FADE IN:

1 EXT. NUMBER FOUR PRIVET DRIVE - MIDDLE OF THE NIGHT 1

The street slumbers, adrift in shadow. Then... a curious

BEAM OF LIGHT BOBS beyond the second-story window of

Number Four.

2 INT. HARRY'S ROOM - SAME TIME - MIDDLE OF THE NIGHT 2

A tent of blankets. Within... the SHADOW of a BOY. A

WHISPER:

HARRY

Lumos Maxima...

The tent BLOOMS SOFTLY with light -- briefly illuminating

a bedside PHOTOGRAPH (of James & Lily Potter) -- then

goes dark.

HARRY

Lumos Maxima...

The blankets bloom once again when, down the hall, a

TOILET FLUSHES. Instantly, the SHADOW stiffens, the

blankets DIM, and the tent flattens. Just as...

... the bedroom door OPENS, revealing... UNCLE VERNON.

He peers inside, eyes flashing suspiciously, then...

withdraws.

The tent rises.

HARRY

Lumos Maxima...

As the blankets blaze, we CUT INSIDE, find a SKINNY BOY

with a crow's nest of black hair, thick glasses sitting

crookedly atop his nose: HARRY POTTER. Open before him

is Violeta Stitch's Extreme Incantations. Once again, he

speaks:

HARRY

Lumos... MAXIMA!

2A EXT. NUMBER FOUR PRIVET DRIVE - SAME TIME - NIGHT 2A

A BLINDING BLAST OF LIGHT FLASHES from the second story

window of Number Four. DOGS BARK. And a TITLE CARD

appears:

HARRY POTTER

and the

Prisoner of Azkaban

The light in the hallway SNAPS on, Harry's tent droops

once more and, seconds later, Harry's door eases open.

Uncle Vernon peers in and switches on the light. The

room is utterly SILENT. Slowly, he closes the door.

The DOORBELL CHIMES and a shrill VOICE THUNDERS:

AUNT PETUNIA (O.S.)

Harry! Harry!

Harry bounds down the stairs and into the front hall,

where his AUNT PETUNIA and cousin DUDLEY stand stiffly.

Petunia flicks a bit of fluff from Dudley's sweater,

glowers crossly at Harry, and jerks her head toward the

door.

AUNT PETUNIA

Well, go on. Open it.

Harry reaches for the knob when -- BLAM! -- it BURSTS

OPEN, revealing a LARGE, WADDLING WOMAN (AUNT MARGE) and

a LARGE WADDLING BULLDOG (RIPPER). Uncle Vernon lurches

forward out of the teeming RAIN, an ENORMOUS SUITCASE in

hand, and drops it on Harry.

AUNT PETUNIA

Marge! Welcome! How was the

train?

AUNT MARGE

Wretched. Ripper got sick.

AUNT PETUNIA

Ah. How... unfortunate.

AUNT MARGE

I would've left him with the

others, but he pines so when I'm

away. Don't you, darling?

Aunt Marge puckers her lips at Ripper and leads him down

the hallway. Harry follows with Uncle Vernon.

(CONTINUED)

2B INT. HARRY'S ROOM - SAME TIME - NIGHT 2B

3

thru

5

OMITTED 3

thru

5

6 INT. FOUR PRIVET DRIVE - STAIRWAY/FRONT HALL - DAY 6

3.

HARRY

Uncle Vernon. I need you to sign

this form.

UNCLE VERNON

What is it?

HARRY

Nothing. Something for school...

Uncle Vernon eyes the PARCHMENT in Harry's hand

suspiciously.

UNCLE VERNON

Later perhaps. If you behave.

HARRY

I will if she does.

AUNT MARGE

(turning, eyeing Harry)

So. Still here, are you?

HARRY

Yes.

AUNT MARGE

Don’t say 'yes' in that ungrateful

tone. Damn good of my brother to

keep you, if you ask me.

(to Vernon, Petunia)

It'd have been straight to an

orphanage if he'd been dumped on

my doorstep.

Just then Dudley -- sitting comatose before the TV --

emits a HOLLOW, BRAIN-DEAD CHUCKLE.

AUNT MARGE

Is that my Dudders! Hm? Is that

my neffy poo? Come and say hello

to your Auntie Marge.

Marge flashes a thick FAN of POUND NOTES. Dudley blinks,

waddles forward, and extends his plump palm obediently.

Harry looks on, then sees Ripper snuffling about his

ankle.

As Harry clears the dishes, Uncle Vernon brings out a

bottle of brandy.

(CONTINUED)

6 CONTINUED: 6

7 INT. FOUR PRIVET DRIVE - DINING ROOM - DUSK 7

4.

UNCLE VERNON

Can I tempt you, Marge?

AUNT MARGE

Just a small one. A bit more... a

bit more... That's the boy.

(taking a

sloppy sip)

Aah. Excellent nosh, Petunia.

It's normally just a fry-up for

me, what with twelve dogs.

She smacks her lips, lowers her brandy, and lets Ripper

take a slobbery lap out of the glass... then catches

Harry looking.

AUNT MARGE

What are you smirking at! Where

is it that you send him, Vernon?

UNCLE VERNON

St. Brutus's. It's a first-rate

institution for hopeless cases.

Hearing this, Harry frowns, glances at Uncle Vernon, who

glares darkly at him.

AUNT MARGE

I see. And do they use the cane

at St. Brutus's, boy?

HARRY

(sarcastically)

Oh, yes. I've been beaten loads

of times.

AUNT MARGE

Excellent. I won't have this

namby-pamby wishy-washy nonsense

about not hitting people who

deserve it.

(another sip)

Still. Mustn't blame yourself for

how this one's turned out, Vernon.

It all comes down to blood. Bad

blood will out. What is it the

boy's father did, Petunia?

AUNT PETUNIA

(agitated)

Nothing. That is... he didn't

work. He was -- unemployed.

(CONTINUED)

7 CONTINUED: 7

5.

AUNT MARGE

Of course. And a drunk,

I expect --

HARRY

That's a lie.

Aunt Marge pauses on her wine, eyes narrowing on Harry.

AUNT MARGE

What did you say?

HARRY

My dad wasn't a drunk.

POP! The GLASS in Aunt Marge's hand EXPLODES.

AUNT PETUNIA

Oh my goodness! Marge!

AUNT MARGE

Not to worry, Petunia. I have a

very firm grip.

Harry stares at the shattered glass in surprise.

UNCLE VERNON

You go to bed. Now.

AUNT MARGE

Quiet, Vernon. It doesn't matter

about the father. In the end it

comes down to the mother. You see

it all the time with dogs. If

there's something wrong with the

bitch, there'll be something wrong

with the pup...

HARRY

Shut up! Shut up!

Aunt Marge starts to reply, when -- ZING! -- a BUTTON on

her dress sails into the air. SEAMS GROAN. THREAD

SNAPS. Aunt Marge's eyes WIDEN. Her cheeks BILLOW. Her

whole body BILLOWS. And she begins to INFLATE like a

MONSTROUS BALLOON.

UNCLE VERNON

MARGE!

As she rises, Uncle Vernon leaps for her. RIPPER GROWLS,

fixes his teeth to his trousers. Harry frightened by

what he's done, watches Aunt Marge BOUNCE GENTLY across

the ceiling and into the CONSERVATORY.

7 CONTINUED: (2) 7

6.

The others race outside. As Aunt Marge begins to float

away, Uncle Vernon grips her hands.

UNCLE VERNON

Don't worry! I've got you...

Slowly... to his horror... Uncle Vernon himself begins to

RISE. Aunt Marge looks fearfully into his eyes...

AUNT MARGE

Vernon. Don't you dare --

But he does. He lets go. Falls to his knees. And

watches Aunt Marge float away.

Harry crashes inside, takes his TRUNK, then puts his heel

to a LOOSE FLOORBOARD and removes his WAND from its

hiding place. Turning, he grabs the PHOTOGRAPH of his

parents.

BOOM! BOOM! BOOM! Harry tows the TRUNK down the

stairs... finds Uncle Vernon waiting for him.

UNCLE VERNON

YOU BRING HER BACK! YOU BRING HER

BACK AND PUT HER RIGHT!

HARRY

No! She deserved what she got!

And you... you keep away from me.

Uncle Vernon eyes Harry's wand nervously, then grins with

knowing cruelty.

UNCLE VERNON

You're not allowed to do magic out

of school. They won't have you

now. You've got nowhere to go.

Harry realizes it's true. Briefly falters. Then:

HARRY

Anywhere's better than here.

As Harry storms out with his trunk, we DOLLY TO the

street WITH him. High in the sky, a plump DOT rises.

Aunt Marge.

7A EXT. BACK YARD - CONTINUOUS ACTION - DUSK 7A

8 INT. HARRY'S ROOM - DUSK (SECONDS LATER) 8

9 INT. HALLWAY - DUSK (SECONDS LATER) 9

9A EXT. NUMBER FOUR PRIVET DRIVE - DUSK (SECONDS LATER) 9A

7.

Harry walks and walks and walks, then... stops. Glances

about. An empty PLAYGROUND. SWINGS CREAKING gently on

rusted chains. A tiny CAROUSEL, kissed gently by the

wind, turning slowly.

Harry drops the trunk. Sits. Deep in the night, an

ALARM SHRIEKS, goes SILENT. Harry, still as a statue.

Listening. In the trees above, LEAVES TREMBLE. The WIND

gathers.

Harry turns, studies the swaying swings, the carousel.

Then, he... stiffens. Turns back. Sensing something in

the shadows across the street, he rises. Slowly draws

his wand.

Then he sees... it. Something BIG. Darker than the

shadows which conceal it. Something with WIDE, GLEAMING

EYES.

Harry steps back. Afraid to look. Afraid not to. Wand

outstretched... he TRIPS, tumbles over the forgotten

trunk. The tip of his wand BLAZES.

BANG! TWIN BEAMS of BLINDING LIGHT spear the night.

HARRY

Aaaah!

GIANT WHEELS bear down. Harry rolls clear -- just as a

PREPOSTEROUSLY PURPLE, TRIPLE-DECKER BUS SCREECHES to a

halt. GOLD LETTERS glimmer above the windscreen: The

Knight Bus.

DOORS HISS. Snap back. REVEAL STAN SHUNPIKE, an 18-

year-old boy in a WRINKLED CONDUCTOR'S UNIFORM. Pasty

face. Raccoon eyes. Stan looks like he hasn't seen the

sun in years.

STAN SHUNPIKE

(wearily, drearily)

Welcome to the Knight Bus.

Emergency transport for the

stranded witch or wizard. My name

is Stan Shunpike, and I will be

your conductor this evening.

(peering at Harry)

Wha' choo doin' down there?

HARRY

Fell over.

STAN SHUNPIKE

Wha' choo fall over for?

(CONTINUED)

10 EXT. MAGNOLIA CRESCENT - NIGHT (LATER) 10

8.

HARRY

I didn't do it on purpose.

Stan eyes Harry suspiciously, nods slowly.

STAN SHUNPIKE

Well, come on then. Let's not

wait for the grass to grow.

As Stan grabs Harry's trunk, Harry peers into the shadows

across the street -- now simply shadows -- and climbs

aboard.

No seats. Only BEDS. The BRASS frames need a shine, the

lines a wash. In one bed, a DISHEVELED WIZARD GRUNTS,

turns over in his sleep.

DISHEVELED WIZARD

Not now... I'm pickling slugs...

Behind the wheel, ERNIE, an UNSHAVEN WIZARD in THICK

GLASSES, stares straight ahead, armpits stained with

sweat. A SHRUNKEN HEAD dangles from the rearview mirror,

MUTTERING incessantly through the STITCHES that lace its

mouth.

STAN SHUNPIKE

Take 'er away, Ern.

SHRUNKEN HEAD

Yeah, take it away!

BANG! Ernie rockets away and the beds -- as one -- slide

six inches to the rear. Harry drops onto the bed

nearest, peers up at the CHANDELIER SWAYING directly

above his head. Beyond the windscreen ONCOMING TRAFFIC

WHIPS past in a blur.

STAN SHUNPIKE

Wot you say your name was again?

HARRY

I didn't.

Stan, huddled in an armchair, peeks over The Daily

Prophet, eyes Harry coolly, before disappearing once

more. Harry brushes the fringe of his hair over his

scar, watches an AMBULANCE -- SIREN WAILING -- careen

past.

(CONTINUED)

10 CONTINUED: 10

11 INT. THE KNIGHT BUS - NIGHT (MOMENTS LATER) 11

9.

STAN SHUNPIKE

Whereabouts you headin'?

Harry hesitates. He hadn't thought about this. Decides.

HARRY

The Leaky Cauldron. That's in

London --

STAN SHUNPIKE

Is it now? Get that, Ern? The

Leaky Cauldron. That's in London.

Stan grins with sinister delight, showing BAD TEETH.

SHRUNKEN HEAD

Leaky Cauldron! Stay away from

the pea soup!

As the Shrunken Head CACKLES with delight, Harry peers

out the windscreen, watches London careering by.

HARRY

Isn't this a bit... dangerous?

STAN SHUNPIKE

Naah. Haven't had an accident

in -- what? -- a week is it, Ern?

SHRUNKEN HEAD

Heads up! Little old lady at

twelve o'clock!

Sure enough, directly ahead, a LITTLE OLD LADY is

crossing the street. Ernie HITS the BRAKES HARD and

Harry flies forward, palms to the window. The brakes

pinch down, the bus stops inches from the old lady, and

Harry flies back onto his bed. BANG! The bus rockets

forward once more.

