

FAIRY GODMOTHER IN-TRAINING

By

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INT. HEGNI'S CAFÉ - DAY

In the Fairy City, GLENDOWER'S RESTAURANT is packed. Fairies, trolls, goblins, elves, and more are crammed into the small restaurant. The only two waitresses on staff, are buzzing around with trays of odd food and drink, trying to please the rowdy crowd.

PIPER, 16, an excitable fairy, darts around the restaurant, precariously balancing trays of dishes and drinks. She approaches a table of rather reprovng ELVES.

Piper slowly edges the food onto the table without help from the elves. The dishes slide onto the table, nearly spilling. A glass of pink juices splashes into a elfish man's face.

PIPER  
(straining)  
Here--we--go--almost--oh, sorry! If you could just--uh--ah! There. All right, we have two orders of the pixie pear salad, a dogwood smoked salmon, and Hazelnut soup with a touch of cinnamon. Anything else?

The TALL ELF looks at her.

TALL ELF  
I asked for no parsnips in my salad.

PIPER  
(beat)  
No parsnips?

Tall Elf holds up his plate.

TALL ELF  
Please redo this order.

PIPER  
(swallows nervously)  
Um...redo it?

The elves watch her expectantly.

PIPER  
Okay! No problem. I'll just--I'll be right back with that.

Piper takes the plate and heads for the kitchen. She takes a deep breath and braces herself as she approaches the window behind the counter.

(CONTINUED)

PIPER

Cookie?

COOKIE, 50, a slightly pudgy satyr, pops his head in the window to glare at Piper.

COOKIE

Uh-uh. I know that voice. That ain't Cookie-I've-got-a-new-order voice, or Cookie-how's-your-day-going voice, that's Cookie-save-my-butt-cuz-I-messed-up-again voice.

She holds up the salad pleadingly.

PIPER

No parsnips?

He glares at her for a beat, then swipes the plate from her and starts working.

COOKIE

Well, why didn't you write that on the order?

PIPER

They talk too fast! And who doesn't want parsnips? It's the most interesting part of the salad!

Cookie looks through the window to glare at her.

PIPER

No offense.

LIN

Piper.

LIN, 16, a capable, no-nonsense fairy, approaches with dirtied plates.

LIN

Can you seat the two guys at the front--

(off Piper's expression)

Again?

PIPER

It was just a salad!

LIN  
Piper! If Hegni finds out--

PIPER  
(quickly)  
Which she won't, because I have the  
most amazing best friend ever who  
would never think of ratting me  
out.

Piper smiles pleadingly at Lin until she sighs.

LIN  
I'll get the salad. Go seat the  
newcomers.

Piper hugs Lin.

PIPER  
Thank you thank you thank you--

LIN  
All right! Hurry up!

Piper zooms to the front of the restaurant and grabs a  
couple menus.

PIPER  
Good afternoon, gentlemen. Table  
for two?

Two GOBLINS stand before her: KRITTER, a slightly taller  
goblin with a permanent sneer, and NRODER, a trembling  
goblin with shifty eyes and hands shoved in pockets.

Kritter smiles at Piper.

KRITTER  
Yes, please.

Piper heads one way, but Kritter stops her.

KRITTER  
In the corner, if you don't mind.

Piper looks to where he gestures: a lone table separate from  
the rest of the crowd. Piper looks at them uncertainly, but  
nods.

PIPER  
Sure.

Piper leads them to their seats and places the menus in  
front of them. Kritter holds up a hand.

(CONTINUED)

KRITTER  
Just two sparkling lily juices,  
please.

Piper looks at Nroder for confirmation, but he just stares at the table. She slowly takes back the two menus.

PIPER  
Coming right up.

Piper returns to the front counter, where Lin is picking up an order. Piper squeezes a large lily, and it shoots juice into two glasses like a soda fountain.

PIPER  
Hey Lin, do you think those two  
guys are creepy over there?

Lin is busy with plates, not looking.

LIN  
Piper, *please* don't start any  
trouble. Will you take this tray to  
table five?

PIPER  
(distractedly)  
Sure.

Piper grabs the tray of food for table five as well as the two drinks for the goblins.

As Piper heads to a table of FOUR TROLLS, Kritter and Nroder speak in low tones. Piper tries to watch discreetly while serving the table.

KRITTER  
So it worked, then?

NRODER  
Yes.

Slowly, Nroder takes a hand from his pocket and reveals a small, glowing blue gemstone on a necklace. Piper's eyes widen at the sight of it.

NRODER  
It's known as moonstone in most  
circles. Put it around your neck  
and you're invisible to humans.

Kritter nods, his sneer stretching into a grin.

KRITTER

Master'll be quite pleased. Where might we get more?

NRODER

Hard to come by in these parts. I'd wager that this city's stash is buried deep, but other cities got it on the market, if you know who to ask.

Piper silent mouths the words *other cities*.

A BABY TROLL begins to wail.

LIN

Piper!

Piper jumps and whirls around, nearly spilling the two drinks still on her tray.

PIPER

What?

LIN

You gave the baby the spicy mealworm pie!

The Baby Troll is going red-faced and wailing at table five. MOTHER TROLL is trying to calm it while glaring at the fairies.

PIPER

Oh! I'm sorry! I can--

Piper lunges forward too fast and knocks into someone. The two sparking lily juices are knocked from the tray and spill all over a THIRD TROLL at the table.

Lin darts forward to help, but one of the now empty glasses falls on a plate and launches food into Lin's face. She falls and skids right into the FOURTH TROLL's chair. The Fourth Troll grabs the table cloth as he falls to the floor, and the entire table's meal promptly follows with a CRASH.

HEGNI

(thundering)

GIRLS!

Everyone in the restaurant looks in the direction of the shout, suddenly quiet; even the Baby Troll stops crying.

(CONTINUED)

LIN

Uh oh.

Lin looks up at Piper; Piper is staring in the direction of the voice, her face drained of color.

HEGNI, a heavysset, overbearing, and rather ugly fairy, bursts from the kitchen. Her sharp, beady eyes immediately find the disaster area around table five. With wings disproportionately small to her girth, Hegni slowly glides towards them.

Piper stares wide-eyed in mute horror as Hegni approaches. Lin, in an effort to save her friend, pushes herself up to stand between them.

LIN

Mrs. Hegni, let me explain. It was just an accident. We can clean--*whoa!*

Lin slips in spilled food and falls back to the floor. Hegni doesn't even notice; she's staring only at Piper. Everyone in the restaurant is watching.

HEGNI

(lowly, dangerously)  
Third time this week, Piper.

PIPER

(struggling to speak)  
I--I--it's not--

HEGNI

I'll keep this short, then. You're fired.

Hegni turns back towards the kitchen. Piper jumps out of her paralyzed state.

PIPER

Wait, please! I can do better!

Piper lunges after her; Hegni whirls back around to face her, suddenly visibly angry. She towers over Piper.

HEGNI

(shouting)  
You are the *worst* waitress I have ever seen! You have caused this business nothing but trouble. You are a *disgrace* to the food service industry!

(CONTINUED)

Piper gapes at her, speechless. She look around to see everyone staring at her, and lowers her gaze in embarrassment.

Hegni walks away.

The rest of the customers turn back to their meals. Lin stands and places a hand on Piper's shoulder.

Unnoticed by anyone, Kritter and Nroder leave the restaurant.

INT. RILEY'S ROOM - NIGHT

Evening. RILEY, 10, a quiet bookworm, stands in her room alone, willfully *not* looking at the piece of paper that sits on her desk.

RILEY  
S-I-G-N-I-F-I-C-A-N-C-E,  
significance.

Riley checks the paper. She spelled it correctly.

RILEY  
Yes!

Riley's mom calls from the kitchen downstairs.

JOANNE  
Riley, dinner's ready!

RILEY  
Coming!

Riley grabs the list of words and heads for the kitchen.

INT. RILEY'S KITCHEN - NIGHT

JOANNE, 38, stands over a pot of mac & cheese on the stove.

JOANNE  
Have you been studying?

RILEY  
Yep! Will you quiz me?

Joanne places a plate of food in front of Riley.

(CONTINUED)



ANDREW

Hey, hun.

Andrew tries to plant a kiss on Joanne's cheek, but she moves past him before he can.

JOANNE

(too sweet)

Would you like anything for lunch, hun?

ANDREW

(knowing)

Jo.

JOANNE

We have mac & cheese, salad, some pizza from last night.

ANDREW

Joanne, listen--

JOANNE

I think there's some aspirin in the medicine cabinet if you've got a headache for some unfathomable reason.

ANDREW

Come on, don't be like that.

Joanne stops working to face him.

JOANNE

You're gone all night and all morning without even so much as a phone call. A *phone call*, Andrew. One. Phone call. That's all I ask.

ANDREW

We were just--

JOANNE

I work ridiculous hours at the office so you can keep playing in that stupid band--

ANDREW

I'm sorry, all right?

JOANNE

No, Andrew, it's not all right, because that's what you said last

(MORE)

(CONTINUED)

JOANNE (cont'd)  
weekend. I can't afford to miss  
work and take care of Riley just  
because the boys wanted to stay at  
the stupid club all night.

                  ANDREW  
We just stayed for a few drinks.

                  JOANNE  
And who did you stay for, hmm?  
Cassandra?

                  ANDREW  
Oh, come on, not this again.

                  JOANNE  
You can't keep staying out like  
this--you are a *father*. You haven't  
spent time with your daughter in  
ages. Why don't you ever offer to  
help her practice for the spelling  
bee?

                  ANDREW  
Yeah, fine, I can do that. But I  
can't give up any gigs. The band's  
finally getting a steady crowd.

As they argue, Riley looks at her plate, appetite suddenly gone. She pushes the plate away, grabs her list of words, and heads back to her room.

INT. PIPER AND LIN'S PLACE - NIGHT

Piper and Lin sit in their shared apartment on the outskirts of the Fairy City. It's small and dinghy. The two are in the main room, which is a living room and kitchen split by a counter. Piper sits on a chair, curled up, staring at nothing, while Lin makes tea.

                  LIN  
If anything, you should be happy,  
Piper. That lousy woman's been a  
bully to every batch of employees  
she's ever had. No wonder we  
managed to get our jobs so easily.  
I should probably quit, too, you  
know? I'm sick and tired of being  
yelled at. How does she even keep  
her customers? Do you want honey or  
vanilla in yours?

(CONTINUED)

Lin turns to look at Piper for an answer, but Piper says nothing, clearly not listening. Lin sighs, puts honey in both, and brings them into the living room on a tray. She places a mug in Piper's hands and takes a seat.

PIPER

Lin?

LIN

Hmm?

PIPER

Have you ever thought of leaving the city?

Lin pauses, mug halfway to her mouth.

LIN

Leave the city?

PIPER

Yeah, find another one.

LIN

But--we don't even know if there are other cities. The humans took over everywhere.

PIPER

I overheard some goblins talking. One of them went to another city!

LIN

Wait. Is *that* why you weren't paying attention? You were eavesdropping on goblins?

PIPER

Well, I--

LIN

Piper! Were you *trying* to get fired? We're going to lose this apartment if you do stuff like that!

Piper curls into herself even more. Lin sighs.

LIN

I'm sorry. I didn't mean that.

PIPER

It doesn't matter. You're right.

LIN

You can find another job. I heard someone talking about a mining project some rich guy is funding.

PIPER

You were eavesdropping?

LIN

I heard it in passing. It was unavoidable.

PIPER

A mining job sounds hard. They'd probably want trolls and elves for a job like that.

LIN

Elves wouldn't dare disgrace themselves, so you're only competition is trolls.

PIPER

(beat)

You know what would be great?

LIN

Hm?

PIPER

If we knew magic.

LIN

Fairies can't learn magic.

PIPER

Well, what if we could? Maybe it's different in other cities. Maybe if you just find a teacher who'll try...

LIN

I doubt it. Magic teachers are probably expensive.

PIPER

Well, it'd sure be nice not to work for snobby rich people or old hags.

(CONTINUED)

LIN  
(smiling)  
*Hagni?*

Piper nearly spits out her tea, and the two laugh.

INT. GAVIN'S PLACE - NIGHT

The same night. Not too far from the Fairy City, nestled in the human realm, an abandoned warehouse is magically larger on the inside and furnished with fine furniture, tapestries, and a fireplace that glows green.

