager - Tony Brown

1st Assistant Director - John Hockridge

2nd Assistant Director - Joseph John Kontra

Art Director - Joseph Hubbard
Set Decorator - Peg Cummings
Property Master - Allan J. Gordon
Literary Consultant - Patricia Livingston
Main Titles - Robert Farina, Chris Arnold
Script Supervisor - Patience Thoreson
Beast Make-Up - Margaret Beserra
Make-up Artist - Fred Blau Jr.
Hair Stylist - Josephine McCarthy
Costumers - Mary Taylor, Ron Hodge
Sound Mixers - Pat Mitchell, Rick Ash
Sound Editing - David Hankins
Music Editor - Carl Swartz
Stunt Coordinator - John C. Meier
Special Effects Coordinator - Gary Bentley
Costume Designer - Judy Evans
Casting by - Joyce Robinson C.S.A. & Penny Ellers C.S.A.
Beast designed & created by - Rick Baker
Matte Painting & Special Visual Effects by ILLUSION ARTS

Poetry, "To The Evening Star" by William Blake

Lenses & Panaflex® Camera by PANAVISION®

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