As Harry rights himself, he notices the HEADLINE of

Stan's Daily Prophet: ESCAPE FROM AZKABAN! Below, a

sunken-faced MAN with long, matted hair glowers from a

MOVING PHOTOGRAPH.

HARRY

Who is that? That man.

STAN SHUNPIKE

Who is that? That's Sirius Black,

that is. Don' tell me you ne'er

been hearin' o' Sirius Black?

(CONTINUED)

11 CONTINUED: 11

10.

Harry shakes his head, still staring at the man's face.

STAN SHUNPIKE

A murderer, he is. Got 'imself

locked up in Azkaban for it.

HARRY

How'd he escape?

STAN SHUNPIKE

Tha's the question, isn't it?

He's the firs' that's done it.

Gives me the collywobbles thinking

he's out there, though, I'll tell

you that. Big supporter of YouKnow-'Oo, Black was. Reckon you

heard o' him.

Harry nods and, as he does, Black's eyes shift. Meet

Harry's.

HARRY

Yeah. Him I've heard of.

Just then, a pair of DOUBLE-DECKER BUSES sweep directly

toward the Knight Bus. Before can scream, the entire

Knight Bus SQUEEZES DOWN and shoots the gap between the

two onrushing buses. The Shrunken Head winces.

SHRUNKEN HEAD

Hate that.

HARRY

This bus. Don't the Muggles ever...

STAN SHUNPIKE

Them! Don' listen properly, do

they? Don' look properly either.

Never notice nuffink, they don'.

Just then, a COUPLE walking a DOG are engulfed by a RUSH

of WIND as the (invisible) Knight Bus WHOOSHES past. The

couple glances about in bewilderment. The DOG YAPS

madly.

SHRUNKEN HEAD

Turn! Turn!

Ernie fans the wheel, sending the Knight Bus into a

dizzying 360-degree turn. HEADLIGHTS pinwheel past the

windows as the bus rides up on two wheels and Harry is

sent flying once more. Grabbing fast to the center POLE,

he pirouettes through the air when Ernie... SLAMS on the

BRAKES.

11 CONTINUED: (2) 11

11.

The Knight Bus fishtails INTO VIEW and SQUEALS to a stop,

centimeters from a PARKED CAR. WHOOSH! The bus settles

and -- TINK! -- taps the bumper. Instantly, the car's

ALARM wails.

The chandelier sways drunkenly as the bus doors open.

The steps GROAN with heavy feet and a FIGURE appears:

TOM, Innkeeper of the Leaky Cauldron pub.

TOM

Mr. Potter... at last.

As the Knight Bus rockets off, Tom and Harry are

revealed, Harry glances up, reads the SIGN above: THE

LEAKY CAULDRON. Tom drags Harry's trunk inside, then

pauses and, with a FLICK of his wand, silences the car

alarm.

Harry trails Tom through the quiet room. The BARTENDER

glances up, his gaze lingering perhaps a bit too long. A

solitary WIZARD reads a book while, at his elbow, his

COFFEE CUP STIRS ITSELF. Tom leads Harry upstairs.

As Harry follows Tom inside, he finds a SNOW WHITE OWL

(HEDWIG) perched atop a chair.

HARRY

Hedwig!

TOM

Right smart bird you've got there,

Mr. Potter. Arrived only minutes

before yourself.

A MAN CLEARS his throat. Harry turns, finds a PINSTRIPED

SILHOUETTE (CORNELIUS FUDGE) at the window, staring at

the ghostly shadows beyond. Harry's reflection shivers

in the glass, but the man doesn't turn. Tom takes a

position against the wall, fishes a pair of WALNUTS from

his pocket and -- CRACK -- crushes the shells between his

palms.

(CONTINUED)

12 EXT. CHARING CROSS ROAD/LEAKY CAULDRON - NIGHT 12

12A INT. THE KNIGHT BUS - SAME TIME - NIGHT 12A

12B EXT. LEAKY CAULDRON - NIGHT (MOMENTS LATER) 12B

13 INT. LEAKY CAULDRON - BAR/HALLWAY - NIGHT (MOMENTS

LATER)

13

14 INT. LEAKY CAULDRON - BACK ROOM - NIGHT 14

12.

CORNELIUS FUDGE

I should tell you, Mr. Potter,

earlier this evening your uncle's

sister was located just south of

Sheffield, circling a chimney

stack. The Accidental Magic

Reversal Department was dispatched

and she's been properly punctured

and

her memory modified. She has no

recollection of the incident

whatsoever.

Harry waits. A man condemned. Then Fudge turns.

CORNELIUS FUDGE

So that's that, and no harm done.

(smiling)

Pea soup?

Harry glances warily from the steaming TUREEN of GREEN to

Tom, who works a grimy thumb into his gum, frees a walnut

sliver.

HARRY

No thank you. Minister... I don't

understand. I broke the law.

Underage wizards aren't allowed to

use magic at home --

CORNELIUS FUDGE

(dishing up a bowl)

Oh, come now, Harry. The Ministry

doesn't send people to Azkaban for

blowing up their aunts! On the

other hand... running away like

that... given the state of

things... very, very

irresponsible.

HARRY

'The state of things' sir?

CORNELIUS FUDGE

We have a killer on the loose.

HARRY

Sirius Black, you mean. But...

what's that got to do with me?

CRACK! Tom SHATTERS another WALNUT. Fudge smiles

nervously.

(CONTINUED)

14 CONTINUED: 14

13.

CORNELIUS FUDGE

Hm? Oh, nothing. You're safe,

that's what matters. Tomorrow

you'll be on your way to Hogwarts.

These are your new schoolbooks.

I took the liberty of having them

brought here for you.

Harry eyes the STACK of BOOKS. One is bound by a ROPE.

CORNELIUS FUDGE

By the way, Harry. Whilst you're

here it would be best if you

didn't... wander.

THROUGH the window: the rooftops of London. A TRAIN

PASSES and CAMERA PULLS BACK, REVEALS Harry, standing

with Hedwig. He turns, eyes his schoolbooks. He studies

the GROWLING TOME -- The Monster Book of Monsters -- then

gives the rope a tug. Instantly...

... the book LEAPS to the floor, pages flying, bookcovers

SNAPPING. Harry gives chase, then the book turns, begins

NIPPING viciously at his shoes. Harry vaults atop the

bed, watches the book disappear underneath, then grabs a

PILLOW.

Seconds later, the book scuttles into view and Harry

POUNCES -- FLUMPH! The BOOK ROARS angrily, muffled

beneath the pillow. Harry takes the ROPE, prepares to

rebind it.

A YOUNG WITCH in maid's robes pushes a cart down the

hall. Harry exits his room as the witch KNOCKS on a

door.

YOUNG WITCH

Housekeeping.

As she opens the door, she's greeted by a THUNDEROUS ROAR

and a RUSH of WIND.

YOUNG WITCH

(unperturbed)

I'll come back later.

(CONTINUED)

14 CONTINUED: (2) 14

15 OMITTED 15

16 EXT. LEAKY CAULDRON - ROOM ELEVEN - MORNING 16

17 INT. LEAKY CAULDRON - HALLWAY/ROOM ELEVEN - MORNING 17

14.

Something SMALL and FAST dashes by Harry's feet.

Looking, he spies a rather ragged-looking RAT (SCABBERS),

pursued by a decidedly UGLY ORANGE CAT (CROOKSHANKS).

As Harry moves down the stairs, VOICES come from below.

RON (O.S.)

I'm warning you, Hermione! Keep

that bloody beast of yours away

from Scabbers or I'll turn it into

a tea cozy.

HERMIONE (O.S.)

He's a cat, Ronald! What do you

expect? It's in his nature.

As Harry reaches bottom, he finds RON WEASLEY

protectively cradling Scabbers, while HERMIONE GRANDER

does her best to restrain a HISSING Crookshanks.

RON

A cat! Is that what they told

you? Looks more like a pig with

hair if you ask me.

HERMIONE

That's rich coming from the owner

of that smelly old shoe brush.

(cooing to the cat)

It's all right, Crookshanks. You

just ignore the mean little boy...

Then, sensing another presence in the room, both turn.

HERMIONE/RON

Harry.

CUT TO:

from The Daily Prophet.

(CONTINUED)

17 CONTINUED: 17

18

thru

22

OMITTED 18

thru

22

23 INT. LEAKY CAULDRON - STAIRWAY - MORNING (MOMENTS

LATER)

23

CLOSEUP - A DOG-EARED CLIPPING

15.

A HEADLINE SCREAMS: "GRAND PRIZE WINNER VISITS EGYPT!"

In the accompanying PHOTO, the entire WEASLEY FAMILY

stands before the GREAT PYRAMIDS, waving. Smack in the

middle is Ron, Scabbers perched on his shoulder.

As Ron smoothes the dog-eared clipping onto the table,

Harry studies it. Hermione ignores it, stroking

Crookshanks.

HARRY

Egypt! What's it like?

RON

Brilliant. It's got loads of old

stuff. Mummies. Death masks.

Tombs --

HERMIONE

You know, the ancient Egyptians of

the Nile River delta worshipped

the cat goddess Bast.

Ron glares stonily at Hermione, then turns back to Harry.

RON

I also got a new wand.

Just then, a COMMOTION is HEARD. The Weasleys -- PERCY,

FRED, GEORGE, GINNY, ARTHUR, and MOLLY -- arrive en

masse, laden with purchases from Diagon Alley.

GEORGE

Not flashing that clipping about

again, are you, Ron?

RON

I haven't shown anyone!

FRED

No, not a soul. Unless you count

Tom. The day maid. The night

maid. The cook. The bloke that

came to fix the toilet. That

wizard from Belgium...

Mrs. Weasley takes Harry's face in her hands, smiles. As

if relieved to see him.

MRS. WEASLEY

It's good to see you, Harry.

(CONTINUED)

23 CONTINUED: 23

23A INT. LEAKY CAULDRON - MORNING (MOMENTS LATER) 23A

16.

HARRY

Good to see you too, Mrs. Weasley.

ARTHUR WEASLEY

Harry. I wonder if I might have a

word.

HARRY

Of course, Mr. Weasley.

As Mr. Weasley pulls Harry away, the others continue to

hover over the clipping in the b.g.

FRED

George's nose looks positively

massive in that photograph.

GINNY

That's your nose, Fred.

FRED

Bloody hell. 'Tis, isn't it?

Take after your side of the

family, don't I, Mum?

Harry notices Mr. Weasley glance edgily at a FUGITIVE

POSTER tacked to the wall. In it, SIRIUS BLACK glowers

under the words, "Have You Seen This Man?"

ARTHUR WEASLEY

Harry. There are some within the

Ministry who would strongly

discourage me from divulging what

I'm about to tell you. But I

think you need to know the facts.

Because you're in danger. Grave

danger.

Harry's eyes drift to the fugitive poster.

HARRY

Has this anything to do with him,

sir?

ARTHUR WEASLEY

What do you know of Sirius Black,

Harry?

HARRY

That he escaped from Azkaban.

That he killed someone...

(CONTINUED)

23A CONTINUED: 23A

17.

ARTHUR WEASLEY

Harry, thirteen years ago, when

you stopped...

Mr. Weasley hesitates, unable to continue.

HARRY

Voldemort...?

ARTHUR WEASLEY

(nodding nervously)

Black lost everything. But he

remains a loyal servant to this

day. In his mind, only you stand

in the way of...

Once again, Mr. Weasley hesitates.

HARRY

Voldemort...?

ARTHUR WEASLEY

Harry, I hate it when you say --

HARRY

I know, sorry. Ron hates it too.

ARTHUR WEASLEY

In Black's mind, only you stand in

the way of... You-Know-Who

returning to power. That's why

he's broken. That's why he's

broken out of Azkaban. To find

you. And...

Mr. Weasley hesitates yet again.

HARRY

Kill me?

Mr. Weasley nods. Nervously.

ARTHUR WEASLEY

Harry. I want you to swear

that -- whatever you might hear -- you won't go looking for Black.

HARRY

Mr. Weasley, why would I go looking

for someone who wants to kill me?

Mr. Weasley nods, then claps Harry on the shoulder.

(CONTINUED)

23A CONTINUED: (2) 23A

18.

ARTHUR WEASLEY

Just watch yourself, will you,

Harry?

As the HOGWARTS EXPRESS BLEATS ITS HORN, we CRANE OVER

the milling horde of students. Parents hurry their

children onboard, tiny siblings wave goodbyes... and Mr.

Weasley dashes through the throng and up to an open train

window.

MRS. WEASLEY

Ron!

She hands Scabbers through the open window to him.

The aisle teems with students. Harry, Ron and Hermione

work their way down the aisle, looking for an empty

compartment.

HARRY

I didn't mean to blow her up. I

just...

(troubled by

the memory)

... lost control.

RON

Brilliant!

HERMIONE

Honestly, Ron, it's not funny.

Harry's lucky he wasn't expelled.

RON

I still think it was brilliant.

SNAP! SNAP! SNAP! A copy of the The Monster Book of

Monsters SCUTTLES CRAB-LIKE down the aisle, pursued by

NEVILLE LONGBOTTOM.

NEVILLE

Hi, Harry. Ron. Hermione.