The wizard GAVIN, a hardworking but hermit-type intellectual, hunches over a desk littered with books and scrolls and maps, working furiously. He appears to be about 50 years of age.

DIEGO, an 18-year-old elf, stands by the doorway, unnoticed. He's dressed like a warrior, a sword strapped to his back. The hilt has a small blue moonstone embedded in it.

Diego takes a deep, bracing breath and straightens his shirt. He notices a smudge and tries to wipe it off, but it just spreads, so he gives up. He walks into the room and opens his mouth to speak.

Gavin speaks without looking up from his work.

GAVIN  
Any activity around our perimeter?

DIEGO  
No, sir. Nothing to report.

GAVIN  
Any news from Zagurt?

DIEGO  
No, sir.

Gavin doesn't respond; he continues working. Diego fidgets uncomfortably.

DIEGO  
Something might've happened to him.

Still no response from Gavin. Diego rolls his eyes in frustration.

(CONTINUED)

DIEGO

Sir, I'd like to go look--

GAVIN

We maintain our positions as planned until Zagurt returns.

DIEGO

But--

GAVIN

Don't argue with me, Diego.

Diego clenches his teeth in an effort of self-restraint.

DIEGO

(sarcastic)

Yes, sir.

Diego exits, fuming. Gavin finally drops his instruments and puts his head in a hand, suddenly looking much older.

MONTAGE - PIPER'S JOB HUNT

EXT. FAIRY CITY - DAY

The following morning. Piper holds the day's newspaper, scouring it for job listings as she makes her way through the streets. Fairy creatures of all types fill the streets, busily heading to work or trying to sell things.

INT. FAIRY CITY FLORIST - DAY

Piper follows a young, energetic FLORIST through a small, brightly colored shop with shelves full of odd plants, including giggling lilies, tulips that sing, and rather vicious Venus fly traps.

The Florist lovingly caresses the plants as she passes them. Piper follows, clearly uncomfortable. The Venus fly traps growl at her as she passes.

FLORIST

We don't really have a position open right now, I'm afraid.

(to a lily, crooning)

Do we, little lily? No we don't! No we don't!

The Florist tickles the lily, and it giggles happily. Piper cringes awkwardly.

(CONTINUED)

PIPER

Well, I--uh--I'm sure I could be  
really useful. And I love  
plants--ow!

A Venus fly trap bites at her hair from behind. She wrestles with it while the Florist waters some spinning roses, not paying attention to Piper.

FLORIST

Well, I have been wanting to have  
someone else pick up the food for  
our more carnivorous plants. It  
takes a long time to catch enough  
bugs for them. They tend to get  
hungry.

Piper still struggles with the Venus fly trap.

PIPER

Sure! I could--

Piper yanks her hair free from the plant.

PIPER

See that.

The Venus fly trap hisses at her. Piper sticks her tongue at it.

The Florist stands and turns to Piper, who quickly switches her expression to a smile.

FLORIST

Oh, do you have much experience  
with the Venus fly trap?

Piper looks at the plant uncertainly, mindlessly reaching for her hair.

PIPER

Uh, yeah, of course. They're--one  
of my favorites. I--

Another Venus fly trap snaps at Piper from the side. She squeals and whacks its head. The whole plant falls off the shelf, and the pot crashes on the floor.

Piper looks up. The Florist is staring at her, horrified. Piper grins sheepishly.

EXT. FAIRY CITY FLORIST - DAY

The door to the Flower Shop slams behind Piper. She huffs a sigh of frustration and leaves.

INT. FAIRY CITY DAYCARE - DAY

Piper cringes at the sight of dozens of baby fairy-creatures crawling and waddling across the floor of the daycare. The CARETAKER, a tired-looking goblin with kids crawling all over her, speaks to Piper in a droning voice.

CARETAKER

Taking care of children is both a great privilege and heavy responsibility. We only hire those with a loving disposition, gentle patience, and a warm heart.

(beat)

Are you certain you're qualified?

PIPER

Sure! I love kids! They're so...

She spots a BABY TROLL drooling mindlessly.

PIPER

Cute.

The Caretaker gives a noncommittal grunt.

CARETAKER

I'll go get the paperwork.

PIPER

Really? Great! Thank you so--

CARETAKER

Take him.

The Caretaker hands Piper a rowdy BABY ELF. Piper takes him a bit reluctantly.

PIPER

Uh--sure, of course! Thank you so much. I'll work really hard! I'm sure I'll get along great with all the--

The baby elf bites Piper's hand.

(CONTINUED)

PIPER

*Ow!*

Piper shakes him off, and he falls on his head. He starts crying. The Caretaker stares at Piper, horrified.

EXT. FAIRY DAYCARE - DAY

The door to the daycare slams behind Piper. She examines her bitten hand as she leaves.

PIPER

(mumbling)

Stupid elves.

INT. TROLL CARPENTER'S SHOP - DAY

Piper stands in front of a CARPENTER TROLL in a carpenter's shop. Behind him, other TROLLS work on wood with obvious skill and ease.

The Carpenter Troll eyes Piper suspiciously.

CARPENTER TROLL

Not sure if a fairy can handle this kind of work.

PIPER

Oh, I'm a lot stronger than I look, really.

CARPENTER TROLL

Mmhmm...well, you might be useful for polishing. We've had an influx of orders lately, so most of my workers don't have time to sweat the details. If you've really got experience, we can start you with finishing, then maybe give you a mentor to--

As he talks, gesturing to the machines and not paying much attention to her, Piper notices a figurine sitting on a stool nearby. She picks it up and studies it, then puts it down.

She places it too close to the edge, and the figurine tips. She lunges for it and barely catches it, breathing a sigh of relief.

(CONTINUED)

When she straightens, she knocks over the stool, which hits a stray wooden board, which launches a small log under the feet of a troll working, who falls and loses his grip on a piece of wood on an automated table saw. The wood then launches off the saw and hits the first of a line of finished woodworkings.

PIPER

Uh oh.

Like dominoes, the series of carvings and furniture fall into each other one by one, before they all fall to the ground with a resounding crash.

All the trolls in the carpentry freeze in their work and gape at the sudden destruction. Simultaneously, they all turn to gape at her. She looks around, cringing, still holding the small carving, then sighs in defeat.

PIPER

I'll let myself out.

She hands the woodcarving to the speechless Carpenter Troll and leaves.

EXT. GLENDOWER MINERS - DAY

By now, it's late afternoon. Piper stands outside the Glendower Miners company, glumly looking at the sign in the window that reads "Miners Wanted." Piper sighs; she doesn't want to, but she has no other option.

Out of her periphery, Piper spots a goblin scurrying down the street. It's Nroder from the restaurant. He carries a small sack over his shoulder and keeps to the shadows, clearly trying to remain unnoticed.

Piper's eyes widen in recognition. She glances at the building, then makes a split decision and darts after the goblin.

EXT. FAIRY CITY STREETS - DAY

Piper follows him for a few blocks, trying to appear casual when she can't duck behind something. At one point he turns around to see if anyone's watching, but she ducks behind a stand of fruit. She pauses, then dares a glance. He's gone.

She hurries to catch up, scanning the dwindling crowd for him. She catches a glimpse of him rounding a corner at the end of an alley and follows.

EXT. FAIRY CITY BORDER - DAY

They've come to the edge of the city, which is marked by a thin, glowing line; beyond that is a forest, human territory. Piper ducks behind some abandoned crates.

Just before he reaches the border, Nroder stops and swings his bag on the ground with a tired huff. A small, glowing, blue gem falls to the ground without his noticing.

Piper gasps, then covers her mouth with a hand. Before she can act, a figure emerges from the bushes on the other side of the boarder--it's Kritter.

As Nroder sees Kritter, he shifts his stance and unknowingly steps on the stray stone. Piper bites her lip.

KRITTER  
Good afternoon, Nroder.

NRODER  
Nearly evening, I think.

KRITTER  
You have what was agreed?

Nroder gestures to the bag at his feet.

NRODER  
See for yourself.

Kritter takes a look in the bag; his face is cast in a bright blue glow. He grins.

KRITTER  
Very nice.

Kritter produces a small pouch of coins and hands it to Nroder. Nroder looks inside and can't help but grin as well.

NRODER  
Pleasure doing business.

Kritter hoists the bag on his shoulder.

KRITTER  
I'll be in touch.

Kritter turns and heads back into the line of trees. Nroder stuffs the pouch of money in his pocket and heads back into the city.

(CONTINUED)

Piper ducks behind the crates, breathlessly waiting as Nroder passes, but he doesn't spot her. She waits until he rounds a corner, then peeks over the top of the crate.

The moonstone is still there.

Piper scans the area, but no one's there. She slips from her hiding place and retrieves the forgotten moonstone.

Piper studies the stone, turning it in her hand. Crystalline veins of energy web through the stone, and a slight, humming energy can be seen wherever Piper touches it.

Piper looks up at the woods beyond the line uncertainly, then back at the City.

She faces the line, squares her shoulders, and takes a deep breath.

Slowly, cautiously, she steps over the line.

EXT. WOODS - DAY

Nothing happens.

Piper looks back at the border, down at herself, and at the moonstone, but nothing's different. She looks at the woods with wide eyes, realizing the possibilities. With a wide grin, she flies through the forest.

The forest suddenly ends. Piper stops her flight and looks around.

Two lights are fast approaching her. She frowns at them, not understanding what they are.

PIPER  
(calling out)  
Hello?

The lights keep approaching until a streetlamp reveals a car. Piper darts to the side to avoid it. Another car going the opposite way nearly hits her. She barely dodges it and falls on the sidewalk.

Panting, terrified, she gets to her feet. Still staring after the car, she starts to head down the sidewalk--and nearly runs into a human.

Piper cries out, reeling back.

(CONTINUED)

PIPER

Ah! I'm sorry I--

The human is a middle-aged man wearing workout gear and earbuds. He jogs past without acknowledging her in the slightest.

PIPER

Didn't see you...

Piper stares after him, perplexed. She looks around, then down at the stone still in her hand. A slow smile spreads across her face.

Piper darts over a fence into a neighborhood.

EXT. HUMAN NEIGHBORHOOD - NIGHT

She marvels at everything, studying things like cars, streetlights, BBQs, and dogs.

She peeks through windows and stares at families sitting for dinner, eating odd food she's never seen before.

EXT. HUMAN NEIGHBORHOOD ALLEYWAY - NIGHT

Piper turns down an empty alleyway between two apparently abandoned warehouses.

A soft thump from behind her. Piper pauses and turns, but no one's there. She looks around, unsure.

She turns--a sword is pointed at her. It's Diego.

She screams and, without thinking, kicks the sword from his grip. It hits a wall and clatters to the ground.

For a split second, the two stare at each other, both surprised. Diego lunges for his sword. Piper tries to dart past him, but he's inhumanly fast.

Piper cries out as Diego grabs her arm and whirls her around. She falls down, once again facing the sword tip.

DIEGO

Who are you?

PIPER

(shouting)

Get away from me!

(CONTINUED)

Piper kicks Diego's sword arm, and the sword goes flying again. Piper scrambles to her feet and shoots up in flight, but Diego's too fast: He vaults himself off the opposing walls in pursuit. Just before Piper passes the roof, he grabs her ankle.

PIPER

Hey!

Piper strains against him, her wings working furiously, but he's too heavy. As they sink back towards the ground, she grabs the edge of the roof.

PIPER

Let--go!

Piper tries to kick him off, but he won't budge. In the struggle, she drops her moonstone.

PIPER

No!

They both watch it fall. Diego's eyes widen; he lets go in pursuit of it.

PIPER

Hey! That's mine.

Piper dives down after him, but once again, he's too fast. He snatches the moonstone from the ground and aims his sword as Piper lands. She freezes.

DIEGO

Hands up, wings down.

He gestures to a door in the wall.

DIEGO

Get going.

Piper grudgingly complies.

INT. GAVIN'S PLACE - NIGHT

Piper leads the way into the warehouse and gapes.

DIEGO

(calls out)

Hey, Ga--Sir Gavin.

Gavin walks into the room; his gaze immediately falls on Piper.

(CONTINUED)

GAVIN  
Who's this?

DIEGO  
She was snooping outside the  
warehouse.

PIPER  
I was not!

DIEGO  
She was carrying this.

Diego hands Gavin the moonstone. Gavin studies it.

GAVIN  
(to Piper)  
Far away from home, aren't you?