(CONTINUED)

23A CONTINUED: (3) 23A

24

&

25

OMITTED 24

&

25

26 EXT. PLATFORM NINE AND THREE QUARTERS - MORNING 26

27 INT. HOGWARTS EXPRESS - TRAIN CAR - DAY (MOMENTS LATER) 27

19.

HARRY/HERMIONE/RON

Hi, Neville.

As he bumps past, Hermione nods to a compartment.

HERMIONE

C'mon. We're in here.

As they slip inside, they find a MAN in SHABBY ROBES

(PROFESSOR LUPIN) slumped against the window, asleep. He

looks ill, exhausted. The trio eye him warily. WHISPER.

RON

Who d'you reckon he is?

HERMIONE

Professor R.J. Lupin.

RON

You know everything. How is it

she knows everything?

HERMIONE

It's on his case.

She points. Stamped in peeling letters on a BATTERED

CASE is "Professor R.J. Lupin."

HARRY

Is he really asleep?

HERMIONE

Seems to be. Why? What is it,

Harry?

HARRY

Close the door.

Hermione and Ron exchange a curious glance, then Ron

rises, slides the door shut, OVER CAMERA, and we --

CUT TO:

Storm clouds, like dark ghosts, toss SHEETS of RAIN onto

the scarlet engine as it heads north.

27 CONTINUED: 27

28 INT. TRAIN COMPARTMENT - CONTINUOUS ACTION - DAY 28

29 EXT. HOGWARTS EXPRESS - LATE DAY (LATER) 29

20.

Ron and Hermione stare at Harry, faces stricken in the

lantern light that now glows in the compartment.

Crookshanks slumbers in his CAGE.

RON

Let me get this straight. Sirius

Black escaped from Azkaban to come

after you?

HARRY

Yes.

HERMIONE

But they'll catch Black, won't

they? I mean... eventually?

RON

Sure -- Of course, no one's ever

broken out of Azkaban before and

he's a raving, murderous

lunatic...

Just then, the COMPARTMENT RATTLES. Lanterns flicker.

The train LURCHES, begins to SLOW. Hermione slides down

the seat, pinning Ron against the window. They exchange

an awkward glance, then Hermione carefully slides to the

other end of the seat and glances at her WATCH. Frowns.

HERMIONE

Why're we stopping? We can't be

there yet...

Harry rises, slides open the door, peers into the

corridor.

HARRY'S POV -- All along the carriage, HEADS look out

curiously. Then -- the train JERKS -- the car SWAYS --

and the LAMPS running along the ceiling FLICKER and...

... die. One by one. Until all is...

Dark.

RON

What's going on?

(CONTINUED)

30 INT. TRAIN COMPARTMENT - LATE DAY 30

31 EXT. TRAIN - SAME TIME - DUSK 31

32 INT. TRAIN COMPARTMENT - SAME TIME - DUSK 32

21.

A thin WISP of STEAM escapes Ron's mouth. Harry notices.

HARRY

Dunno... Maybe we've broken down?

HERMIONE

Ouch! Ron, that was my foot!

SQUEAK-SQUEAK-SQUEAK. Ron, a dark silhouette against the

window, wipes a patch of condensation from the window.

RON

There's something moving out

there. I think... people are

coming aboard.

Suddenly the CAR SWAYS violently... rights itself. The

METAL WINDOW TRIM at Ron's fingertips begins to VIBRATE.

RON

Bloody hell. What's happening?

SSSSST! A soft CRACKLING fills the car and FLAMES

bloom... in the hands of R.J. Lupin. In the SHIVERING

LIGHT, his face looks tired and gray, but his eyes are

alert. Wary.

PROFESSOR LUPIN

Don't. Move.

A HAND -- slimy and scabbed -- a hand of death -- GRIPS

the half-open compartment door, pushes it aside.

REVEALS: a TOWERING, CLOAKED FIGURE, its face hidden

beneath its black hood. CROOKSHANKS' hair rises and as

she HISSES...

WHOOSHHHHH. The folds of the hood TREMBLE. A CHILL,

RATTLING INTAKE OF AIR is heard. The FLAMES in Lupin's

hands SPUTTER. A SOUND SWELLS in Harry's ears. Eerie.

Painful. The sound of a WOMAN SCREAMING. Harry's eyes

roll up, eyelids fluttering.

And then... a SILVERY WHITE LIGHT drifts from his mouth.

The world spins off its axis and Harry falls... glasses

tumbling hard to the ground... then Harry... the muscles

of his jaw twitching. THUNDER CRACKS. LIGHTNING paints

the ICY windows...

WHITE.

BLACK.

WHITE.

(CONTINUED)

32 CONTINUED: 32

22.

BLACK...

With a DESPERATE GASP, Harry opens his eyes. Blinks.

DUSK IS GONE. The windows BLACK. The floor at his spine

is SHAKING GENTLY. The train moving again. His eyes

shift, see a DROP OF WATER, newly unfrozen, running

slowly down the window.

HERMIONE

Harry? Harry, are you all right?

Hermione's troubled face hovers above him. He nods.

Sits up. Ron -- pale, nervous -- extends his hand.

Harry's glasses.

HARRY

Thanks.

Harry slips them on. Discovers the cold sweat glazing

his brow. SNAP! Professor Lupin breaks a ragged

triangle of CHOCOLATE off the SLAB in his hands. Holds

it out.

PROFESSOR LUPIN

Chocolate. Eat. It'll help.

HARRY

What was that -- that thing?

PROFESSOR LUPIN

A Dementor. One of the guards of

Azkaban. It's gone now.

Harry frowns in confusion.

HERMIONE

It was searching the train, Harry.

For Sirius Black.

PROFESSOR LUPIN

I need to have a word with the

driver. Excuse me.

(the chocolate)

Eat. It'll help.

As he leaves, Harry turns to Ron and Hermione.

HARRY

What happened to me?

(CONTINUED)

32 CONTINUED: (2) 32

23.

RON

Well, you sort of went... rigid.

We thought maybe you were having a

fit or something.

HARRY

And did either of you? You

know... pass out?

RON

No. I felt... weird. Like I'd

never be cheerful again. But...

no.

Harry turns to Hermione. She shakes her head.

HERMIONE

I was trembling. Cold. But

then... Professor Lupin made it go

away...

HARRY

But someone was screaming. A

woman.

Hermione and Ron glance nervously at each other.

HERMIONE

No one was screaming, Harry.

Harry looks to the window and we PUSH IN ON his

REFLECTION. It becomes a GLIMMERING PUDDLE and...

SPLASH!... a CARRIAGE WHEEL shatters the glassy surface

as we TILT UP, catch a procession of HORSELESS CARRIAGES,

carrying students toward the glimmering castle.

Gradually, the sweet sound of a CHOIR rises on the air, a

FLASH of LIGHTNING bleaches the night sky and we --

CUT TO:

... the CAMERA as it GLIDES TOWARD the windows of the

Great Hall, TOWARD the CANDLELIT SILHOUETTES glimmering

within, PASSING THROUGH the glass.

(CONTINUED)

32 CONTINUED: (3) 32

33 OMITTED 33

34 EXT. HOGWARTS CASTLE - NIGHT 34

35 EXT./INT. GREAT HALL - NIGHT (LATER) 35

24.

At the High Table, Lupin sits with SEVERUS SNAPE, MINERVA

McGONAGALL, RUBEUS HAGRID and ALBUS DUMBLEDORE. We TRACK

ALONG the FACES of the choir, singing to the strains of a

HARPSICHORD, and LAND ON a QUINTET OF TOADS (one of

which -- TREVOR -- belongs to NEVILLE LONGBOTTOM, who

looks on with pride).

ARGUS FILCH, Hogwarts' caretaker, stands grimly to the

side as red-eyed MRS. NORRIS switches her tail at his

feet. As the choir's song concludes, DUMBLEDORE rises,

beaming over the sea of black hats.

DUMBLEDORE

Welcome! Welcome to another year

at Hogwarts! I have a few things

to say, before we become befuddled

by our excellent feast. I myself

am particularly looking forward to

the flaming kiwi cups, which,

while somewhat treacherous for

those of us with facial hair...

McGONAGALL clears her throat.

DUMBLEDORE

Mm. Yes. First, I'm pleased to

welcome Professor R.J. Lupin, who

has kindly consented to fill the

post of Defense Against the Dark

Arts. Good luck to you,

Professor.

Amid SCATTERED APPLAUSE, Harry, Ron, Hermione CLAP

LOUDLY.

HERMIONE

Of course! That's why he knew to

give you the chocolate, Harry.

DUMBLEDORE

As some of you may know, Professor

Kettleburn, our Care of Magical

Creatures teacher for many years,

has decided to retire in order to

spend more time with his remaining

limbs. Fortunately, I'm delighted

to announce that his place will be

filled by none other than our own

Rubeus Hagrid!

(CONTINUED)

35 CONTINUED: 35

25.

Harry, Ron, and Hermione stare at each other --

stunned -- then APPLAUD vigorously. Hagrid turns ruby

red, rises, and nearly topples the staff table, sending

water goblets weaving.

DUMBLEDORE

(turning grave)

Finally, on a more disquieting

note, Hogwarts -- at the request

of the Ministry of Magic -- will,

until further notice, play host to

the Dementors of Azkaban.

A MURMUR of apprehension fills the hall. At the

Slytherin table, DRACO MALFOY, flanked by the everpresent CRABBE and GOYLE, catches Harry's eye, feigns

a dead faint.

DUMBLEDORE

The Dementors will be stationed at

the entrances to the grounds. While

they are under strict orders not to

enter the castle itself, you will on

occasion see them as you go about

your daily activities. Under no

circumstances are you to approach

them. It is not in the nature of

a Dementor to be forgiving.

Students exit the Great Hall, scale the Marble Staircase.

Harry, Ron and Hermione arrive at the seventh floor

landing and approach the FAT LADY in the portrait.

HARRY

Fortuna Major.

The Gryffindors trail through the common room, the girls

heading one way, boys the other.

While those around him sleep, Harry takes the PHOTOGRAPH

of his parents, sets it next to his bed, then glances

around in quiet contentment.

(CONTINUED)

35 CONTINUED: (2) 35

36 INT. ENTRANCE HALL - NIGHT (LATER) 36

37 INT. MARBLE STAIRCASE/SEVENTH FLOOR - NIGHT 37

38 INT. GRYFFINDOR COMMON ROOM - NIGHT 38

39 INT. TOWER DORMITORY - NIGHT (LATER) 39

26.

RON

Good to be home, eh, Harry?

Harry turns -- caught -- and finds Ron studying him from

his own bed, Scabbers cradled in his hand. Harry nods

and turns to the window..

The Dementors drift to their positions outside the

grounds.

Harry continues to stare.

HARRY

Yeah...

As his breath CLOUDS THE GLASS, we gradually...

FADE OUT.

FADE IN:

As BRIDGE and CASTLE glimmer in the distance, Hagrid

emerges from the Forbidden Forest, dragging a fistful of

dead FERRETS by the tail. A BIRD appears, circles his

head playfully, CHIRP-CHIRP-CHIRPING merrily before it...

... flutters off, pin-wheeling past flowers, into a

BIRDBATH, finally coming to rest upon...

... an ANCIENT TREE. It TWITTERS cheerfully, singing its

lovely song, when -- THWOCK! -- a branch punts the bird

into the air. As feathers fly, the WHOMPING WILLOW

resumes its shape.

Harry, Ron and Hermione sit on fat little pouffes in a

murky, incense-laden room, along with Neville, Dean,

Seamus, LAVENDER BROWN, PARVATI PATIL and others.

(CONTINUED)

39 CONTINUED: 39

39A EXT. HOGWARTS CASTLE - SAME TIME - NIGHT 39A

39B INT. TOWER DORMITORY - SAME TIME - NIGHT 39B

40 EXT. HOGWARTS CASTLE - GROUNDS - MORNING 40

41 OMITTED 41

42 INT. DIVINATION CLASSROOM - MORNING 42

27.

PROFESSOR TRELAWNEY (O.S.)

Welcome, my children. In this

room, you shall explore the

mysterious art of Divination. In

this room, you shall discover if

you possess...

A crimson scrim FLUTTERS and SYBIL TRELAWNEY, Divination

Professor, glides dramatically INTO VIEW, eyes huge and

bug-like behind enormous glasses.

PROFESSOR TRELAWNEY

... the Sight. Hello. I am

Professor Trelawney. Together, we

shall cast ourselves into the

future. But know this. One

either has the Gift or not. It

cannot be divined from the pages

of a book. Books only cloud one's

Inner Eye.

HERMIONE (O.S.)

(under her breath)

What rubbish.

Ron spins. Frowns at Hermione.

RON

Where'd you come from?

HERMIONE

Me? I've been here all along.

PROFESSOR TRELAWNEY

(spinning on Neville)

You, boy! Is your grandmother

well?

NEVILLE

I... I think so.

PROFESSOR TRELAWNEY

I wouldn't be so sure of that.

(continuing)

The first term will be devoted to

the reading of tea leaves. If all

goes well, we will proceed to

palmistry, fire omens, and

finally... the crystal ball.

(eyeing Parvati)

By the way, dear, beware a redhaired man.

(CONTINUED)

42 CONTINUED: 42

28.

Parvati eyes Ron dubiously. Edges her pouffe away.

PROFESSOR TRELAWNEY

Unfortunately, classes will be

disrupted in February by a nasty

bout of flu. I myself will lose

my voice. And in late spring, one

of our number will... leave us

forever.

As the class exchanges uneasy glances, Trelawney smiles

brightly.

PROFESSOR TRELAWNEY

Well then. Shall we?

CUT TO:

Inside, a CLOUD of TEA LEAVES mutates oddly. Harry,

sitting opposite Ron now, frowns at the leaves, consults

the SYMBOLS in the textbook (Unfogging the Future) at his

elbow. Trelawney walks amongst them, robes flowing.

PROFESSOR TRELAWNEY

Broaden your minds, my dears. And

allow your eyes to see... beyond.

Trelawney takes Lavender Brown's cup, peers inside.

PROFESSOR TRELAWNEY

A five-leaf clover... You can

expect to wake with a horrible

rash tomorrow morning, dear.

(then, casually)

Mr. Longbottom, after you've

broken your first cup...

CA-CHINK! Neville fumbles the cup in his hands and the

brittle CRASH of CHINA is heard.

PROFESSOR TRELAWNEY

... would you be so kind as to

select one of the blue ones? I'm

rather partial to the pink.

(pausing by Ron)

What do you see in Mr. Potter's

cup, Mr. Weasley?

(CONTINUED)

42 CONTINUED: (2) 42

TEACUP - DETAIL - LATER

29.

RON

Well. He's got a wonky sort of

cross -- that's trials and

suffering. But this lot here

could be the sun -- that's great

happiness. So... he's going to

suffer but be very happy about it.

Professor Trelawney takes the cup, peers inside, and

GASPS.

PROFESSOR TRELAWNEY

Ahhh!

PARVATI

What is it, Professor?

Trelawney regards Harry with a mixture of pity and fear.

PROFESSOR TRELAWNEY

My dear boy... You have the Grim.

SEAMUS

The Grin? What's the Grin?

PARVATI

Not the grin, you idiot. The Grim.

DEAN THOMAS

But what does it mean, Professor?

LAVENDER

'The Grim...'

All turn, see Lavender bent over her textbook.

LAVENDER

'Taking the form of a giant

spectral dog, it is among the

darkest omens in our world. It is

an omen... of death.'

Harry peers into his cup. The tea leaves shift. The dog

disappears. And a new image emerges slowly...

Sirius Black.

The trio emerge from the BRIDGE and make their way toward

Hagrid's hut. The Whomping Willow looms in the distance.

(CONTINUED)

42 CONTINUED: (3) 42

43 EXT. CASTLE/BRIDGE/WHOMPING WILLOW/HAGRID'S HUT - DAY 43

30.

HERMIONE

Death omens. Honestly. If you

ask me, Divination's a very wooly

discipline. Now Ancient Runes.

That's a fascinating subject.

RON

Ancient Runes? Exactly how many

classes are you taking this term?

HERMIONE

A fair few.

RON

Hang on. Ancient Runes is the

same time as Divination. You'd

have to be in two classes at once.

HERMIONE

Don't be silly. How could anyone

be in two classes at once?

(mimicking Trelawney)

Broaden your minds...

STUDENTS gather around Hagrid as Harry, Ron and Hermione

arrive. Draco, Crabbe, and Goyle stand with the

Slytherins.

HAGRID

C'mon now, get a move on! Got a

real treat for yeh. Great lesson

comin' up. Follow me.

Hagrid leads them toward a small paddock just this side

of the Forbidden Forest. In the paddock, a freestanding

IRON RACK hangs with DEAD FERRETS, BUZZING with FLIES.

Nearby is a PUMPKIN PATCH.

HAGRID

Gather 'round. Find yerself a spot.

That's it. Now, firs' thing yeh'll

want ter do is open yer books --

DRACO

And exactly how do we do that?

(CONTINUED)

43 CONTINUED: 43

43A EXT. HAGRID'S HUT - DAY (MOMENTS LATER) 43A

44 EXT. PADDOCK - HAGRID'S HUT - DAY (MOMENTS LATER) 44

31.

Hagrid looks. Belts, rope, Spellotape: any means

available have been employed to bridle The Monster Book

of Monsters, which QUIVER VIOLENTLY.

HAGRID

Crikey. Didn' yeh know? All yeh've

got ter do is stroke 'em. Look --

Hagrid takes Hermione's copy, SNAPS the Spellotape

binding it. As it begins to BITE, Hagrid calmly runs a

forefinger down the book's spine and it... SHIVERS.

Falls quietly open.

Hagrid glances at the class, looking suddenly unsure.

HAGRID

Righ' then. So... so... yeh've

got yer books, an' now yeh need

the Magical Creatures. Right.

So... I'll... I'll go an' get 'em.

Hagrid turns, disappears into the trees. Draco shakes

his head, SPEAKS LOUDLY to Crabbe and Goyle.

DRACO

God, this place is going to the

dogs. Wait until my father hears

Dumbledore's got this oaf teaching

classes.

HARRY

Listen, you stupid prat --

Eyes WIDENING in fear, Malfoy steps back, points.

DRACO

Potter, there's a Dementor behind

you.

Harry JUMPS, wheels in fear, finds... nothing. Instantly,

the SLYTHERINS make an eerie OOH... and OOH sound, then

break up laughing. Harry reddens, embarrassed, then...

A STRANGE BEAST (BUCKBEAK) emerges from the trees. It

has the torso, hind legs, and tail of a horse, but the

front legs, wings and head of a giant eagle. The

students step back in fear, then Hagrid appears, shooing

the beast on.

HAGRID

Gee up, there!

(grinning)

Beau'iful, isn' he?

(CONTINUED)

44 CONTINUED: 44

32.

There seems no consensus on this, but the students stare

in wary wonder nonetheless. As Hagrid coaxes the beast

to the center of the paddock, Ron stares uneasily.

RON

Hagrid. Exactly what is that?

HAGRID

A Hippogriff, o' course. Now,

firs' thing yeh gotta know is

they're proud. Easily offended,

Hippogriffs are. Don't never

insult one, 'cause it migh' be

the las' thing yeh do. Right

then -- who wants ter come an'

say hello?

The entire class STEPS BACK, leaving Harry in front.

HAGRID

Good man, Harry!

Harry looks around, then -- reluctantly -- approaches.

HAGRID

Tha's it. Easy now... stop! This

here's Buckbeak, Harry. Yeh want

ter let 'im make the firs' move.

It's polite, see? Jus' take step

forward, give 'im a bow, and if

Buckbeak bows back, yeh're allowed

ter touch him. Ready?

Unsure, Harry nods anyway. Steps forward. And... bows.

Buckbeak's head cocks, eagle eyes studying Harry cannily.

Harry waits. And waits...

HAGRID

Back off, Harry! Back off!

Harry starts to step back, when... Buckbeak ducks his

beak. Hagrid sighs, relieved.

HAGRID

Well done, Harry! Go on. Give

'im a pat.

Tentatively, Harry reaches out, lays his hand on

Buckbeak's fierce beak. The class CLAPS. Harry

smiles.

(CONTINUED)

44 CONTINUED: (2) 44

33.

HAGRID

Look at that! I reckon he migh'

let yeh ride 'im!

HARRY

(smile drooping)

Excuse me?

HAGRID

We'll jus' set yeh behind the

wing joint. Mind yeh don' pull

any feathers out. He won' like

that.

Hagrid lifts Harry high, drops him onto Buckbeak's

back, and before Harry's settled, SLAPS Buckbeak's

hindquarters.

HAGRID

Off yeh go!

As Buckbeak GALLOPS FORWARD, Harry slides scarily back,

giant WINGS unfold, huge and powerful, and -- WHOOSH! --

they SOAR into the air. Rising higher. And higher.

And higher.

Gradually, Harry loosens his hold on Buckbeak's neck.

Losing himself in the joy of flying. Smiling at the

sight of his and Buckbeak's SHADOW racing across the

grass below. Circling over the Whomping Willow, past

Hogwarts castle, and then SWOOPING, with heart-stopping

speed, over the Black Lake, Buckbeak's talons tickling

the smooth glass of the water, summoning the GIANT SQUID

to the surface briefly. Hagrid WHISTLES then, and

Buckbeak wheels, beating his way back to the paddock,

galloping to a halt. As Harry slides off, the class

CHEERS -- all except Draco, who narrows his eyes

maliciously.

HAGRID

Good work, Harry!

(under his breath)

How'm I doin' me firs' day?

HARRY

Brilliant... Professor.

They both grin, when Draco pushes past them roughly,

strides toward Buckbeak.

(CONTINUED)

44 CONTINUED: (3) 44

34.

DRACO

Give me a go at that thing. If

Potter can do it, it must be

easy. You're not dangerous at

all, are you, you great ugly

brute --

HAGRID

Malfoy! No!

In a flash, Buckbeak's steely talons SLASH DOWN. Malfoy

freezes. Looks down at the BLOOD BLOSSOMING on his

robes. SHRIEKS. Instantly, Harry dashes forward.

Buckbeak WHIPS AROUND, raises its talons and -- seeing

Harry -- lowers them. Ducks its beak. Harry...

realizing what he's done... breathes.

DRACO

It's killed me! It's killed

me!

HAGRID

Calm yerself! Yer fine... jus'

a scratch...

Hagrid looks: a DEEP GASH glistens on Draco's limp

arm.

HERMIONE

Hagrid. He's got to be taken to

a hospital. I'll go with you,

if you like --

HAGRID

No. I'm the teacher. You all...

you all just... Class dismissed!

And with that, Hagrid -- looking shaken -- swoops up

Malfoy, flops him over his shoulder, and lumbers

toward the castle.

As Lavender and Parvati huddle over a DOZEN TEACUPS,

Avidly interpreting patterns in HUSHED VOICES, Draco,

arm bound in a SLING, holds court before a clot of

Slytherins.

PANSY

Does it hurt terribly, Draco?

(CONTINUED)

44 CONTINUED: (4) 44

45 INT. GREAT HALL - NIGHT 45

35.

DRACO

(a tad theatrical)

It comes and goes. Still... I

consider myself lucky. According

to Madam Pomfrey, another minute

or two... and I could've lost the

arm.

Harry, Ron and Hermione watch from the Gryffindor table.

RON

The little git. He's really

laying it on thick, isn't he?

HARRY

At least Hagrid didn't get sacked.

HERMIONE

Yes. But I hear Draco's father's

furious. I don't think we've

heard the end of this...

SEAMUS

He's been sighted!

They turn. Seamus and the other Gryffindors are huddled

over a copy of The Daily Prophet.

RON

Who?

But the PHOTOGRAPH on the Prophet's front page provides a

chilling answer: Sirius Black. Hermione reads over the

shoulders of others. WHISPERS half to herself:

HERMIONE

Achintee? That's not far from

here...

NEVILLE

You don't think he'd come to

Hogwarts, do you?

LAVENDER

With the Dementors at every

entrance?

LAVENDAR

Dementors? He's already slipped

by them once, hasn't he? Who's

to say he can't do it again?

(CONTINUED)

45 CONTINUED: 45

36.

As a flicker of fear passes through Harry's face, BEM,

a Nigerian boy, stares grimly at the grainy image of

Black.

BEM

That's right. Black could be

anywhere. It's like trying to

catch smoke. Like trying to

catch smoke with your bare

hands.

Beautiful flowers gleam in the dawn light, then, slowly

begin to WITHER. The dew FREEZES, the grass grows

brittle. Seconds later, the Dementors sweep by.

A tall WARDROBE RATTLES VIOLENTLY as Harry, Ron and

several classmates regard it warily.

PROFESSOR LUPIN

Intriguing, yes? Would anyone

like to venture a guess as to

what's inside?

SEAMUS

(in a hushed voice)

That's a Boggart, that is.

PROFESSOR LUPIN

Very good, Mr. Finnigan. Can

anyone tell us what a Boggart

looks like?

HERMIONE

No one knows.

Ron JUMPS, glances at Hermione, then WHISPERS to Harry.

RON

When'd she get here?

(CONTINUED)

45 CONTINUED: (2) 45

46 EXT. HOGWARTS CASTLE - MORNING 46

47

&

48

OMITTED 47

&

48

49 INT. LUPIN'S CLASSROOM - MORNING 49

37.

HERMIONE

Boggarts are shape-shifters.

They take the shape of whatever

a particular person fears most.

That's what makes it so --

PROFESSOR LUPIN

Terrifying, yes. Luckily, a very

simple charm exists to repel a

Boggart. Let's practice it now,

shall we? Without wands,

please... Riddikulus!

STUDENTS

Riddikulus!

DRACO

(muttering softly)

It's this class that's ridiculous.

PROFESSOR LUPIN

Good. So much for the easy part.

You see, the incantation alone

is not enough. What really

finishes a Boggart off is...

laughter. You need to force it

to assume a shape you find truly

amusing. Neville, come up here,

will you?

Neville eyes the rattling wardrobe, steps forward

queasily.

PROFESSOR LUPIN

What would you say is the thing

that frightens you most?

NEVILLE

Profter... Snafpt...

PROFESSOR LUPIN

Didn't catch that, Neville, sorry.

NEVILLE

Professor Snape.

Everyone LAUGHS good-naturedly. Lupin nods thoughtfully.

PROFESSOR LUPIN

Hmmm... yes. Neville, I believe

you live with your grandmother?

(CONTINUED)

49 CONTINUED: 49

38.

NEVILLE

Yes, but I don't want the Boggart

to turn into her either.

PROFESSOR LUPIN

It won't. But I want you to

picture her clothes, only her

clothes, very clearly in your

mind. Can you do that?

NEVILLE

(closing his eyes)

She carries a red handbag...