Piper crosses her arms.

PIPER  
I'm not telling you anything.

Gavin studies the moonstone some more.

GAVIN  
Stealing from goblins is dangerous,  
you know.

PIPER  
I didn't steal it! They--

Piper clamps her mouth shut, frustrated for saying anything.

GAVIN  
(to Diego)  
Let her go.

DIEGO  
What!?

GAVIN  
She's no threat to us.

DIEGO  
But she knew we were here.

PIPER  
No I didn't! Not until you starting  
waving your sword at me.

She whacks the tip away, but he points it back at her.

(CONTINUED)

GAVIN  
(to Diego)  
Pack your things.

DIEGO  
But--

Diego glares at Piper, then darts after Gavin. They converse in hushed tones.

DIEGO  
Sir, we can't afford to look for another hideout. We don't have that much time.

GAVIN  
We've been compromised; we don't have a choice.

DIEGO  
It's just one fairy!

GAVIN  
And one fairy gone missing is enough to tip off Richard. He knows I'm looking for--

As they argue, Piper looks around the warehouse. Something dawns on her.

PIPER  
(interrupting)  
You know magic!

The two halt mid-conversation. Diego darts over to her and aims her towards the door.

DIEGO  
Goodbye.

Piper turns back around to look at Gavin.

PIPER  
You're a wizard!

Diego continues to lead her to the door.

DIEGO  
Please don't ever come back.

PIPER  
(to Gavin)  
I--I'll make you a deal!

(CONTINUED)

Diego pauses. Gavin says nothing. Piper fidgets with uncertainty.

PIPER  
I--I'll keep your secret--I won't  
tell anyone about you--

GAVIN  
In exchange for?

PIPER  
You teaching me magic.

GAVIN  
(beat)  
Fairies can't do magic.

PIPER  
I know that's what everyone says,  
but maybe if I just had a teacher--

GAVIN  
No.

Gavin turns away. Piper flies over to him.

PIPER  
Please! Just for a little while. I  
don't need to master it--just  
enough to do a few things.

DIEGO  
You can't be serious.

GAVIN  
Magic is dangerous.

PIPER  
I don't want to learn the dangerous  
stuff. Just--just enough to get a  
job, maybe?

Gavin stops.

PIPER  
Please? Just...just something that  
proves I'm not completely useless.

Piper lands. A pause. Gavin sighs and pinches the bridge of his nose.

GAVIN  
Once a day.

PIPER  
What?

GAVIN  
Come here each day at noon.

PIPER  
(excited)  
Really!?

DIEGO  
*What?*

GAVIN  
I will teach you for one hour.  
That's it.

PIPER  
That's great! Thank you so much!  
I'll be the best student you've  
ever had!

DIEGO  
*Excuse me?*

GAVIN  
(to Piper)  
And as agreed--

PIPER  
Yes, yes, I won't tell anyone. No  
one will know! I'll sneak away when  
no one's looking and come straight  
here. Thank you so much! See you  
tomorrow at noon!

As she speaks, she takes her moonstone from Diego with a haughty smile and leaves. Diego stares at Gavin, disbelieving.

DIEGO  
Why would you agree to that? It's  
just a waste of time.

GAVIN  
I know, but we just need a few more  
days to catch Richard. It'll save  
us time in the long run if we don't  
have to find another hiding place.

Gavin heads for his study. Diego stares after him, considering this.

EXT. HUMAN NEIGHBORHOOD - NIGHT

Piper flies back toward the Fairy City, a gleeful smile on her face. She darts past buildings and parked cars with new excitement.

She rounds a corner and comes face-to-face with Kritter. He's still carrying his sack of moonstones.

For a beat, they stare at each other. Kritter frowns thoughtfully.

KRITTER  
Don't I know you?

PIPER  
Uh...

KRITTER  
Whatcha got there?

He nods to her hand, where blue light can be seen between her fingers. She puts her hand behind her back.

Kritter's frown turns into a snarl.

KRITTER  
I believe that's mine.

PIPER  
No, I found it!

KRITTER  
You don't just *find* a stone like that.

He holds out a hand.

KRITTER  
I'd like that back, if you don't mind. I paid good money for it.

Piper backs up.

PIPER  
It's just one! You've got a whole bag there.

Kritter's eyes widen, then he sighs. He places his bag gently on the ground.

(CONTINUED)

KRITTER

You know, it's rude to spy on others.

He raises his hands, and a ball of fire appears in each palm. He throws them at her.

Piper ducks with a cry.

PIPER

What was that for!?

Kritter launches another fireball that she narrowly dodges.

PIPER

It's just a *rock!*

Kritter only replies with more fireballs.

Piper ducks with a cry and flees. More fireballs follow her. She darts every which way, but the few that extinguish against a wall or miss are quickly replaced.

One fireball explodes inches away from her; the blast propels her through a window as she SCREAMS.

INT. RILEY'S ROOM - NIGHT

Piper falls to the bedroom floor and tumbles into the far wall painfully. She straightens, groaning, then sneaks back to the window and peeks through.

Outside, Kritter runs into view, looks around, and heads down a nearby alleyway. Piper waits for a moment, then breathes a sigh of relief. She looks at her hand--the moonstone is gone.

PIPER

Oh, great!

Piper gets up and looks around, scanning the room frantically for the moonstone. She looks under the bed, peeks in the closet, and on the bookshelf. Something catches her eye: a book entitled "The Book of Fairies."

Piper slowly reaches for the book and pulls it out. It opens up on illustrations depicting the story of a girl whose favorite tea set breaks. Her fairy godmother waves her wand and repairs it with magic, and the two drink tea together.

(CONTINUED)

PIPER  
(muttering)  
Magic? But...

A flashlight clicks on, the beam aimed at Piper. She SQUEAKS in surprise and whirls around.

Riley is sitting up in bed, staring at Piper.

PIPER  
Uh oh.

The two girls stare at each other wide-eyed.

RILEY  
Who are you?

Piper slides the book back on the shelf, not looking away from Riley.

RILEY  
How did you get in here?

PIPER  
I, um--

Piper glances at the window. Riley follows her gaze and sees that the window is wide open.

RILEY  
You--climbed through the window?

Piper shuffles uncomfortably, trying to get out of the light of the flashlight, but Riley keeps it on her.

PIPER  
Um...look, I'm sorry to bother you.  
I, um, I'm looking for a small blue  
rock. I--uh--have you seen it?

RILEY  
(disbelieving)  
A...rock.

Off-screen, the front door to the house opens and shuts. Piper panics and darts around the bed, ducking out of sight. Riley watches her fly with wide eyes.

RILEY  
Whoa!

PIPER  
Who's that?

RILEY  
You--you--how did you do that?

PIPER  
Do what?

From the living room, Joanne and Andrew begin to argue.

JOANNE (O.S.)  
This is the third time in a week,  
Andrew!

ANDREW (O.S.)  
It's my job, Jo. I can't cancel.

JOANNE (O.S.)  
You promised Riley you would help  
her practice for the spelling bee!

ANDREW (O.S.)  
Well, we can do it now.

JOANNE (O.S.)  
It' two in the morning, Andrew.  
She's sleeping.

ANDREW (O.S.)  
Well, she doesn't need my help  
anyway.

At Andrew's words, Riley looks crestfallen.

PIPER  
Are you Riley?

RILEY  
Yeah.

PIPER  
Oh.  
(beat)  
I'm Piper.

RILEY  
Nice to meet you, Piper.

Piper's wings flutter slightly. Riley stares at them,  
perplexed.

(CONTINUED)

RILEY  
How are you doing that?

PIPER  
Doing what?

RILEY  
Moving those wings.

PIPER  
Uh...Is that a trick question?

RILEY  
Are you here to steal something?

PIPER  
No no! I was just hiding from a  
goblin that was chasing me and I  
dropped my moonstone so now you can  
see me, and--  
(off Riley's stare)  
Why are you looking at me like  
that?

RILEY  
A prank, then. This is a prank,  
right? Are you Bobby's sister?

PIPER  
No...I'm a fairy.  
(pointing to the bookshelf)  
Like your book. Well, sort of like  
your book.

RILEY  
Right, I get that, but *why*?

PIPER  
That's a very...*deep* question for  
such a little human.

RILEY  
Uh huh...okay, then--where do you  
fairies come from?

PIPER  
Pfft, the stork, like everyone  
else.

RILEY  
No, I mean where do you live?

(CONTINUED)

PIPER

In the city near--  
(stops herself)  
Oh no no no--nice try, little  
human. I know what your kind are  
like.

RILEY

What?

PIPER

Well, I--look, there used to be a  
lot of fairy cities before you  
all--

RILEY

Fairy *cities*!?  
(disbelieving)  
You...you're really...?

Piper looks at her quizzically.

PIPER

Really what?

RILEY

But fairies--fairies aren't *real*!

PIPER

(offended)

*What?* You know about us but you  
don't think we're *real*?

RILEY

They're just stories!

PIPER

Well, that's just rude.

As Riley talks, Piper looks around the room for her  
moonstone, checking behind the bookshelf and in the closet.

RILEY

It's not physically possible. I  
mean, wouldn't satellites pick up  
on whole *cities* hidden in the  
middle of nowhere?

PIPER

Well, our cities are hidden from  
you guys.

(CONTINUED)

RILEY  
How's that?

PIPER  
Magic, I guess.

RILEY  
(beat)  
Magic...of course...a magic city  
full of magic creatures who all do  
magic.

Piper pauses, a little sad.

PIPER  
Well, I can't do magic.

RILEY  
Oh. I'm sorry.

Piper continues searching, distracting herself.

PIPER  
It's okay. Fairies can't do magic.  
At least that's what they tell me,  
but I figure if I get a few  
lessons...  
(to herself)  
How hard should it be to find a  
glowing blue rock in the dark!?

Piper scans around for the moonstone, looking under the bed.  
Riley spots it on the floor and picks it up.

RILEY  
This rock?

Piper looks up. She reaches for it.

PIPER  
Yes, that's mine, thanks--

Piper reaches for it, but Riley pulls it out of reach.

RILEY  
Wait, are you going to leave?

PIPER  
Look I *really* need that--

RILEY  
Just hang on--

(CONTINUED)

Riley backs into the bedside table, and the lamp falls to the floor with a crash. Piper and Riley freeze.

JOANNE (O.S.)

Riley.

Piper and Riley freeze in panic. Piper lunges for the moonstone.

PIPER

(trying to be quiet)

Give--that--back!

RILEY

Wait, don't leave yet!

PIPER

I need that!

Piper knocks it out of Riley's hand, and the stone slides under the bookshelf.

PIPER

(panicking)

No no no NO!

Piper dives for the stone, but she can't reach it. The stairs creak as Joanne approaches.

JOANNE (O.S.)

(louder)

Riley?

RILEY

(whispering, to Piper)

You have to hide!

Piper strains to reach the stone, but it's just out of reach. Footsteps approach the door.

JOANNE (O.S.)

Riley? Are you all right?

The door handle turns.

Joanne opens the door and sees Riley sitting on the edge of her bed, back straight, hands folded in her lap with a wide smile on her face.

RILEY

Hi, Mom.

(CONTINUED)

JOANNE  
(seeing the lamp)  
Oh no, what happened?

RILEY  
I...um...tripped.

JOANNE  
I'm sorry. Did we wake you?

RILEY  
Um, no. I mean yes--I just woke up.

JOANNE  
I'm sorry. Were you...talking to  
someone?

REVEAL: Piper is hiding under the bed.

RILEY  
No no, I was just--practicing.

JOANNE  
Sweetheart, it's the middle of the  
night. You need to get to sleep.

RILEY  
Okay, good idea!

In her haste to get back into bed, Riley accidentally knocks her flashlight off the bed. It rolls underneath, landing next to Piper's arm.

Joanne bends down and reaches under the bed to get it.

RILEY  
(scrambling)  
Wait wait don't worry about it;  
I'll get it--

Joanne straightens, flashlight in hand, looking perplexed.

RILEY  
Later.

JOANNE  
Is everything okay?

RILEY  
Yeah, yeah, everything's fine.

REVEAL: Piper is now leaning against the far side of the bookshelf, out of sight. She lets out a breath of relief. She peeks between the bookshelf and wall and spots the moonstone wedged against the wall. Piper bends down and reaches for it, but it's just out of reach.

Joanne looks at Riley with concern. She sits down on the bed beside Riley, her back to Piper.

As Joanne and Riley talk, Piper bends down slowly and strains to reach the stone, but it's just out of reach.

JOANNE

So, tomorrow's Saturday. Do you want to do anything special?

RILEY

(distracted)

Um, I don't know...homework, probably...

JOANNE

We can go to the park. We haven't been there in a while.

RILEY

Well, I outgrew the swings, like, three years ago.

JOANNE

Oh, right...

Piper looks around and spots a ruler on the desk, which is on the other side of the room. She glances at Joanne to be sure she's not looking, then slowly creeps across the room to get it.

JOANNE

How about the mall? We can go shopping and get you something nice for the spelling bee.

Riley spots Piper and panics.

RILEY

(to Piper)

What are you *doing*?!

JOANNE

What? What's wrong?

Piper stops and motions frantically. Riley stares at her, completely confused, then realizes Joanne's looking at her.

(CONTINUED)

RILEY

Nothing! I mean--the mall. Yes! The mall. We can go to the mall tomorrow. The mall is great. The mall is...perfect.

Riley watches as Piper creeps over to the desk. When she tries to pull it out, the pens rattle too much and she stops.

RILEY

(to Piper)

Don't!

(off Joanne's stare)

Um, I mean--don't...worry about it. I don't need anything fancy for the spelling bee.

Piper gets frustrated trying to be careful and just takes the whole jar back to the bookshelf. Riley gapes at her, disbelieving, then rearranges her face for Joanne.

JOANNE

Oh, come on. You want to look nice when you win that trophy, hmm?

Piper kneels behind the bookshelf and wiggles the ruler out of the jar. She uses it to push the moonstone out from behind the bookshelf.

RILEY

Well, we don't really have the money, do we?

JOANNE

We have enough for a dress, I think.

RILEY

Okay...

Piper grins and grabs the stone. Riley watches her fade from view, surprised, then saddened.

JOANNE

I'm sorry we woke you with our yelling. Well, *my* yelling.

At Joanne's words, Piper pauses halfway to the window.

RILEY

Dad was yelling, too.

(CONTINUED)

JOANNE

I know it's not easy, hearing us  
argue all the time.

RILEY

Yeah...I mean--I'm okay. It's...  
it's fine.

Joanne sighs, not sure what else to say about it.

JOANNE

You should go to sleep, honey.

RILEY

Yeah, okay.

Joanne ushers Riley into bed and tucks her in. She kisses Riley on the forehead. She notices the open window and goes over to close it.

JOANNE

You shouldn't leave this window  
open, sweetheart. It gets cold at  
night.

RILEY

Right, sorry.

JOANNE

Goodnight, sweetie.

RILEY

Goodnight, Mom.

Joanne quietly shuts the door behind her. Riley rolls over, facing the window, looking sad and not at all tired.

EXT. HUMAN NEIGHBORHOOD - NIGHT

Piper, still invisible, watches all this from outside the window with sad eyes. She looks at the moonstone in her hand, at Riley, and sighs. She heads back towards Glendower.

A few blocks over, Kritter is creeping through another alley, his bag of moonstones slung on his back, he darts around a corner and stops just beside a sewage drain. He looks around, opens the drain, and hops in.

INT. RICHARD'S HIDEOUT - NIGHT

Kritter quickly climbs down the ladder that leads to the sewers. He jumps down onto the cement sidewalk that hugs the walls and hurries down, avoiding the sewage.

Another turn, and it's no longer a sewer: A tunnel in the wall expands to reveal a lavishly furnished parlor. Like Gavin's place, it's clearly been altered and expanded by magic.

A tall, dark figure stands silhouetted in front of a fireplace burning with crimson fire.

Kritter stops just before him and bows.

KRITTER

My lord, I've brought what you asked.

Kritter sets the sack down in front of him.

The figure turns. RICHARD, 42, a brooding, severe-looking fairy, looks down at the bag and the goblin.

RICHARD

The tunnels?

KRITTER

Just as you've said--the whole city is sitting on tons of moonstone. Nroder has already begun hiring miners.

RICHARD

And our friends?

KRITTER

Had a small run-in with Zagurt, but I haven't seen Gavin or the elf.

Richard nods, pleased.

RICHARD

Any complications?

Kritter hesitates only for a moment.

KRITTER

No, my lord, none.

(CONTINUED)

RICHARD

Hmm...

Richard takes a seat by the fire, looking pleased and dangerous.

RICHARD

Now, we wait.

INT. GAVIN'S PLACE: TRAINING ROOM - DAY

Piper's first day of training. Gavin stands in the center of a large room, in which everything is pushed against the walls to make space. Across the room stands Piper, who's both excited and self-conscious.

She finds an odd little statue sitting on a nearby desk and holds it up, examining it.

GAVIN

Many people have tried and failed to master magic, studying and training for years without much success. But magic is not simply a collection of spells. It is an energy, an entity unto--

Gavin notices her not paying attention. She quickly places the statue back on the desk, nearly knocks it over, and smiles sheepishly.

GAVIN

Itself. You must be mindful and respectful of it, always aware that it can leave your control at any moment. Understand?

Piper blinks, clearly not understanding. She nods emphatically.

PIPER

Yes! Got it! Respectful and...yeah, got it.

Gavin sighs.

GAVIN

Before you make magic of your own, you must learn how to control it. We'll begin with a simple exercise.

Piper straightens, suddenly nervous.

(CONTINUED)

PIPER

But you haven't done any magic yet!

Gavin turns to her and waves a hand. A glowing green orb of energy appears in his palm. Piper's eyes widen.

GAVIN

Your goal for the next hour is to capture this.

Piper stares at it quizzically.

PIPER

What do you mean capture--?

The orb suddenly zooms from his hand and starts flying around the room, bouncing off the walls and encircling Piper teasingly. Piper ducks as it nearly hits her, but Gavin is completely unfazed as it shoots past him.

GAVIN

If you can catch this orb in your hands, you'll be ready for the next step.

Piper follows the orb around the room with her gaze, suddenly determined. Her wings flutter in anticipation.

The orb comes and encircles her, as though it's taunting her. She lunges for it, but it flies out of reach and bounces off her head.

PIPER

Ow! All right, that's it.

She flies up and chases it, but the orb's flight pattern is too irregular, darting to the sides and around her and bouncing off the walls.

Gavin nods in satisfaction and walks toward the doorway, where Diego is standing, arms crossed, finding the whole scene ridiculous.

DIEGO

We really don't have time for this.

GAVIN

(to Diego)

Keep an eye on her.

DIEGO

Why?

(CONTINUED)

GAVIN

So she doesn't damage anything.  
It's only for an hour.

DIEGO

What if she catches it?

Piper zooms across the room after the orb, but it stops and shoots straight up. She reels back, but momentum flips her upside-down and slams her into the wall. She slides to the floor, groaning in pain.

Diego winces. Gavin leaves the room with a sigh and heads for his study.

Diego watches with disinterested as Piper darts around the room after the orb. It whirls around and bonks her on the head. She falls to the floor on her rump.

PIPER

Ow!

The orb circles her, making a weird electric noise that sounds like laughing.

PIPER

(to Diego, frustrated)  
Any pointers here?

DIEGO

(apathetic)  
No.

Piper huffs indignantly and gets to her feet.

PIPER

Stupid elves.

She darts back into the air and begins chasing it again. She crashes.

Diego sighs and makes himself comfortable. From the open door, we see ZAGURT the goblin stumble into the parlor. Diego looks around and spots him.

DIEGO

Zagurt.

With a quick glance at Piper, he hurries into the parlor.

INT. GAVIN'S PLACE: PARLOR - DAY

Zagurt looks tired and a bit beat up. He stumbles to one knee. Diego drops beside him.

DIEGO  
Are you all right?

ZAGURT  
Diego. Help me to a chair.

Diego leads Zagurt to a chair near the fireplace.

DIEGO  
What happened? Did you find  
Richard?

Gavin enters from his study.

GAVIN  
Zagurt.

ZAGURT  
Sir Gavin.

GAVIN  
What have you learned?

Gavin and Diego take seats nearby as Zagurt speaks.

ZAGURT  
Not much, I'm afraid. Whatever  
Richard's up to, he's doing very  
well at hiding it.

DIEGO  
Did you ask around?

ZAGURT  
Yes, but it's better I didn't; I  
might've left some loose ends. This  
city doesn't get many newcomers. I  
think many of the people here  
believe theirs is the only city  
left.

The three hear a crash come from the training room.

ZAGURT  
What was that?

(CONTINUED)

DIEGO

A loose end.

INT. GAVIN'S PLACE: TRAINING ROOM - DAY

Piper extracts herself from a pile of discarded furniture, coughing at the dust and rubbing fresh bruises. The orb levitates a few feet away, waiting.

Piper huffs a sigh and looks at it, getting an idea.

PIPER

(playacting)

All right, I give up. I guess I can't learn magic. I'll never be able to catch that thing.

The orb sways happily, as though quite proud of itself. Piper turns away, shoulders sagging in defeat.

PIPER

I guess there's nothing left for me to do but go home and wallow in despair.

The orb does a kind of happy dance, buzzing merrily.

With a sly grin, Piper lunges wildly for it and crashes into some more furniture.

A bit dazed, she sits up, and finds the orb between her hands, held there by a faint hint of orange energy.

PIPER

What? How did--?

(laughing)

Oh yes! I caught it! Oh wow, I actually--

She studies it, bobbing it a bit in the odd web of magic that's holding it.

PIPER

Wow...so this is magic...

She looks around, wanting to show someone. She zooms out of the room.

PIPER

Hey! Wizard what's-your-name--

INT. GAVIN'S PLACE: PARLOR - DAY

Piper zooms into the parlor and stops at the door, unnoticed by the three speaking by the fire.

ZAGURT

The city is much smaller than I expected, so any large changes would be obvious. I can only guess that Richard's lying low for some reason.

GAVIN

He might not even be in the city.

DIEGO

Where else could he be? He's after moonstone, isn't he?

Piper puzzles over that.

PIPER

(to herself)

Moonstone? From the city?

The orb between her hands breaks free from her magic and goes flying, knocking Piper to the ground and interrupting the men's conversation.

Gavin stretches out his hand. The orb zooms towards him and fizzes out in his palm.

GAVIN

That will be all for today.

PIPER

(standing up)

What were you saying about moonstone?

GAVIN

You are dismissed until tomorrow.

PIPER

Are you talking about the mines?

GAVIN

Goodbye.

Gavin waves his hand at a nearby tapestry hanging from the wall. It comes alive and wraps itself around Piper.

(CONTINUED)

PIPER  
Hey, what are you--?

DIEGO  
And keep your end of the bargain!

Gavin waves his hand again, and the door opens. The tapestry promptly throws Piper out.

EXT. GAVIN'S PLACE - DAY

The tapestry chucks Piper against the opposite alley wall.

PIPER  
Ouch!

The tapestry quickly withdraws, and the door closes. Piper gets to her feet, brushing dust off her pants.

PIPER  
You know, I'm really starting to  
feel like they don't want me  
around.

INT. GAVIN'S PLACE: PARLOR - DAY

Gavin waves his hand one more time; the tapestry goes still.

DIEGO  
(beat)  
What was she saying about mines?

GAVIN  
Sneaking into the city is no longer  
an option. I'm convinced that  
Richard isn't hiding there anyway.

DIEGO  
But if he's after moonstone--

GAVIN  
Then we need to find *him* before he  
gets any.

DIEGO  
But--

GAVIN  
No arguments. This thing has gotten  
way out of hand already. We search  
the human world until we find him.

Diego glares at Gavin, then sighs in frustration. Gavin heads for his study, but Diego looks back towards the door, thinking.

INT. RILEY'S KITCHEN - DAY

Riley sits at the kitchen table with Joanne across from her, holding the list of words.

RILEY  
Assumption. A-S-U-M-P-S-I-O-N.  
Assumption.

JOANNE  
Not quite.

Joanne shows her the page; she got it wrong.

RILEY  
(frustrated)  
*Ugh!*

Riley head-desks.

JOANNE  
You're doing very well. You just have a few problem words we need to iron out.

Riley shakes her, which looks more like rolling her forehead on the desk.

JOANNE  
You just need a break. We can still go to the mall and get you a dress.

RILEY  
(moans)  
Ehhh...

Enter Andrew, looking dishevelled from a late night. Riley straightens, her eyes darting between her parents worriedly.