PROFESSOR LUPIN

That's fine. We don't need to

hear it. If you see it, we will.

Now, when I open this wardrobe,

Neville, here's what I want you to

do...

Lupin leans close to Neville, WHISPERS. Neville's eyes

POP OPEN in shock. Consider Lupin uncertainly.

PROFESSOR LUPIN

You can do this, Neville.

Neville nods nervously, takes a deep breath.

PROFESSOR LUPIN

Right then. Wand at the ready.

One. Two. Three!

SPARKS jet from Lupin's wand, strike the doorknob, and

the wardrobe BURSTS OPEN. Instantly, Snape appears, eyes

flashing hideously as he stalks forward. Neville backs

away in fright.

PROFESSOR LUPIN

Think, Neville. Think!

NEVILLE

R-r-riddikulus!

CRACK! Snape stumbles in a FLASH OF LIGHT and

reappears... in a LONG, LACE-TRIMMED DRESS, TOWERING

MOTH-EATEN HAT, and CRIMSON HANDBAG. Instantly, the

class ROARS (except for Draco and his fellow Slytherins).

Neville blinks, amazed, then slowly, grins himself.

Lupin drops the needle on an OLD GRAMAPHONE. As a

SCRATCHY RHUMBA fills the room, he points to Ron.

(CONTINUED)

49 CONTINUED: (2) 49

39.

PROFESSOR LUPIN

Ron! Forward!

Snape DISSOLVES into a mad whirling mass, then mutates

into a... GIANT SPIDER. As Ron GASPS, Harry and Hermione

exchange an uncertain glance. Lupin puts his hands on

Ron's shoulders to steady him. Ron raises his wand.

RON

Riddikulus!

CRACK! ROLLER SKATES materialize on the spider's hairy

feet and it begins to shuffle crazily in place.

Instantly, Ron relaxes as the class' LAUGHTER rings out.

PROFESSOR LUPIN

Parvati!

As Parvati steps up, the spider SPINS faster and faster,

a DIZZYING BLUR, then reappears as a VAMPIRE.

PARVATI

Riddikulus!

As the vampire WHIPS its cloak across its eyes, we CUT

BEHIND... so our POV is of the students. SWISH! The

cloak reopens, the class LAUGHS, and we REVERSE again...

see that the vampire is now dressed like CARMEN MIRANDA.

As it begins to SHIMMY about -- against its will -- the

class starts to CLAP.

PROFESSOR LUPIN

Mr. Thomas!

As Dean steps up, the vampire's undulating body

attenuates, its skin darkening with diamond-thatched

SCALES becoming... a GIANT COBRA.

DEAN THOMAS

Riddikulus!

The cobra's hooded head BOBS back and forth, transforms

into a JACK-IN-THE-BOX. Lupin grins and...

PROFESSOR LUPIN

Next!

... turns, sees Harry step forward expectantly. Concern

flickers through Lupin's face. The Jack-In-The-Box

pivots on its spring, its face tumbling toward Harry,

becoming more sinister, transforming into a...

(CONTINUED)

49 CONTINUED: (3) 49

40.

... Dementor. Suddenly the MUSIC FADES. Harry starts to

raise his wand, then... freezes, transfixed. The

Dementor looms closer and closer, when...

... Lupin steps between, snaps his wand.

PROFESSOR LUPIN

Here!

CRACK! -- the Dementor vanishes and a ROILING MIST

appears, which becomes CLOUDS. Something glows within

the clouds, white, silvery and round...

PROFESSOR LUPIN

Riddikulus!

POP! The orb deflates like a punctured balloon, WHIZZES

crazily about the room, then darts back into the

wardrobe. The door SLAMS SHUT and the CLASS CHEERS.

PROFESSOR LUPIN

Well done, everyone. I think

that's enough excitement for today.

As the students exit, chattering loudly, only Harry,

subdued, remains behind. At the doorway, Lupin glances

back, exchanges a private glance with him. As he exits,

the WARDROBE gives one last RATTLE.

A great buzzing queue of STUDENTS -- Third Years and

older -- each clutching a PERMISSION FORM -- pass by a

glowering Filch.

PROFESSOR McGONAGALL

Remember! These visits to

Hogsmeade Village are a privilege.

Should your behavior reflect

poorly on the school in any way,

that privilege shall not be

extended again.

Harry approaches her, but before he can utter a syllable:

PROFESSOR McGONAGALL

No permission form. No visiting

the Village. That's the rule,

Potter.

(CONTINUED)

49 CONTINUED: (4) 49

50 EXT. CLOCK TOWER COURTYARD - MORNING (TWO WEEKS LATER) 50

41.

HARRY

Yes, Professor, but I thought if

you said I could go --

PROFESSOR McGONAGALL

But I don't say so. A parent or

guardian must sign, and since I am

neither, it would be

inappropriate.

(a flicker of pity)

I'm sorry, Potter. But that's my

final word.

Ron and Hermione -- watching Harry expectantly from

across the way -- see him turn, shake his head. Their

faces fall. Harry raises his hand in farewell. Watches

them go.

PROFESSOR LUPIN (O.S.)

So. No Hogsmeade, eh ?

Deep in the distance, some BOYS skate about on brooms,

tossing a RAGGED QUAFFLE back and forth. CAMERA TILTS.

FINDS Harry and Lupin walking along the bridge.

PROFESSOR LUPIN

Well, don't feel too bad. I was

roundly disappointed the first

time I went.

HARRY

Really?

PROFESSOR LUPIN

No. I was just trying to make you

feel better. Honeydukes' sweets

are the best in the world. Their

Pepper Imps are so strong you

smoke at the ears. And Zonko's

Joke Shop may be dangerous, but

you can't beat their Stink

Pellets.

(CONTINUED)

50 CONTINUED: 50

51

thru

54

OMITTED 51

thru

54

55 EXT. BRIDGE (HOGWARTS GROUNDS) - MORNING (MOMENTS

LATER)

55

42.

HARRY

(nodding glumly)

Not to mention The Shrieking

Shack, which, according to

Hermione, is the most severely

haunted building in Britain.

PROFESSOR LUPIN

Yes, that too...

HARRY

Professor, can I ask you

something?

PROFESSOR LUPIN

You'd like to know why I stopped

you from facing the Boggart.

(off Harry's surprise)

I should think it'd be obvious. I

assumed the Boggart would take the

shape of Lord Voldemort.

Harry frowns. Lupin studies him curiously.

PROFESSOR LUPIN

But clearly... I was wrong.

HARRY

I did think of Voldemort first.

But then, I remembered that night

on the train... and the

Dementors...

(CONTINUED)

PROFESSOR LUPIN

Well, well. I'm impressed. That

suggests that what you fear most

of all is... fear. Very wise.

HARRY

Before I fainted... I heard

something. A woman. Screaming.

PROFESSOR LUPIN

Dementors force us to relive the

worst memories of our lives. Our

pain becomes their power.

HARRY

I think it was my mother. The

night she was murdered.

Harry looks up. Finds Lupin studying him.

(CONTINUED)

55 CONTINUED: 55

43.

PROFESSOR LUPIN

The first time I saw you, Harry, I

recognized you immediately. Not

by your scar. By your eyes.

They're your mother Lily's.

(nodding)

Yes. I knew her. She was there

for me at a time when no one else

was. We used to talk for hours.

She was not only a singularly

gifted witch but an uncommonly

kind woman. She had a way of

seeing the beauty in whoever she

met, even -- and perhaps most

especially -- when that person

couldn't see it in themselves...

Lupin's eyes glaze in memory, then he blinks, smiles.

PROFESSOR LUPIN

Which perhaps explains her

affection for your father. James

had, shall we say, a certain

talent for trouble. A gift, rumor

has it, he passed on to you.

Lupin turns, eyes Harry affectionately. Harry smiles

vaguely.

PROFESSOR LUPIN

I could tell you stories -- and

there are many about your parents,

Harry -- but know this...

(eyeing Harry intensely)

They lived. Every moment of every

day. You should know that.

That's how they'd want to be

remembered.

The Hall buzzes with tales of Hogsmeade, as students swap

stories, sample sweets, and send SOAP BUBBLES of all

shapes, sizes and colors into the air. A MARIONETTE of a

HARLEQUIN cavorts atop the Gryffindor table, moving its

limbs in response to the STRANDS of LIGHT that extend

from Neville's fingertips. Seamus passes his hand

through the light beams and -- FLUMPH! -- the Harlequin

collapses.

(CONTINUED)

55 CONTINUED: (2) 55

56 INT. GREAT HALL - EVENING (LATER) 56

44.

HERMIONE

And the post office! It's about

200 owls, all sitting on colorcoded shelves, depending on how

fast you want your letter to go!

RON

And Honeyduke's is brilliant!

Sugar Quills, Flaming Whizbees --

and blood-flavored lollipops for

Halloween!

Harry nods, picking quietly through the spray of

brilliantly colored sweets on the table. Hermione

notices.

HERMIONE

But, I mean, after awhile, it got

a bit boring. Don't you think,

Ron?

RON

Huh? Oh. Yeah. Dead depressing.

Hang on. I almost forgot. I got

you something wicked at Dervish

and Banges. It's a Pocket

Sneakoscope.

Ron places a SMALL GLASS SPINNING TOP on the table.

RON

If there's someone untrustworthy

around, it's meant to light up

and spin. Mind you, Fred and

George say it's rubbish, sold for

wizard tourists, but I thought,

you know, it can't

hurt, given that...

HARRY

Sirius Black's trying to kill me.

Harry looks up, GRINS at the two of them.

HARRY

I'm glad you had a good time.

Really. And thanks for this.

(eyeing the Sneakoscope)

Rubbish or not, you're right. It

can't hurt.

With that, Harry pops a PEPPER IMP into his mouth.

(CONTINUED)

56 CONTINUED: 56

45.

RON

Oh, careful of those, they'll make

your...

On cue, SMOKE CURLS from Harry's ears and nose.

RON

Never mind.

As Harry, Ron, and Hermione climb the stairs, they find a

crowd gathering on the Seventh Floor landing.

RON

What's the hold-up? Only Neville

ever forgets the password.

PERCY

(pushing past)

Let me through, please. Excuse

me, thank you, I'm Head Boy...

(stopping dead)

Back! All of you! No one is to

enter this dormitory until it has

been fully searched!

Harry, Ron, and Hermione exchange dark glances, when...

Ginny emerges from the crowd, her face ashen.

GINNY

The Fat Lady... she's gone.

RON

Probably stuffing her face with

the apples in that still life on

the second floor again.

GINNY

No. You don't understand --

Hermione GASPS. GRABS Harry's arm. He looks. SEES:

The Fat Lady's portrait has been SLASHED VICIOUSLY, great

strips of canvas hanging from the frame. Just then,

Dumbledore appears.

DUMBLEDORE

Mr. Filch. Round up the ghosts.

Tell them to search every painting

in the castle for the Fat Lady.

(CONTINUED)

56 CONTINUED: (2) 56

57 INT. MOVING STAIRCASE/SEVENTH FLOOR CORRIDOR - NIGHT

(LATER)

57

46.

Just then, there is a SCREAM. The students dash to the

landing, where all THE PAINTINGS WHISPER FEARFULLY.

Filch's rheumy eyes peer up, searching the upper shadows,

then... narrow.

FILCH

There'll be no need for

ghosts, Professor...

Filch extends a crooked finger. High up, near the

ceiling, the Fat Lady cowers in a portrait not her own,

trembling.

DUMBLEDORE

Dear lady. Who did this to you?

FAT LADY

(in a trance)

Eyes like the devil he's got. And

a soul as dark as his name. It

was him, Headmaster. The one they

talk about. He's here. Somewhere

in the castle. Sirius Black.

As the students REACT, Dumbledore's VOICE cuts through.

DUMBLEDORE

Secure the castle, Mr. Filch. The

rest of you... to the Great Hall.

CLOCK TOWER DOOR: Great GROANING TUMBLERS fall.

SPINDLES rotate. CYLINDERS -- one after another -- fire

into place.

WINDOWS: Iron SPIKES, sharp as razors, rise instantly.

One by one, deep in the distance, the LIGHTS of the Great

Hall go out. Dementors appear, COVERING FRAME, then

separate like a curtain...

CAMERA DRIFTS THROUGH the silent room, OVER an ocean of

SLEEPING BAGS, FINDS Harry lying awake, staring at the

net of stars glimmering beyond the highest window.

(CONTINUED)

57 CONTINUED: 57

58 MONTAGE - SECURING THE CASTLE - NIGHT 58

59 OMITTED 59

60 EXT. HOGWARTS CASTLE - CONTINUOUS ACTION - NIGHT 60

61 INT. GREAT HALL - NIGHT (HOURS LATER) 61

47.

A gentle CREAK is heard and Harry's eyes shift, see Snape

pass through the great doors, converge with Dumbledore.

SNAPE

I've done the dungeons,

Headmaster. No sign of Black.

Nor anywhere else in the castle.

DUMBLEDORE

(nodding)

I didn't really expect him to

linger.

SNAPE

Remarkable feat, don't you think?

To enter Hogwarts castle on one's

own, completely undetected...

Dumbledore gazes at the students, refusing to take the

bait.

SNAPE

You may recall, prior to the start

of term, I did express my concerns

when you appointed Professor --

DUMBLEDORE

I do not believe a single

professor inside this castle

would have helped Sirius

Black enter it, Severus.

As Snape's eyes glitter darkly, Dumbledore gazes out over

the slumbering students.