ANDREW  
Good morning.

RILEY  
Morning, Dad.

JOANNE  
Well, look who's just in time for lunch.

(CONTINUED)

Andrew ignores her. He walks to the fridge and pulls out the milk. He gulps it down straight from the carton. Joanne huffs in frustration and stands.

JOANNE

(to Riley)

Well, why don't we get going? We can get lunch on the way.

Riley stands, still looking worried.

ANDREW

Hang on, I thought I was going to help Riley practice for her thing.

Joanne pauses, disbelieving.

JOANNE

Really.

ANDREW

Yeah.

JOANNE

I thought you had band practice.

ANDREW

It's not till later. I can do this.

Andrew takes Joanne's seat and picks up the words. Riley looks at Joanne uncertainly, still expecting a fight, but Joanne seems pleasantly surprised.

JOANNE

Well, okay then. I'm going to clean up a bit, and then we'll have lunch, all right?

ANDREW

Sounds good.

Riley stares in disbelief as Joanne leaves the kitchen--they're not fighting! She sits down and looks at her dad expectantly.

ANDREW

Okay, where are we?

RILEY

I just did "assumption".

(CONTINUED)

ANDREW  
Okay then, attendance.

RILEY  
Attendance, A-T-E-N--

ANDREW  
Ah, you missed a T.

Joanne pops her head in.

JOANNE  
You have to let her spell the whole thing out.

ANDREW  
All right, sorry. Try again.

RILEY  
Attendance, A-T-T-E-N-D-E-N-C-E,  
attendance.

ANDREW  
Almost. That second E is actually  
an A--

JOANNE (O.S.)  
You need to *show* her the word.  
She's a visual learner, not  
auditory.

ANDREW  
Yes, *dear*.

Andrew shoves the paper at Riley. Nervous again, Riley takes it, but she has trouble focusing on the words.

RILEY  
Uh, what did I get wrong on this one?

ANDREW  
The letter after D. You said E, but  
it's--

The VACUUM CLEANER is turned on, drowning out Andrew's words. He stands and looks into the living room.

ANDREW  
(shouting over the vacuum)  
*What are you doing?*

JOANNE  
                  (shouting)  
                  *What does it look like I'm doing?*

                  ANDREW  
                  *You have to do that now?*

Joanne turns off the vacuum.

                  JOANNE  
                  What's the problem?

                  ANDREW  
                  You tell me you want me to practice  
                  with Riley, and then you start  
                  making noise.

                  JOANNE  
                  It's not that much noise, and you  
                  can go in her room if--

                  ANDREW  
                  I swear, I can't tell if you're  
                  happier when I'm here or when I'm  
                  gone!

                  JOANNE  
                  You really want to start this now?

Riley stares at her list of words still on the table,  
fighting tears. She grabs the list and runs up the stairs.  
Joanne and Andrew don't notice.

INT. RILEY'S ROOM - DAY

Riley walks into her room and closes the door, gazing  
despondently at the floor. She puts her list of words on the  
desk, no longer in the mood to study, and turns.

Piper sits on her bookshelf, reading the fairy book.

Riley SCREAMS and reels back. Piper looks up, surprised.

                  PIPER  
                  This is a really weird book.

                  RILEY  
                  You--you--you! I--uhhh--oh man oh  
                  man...You're here...again.

Piper flies off the bookshelf and lands on the floor.

(CONTINUED)

PIPER

I've never heard of people saying words to do magic. And why do they have to rhyme? And *why* do all the fairies wear dresses? That's the dumbest thing I've ever seen. You know we *fly*, right?

RILEY

What are you doing here?

PIPER

I just wanted to look at your book. It's the only thing I've seen that says fairies can do magic.

(reading)

"They sit on the bench as their ice cream melts. 'The best way to help yourself,' says the fairy, 'is to help someone else.'" She's a fairy--why would she let the ice cream melt?

(beat)

Did I interrupt something?

RILEY

No...no, you didn't.

PIPER

Are your parents--?

RILEY

(changing the subject)

I thought you said fairies couldn't do magic.

PIPER

I know, but guess what! I did it!

RILEY

(excited)

Really?

PIPER

Yeah! I had my first lesson today! I don't know what people are talking about. I mean, it wasn't easy, but it wasn't *that* hard--

RILEY

Can you show me?

(CONTINUED)

PIPER  
(faltering)  
Um, well, okay...I can try.

Piper puts down the book. She holds up her hands, then extends them as though she's holding a sphere. She frowns in concentration. Riley watches expectantly.

A small sphere of orange energy appears between Piper's hands.

RILEY  
Wow!

PIPER  
(disbelieving)  
Hey! I actually did it!

The orb buzzes happily, then starts to vibrate in Piper's grip.

RILEY  
What's it doing?

PIPER  
Uh oh.

The orb breaks free from Piper's grip and flies around the room, just as Gavin's did. The two girls duck out of the way.

RILEY  
Piper!

PIPER  
Sorry, sorry!

Piper lunges for it, but it zooms out of reach. It bounces against the bookshelf, which threatens to topple. Riley lunges to catch her books.

RILEY  
What's it doing?

PIPER  
I don't know! I told you I was new  
at this!

The orb flies and spins around, apparently enjoying itself. Piper flies after it, gaining. She tries to corner it, but it bounces off her head and shoots off.

PIPER

Ow!

Riley braces and leaps as the orb flies by. She lands on top of it, pinning it to the floor.

RILEY

Ha! I caught it. *Whoa!*

The orb floats straight up, with Riley on top of it. It flips her around and tries to shake her off, but she clings to it.

RILEY

Piper!

PIPER

Hang on! I got this!

Piper reaches out, but the orb flies out of reach and then shoots out the open window, Riley still barely clinging on.

PIPER

Riley!

Piper watches her fly out the window. She grabs her moonstone and darts after Riley.

EXT. HUMAN NEIGHBORHOOD - DAY

The orb shoots out over the city with Riley in tow. She looks down at the city below her and clings more tightly to the orb.

RILEY

Oh my gosh, oh my gosh, oh my gosh.  
Piper! *Ahh!*

The orb shoots up, higher and higher. It tries to shake Riley off and begins to spin.

RILEY

Oh no! Please stop! Don't--*ahh!*

The orb successfully flings her off, and she falls with a SCREAM.

She stops in mid-air, and Piper fades into view as soon as she catches Riley. Riley clings to her in fright.

(CONTINUED)

PIPER

Phew! You're heavier than you look.

The orb whizzes bounces against buildings and windows indiscriminately, making cracks and startling people.

RILEY

We can't let that thing fly through the town!

PIPER

Uh, right!

Piper zooms after it, Riley clinging to her neck. She weaves in and out of buildings to keep it in sight.

RILEY

Why can't you just call it back or something?

PIPER

I've only had one magic lesson, okay?

Piper sees the orb and raises a hand to aim. She shoots off another blast of magic. It hits the orb...

PIPER

Yes!

But the orb only grows in size and keeps flying.

RILEY

Piper!

PIPER

One lesson!

Piper keeps after the orb, which buzzes around the houses of a residential area, apparently enjoying itself. It flies around a corner, out of sight.

Piper and Riley fly after it, but it's gone.

RILEY

Where'd it go?

PIPER

Uh...maybe it gave up? Can we take a break? You're heavy.

Piper drifts over to a roof and sits.

(CONTINUED)

RILEY

But what about the orb--thingy?

PIPER

I'm sure it's fine. Ugh, my wings are tired.

RILEY

It's nice to get out of the house for a bit.

PIPER

Are you in there all the time?

RILEY

No! I mean--I go to school and stuff, but that's pretty much it.

PIPER

That must not be very fun.

RILEY

Yeah...

PIPER

Haven't you ever thought of leaving?

RILEY

Well, I'm not very good at sports, and we live far from the library--

PIPER

No, I mean leaving your parents? Living somewhere else?

RILEY

What? I can't do that!

PIPER

Why not?

RILEY

I'm only ten! I mean--someday, eventually, I guess, but I can't just--run away! That would hurt them!

PIPER

Okay, sorry! It was just a suggestion.

(CONTINUED)

RILEY

I love my parents. I don't want to leave. I just wish they would stop fighting.

Out of nowhere, the orb whizzes by them, back toward Riley's house.

PIPER

Whoa!

RILEY

There it is!

PIPER

Time to go!

Piper scoops up Riley and flies back toward the house, Riley SCREAMING.

RILEY

Whoa! Stop *doing* that!

As Piper zooms back, Kritter spots her and Riley from a nearby alleyway. He stares after them, confused.

INT. RILEY'S ROOM - DAY

The orb of energy zooms through the window and phases through the door, out of sight.

Joanne enters Riley's empty bedroom.

JOANNE

Riley, do you want some of that leftover pizza? Riley?

Piper zooms into the room and plops Riley on the bed behind Joanne; Riley bounces into view.

RILEY

Ahh!

JOANNE

Will you quit fooling around? I still haven't quizzed you yet.

RILEY

(dazed)

Uh huh...sure...

Joanne grabs Riley's list of words from her desk and heads back downstairs.

(CONTINUED)

JOANNE

Come on, lunch is ready.

Riley scrambles off her bed and follows. She glances back.  
Piper fades into view.

RILEY

(whispers)

Come back later tonight.

PIPER

Okay!

Riley smiles and heads for the kitchen.

Piper smiles after her. She picks up her moonstone and leaves.

EXT. WOODS - DAY

Piper weaves through the trees, heading for Glendower. A rustling noise comes from somewhere behind her. She stops and turns around.

PIPER

Hello.

More rustling coming from the bushes. She lowers in her flight, trying to pinpoint the sound.

DIEGO

Hey, fairy.

PIPER

*Ahh!*

Piper reels in surprise. Diego is leaning against a nearby tree, looking aloof and a bit intimidating. Piper huffs in frustration.

PIPER

What do you want?

DIEGO

You mentioned something about mines. What mines?

PIPER

What? Did you come all the way out here just to bug me about that?

(CONTINUED)

DIEGO  
*Mines.* We're talking about *mines*.

PIPER  
(huffs angrily)  
I saw a goblin sneaking from the mining company with a sack of moonstones.

DIEGO  
What? When?

PIPER  
Yesterday.

Diego grows silent, thinking. Piper waits for a beat.

PIPER  
Well, if that's all you needed, then I'll see you tomorrow!

She stomps away, heading for the city. Diego follows her, ignoring her mood.

DIEGO  
I need to go look at the mines.

PIPER  
For what?

DIEGO  
I have to get inside.

PIPER  
Why?

DIEGO  
I can't be seen.

PIPER  
By who?

DIEGO  
You need to help me.

PIPER  
Well, maybe I don't want to. Maybe I don't like being treated like a...a...nuisance.

DIEGO  
You are a nuisance, but I need you to sneak me into the mines.

(CONTINUED)

PIPER

Well, just so you know, that's not how you make friends.

Piper turns to leave, quite proud of herself.

DIEGO

(pause)

Speaking of friends, does Gavin know about your little human friend?

Piper freezes. She turns on him.

PIPER

You've been spying on me?

DIEGO

It seems like you two are friends.

PIPER

What's wrong with that?

DIEGO

You think Gavin would appreciate *another* loose end around here?

PIPER

Loose end for what? What are you two doing?

DIEGO

(sighs)

We're trying to find a lunatic friend of Gavin's who might be up to something very dangerous that will put your whole city in jeopardy and we'd really like to catch him before he does it.

PIPER

(beat)

Oh.

DIEGO

So as you can see, secrecy is very important. If Gavin found out...

PIPER

But why is this lunatic in our city? I thought there were other cities.

(CONTINUED)

DIEGO

Because I'm so generous, not only will I not tell Gavin about the human girl, I'll answer your questions *if* you sneak me into the mines.

Piper considers him, failing to find a flaw with this deal.

PIPER

Okay, fine. Deal.

Piper holds out a hand for a hand shake. Diego heads for the city, ignoring it.

DIEGO

Fine.

PIPER

(muttering)

Stupid elves.

INT. GLENDOWER MINERS - DAY

Piper and Diego enter the office lobby, a small, rather bare space. Diego is in disguise, wearing a Carpenter Troll's uniform that is too big for him and a hat that covers his eyes.

DIEGO

(muttering)

I look ridiculous.

PIPER

It was either this or a waitress uniform.

A troll RECEPTIONIST sits at the front desk. She looks up warmly as they approach.