DUMBLEDORE

No... I feel quite confident the

castle is safe. And I'm more than

willing to let the students return

to their Houses. But tomorrow.

For now, let them sleep...

As Dumbledore's gaze finds Harry, he shuts his eyes,

feigns sleep.

DUMBLEDORE

It's astonishing what the body can

endure when the mind allows itself

to rest.

The Whomping Willow idly casts off a few withering

leaves.

(CONTINUED)

61 CONTINUED: 61

62 EXT. HOGWARTS CASTLE - DAY 62

48.

SIR CADOGAN (V.O.)

What villains are these that

trespass upon my private lands!

The Fat Lady has been replaced by a PAINTING of a TINY

KNIGHT (SIR CADOGAN). Stalking a bare stretch of grass

as his PONY grazes nearby, he brandishes his sword wildly

as a group of Gryffindors regard him warily.

SIR CADOGAN

Who dares challenge Sir Cadogan!

Back, you scurvy braggarts! You

rogues!

SEAMUS

He's barking mad!

DEAN THOMAS

What d'you expect? After what

happened to the Fat Lady, none of

the other pictures would take the

job.

NEVILLE

But he keeps changing the

password. Twice just this

morning! I've taken to keeping a

list.

As Neville holds up a wrinkled piece of parchment, Harry,

Ron and Hermione begin to exit.

SIR CADOGAN

Farewell, comrades! If ever you

have need of noble heart and

steely sinew, call upon Sir

Cadogan!

RON

Yeah, we'll call you... if we ever

need someone mental.

SNAP! Snape PULLS DOWN a SCREEN over the blackboard,

turns.

(CONTINUED)

62 CONTINUED: 62

63 INT. GRYFFINDOR COMMON ROOM - MORNING 63

64 OMITTED 64

65 INT. LUPIN'S CLASSROOM - MORNING (LATER) 65

49.

SNAPE

Turn to page 394.

As the students eye Snape with guarded curiosity, Malfoy

finishes SCRAWLING something on a bit of PARCHMENT and

balls it up in his hands. As he opens them, a MOTH

flutters from his palms.

HARRY

Excuse me, sir, but... where's

Professor Lupin?

SNAPE

That's not really your concern, is

it, Potter? Suffice it to say,

your Professor finds himself

incapable of teaching at the

present time. Page 394.

Snape waves the MOTH away, blows out a candle and a SLIDE

SHOW BEGINS. An ANCIENT WOODCUT of a HORRIFIC BEAST

flickers at the front of the room. Ron frowns down at

his book.

RON

Werewolves?

HERMIONE

But, sir, we've only just begun

learning about Red Caps and

Hinkypunks. We're not meant to

start nocturnal beasts for

weeks --

SNAPE

Quiet!

RON

(to Harry)

When did she come in? Did you see

her come in...

SNAPE

Now. Which of you can tell me the

difference between an Animagus and

a werewolf?

As the class stares mutely at a SLIDE of an ATTACKING

WEREWOLF, Hermione waiting desperately for someone to

respond to Snape's question, the moth flutters by Harry.

(CONTINUED)

65 CONTINUED: 65

50.

SWAT! He pins it to his desk. A tiny cloud of moth dust

mushrooms into the air and Harry lifts his palm.

Malfoy's PARCHMENT has reappeared.

SNAPE

No one? How... disappointing.

HERMIONE

Please, sir, an Animagus is a wizard who elects to turn

into an animal. A werewolf has no choice in the matter.

Furthermore, the werewolf actively hunts humans and

responds only to the call of its own kind --

Malfoy lets out a LOW HOWL.

SNAPE

Quiet, Malfoy! Though one must

admit to feeling your pain. That

is the second time you have spoken

out of turn, Miss Granger. Tell

me. Are you incapable of

restraining yourself? Or do you

take pride in being an

insufferable know-it-all?

RON

(to Harry)

He's got a point, you know.

Harry stares at the parchment. Malfoy has drawn a crude

caricature of Harry in his Quidditch robes being STRUCK

BY LIGHTNING over and over.

SNAPE

Five points from Gryffindor!

(to the class)

As a antidote to your ignorance, I

prescribe two rolls of parchment

on the werewolf by Monday morning,

with particular emphasis placed on

recognizing it.

(suddenly)

Passing notes, Potter?

Snape SNATCHES the drawing from under Harry's nose. Eyes

it.

SNAPE

Not exactly Picasso, are you? I

hope you demonstrate more talent

on the Quidditch pitch this

weekend then you do as an artist.

(MORE)

(CONTINUED)

65 CONTINUED: (2) 65

51.

SNAPE (CONT'D)

If not, I fear you'll perish,

given the weather forecast. Until

that time, however, you'll forgive

me if I don't let you off

homework. Should you die, I

assure you... you need not hand it

in.

As Snape turns away, Malfoy sniggers with Crabbe, Coyle

and PIKE. Harry glances down at the drawing once more

and we hear a true RUMBLE of THUNDER and --

CUT TO:

... a STITCH OF LIGHTNING...

as it strikes one of the GOLDEN QUIDDITCH RINGS and the

clouds bloom with ICY BLUE light. Far below, in the

stands, RAIN lashes the SEA OF UMBRELLAS. As one flies

free, soaring end over end into the sky, the...

... CROWD EXPLODES and two Quidditch squads -- Gryffindor

in SCARLET, Hufflepuff in CANARY-YELLOW -- shoot into the

air. Twin BLUDGERS FIRE skyward, and the match is on.

We CUT INTO Harry, rising like a rocket through the mist,

his robes SNAPPING VIOLENTLY in the wind.

-- as he flies, RAIN falling like NEEDLES before him,

every dark cloud concealing potential danger. Beaters

crisscross his path. A BLUDGER WHIZZES past, then a

second ROCKETS DIRECTLY AT HIM.

SWOOP! -- Harry ducks, watches the BLUDGER SHATTER the

BROOM of a HUFFLEPUFF BEATER. The Beater goes into a

wild spiral, vanishes in the mist.

(CONTINUED)

65 CONTINUED: (3) 65

66

&

67

OMITTED 66

&

67

68 EXT. QUIDDITCH PITCH - A STITCH OF LIGHTNING - DAY 68

INTERCUT HARRY'S POV

52.

Ron squints upward, the players little more than

STREAKING BLURS from his vantage. KA-SSSST! A STITCH OF

LIGHTNING strikes the TAIL of ANGELINA JOHNSON'S broom.

As it BURSTS into FLAMES, she PLUMMETS to the pitch. Ron

looks down at his own HAND. In the HIGHLY-CHARGED AIR,

the HAIR above his knuckles RISES.

In the sky, Harry flies fearlessly, searching for the

Snitch as Bludgers pierce the clouds above him and

CHASERS flit IN and OUT OF VIEW far below. Suddenly, in

the stands opposite, a BLACK UMBRELLA flies from the hand

of a RAVENCLAW GIRL. For a moment, it sails wondrously

through the heavy air, a Magritte dream, then -- WHOOP!

WHOOP! WHOOP! -- abruptly picks up speed, ROTATING LIKE

A HATCHET. Harry DUCKS, turns, and watches it disappear

into a bank of clouds. Then...

... something GLIMMERS: the Snitch. Instantly, Harry

jets off closing fast on the tiny, glimmering ball,

chasing it through one cloud... then another... and

another... until...

... he BREAKS into a clear patch of sky... only to find

the Snitch is gone. Angrily, Harry whips the Nimbus back

around, searching the horizon frantically, when he spies

something:

In the stadium's HIGHEST TOWER, something ENORMOUS

flickers briefly in SILHOUETTE, then is obscured by a

veil of mist.

Harry turns. In the distance, the stray umbrella spins

INTO VIEW, harpoons a player. Harry's eyes shift. The

SNITCH SHIMMERS like a FIREFLY in the dark underbelly of

a cloud. Harry begins to go... when the veil of mist

shrouding the high tower shifts and -- for one brief

moment -- a GREAT DOG is revealed. As this mist closes,

Harry frowns, jets away.

As Harry pelts after the Snitch, the crowd RISES TO THEIR

FEET, ROARING. Ron GRINS over the binoculars, watching

Harry shred the mist as he urges his broom on.

HARRY

Come on! Faster!

The trace of a smile forms on Harry's lips as he closes

on the Snitch... only yards away... reaching out...

when...

(CONTINUED)

68 CONTINUED: 68

IN THE STANDS

53.

... a THIN GLAZE of ICE clouds his GLASSES. He wipes at

them, then flinches: BLOOD trickles down his cheek. The

rain is turning to needles. Needles of ice. Harry

glances at the HANDLE of his BROOMSTICK. The water

sluicing through the grain is FREEZING. VAPOR streams

from his mouth and nose.

SWOOSH! A dark SILHOUETTE passes on his right. He

turns. SWOOSH! -- a twin SILHOUETTE passes on his left.

Harry sees neither. Looks down. The layers of mist are

parting below. LIGHTNING STRIKES. Reveals: an ARMY OF

SILHOUETTES drifting onto the pitch. A vast legion of

them...

DEMENTORS.

A DISTANT WHISTLE weaves into the WIND, rises in pitch,

not a whistle at all, but a... SCREAM. A WOMAN'S SCREAM.

Harry's eyes flutter, and wisps of SILVERY WHITE LIGHT

float from his mouth. His glasses glaze over completely.

His fingers, rigid, can no longer grip the broom and...

He FALLS.

HERMIONE

No!!!

Harry and broom tumble in opposite directions.

The Nimbus soars end over end, tossed by the currents,

then drops... right into the Whomping Willow.

FLOOMPH! Harry, in freefall, drops through one cloud,

then another. Plummeting through the circling Dementors.

Then... a TALL FIGURE rises from the crowd. Raises an

OPEN HAND to the heavens. Eyes angry but clear.

Dumbledore.

An EXPLOSION -- more powerful than thunder -- rocks the

air.

A FLASH -- more fierce than lightning -- shocks the sky.

And then...

THE SCREEN GOES BLACK.

Not a sound. For the longest time. Then... VOICES:

RON

Looks a bit peaky, doesn't he?

(CONTINUED)

68 CONTINUED: (2) 68

54.

FRED

Peaky? What d'you expect him to

look like? He fell fifty feet.

GEORGE

Yeah, c'mon, Ron. We'll walk you

off the Astronomy Tower and see

how you come out looking.

HARRY

Probably a right sight better than

he normally does.

Harry opens his eyes and Ron, Fred, George, and Hermione

SLOWLY COME INTO FOCUS, standing at the foot of his bed

in the hospital wing.

HERMIONE

Harry! How're you feeling?

As Harry edges up against his pillow, we see a NURSE in

the b.g., removing the SPOKES of an umbrella from a

Hufflepuff player's neck. Harry doesn't look so good

himself.

HARRY

Brilliant.

FRED

Gave us a right good scare, mate.

HARRY

What happened?

RON

You fell off your broom.

HARRY

Really? I meant the match. Who

won?

Silence. Uncomfortable glances.

HERMIONE

No one blames you, Harry. The

Dementors aren't meant to come on

the grounds. Dumbledore was

furious. After he saved you, he

sent them straight off.

(CONTINUED)

68 CONTINUED: (3) 68

69 INT. HOSPITAL WING - DAY 69

55.

Harry nods grimly, stares at the RAIN LASHING the window.

RON

There's something else you should

know, Harry. Your Nimbus -- when

it blew away? -- it sort of landed

in the Whomping Willow. And well...

He tips a BAG of SPLINTERED WOOD and TWISTED TWIGS onto

the bed. As Harry stares, we hear a gentle WIND, then...

PROFESSOR LUPIN (V.O.)

I'm sorry about your broom, Harry.

There's no chance of fixing it?

Harry shakes his head in response to Lupin's question,

then -- WHOOSH! -- sets Hedwig free of her traces. As

she soars into the sky, Harry and Lupin watch from the

lake's edge.

HARRY

Why do they affect me so,

Professor? I mean, more than

everyone else...

PROFESSOR LUPIN

Dementors are among the foulest

creatures that walk this earth.

They feed on every good feeling,

every happy memory, until a person

is left with nothing but his worst

experiences. You're not weak,

Harry. The Dementors affect you

most, because there are true

horrors in your past. Horrors

your classmates can scarcely

imagine. You have nothing to be

ashamed of.

HARRY

I'm scared, Professor.

PROFESSOR LUPIN

I'd consider you a fool if you

weren't.

(CONTINUED)

69 CONTINUED: 69

70 EXT. BLACK LAKE - LATE AFTERNOON 70

56.

HARRY

I need to learn how to fight them.

You could teach me, Professor.

You made that Dementor on the

train go away...

PROFESSOR LUPIN

There was only one that night...

HARRY

But you made it go away.

PROFESSOR LUPIN

(a beat)

I don't pretend to be an expert,

Harry. But yes, I can teach you.

Perhaps after the holiday. For

now, though, I need to rest. I'm

feeling... tired.

Harry turns, studies Lupin's haggard face. A weary smile

appears as Hedwig's reflection glides over Lupin's

irises.

PROFESSOR LUPIN

Beautiful...

Harry looks up, watches Hedwig pinwheel through the blue,

past the CLOCK TOWER and EXIT FRAME. CAMERA HOLDS, the

skies PALES, and SNOW begins to fall. We TILT DOWN...

... to Hogwarts castle, weeks later, dusted in white.

Harry, framed in the window, stares out, looking forlorn.