RECEPTIONIST

Welcome to Glendower Miners. How may I help you?

Piper glances at Diego, but he's scouting out the lobby, looking at an old SLEEPING SATYR with unwarranted suspicion.

PIPER

Um, we would like to apply for two mining positions, please.

The Receptionist pulls out two applications.

(CONTINUED)

RECEPTIONIST

Certainly, just fill these out and we'll get you on payroll.

PIPER

Wow, just like that?

DIEGO

Do you have a lot of positions open here?

RECEPTIONIST

Yes, there's no limit to how many workers we can hire.

DIEGO

Really?

PIPER

That's--odd.

RECEPTIONIST

Quite lucky, I think.

PIPER

(handing Diego an application)  
Right, well, thank you.

RECEPTIONIST

(sly)  
Isn't it a bit--distracting for a couple to work together, hmm?

PIPER

(oblivious)  
A couple of what?

She sees the Receptionist's knowing expression. Piper and Diego blush in protest.

PIPER

Ah, no, eh, not quite. Dead wrong, actually. We don't even really like--yeah, exactly, thanks.

DIEGO

Uhhhh, we are not a couple. Not even remotely. We are the opposite of a couple.

RECEPTIONIST

(giggles knowingly)  
Ah, young love. Just can't stay away from each other.

Piper and Diego glance at each other, then edge away. They go sit down and start working on their applications.

(CONTINUED)

DIEGO  
(whispering)  
It must be Richard. There's no  
other explanation.

PIPER  
How is he affording so many  
workers?

DIEGO  
He's not poor, and he doesn't need  
the workers for long. He might not  
even be planning to pay them.

PIPER  
(savagely)  
Jerk.

Diego spots a laundry cart of miner uniforms in the corner  
leading down a hallway. He looks at the Receptionist.

DIEGO  
Go ask her for another application.

PIPER  
What? Why?

DIEGO  
You accidentally ripped yours.

PIPER  
(confused)  
No I didn't.

Diego promptly grabs her application and rips it in two. She  
gapes at him. She grabs the paper and stands.

PIPER  
(mumbling)  
Stupid elves.

She approaches the desk again. The Receptionist looks up  
with a bland smile.

PIPER  
(sheepish)  
Um, could I have another  
application, please?

The Receptionist looks at the shredded paper and blinks.

RECEPTIONIST

Of course.

The Receptionist ducks her head down to reach in a drawer. Piper looks up and sees Diego dart for the laundry cart and pull out two uniforms. He gestures for her to follow and ducks around the corner.

Piper glances at the Receptionist, still looking for another application. The Receptionist straightens.

RECEPTIONIST

Here you are, dear. This--

Piper is gone. The Receptionist looks around, confused.

INT. GLENDOWER MINES - DAY

MAIN TUNNEL

Behind the Miner's office is a hill with a tunnel leading into the mines. Diego and Piper, now dressed in miner overalls and hard hats, follow the cart tracks into the mines. The tunnels are narrow and poorly lit with firefly lanterns.

Piper struggles in her baggy overalls, and her too-big hard hat keeps falling over her eyes.

PIPER

So what are we looking for,  
exactly?

DIEGO

Not sure yet. Moonstone. Richard's  
cronies. Or Richard himself.  
Wouldn't that be fun?

PIPER

Is Richard dangerous?

DIEGO

Yeah, that's what I mean.  
(pauses)  
Let's go down this way.

They turn left down an unlit tunnel. Diego turns the firefly light on his hard hat; Piper does the same.

PIPER

So how are you planning to stop  
him?

(CONTINUED)

DIEGO  
(nudging his scabbard)  
I'm pretty good with a sword.

PIPER  
But by yourself?

DIEGO  
Gavin's not getting anything done  
his way. The longer we wait, the  
more dangerous it gets.

PIPER  
Why are you and Gavin stuck going  
after him?

DIEGO  
We're not *stuck*. Gavin feels  
responsible for Richard, I think.  
Apparently they were friends  
before.

PIPER  
Oh. But why are you here?

DIEGO  
I've got nowhere else to be--I was  
kicked out of the magic academy.

PIPER  
For what?

DIEGO  
Insubordination, whatever that  
means. Personally, I think--

He pauses, looks around. A slight scuttle is barely heard.

PIPER  
What's that?

DIEGO  
Someone's here.

Diego draws his sword. Piper looks around, eyes wide.

PIPER  
Maybe it's a worker.

DIEGO  
Not this far from the main tunnel.

Another scuttle. Another tunnel catches Diego's eye. He  
heads for it.

DIEGO  
Stay here.

PIPER  
What?

DIEGO  
Scream if you see anything.

He hurries down the tunnel before she can protest. She looks around, the darkness looking more menacing than before.

More scuttling from behind her. Piper whirls around.

PIPER  
Hello?...Diego?

Another scuttle. She turns again. Her light catches a familiar face: it's Nroder, the goblin.

PIPER  
(recognizing him)  
Hey! You!

Nroder panics and runs down a side tunnel. Piper hesitates, then flies after him.

PIPER  
Hey wait! I have questions for you!

She follows him down tunnels, barely keeping him in sight.

INT. GLENDOWER MINES: LARGE CAVERN - DAY

Nroder darts into a large, open cavern, completely with moonstones embedded all over the surrounding rock. The cavern floor looks cracked and unstable in some places.

Piper slows and gapes at all the moonstone, momentarily forgetting the chase.

PIPER  
Whoa...how did--?

An odd whooshing sound. She turns. A fireball is heading right toward her.

With a SCREAM, she barely dodges it. It hits the ground beneath her, and the blast sends her flying. The ground trembles and cracks dangerously.

(CONTINUED)

Piper lands on the ground hard and looks up. Kritter is standing on a ledge in the wall, Nroder crouching beside him.

PIPER

You!

KRITTER

You've been a bigger pest than I expected, fairy.

Piper gets to her feet.

PIPER

You're working with Richard, aren't you? What's he up to?

KRITTER

Eavesdropping again, little fairy? You're getting involved in something a bit bigger than you realize.

Kritter extends his hands, and two spheres of fire appear in his palms. Piper tenses, more fearful.

KRITTER

Where did you hear the name Richard? Who said it?

PIPER

You--what do you want moonstone for?

KRITTER

You do not ask the questions here--

RICHARD

Now Kritter, don't be rude.

Kritter extinguishes his fire. Piper whirls around as Richard slowly emerges from another tunnel. His face looks hollow and gaunt, but his dark eyes scan the tunnel dangerously. He stares at Piper. She backs up, terrified.

RICHARD

We haven't even been introduced properly.

(considering Piper)

Very odd that Gavin has recruited a fairy for his little mission. How much has he told you?

(CONTINUED)

Piper's gaze flits from Richard to Kritter, to the tunnel she came through. She darts for it.

A flash of red magic, and the door is sealed with a wall of stone. She reels back with a CRY.

RICHARD

Has he told you why he's trying to stop me? Why he feels so obligated to find me?

As he speaks, Piper darts from one tunnel to another, but every one closes before she reaches it. Completely sealed in, she backs against a wall, panting.

RICHARD

I can spare you, dear. You don't owe Gavin anything. This whole thing has nothing to do with you. Just tell me: Where is Gavin?

Piper swallows, looking for some kind of exit, but there's no escape. Richard turns to leave with a sigh, disappointed.

RICHARD

(to Kritter)

Finish her.

Kritter hefts another fireball, aims, throws. Piper braces, her arms extended, and...

A flash of orange. Piper looks down and finds his fireball trapped in a glowing web of her own magic, just as she did at Gavin's place.

Kritter hisses angrily. Richard gapes, dumbfounded.

RICHARD

Well, how about that?

Kritter creates another fireball, but Piper throws hers back at him. Kritter and Nroder leap out of the way as the fireball hits the wall, breaking open a tunnel. An exit!

Piper flies for the tunnel. A flash of red blasts her out of the air, knocking her against the stone. She falls to the ground with a painful thud.

RICHARD

(laughing, gleeful)

Well, this *is* a development! A fairy who knows *magic*. Oh, my, look at the irony of it all! Does Gavin

(MORE)

(CONTINUED)

RICHARD (cont'd)  
know? I can't think of any other  
reason why he'd recruit a fairy,  
but he more than anyone is aware of  
the *risks*...

Piper struggles to sit up, her wings fluttering feebly.  
Richard approaches her slowly, grandly.

RICHARD  
Well, my dear, you are one  
incredible loose end, I must say.  
If I had the time, I'd love to see  
what Gavin does with you. But I'm  
afraid you are a bigger loose end  
than I can afford.

Richard raises his scepter at her, and it glows red. Unable  
to move, Piper braces.

Diego darts out of the only open tunnel. His sword hits  
Richard's scepter with a CLANG, and the blast goes wide.

Richard stumbles back, but Diego keeps up the pressure,  
attacking with quick swipes and jabs that Richard barely  
deflects with his scepter.

RICHARD  
Diego! So nice to see an old  
friend. I take it the fairy's with  
you?

Diego swipes again, and his blade locks with Richard's  
scepter. The scepter begins to glow. Diego pushes against it  
and jumps out of the way just as Richard shoots an energy  
blast.

Piper gets to her feet, a bit unsteady but okay. Kritter  
jumps into range and hefts another fireball. She darts into  
the air just as he launches it.

KRITTER  
I should've finished you off when I  
saw you in the human world.

More fireballs, but she neatly dodges them. He throws one  
more. Piper reaches out and catches it with her magic, more  
easily than before.

PIPER  
Yeah, you probably should've.

She throws the fireball back at him. He leaps out of the way, and it explodes hugely against the cavern wall, sending a tremor through the unstable floor.

Nroder is cowering in a corner nearby, watching the conflict with wide, terrified eyes. He spots the tunnel and, unnoticed by anyone, sneaks out of the cavern.

Diego and Richard keep dueling. Diego is consistent and precise with every move, but he's out of his league. Richard locks his scepter against Diego's sword and pins him to the wall.

RICHARD

A bit reckless to come here. I take it Gavin didn't send you.

DIEGO

(struggling)

He's on his way, actually.

RICHARD

Hm, I'll be quick, then.

Richard swipes his scepter away and blasts Diego across the cavern. Diego hits the wall and lands on the ground, unmoving.

Richard raises his staff as it glows red; he strikes the ground with the end of it.

The whole cavern trembles as the entire floor cracks, crumbling into pieces that fall down a black chasm.

Richard shows his wings for the first time, black wings that glint red, and flies into the air as the floor gives way.

RICHARD

Give Gavin my regards.

Richard clears one of the back tunnels and flies through. Kritter shoves one more fireball at Piper before scrambling after him.

Piper dodges the fire. She looks down and spots Diego unconscious, the floor near him crumbling. She flies to him and shakes his shoulder.

PIPER

Diego. Diego, wake up.

He doesn't respond, and the floor under them is starting to tremble. Piper grabs his arm and starts dragging him toward an open tunnel. The floor is crumbling faster than she's moving.

PIPER  
(straining)  
Come on, Diego.

She's about fifteen feet from the tunnel when the floor gives way under Diego. He starts to fall.

PIPER  
No no no--DIEGO!

Her wings work furiously, but it's too much weight; they start slowly falling into the hole. Her grip is slipping on his wrist, until...

Diego's hand tightens around her wrist.

PIPER  
(breathless)  
Diego!

DIEGO  
Get to a wall!

Piper leans towards the closest wall, still sinking. Diego grabs the jagged wall and climbs. Piper falters a bit, exhausted, then flies after him.

The floor nearly gone, the walls of the cavern start cracking. Diego jumps nimbly to the nearest tunnel.

DIEGO  
Come on!

Piper lands beside him and stumbles. Diego grabs her arm and pulls her into a run just as the cavern completely caves in. They stop and look back, but the rumbling quiets; they're safe. Piper slumps to the floor, panting.

PIPER  
So that's Richard, huh?

DIEGO  
Yeah.

PIPER  
Could use a haircut.

Diego looks at her, incredulous, and the two start laughing. The last of the tension dissipates.

(CONTINUED)

Suddenly, the two of them start glowing green. Piper starts to panic, but Diego just sighs in resignation.

PIPER  
What--what's going--?

The two lift off the ground and start flying through the tunnel, Piper SCREAMING.

MAIN TUNNEL

The two tumble into the main tunnel, and the green light vanishes. They look up and see Gavin standing over them, looking very displeased.