In REFLECTION, SNOW falls on the glass.

A ragged line of students follows McGonagall toward the

bridge. Harry's POV becomes OBJECTIVE and...

... FOOTPRINTS appear in the snow, moving quickly to join

the other students.

(CONTINUED)

70 CONTINUED: 70

70A EXT. HOGWARTS CASTLE - DAY (WEEKS LATER) 70A

71 EXT./INT. CLOCK TOWER - DAY 71

HARRY'S POV

72 EXT. CLOCK TOWER COURTYARD - DAY 72

57.

Suddenly, Fred and George appear, heading the opposite

way and... the FOOTPRINTS reverse themselves... as if

Fred and George were escorting an invisible person.

FRED

Clever, Harry.

GEORGE

But not clever enough.

FRED

Besides, we've got a better way.

The great doors open and Fred and George enter. The

INVISIBILITY CLOAK drops and Harry is revealed, looking

cross. Instantly, Fred slaps a WORN ROLL OF PARCHMENT

into his hand. Harry unfurls it. Frowns. It's blank.

HARRY

What's this rubbish?

FRED

Rubbish he says. That there's the

secret to our success.

GEORGE

It's a wrench giving it to you,

believe me.

FRED

But we've decided your need's

greater than ours. George, if you

will...

GEORGE

I solemnly swear that I am up to

no good.

George touches his wand to the parchment and INTRICATE

INK LINES surface in the fiber of the paper, spread like

veins. Harry reads the CURIOUS WORDS at the top:

HARRY

'Messrs Moony, Wormtail, Padfoot

and Prongs are proud to present

The Marauder's Map'...?

GEORGE

Ah... Moony, Wormtail, Padfoot and

Prongs. We owe them so much.

(CONTINUED)

72 CONTINUED: 72

73 INT. ENTRANCE HALL - DAY (MOMENTS LATER) 73

58.

HARRY

Hang on. This is Hogwarts! And

that... No. Is that really...

Harry points to a small MOVING DOT labeled "Dumbledore."

FRED

Dumbledore.

GEORGE

In his study.

FRED

Pacing.

GEORGE

Does that a lot.

HARRY

You mean, this map shows...

FRED

Everyone.

HARRY

Everyone?

GEORGE

Everyone.

FRED

Where they are.

GEORGE

What they're doing.

FRED

Every minute.

GEORGE

Of every day.

HARRY

Brilliant! Where'd you get it?

FRED

Nicked it from Filch's office, of

course, first year. Now listen.

There's seven secret passageways

out of the castle. But we'd

recommend...

(CONTINUED)

73 CONTINUED: 73

59.

FRED/GEORGE

This one.

GEORGE

The One-Eyed Witch on the third

floor.

HARRY

The One-Eyed...

FRED

Witch, right. But you best hurry.

Filch is heading this way.

(as they go)

Oh. And, Harry? When you're

done, make sure to give it a tap

and say, 'Mischief managed.'

Otherwise, anyone can read it.

Harry approaches a STATUE of a hump-backed, ONE-EYED

WITCH.

INSERT MAP -- Harry traces his finger along the tattered

surface to an INK FIGURE labeled "Harry Potter." A tiny

SPEECH BUBBLE appears: "Dissendium."

HARRY

Dissendium?

CLICK! The witch's EYE OPENS and the statue pivots,

revealing a DARK OPENING in the floor. As Harry

crouches, squinting, a cool DRAFT OF AIR ruffles his hair

and the CAMERA DRIFTS INTO the DARKNESS...

A tiny LIGHT bobs in the distance, fracturing the

darkness, then Harry appears, the tip of his wand

GLOWING, map in hand. INSERT MAP: "Harry Potter" glides

across the parchment.

Harry stops, cranes his neck. STONE STEPS. Taps the map.

HARRY

Mischief managed.

73 CONTINUED: (2) 73

74 INT. DIVINATION STAIRWELL - DAY (MOMENTS LATER) 74

75 INT. UNDERGROUND PASSAGEWAY - DAY (LATER) 75

NEW ANGLE - DAY (LATER)

60.

CRATES. HUGE ROLLING BINS. A WOOD STAIRCASE. A

trapdoor lifts. Harry's eyes appear. As he pulls

himself up, a DOOR BANGS OPEN. Dense CHATTER ROARS from

above. Quickly, Harry hides, watches a MAN'S BOOTS

descend the stairs. Then...

WOMAN (O.S.)

A box of Jelly Slugs as well,

Horace. We're nearly cleared out.

HORACE grunts, begins moving boxes. Harry looks up to

the cellar door, takes out the invisibility cloak...

The CELLAR DOOR EASES open -- but no one appears. We

TRACK THROUGH a sweet tooth's dream, SWARMING with

customers. Up ahead, Neville prepares to lick the

LOLLIPOP in his hand, when it simply floats from his

fingers and out the door...

... into the MISTY, FOG-SHROUDED chaos of Main Street.

As the lollipop drifts on, FOOTPRINTS appear in the snow

below...

At this elevation, the MIST hangs in thick, undulating

veils, the Shrieking Shack an eerie silhouette in the

gloom. Ron and Hermione stand stiffly, attempting, as

best they can, to conceal the fact that, basically,

they're scared stiff.

HERMIONE

It's meant to be the most haunted

building in Britain. Did I

mention that?

RON

Twice.

HERMIONE

Should we move a bit closer?

RON

Huh? Oh... All right...

(CONTINUED)

76 INT. HONEYDUKE'S SWEETSHOP - CELLAR - SAME TIME - DAY 76

77 INT. HONEYDUKE'S SWEETSHOP - SAME TIME - DAY 77

78 EXT. MAIN STREET (HOGSMEADE VILLAGE) - CONTINUOUS

ACTION - DAY

78

79 EXT. SHRIEKING SHACK - DAY (LATER) 79

61.

They take a step. One step. Stop dead.

RON

Actually, it's fine from here.

HERMIONE

Perfect.

Just then, VOICES ECHO and THREE FIGURES appear over the

rise, phantoms in the mist. Malfoy. Crabbe. Goyle.

Pike.

DRACO

Well, well. Look who's here. You

two shopping for your dream home?

Seems a bit grand for you, WeaselBee. Don't your family all sleep

in one room?

RON

Shut your mouth, Malfoy.

DRACO

(clucking his tongue)

Now that's not very friendly.

Boys, I think we're going to have

to teach Weasel-Bee to respect his

superiors.

HERMIONE

(a harsh chuckle)

Hope you don't mean yourself.

Malfoy's eyes shift, regard Hermione with disgust.

DRACO

How dare you speak to me, you

filthy, little mud --

SPLAT! Malfoy takes a SNOWBALL to the grill. Splutters:

DRACO

Who did that!

Malfoy glances about in confusion, when -- SPLAT!

SPLAT! -- he takes two more. Hermione and Ron glance

about uneasily.

DRACO

Well, don't just stand there!

(CONTINUED)

79 CONTINUED: 79

62.

Crabbe and Goyle start for Ron and Hermione, when --

FLUMPH! -- their knees go out and they fall headfirst

into the snow. Draco begins to back away fearfully,

eying the mist...

DRACO

Wait a minute, there's something

out here -- Aaaaaaahhhh!!!

Malfoy's SKI MASK is pulled over his eyes, he's spun

about, given a ROUGH KICK to the ass and sent stumbling

over the rise and out of sight. Instantly, Crabbe and

Goyle join him.

Ron and Hermione stand frozen, exchange a nervous glance,

and... DASH OFF... when -- FLUMPH! -- they both go

flying, land on their pants in the snow. As they sit up,

they hear...

LAUGHTER. Hermione's eyes narrow in suspicion.

HERMIONE

Harry...? Harry?

The Invisibility Cloak drops. Sure enough. Harry.

Grinning.

RON

Bloody hell, Harry! That was not

funny!

But he's smiling. They all are. As he and Hermione pelt

Harry with SNOWBALLS, we --

CUT TO:

The trio trudge through the SWIRLING SNOW. Harry's

donned Hermione's scarf and Ron's hat to disguise

himself.

RON

Those weasels! Never told me

about any Marauder's Map!

HERMIONE

But Harry isn't going to keep it.

He's going to turn it over to

Professor McGonagall, aren't you?

(CONTINUED)

79 CONTINUED: (2) 79

80 EXT. MAIN STREET (HOGSMEADE VILLAGE) - DAY (MOMENTS

LATER)

80

63.

RON

Oh sure. Along with his

invisibility cloak, his pack of

exploding snap cards, his --

HERMIONE

Oh, shut up.

CORNELIUS FUDGE (O.S.)

Rosmerta, m'dear!

Up ahead Cornelius Fudge emerges from a MINISTRY SLEIGH

as Hagrid swings the door clear and -- with unfortunate

ease -- rips it clean off the fittings. Fudge joins

McGonagall and a CURVY BARMAID (ROSMERTA) outside the

THREE BROOMSTICKS PUB.

HERMIONE

That's Madam Rosmerta. Ron

fancies her.

RON

It's not true!

HARRY

Shhh.

CORNELIUS FUDGE

I trust business is good?

MADAM ROSMERTA

It'd be a right sight better if

the Ministry wasn't sending

Dementors into my pub every other

night.

CORNELIUS FUDGE

We have a killer on the loose.

MADAM ROSMERTA

Sirius Black? In Hogsmeade! And

what would bring him here?

CORNELIUS FUDGE

Harry Potter.

MADAM ROSMERTA

Harry Potter!

(CONTINUED)

80 CONTINUED: 80

64.

Fudge looks around nervously, then jerks his head toward

the pub. As he leads Rosmerta and McGonagall inside,

we --

CUT BACK TO:

RON

Harry?

He's gone. FOOTPRINTS track through the snow, into the pub.

... as he THREADS THROUGH the teeming pub, PAST a SIGN

("No Underage Wizards") and nearly collides with some

very STRANGE-LOOKING PATRONS. Ron and Hermione ripple

briefly past a frosted window, then... THREE SHRUNKEN

HEADS swing INTO VIEW.

SHRUNKEN HEAD #1

So I says to him, 'Careful, Ned.

Don't want to go losing your head!'

As the three heads CACKLE HYSTERICALLY, bobbing up and

down on their strings, Harry turns... just as an UNSHAVEN

WIZARD'S arm whips down and a DART goes WHISTLING right

toward Harry's eyes. Harry DUCKS, pivots, and -- THWOCK!

-- sees the dart pierce the cork of the disfigured

DARTBOARD behind him.

Harry hurries on, trailing Fudge and McGonagall up a DARK

STAIRWELL as Rosmerta leads them into a small BACK ROOM.

As the door starts to close, Harry rushes forward: SLAM!

Too late. CAMERA TILTS. The KNOB turns, the door

opens...

... and SNOW flutters off the sill of a HALF-OPEN WINDOW.

McGonagall turns, frowning, and re-closes the door,

harder this time, then joins Fudge and Rosmerta. HARRY'S

POV SHIFTS FROM one TO the other as they speak.

MADAM ROSMERTA

Come on then. Let's hear it.

(CONTINUED)

80 CONTINUED: (2) 80

HERMIONE AND RON

81 INT. THREE BROOMSTICKS PUB - HARRY'S POV FROM UNDER THE

INVISIBILITY CLOAK - DAY (MOMENTS LATER)

81

82 INT. THREE BROOMSTICKS PUB - CARD ROOM - DAY 82

65.

PROFESSOR McGONAGALL

Years ago, when Harry Potter's

parents were marked for death,

they went into hiding. Few knew

where they were. One who did was

black. And he told...

MADAM ROSMERTA

You-Know-Who. I've heard this

rot. It was all over The Daily

Prophet back in the day. And I'll

say now what I said then: Of all

the boys I ran out of here,

Black's the last who would've gone

over to the dark side. Hearsay.

That's all the Ministry had.

Hearsay.

CORNELIUS FUDGE

Ha! Tell that to Peter Pettigrew!

MADAM ROSMERTA

Peter Pettigrew?

PROFESSOR McGONAGALL

Little lump of a boy? Always

tagging after Black and...

MADAM ROSMERTA

I remember him. What's he got to

do with it?

PROFESSOR McGONAGALL

After the Potters were killed,

Pettigrew went looking for Black.

And, unfortunately... found him.

CORNELIUS FUDGE

Black was vicious. He didn't kill

Pettigrew. He destroyed him. A

finger. That's all that was left.

A finger -- there's your hearsay.

Rosmerta looks to McGonagall. She nods grimly.

PROFESSOR McGONAGALL

Sirius Black may not have put his

hands to the Potters, but he's the

reason they're dead. And now he

wants to finish what he started.

MADAM ROSMERTA

Harry.

(CONTINUED)

82 CONTINUED: 82

66.

McGonagall nods, then looks pained.

CORNELIUS FUDGE

But that's not the worst of it.

MADAM ROSMERTA

What could be worse?

PROFESSOR McGONAGALL

This: Sirius Black was and

remains today... Harry Potter's

godfather.

BLAM! The pub doors fly open, REVEAL Main Street, where

Ron and Hermione wait, rubbing their hands against the

chill. As they look down, CAMERA TILTS...

... and FOOTPRINTS appear in the snow. HARRY'S POV ENDS.

CAMERA TILTS UP, FOLLOWS Hermione and Ron until they

LEAVE FRAME, then HOLDS ON a POSTER of BLACK, fluttering

against a lamppost: "Have you seen this wizard?"