PIPER  
(to Diego)  
I thought you were lying when you said he was coming.

DIEGO  
It was a good guess.

INT. GAVIN'S PLACE: PARLOR - DAY

Diego and Piper sit side-by-side in front of the green fireplace, looking at the floor guiltily like scolded children. Gavin paces in front of them, fuming. Zagurt sits in another chair.

GAVIN  
You have jeopardized this entire mission. You have compromised our position and our plan.  
(to Diego)  
And you put innocent lives in danger.

PIPER  
No, we didn't.

GAVIN  
I wasn't speaking to you.  
(to Diego)  
Diego, you are relieved of your position.

Diego opens his mouth to protest, then bows his head deeper.

GAVIN  
Pack your things.

(CONTINUED)

Diego turns to leave. Piper watches him, then looks at Gavin, furious.

PIPER

That's not fair! He was just--

GAVIN

And you are no longer my student. I release you from our agreement.

PIPER

Well, you didn't really teach my anything anyway, but I'm still going to help you stop Richard.

GAVIN

You don't understand. You have no *idea*--

PIPER

And whose fault is that? You lied to me! You told me that fairies can't learn magic!

GAVIN

They can't.

PIPER

But Richard--

GAVIN

Richard is the only exception I have ever even heard of.

PIPER

He...really? The *only* one?

GAVIN

Richard and I were fellow students at our city's Magic Academy.

PIPER

You have a magic *academy*?  
(off of Gavin's stare)  
Sorry. Go on.

As Gavin tells his stories, images appear.

GAVIN

He was the only fairy to ever attend the academy. The board was skeptical to let him in, but when he demonstrated rather impressive

(MORE)

(CONTINUED)

GAVIN (cont'd)  
abilities, even without any training, they admitted him to my class. We soon became rivals, the top two students. I admit that I was proud; I'd never met anyone that was as good at magic as I was--wizards are naturally more talented--and it frustrated me that he did so well so *easily* while I practiced for hours every day. Out of arrogance, I decided to spy on him. I found out he was sneaking out of the city and into the human world, which was forbidden without having authorization. I told the board, and they expelled him. The City Council imprisoned him.

PIPER  
That's a bit harsh.

GAVIN  
Those are the laws. And after so many years, something went wrong. He went insane, and his powers increased exponentially. A few weeks ago, he broke himself out, and there's no telling what he will do.

Piper stares at the floor, thinking.

PIPER  
Did he learn magic because he visited the human world? Did he meet someone?

GAVIN  
I don't know. I can't imagine what the human world could've offered in terms of magic. Perhaps he found a magical artifact, perhaps he was just naturally gifted. He never said.

Piper nods, but she's still thinking, connecting the dots. Gavin looks at her.

GAVIN  
You understand why this is so dangerous, why it was a mistake to  
(MORE)

(CONTINUED)

GAVIN (cont'd)  
even pretend to teach you magic.  
You need to go home and remain out  
of sight for a while, just until  
this is over.

PIPER  
But Richard--

GAVIN  
I will take care of Richard.

PIPER  
By yourself?

GAVIN  
He is my responsibility. I will  
handle him. You need to leave.

PIPER  
I can help--

GAVIN  
What could you possibly do without  
magic?

Piper opens her mouth, then closes it, hesitant to tell him.

GAVIN  
I'm sorry, Piper. I'm not giving  
you a choice.

Gavin waves his hand, and the tapestry on the wall springs  
to life, ready to throw Piper out again.

PIPER  
Don't bother. I'll let myself out.

She does, slamming the door behind her. Gavin sighs  
heavily.

ZAGURT  
I didn't think you cared so much  
for them.

GAVIN  
(pause)  
Come on. We've got work to do.

EXT. RILEY'S ROOM - NIGHT

Piper sits on the roof opposite Riley's window, watching practice her spelling. Riley looks at the paper and sighs. She goes over to her bed and flops on it. Vague yelling drifts from the window: Joanne and Andrew are fighting again.

Piper fiddles with the moonstone in her hand, struggling with her decision. She leans forward, about to fly into the window, then thinks better of it.

PIPER  
Sorry, Riley.

She leaves, heading for the city.

INT. GAVIN'S PLACE: PARLOR - NIGHT

Diego emerges from his room, a bag slung over his shoulder. He looks at Gavin, but Gavin willfully ignores him, speaking in hushed tones with Zagurt by the fire. Diego braces himself for a moment before speaking.

DIEGO  
I'm leaving now, sir.

Gavin pauses in his speech, but doesn't look at Diego.

GAVIN  
Where will you go?

DIEGO  
Another city, I suppose. Maybe find work as bodyguard or a miner or something.

GAVIN  
(still not looking)  
I wish you the best.

DIEGO  
And you, sir.

Diego heads for the door, opens it. He pauses.

DIEGO  
Thank you, sir. For being the last to give up on me.

He leaves. Gavin sighs, pinching the bridge of his nose.

INT. RILEY'S ROOM - NIGHT

Riley lies on her bed, looking despondent. She keeps glancing at her wide open window. She sighs; Piper's not coming, and Riley's parents won't stop yelling.

Riley sits up, deciding something. She grabs a duffel bag from under the bed and starts filling it with clothes and books. She's running away.

The window suddenly pushes open too far. Riley straightens.

RILEY

Piper?

The bedroom door closes. Riley stands, grinning.

RILEY

I thought you weren't going to come!

A moonstone appears on the floor. Kritter flashes into view. Riley gasps and steps back, scared.

RILEY

What--who are you?

INT. PIPER AND LIN'S PLACE - NIGHT

Piper opens the door to the apartment.

PIPER

Lin, sorry I didn't pick up dinner, I--

Piper freezes in the doorway. Everything is packed up, and the furniture is gone. Lin comes into the living room from her bedroom, carrying two suitcases.

PIPER

Lin, what's going--

LIN

The landlord's kicking us out, Piper.

PIPER

What? But I thought--

LIN

We couldn't keep up, especially since you haven't found a job yet.

(CONTINUED)

PIPER  
Oh no, Lin, I'm sorry. I swear  
tomorrow, first thing--

LIN  
It's too late, Piper! There's  
nothing we can do.

PIPER  
(pause)  
Where will we go?

LIN  
I...found a place.

PIPER  
Really? That's great!

LIN  
There's only room for one.

PIPER  
There's--well, then that's not an  
option, of course. We--

Piper freezes, understanding what Lin means.

PIPER  
Oh.

LIN  
Piper, I am sorry. I'm really  
sorry, but I just can't keep up  
with you anymore. It's not fair!  
How many times have I had to cover  
for you? Clean up messes for you?  
Take credit for *your* mistakes? It's  
too much.

Piper says nothing. Lin picks up her suitcases and heads for  
the door.

LIN  
If you need anything, let me know,  
okay? You're still my friend.

Piper just nods. Lin exits, leaving Piper alone in an empty  
apartment that suddenly looks too big.

EXT. FAIRY CITY - NIGHT

The end of the workday. Piper walks through the streets of the city as people head home from work. She watches them despondently, hands shoved in her pockets, occasionally kicking at a random rock in the road.

EXT. GLENDOWER MINERS - NIGHT

Piper stops across the street from the Mining office, thinking.

Around the side of the building, a small figure comes out of a side door. It's Nroder. Piper's eyes widen in recognition. She looks around, then sneaks after him.

Nroder darts down an alley, looking around for prying eyes. He rounds a corner--and nearly runs into Piper.

PIPER

I still have questions for you.

Nroder reels back and tries to run the other direction, but he's caught in an orange web of magic and pinned to a wall.

NRODER

(panicking)

Please! I don't have anything to do with any of it!

PIPER

Well, *that's* not true. What does Richard want with the moonstone?

NRODER

I don't know.

(off her glare)

No, I swear I don't! I don't know what he does with the moonstone. He's just trying to get it all!

PIPER

Get it all...?

Piper thinks for a moment. Slowly, she realizes...

PIPER

The border. The border of the city. It's powered by moonstone, isn't it?

(CONTINUED)

NRODER

Uh--I--I think so, sure--

PIPER

He doesn't want the moonstone; he's trying to get rid of it! Get rid of the border between the human world and ours! I have to warn Gavin.

She frees Nroder and darts in the sky, heading back for Gavin's hideout.

INT. GAVIN'S PLACE: PARLOR - NIGHT

Gavin kneels in front of the green fire in the fireplace. With each wave of his hand, a new location in the human world appears in the fire: an alleyway, a home, a grocery store, a sewer. Frustrated, Gavin dispells the images.

GAVIN

Tracker spell isn't working.  
Perhaps I should just stand on the roof and shout for him.

The warehouse trembles dangerously. The ceiling cracks with red energy, crumbling away.

RICHARD

Not necessary, old friend.

Richard drifts down into the warehouse, his scepter glowing. Gavin straightens and faces him.

RICHARD

I'll come to you.

EXT. HUMAN NEIGHBORHOOD - NIGHT

Diego jumps from roof to roof, a pack slung over his back. He looks frustrated and sad.

The sound of a distance blast catches his attention. He turns and see red glowing from where Gavin's hideout is. He gapes, then heads back as quickly as he can.

DIEGO

I knew it! I knew it! I *told* him!

EXT. HUMAN NEIGHBORHOOD - NIGHT

Piper zooms through the neighborhood, flying as fast as she can. She passes Riley's window and stops. Something's not right.

She peeks into the window, but Riley's not there. Piper sets down her moonstone on the window sill.

PIPER

Riley?

She looks around, noticing the abandoned dufflebag. A scorch mark on the wall catches her eye; she gasps.

PIPER

Kritter.

She zooms out of the bedroom, leaving her moonstone on the window sill.

EXT. GAVIN'S PLACE - NIGHT

Gavin bursts from the ceiling of the warehouse, standing on a sphere of green light. Richard zooms up after him, shooting red bolts of energy that Gavin deflects.

RICHARD

Where's your little fairy protégé?  
I have a present for her.

Gavin waves his hands, and debris from the warehouse ceiling comes to life and flies at Richard, who blasts it away with his scepter.

RICHARD

Or maybe the elf boy? He's quite  
the determined failure.

Richard shoots out more energy. It clings to everything around him: debris, lamp posts, and even a few cars. They all fly into the air and start circling around Gavin, coming closer.

Gavin remains calm; he sends out another blast of green, pushing the cyclone back. He has this under control, until...

Richard dives on him from above, and their weapons meet with a resounding BLAST of energy. Richard pushes him down into the street, running him into the ground.

(CONTINUED)

RICHARD

Perhaps taking me on alone wasn't  
your best option.

His scepter glows red, gaining energy. Gavin fights back  
with his own, but it's not enough.

Diego darts down the street and swings his sword at Richard,  
knocking him off Gavin. As before, the red blast goes wide.

DIEGO

Twice in one day, Richard. You're  
getting sloppy.

Gavin gets to his feet.

GAVIN

Diego, you shouldn't be here.

DIEGO

You're welcome, sir.

Richard straightens.

RICHARD

That's one. Where's the other one?

GAVIN

What are you up to, Richard?

RICHARD

What am *I* up to? You're the one  
with a budding fairy magician on  
your hands. Have you figured it  
out, yet?

Gavin shoots a bolt of green, but Richard swats it away like  
a fly. He raises his scepter, and it glows brighter.

Diego darts forward, sword raised, but he's not quick  
enough. Richard slams the scepter, and the red magic fans  
out in a nuclear-like blast. Diego and Gavin are sent  
flying. Building windows break, cement cracks, and a few car  
alarms go off.

Richard steps forward, looming over Diego and Gavin.  
Checkmate.

RICHARD

This is almost disappointingly  
easy.

Richard raises his scepter, then stops. He's caught in a web  
of orange magic.

(CONTINUED)

RICHARD  
Ah, there she is.

Piper comes zooming down the street. She aims straight at Richard and punches him in the face. Orange magic sends him flying.

GAVIN  
Piper!

DIEGO  
(impressed)  
Whoa.

PIPER  
(shouting at Richard)  
Where is she? Where's Riley.

Richard chuckles, rubbing his chin as he gets to his feet.

RICHARD  
I was worried we'd have to start  
the party without you.

Piper's hands glow orange. As her anger increases, a hint of red starts to permeate her magic.

PIPER  
What did you do with her?

RICHARD  
You feel it already, don't you? The  
power surging in your veins. It's  
addicting, isn't it?

Piper shoots her magic at him. He dodges out of the way, and it blasts a window. She shoots more, too furious to notice the damage she's causing.

DIEGO  
Piper, what are you doing!?

She ignores him. She flies after Richard and keeps blasting at him, though he's always just out of range. Walls crack; windows break.

GAVIN  
Piper! You need to stop!

Piper creates a giant ball of energy between her hands and flings it at Richard. He deflects it up, and it hits a power line, sending sparks everywhere.

(CONTINUED)

Piper braces for another attack, but she suddenly glows green and gets dragged to the ground.

PIPER  
What--let me go!

Gavin sets her on the ground.

GAVIN  
Piper, you need to stop. You're causing too much damage.

PIPER  
What--?

Piper looks around and sees the destruction she's done for the first time. She gapes, looking panicked and guilty.

PIPER  
I--I'm sorry. I didn't mean--

RICHARD  
(shouting from the air)  
It's exhilarating; isn't it, Piper?  
All the power you can imagine, so long as you get angry enough.

GAVIN  
Piper, since when did you learn *magic*?

PIPER  
Since your lesson, actually.

GAVIN  
But--*how*?

RICHARD  
Oh come on, haven't you figured it out? What's the one thing that's different about us? What did we do that no one else dare to do?

GAVIN  
Enter the human world, but that doesn't--

RICHARD  
Not just enter it. That's the easy part. No, we both made a friend--a *human* friend. Isn't that right, little fairy?

PIPER  
*Where is she?*

Gavin restrains Piper.

GAVIN  
What's your plan, Richard?

PIPER  
The moonstone.  
(to Gavin)  
He wants to get rid of the barrier  
between Glendower and the human  
world.

GAVIN  
The moonstone in the mines. Of  
course. But why?

RICHARD  
Oh, come on, Gavin. Who suffers  
because of the barrier? Not  
wizards, or elves, or trolls, or  
goblins. It's *fairies*. The one  
group that relies on the humans is  
marginalized more than any other.

GAVIN  
The borders are there to protect  
us, Richard.

RICHARD  
Indeed, they are, my friend, but  
from whom? The humans? Piper here  
could tell you that not all humans  
are bad, right? No, it's not humans  
you're afraid of. It's the magic of  
a fairy as the strongest magic  
there is!

Richard waves a hand, and a large sphere appears beside him.  
Riley is trapped inside, banging on the sphere desperately.

PIPER  
Riley!

RICHARD  
Come and get her, little fairy.

Richard flies up higher in the sky. Piper tenses for flight,  
but Diego grabs her arm. She struggles against his grip.

(CONTINUED)

DIEGO

Wait, we need to be smart about this.

PIPER

Let--go!

Gavin grabs her shoulder.

GAVIN

Piper. We'll do this together, all right?

Piper stops struggling. She looks at Gavin's determined expression.

PIPER

What do we do?

GAVIN

I'll take Richard; you get Riley.

Piper nods, determined. Gavin creates his platform of energy and levitates into the sky. Piper flies after him. Diego watches them go, disbelieving.

DIEGO

What am *I* supposed to do?

He spots a fire escape on the side a nearby building. He sighs and starts climbing.

Gavin shoots more energy at Richard, which he deflects. The two begin to duel.

Piper heads straight for Riley.

RILEY

Piper!

PIPER

Hang on, I'll get you out!

Piper raises her hands and shoots a blast of orange at the sphere; no damage.

PIPER

Uh, let me try something else.

Piper's hands glow orange. She grabs the sphere and tries to pry it open. At first, nothing gives. Then she manages to get her fingers in there, and the sphere starts to tear, hissing electrically in protest.

(CONTINUED)

She pulls and pulls until she makes a whole just big enough for Riley to squeeze through.

PIPER  
Jump out!

RILEY  
Are you crazy!?

PIPER  
I'll catch you! Hurry up!

Riley hesitates, then leaps into Piper's arms. Piper let's go the sphere and catches her in a hug; the sphere dissipates. Piper brings Riley down to a rooftop.

PIPER  
You're okay; you're okay. I got you.

RILEY  
I was kidnapped.

PIPER  
I know.

RILEY  
By a *goblin*!

PIPER  
Yeah, stupid goblins.

RILEY  
Fireball!

PIPER  
Yeah, he's got--

RILEY  
*Behind you!*

Piper turns in time to catch a fireball coming at her. Kritter is poised on the corner of a nearby roof, hefting more fireballs. Piper pushes Riley behind her.

PIPER  
(at Kritter)  
Can't you do anything besides *fireballs*!?

Gavin and Richard's duel catches Piper's attention. Gavin is holding his own, but Richard has the advantage.

Kritter throws his fireballs at Piper.

(CONTINUED)

Piper throws a net of magic over the fireballs. They spark against the orange energy, then freeze midair. Kritter gets caught in a net of his own and falls to the ground.

With a cheeky grin, Piper sends them flying straight at Richard's back. He just barely manages to hold them off, but Gavin frees himself and gains the upper hand.

RICHARD  
(frustrated, at Piper)  
It seems you're more trouble than  
you're worth, little fairy.

Richard throws a ball of energy at Piper. She tries to deflect it, but it hits her and wraps around her like a spider web, tying down her wings. She starts to fall.

GAVIN  
Piper!

He raises his staff to catch her, but Richard cuts him off and blasts him. Piper is falling.

RILEY  
Piper!

Piper struggles against the web, but she's speeding toward the ground too fast; she won't make it. She braces.

Diego leaps from the roof of a building, catches her, and lands on another building, sliding. He sets her down and cuts her free with his sword.

DIEGO  
You okay?

PIPER  
(breathless)  
Nice...nice catch.

Diego helps her up. Riley runs over to them. They all look up and see Gavin and Richard still dueling heatedly.

DIEGO  
I'm open to ideas.

Piper watches the battle and paces, trying to think of something. Nothing's coming, and Gavin's starting to fail.

PIPER  
Think think think...

RILEY  
I wish I could help...

Piper stops looks at Riley. She's realizing something...

PIPER  
Wishing...wishing!

DIEGO  
What do you mean?

PIPER  
Riley, what was that thing you said  
about fairies in those stories of  
yours?

RILEY  
Uh, well, they would grant humans  
wishes if they were sad or needed  
help or something--

PIPER  
Riley, come with me.

RILEY  
What are we *dooooiiing!*?

Piper grabs Riley and flies into the air toward Richard.

RILEY  
Are you crazy!?

PIPER  
Riley, you're going to make a wish.

RILEY  
What are you talking about?

PIPER  
Wish for a way to get rid of  
Richard.

RILEY  
What's *wishing* going to do?!

PIPER  
I don't know but it's all I got!

RILEY  
*Piper!*

PIPER  
Just do it!

Riley scrunches her eyes in concentration. Piper raises a glowing hand and aims at Richard.

PIPER  
You got something?

RILEY  
Yeah, but it's kind of stupid.

PIPER  
Do it!

RILEY  
(takes a deep breath)  
I wish that Richard was sucked into a portal that leads to a jail that he can't get out of!

Piper releases a small, concentrated ball of orange energy that hurtles towards Richard. In the middle of an attack on Gavin, Richard stops and braces for it.

But it doesn't hit him; it stops a few feet from him, then flashes into a big, sucking portal.

It starts pulling on him. Belatedly, he realizes what it is and tries to escape, but the pull is too strong. With a final SCREAM, Richard is sucked in. The portal vanishes with a flash.

RILEY  
You did it! Whoa!

Piper falters in her flight, exhausted. She catches herself and lands clumsily on a roof.

PIPER  
We did it.

Diego jumps onto the roof to join them.

DIEGO  
That was the craziest magic I've ever seen! A *portal*! How did you think of that wishing thing?

PIPER  
(looking at Riley)  
Sometimes the best way to help yourself is to help someone else.

(CONTINUED)

Gavin levitates down toward them and approaches Piper, looking serious and a bit threatening. Piper grimaces, bracing for some kind of reprimand.

GAVIN

Well done.

He breaks into a grin, which Piper returns. Riley gives her another hug.

EXT. HUMAN NEIGHBORHOOD - NIGHT

SOME TIME LATER, Gavin is nearly complete cleaning up the damage done to all the human architecture. He looks at Piper and Riley, who are sitting side-by-side and laughing, and he sighs.

GAVIN

(sadly, to Piper)

You need to take Riley home.

RILEY

What?

PIPER

Yeah, come on. Your parents are going to be worried if they find you gone.

Piper goes to pick her up, but she backs away.

RILEY

If you take me home, then...You're not coming back, are you?

GAVIN

Tonight was a prime example of why humans shouldn't mix with the fairy realm. It's dangerous for both sides.

Piper looks at Riley sadly, then realizes something.

PIPER

Why are we separate?

GAVIN

(warning)

Piper...

(CONTINUED)

PIPER

I mean it. I'm not saying Richard did it right, but why can't we be friends with humans?

Gavin considers her, hesitant but unable to answer.

GAVIN

It's never been done before.

PIPER

Are you sure? Humans have stories about us.

(to Riley)

What was it you called me?

RILEY

A fairy godmother?

PIPER

Yeah, a fairy--

(confused)

Fairy *godmother*? How old do you think I am?

GAVIN

I don't know, Piper.

PIPER

And of course, I'd need an amazing magic teacher to help me.

GAVIN

The City Council wouldn't approve of it.

PIPER

Do they have to know? Besides, *I'm* not from your city.

DIEGO

She's got a point.

PIPER

Yeah, I think so. Thank you.

DIEGO

We could just stay where we are.

PIPER

Who needs to live in a city, anyway?

(CONTINUED)

DIEGO

We'll have to fix up the warehouse.

PIPER

Oh, can I bring a friend?

Gavin looks from Diego to Piper, losing control of the conversation. He sighs in defeat.

INT. GAVIN'S PLACE: PARLOR - DAY

The next day. Piper leads a blindfolded Lin into the doorway.

LIN

This better not be a prank, Piper.

PIPER

Oh come on. That was *one time*.

LIN

I still have the smell of fish on my favorite pair of pants.

PIPER

Okay, here we are. Ta daa!!

Piper removes the blindfold.

REVEAL: The warehouse has been repaired and redone, even bigger than before.

LIN

I--what--how did you--is this place bigger on the inside?

PIPER

Yes, but the rent's cheaper!

LIN

You--*this* is what you've been doing when you were supposed to be looking for a job?

Piper smiles sheepishly.

LIN

(serious)

Listen, Piper, I'm sorry for doing that. I know it wasn't nice, and--

(CONTINUED)

PIPER

Don't worry about it. And besides,  
I think this--  
(gesturing to the room)  
makes us even.

Lin smirkes.

A ways away, near the green fireplace, Gavin kneels in front of a nervous Riley, holding up a necklace with a moonstone.

GAVIN

This is a special pendant I made myself. You'll be able to see fairy creatures wherever you are, even those who have moonstone on them. Don't lose it.

RILEY

(smiling)  
I won't. Thank you.

GAVIN

(whispers)  
Hopefully between the two of us, we can keep Piper out of trouble.

Gavin winks conspiratorily, and Riley giggles.

PIPER

Hey guys! We're gonna be late!

LIN

Late for what?

INT. SCHOOL AUDITORIUM - DAY

The auditorium is full of proud parents, teachers, and siblings. The fifth grade class sits in chairs on the stage, with a panel of three judges on the side.

Riley plays with her pendant as she looks out on the crowd. Her parents smile at her proudly from their seats. In the very back, invisible to everyone else, are Lin, Piper, Diego, and Gavin.

LIN

Wait, so it's a competition in *spelling*?

(CONTINUED)

PIPER  
Yep. Whoever spells the most words  
right wins.

DIEGO  
That's dumb.

PIPER  
No it's not!

DIEGO  
I mean, how useful is it to know  
how to *spell* things?

PIPER  
Just because you can't spell...

JUDGE  
Miss Riley Williams.

Riley stands and approaches the mic.

PIPER  
(shouting)  
WOOHOO! Go Riley!

Riley smiles.

JUDGE  
Your word is: Inspiration.

RILEY  
Inspiration. I-N-S-P-I-R-A-T-I-O-N,  
inspiration.

JUDGE  
Correct.

Piper and friends cheer loudly. Riley giggles.

The spelling bee continues. All is right with the world.

FINAL FADE OUT

THE END