At the end of a ROCKY OUTCROP, the FOOTPRINTS end and

SOBS are heard. Ron takes Hermione's arm, discouraging

her from going further, but she does, filling the

footprints with her own, then kneeling and -- very gently

-- drawing the cloak from Harry. He stares into the

mist, eyes stinging with tears.

HARRY

He was their friend. And he

betrayed them. He was their

friend. (eyes hardening)

I hope he finds me. But when he

does, I'm going to be ready. When

he does, I'm going to kill him.

Butterflies flutter over the great green lawn. The GIANT

SQUID breaks through the last GLAZE of ICE on the Black

Lake. The Whomping Willow shakes the water from its

branches...

82 CONTINUED: (2) 82

83 EXT. MAIN STREET (HOGSMEADE VILLAGE) - MOMENTS LATER -

DAY

83

84 EXT. OUTSKIRTS OF TOWN - DAY (MOMENTS LATER) 84

85 EXT. HOGWARTS CASTLE - DUSK (TRANSITION TO SPRING) 85

67.

The DYING SUN streams through high windows, painting

Harry's face a fierce AMBER-RED as he stands opposite

Lupin. ANCIENT CHARTS drape the walls while gleaming

SPHERES OF SPUN GLASS ORBIT one another silently. Lupin

paces before a LARGE TRUNK.

PROFESSOR LUPIN

You're sure about this, Harry?

This is very advanced magic. Well

beyond Ordinary Wizarding Level.

HARRY

If Black can fight the Dementors,

I need to know how too.

Lupin studies Harry -- as if conflicted -- then decides.

PROFESSOR LUPIN

Very well. The spell I'm going to

teach you is called the Patronus

Charm. Ever hear of it?

Harry shakes his head.

PROFESSOR LUPIN

A Patronus is a kind of positive

force. For the wizard who can

conjure one, the Patronus works

something like a shield. The

Dementor feeds on it instead of

him.

Just then, the trunk RATTLES VIOLENTLY. As Harry's eyes

wander, Lupin SNAPS his fingers, brings his attention

back.

PROFESSOR LUPIN

But in order for it to work, you

must think of a memory. And not

just any. This memory needs to be

a very happy one. And powerful.

Harry thinks a bit. Then... nods.

PROFESSOR LUPIN

Got something? Good. Let it fill

you up. Lose yourself in it.

Then speak the incantation:

Expecto Patronum. Without your

wand...

HARRY

Expecto Patronum...

(CONTINUED)

86 INT. ASTRONOMY ROOM - DUSK 86

68.

PROFESSOR LUPIN

Right then. Shall we?

Harry nods, raises his wand. Lupin, watching closely,

reaches over, grips the lid of the TRUNK...

PROFESSOR LUPIN

Concentrate, Harry.

Concentrate...

As Lupin FLINGS open the case, Harry OPENS HIS EYES. In

the sun's BLOOD-LIGHT, the Dementor looks particularly

horrific.

HARRY

Expecto... Patronum...

The torches on the wall FLICKER as a CHILL BREEZE fills

the chamber. A SCREAM ECHOES distantly. Harry's hand

trembles. His eyes begin to roll up...

HARRY

Expecto... Expecto...

PROFESSOR LUPIN

Here!

CRACK! -- the Dementor mutates into a SILVERY WHITE ORB.

PROFESSOR LUPIN

Riddikulus!

Lupin flicks his wand, sends the orb back into the

packing case. Harry stands blinking. Dazed. Lupin

fishes a CHOCOLATE FROG from his pocket. Presses it into

Harry's trembling hand.

PROFESSOR LUPIN

Quickly.

Harry studies the frog. Takes a bite. Begins to

recover.

HARRY

That's one nasty Dementor.

PROFESSOR LUPIN

Boggart, Harry. The real thing

would be much, much worse. Just

out of interest, what were you

thinking of? What memory did you

choose?

(CONTINUED)

86 CONTINUED: 86

69.

HARRY

The first time I rode a broom.

PROFESSOR LUPIN

That's not good enough, Harry.

Not nearly.

Harry glances toward the window, at the bloody sun.

HARRY

There's another. It's not happy

exactly. I mean, it is. It's the

happiest I've ever felt. But

it's... complicated.

PROFESSOR LUPIN

Is it strong?

Harry looks up into Lupin's eyes. Emotional. Nods.

PROFESSOR LUPIN

Then let's try it.

Harry takes a breath. Tosses the frog aside. Poises

himself.

PROFESSOR LUPIN

Think, Harry, think --

HARRY

Just do it!

Lupin blinks at Harry's quiet fierceness. Opens the

packing case. Instantly, the Dementor appears again. A

chill fills the air. The hair skates off Harry's scar.

He sets his jaw...

HARRY

Expecto Patronum!

Harry's hand TREMBLES. His whole BODY TREMBLES. But he

holds his ground, when -- WHOOSH! -- a huge SILVER SHADOW

BURSTS from the end of his wand, hovering between him and

the Dementor. The Dementor falters... Harry's legs like

water...

PROFESSOR LUPIN

Riddikulus!

CRACK! The Dementor vanishes. Harry's arm drops.

Slack. Lupin eyes Harry with a kind of awe. His voice

barely a WHISPER.

(CONTINUED)

86 CONTINUED: (2) 86

70.

PROFESSOR LUPIN

Well done.

HARRY

I think I've had enough. For

today.

Lupin nods. Watches Harry move to the door.

PROFESSOR LUPIN

So you know, Harry: You'd have

given your father a run for his

money. And, believe me, that's

saying something.

Harry ponders this. Then speaks, deep inside himself.

HARRY

I was thinking of him. And Mum.

Seeing their faces. They're just

talking to me. Just... talking.

That was the memory I chose. I

don't even know if it's real...

Harry grips the door, pushes past.

HARRY

But it's the best I have.

All the boys asleep.

All except Harry, who lies in bed, studying the photo of

his parents, barely visible in the fluttering light of a

guttering candle. As the FLAME DIES with a soft HISS,

all goes BLACK and we --

CUT TO:

A hulking, haunted goliath against the sky.

A cautious breeze rises. Leaves scud across the gravel.

A church. Empty. Silent.

86 CONTINUED: (3) 86

87 INT. TOWER DORMITORY - NIGHT 87

88 EXT. HOGWARTS CASTLE - NIGHT (LATER) 88

89 EXT. COURTYARD - NIGHT 89

90 INT. GREAT HALL - NIGHT 90

71.

A WINDOWPANE RATTLES, up high, the corridor thatched in

shadow. Slowly... CAMERA BEGINS TO MOVE. CREEPING

FORWARD. A SHADOW ENGULFS Sir Cadogan, dozing against

his tree...

A WHISTLE SHRIEKS. The Sneakoscope, whirling madly,

skitters across the bedside cabinet and -- CLICK! CLICK!

CLICK! -- taps against a WATER GLASS, sending shafts of

RED LIGHT pinwheeling over the photo of Harry's

parents...

RON

Aaaahhhh!

Harry BOLTS UP, sees a SILHOUETTE etched on the window --

a MAN CLUTCHING A KNIFE. All the boys are up now.

Screaming. Amid the chaos, Harry grabs his wand.

HARRY

Everybody out!

The others flee. Harry faces the HULKING SHADOW, wand

poised.

HARRY

Show yourself.

Crash! The water GLASS SHATTERS on the floor and

Scabbers darts past Harry's bare feet, chased by

Crookshanks. Seizing the moment, the SILHOUETTE grasps

the curtains and swings through the open window, plunging

into the night. Harry rushes to the window, looks down.

The SILHOUETTE leaps from ledge to ledge with an animal's

grace, then... vanishes.

Harry sweeps Ron's curtains aside. His bed is... empty.

HARRY

Ron! Ron!

Harry's eyes flash toward the window, when... Ron pokes

his head out from under the bed.

RON

Is he gone?

91 INT. SEVENTH FLOOR CORRIDOR - NIGHT 91

92 INT. TOWER DORMITORY - NIGHT (MOMENTS LATER) 92

92A EXT. GRYFFINDOR TOWER - CONTINUOUS ACTION - NIGHT 92A

92B INT. TOWER DORMITORY - CONTINUOUS ACTION - NIGHT 92B

72.

The entire Gryffindor House, in pajamas, stand before

McGonagall, who wears a TARTAN ROBE and an expression of

singular irritation.

PROFESSOR McGONAGALL

That's preposterous, Weasley. How

could Sirius Black possibly have

got through the portrait hole?

RON

I don't know how he got in! I was

a bit busy dodging his knife!

Just then, a curiously content Crookshanks wends his way

through Ron's legs.

RON

And this bloody cat ate my rat!

HERMIONE

That's a lie!

RON

It is not and you bloody well know it!

PROFESSOR McGONAGALL

Silence!

McGonagall turns then and everyone follows her eye to Sir

Cadogan who, sensing the attention, perks up instantly.

DUMBLEDORE

Sir Cadogan. Is it possible that

you let a mysterious man enter

Gryffindor Tower tonight?

SIR CADOGAN

Certainly, good lady! He had the

password. Had the whole week's,

in fact. On a little piece of

paper.

PROFESSOR McGONAGALL

Which abysmally foolish person

wrote down the passwords and then

proceeded to lose them!

Every eye shifts once more: Neville. McGonagall sighs.

PROFESSOR McGONAGALL

Is it always going to be you,

Longbottom?

(CONTINUED)

93 INT. GRYFFINDOR COMMON ROOM - NIGHT (LATER) 93

73.

NEVILLE

I'm afraid so, ma'am.

PROFESSOR McGONAGALL

(to the group at large)

While we know Sirius Black is gone

tonight, I think you can safely

assume he will, at some future

time, attempt to return. Let me

be clear. You are not to move

about the castle alone. And you

are not to write down the

password! Understood!

A collective nod of the head. McGonagall gives the ties

of her robe a sharp tug, collects herself, and exits.

PROFESSOR McGONAGALL

Very well then. Go to bed.

As the students drift off, Ron casts a last angry glance

toward Hermione, who now holds Crookshanks in her arms.

HARRY

I could've killed him.

Hermione turns, sees Harry staring out the window.

HARRY

He was right there. Close enough to touch.

I could've killed him.

The trio make their way down the slope.

RON

I find it astonishing that someone

who prides herself on being so

logical can be in such denial.

HERMIONE

Harry. Will you explain to your

friend Ronald that he has

absolutely no proof whatsoever

that my sweet, unassuming cat ate

his shabby, decidedly decrepit

rat.

(CONTINUED)

93 CONTINUED: 93

94

thru

96

OMITTED 94

thru

96

96A EXT. SLOPE - DAY 96A

74.

RON

Harry was there! He'll tell you

how it was. Go on, Harry, tell

her.

HARRY

No, I won't. Know why? Because I

don't care about your stupid rat!

I don't care about your stupid

cat! I've got few other things on

my mind right now!

RON

Really? Wasn't you had to roll

under the bed last night to avoid

getting cut to ribbons! A person

could die being your friend,

Harry!

Ron stops, wishes he could take it back. They all wish

he could. Avoiding each other's eyes, they turn,

continue on.

Hagrid, wearing a GIGANTIC, HAIRY BROWN SUIT and perhaps

the world's ugliest YELLOW AND ORANGE TIE, stands kneedeep in the shallows of the Black Lake, skimming rocks as

big as flagstones across the water's shiny gloss. As he

turns, the trio catches a brief sight of his eyes, red

with tears, then he looks away.

HERMIONE

How'd it go, Hagrid?

HAGRID

Buckbeak liked London.

HERMIONE

I meant the hearing.

HAGRID

Oh. That. Well, I got up an'

said my bit -- You know, how

Buckbeak was a good Hippogriff an'

as long as yeh treated 'im with

respect, he'd treat you the same.

Then Lucius Malfoy got up an' said

his bit -- you know, how Buckbeak

was a deadly dangerous beast that

no teacher in their righ' mind

would expose their students to...

(CONTINUED)

96A CONTINUED: 96A

97 EXT. BLACK LAKE - DAY (MOMENTS LATER) 97

75.

HERMIONE

(dreading it)

And...?

Hagrid slings another rock into water.

HERMIONE

You mustn't blame yourself,

Hagrid.

RON

Draco. It's him the Committee

should punish. It's him they

should send off to the forest, not

Buckbeak.

HAGRID

Buckbeak's not going back to the

forest...

HERMIONE

(dreading the answer)

Where's he going, Hagrid?

HAGRID

He asked fer the worse, yeh see,

Lucius Malfoy did. An' the

Committee granted it. Buckbeak's

bin sentenced ter death.

Dark. Ominous. Dementors drift in the distance.

Restless...

Silent. A room of shadows. While those around him

slumber, Harry lies awake, unable to sleep. Finally, he

turns to his cupboard, takes the Marauder's Map.

WHISPERS:

HARRY

I solemnly swear that I am up to

no good.

The crooked corridors and serpentine passageways of

Hogwarts radiate across the parchment, then... a TINY DOT

catches Harry's eye. He frowns. It reads: "Peter

Pettigrew."

97 CONTINUED: 97

98 EXT. HOGWARTS CASTLE - NIGHT 98

99 INT. TOWER DORMITORY - NIGHT 99

76.

Harry moves down a DARK corridor, map in hand, WAND

AGLOW. In the PAINTINGS he passes, the subjects SNORE

SOFTLY.

"Harry Potter" and "Peter Pettigrew" draw closer and

closer.

Harry squints toward the end of the corridor. Down at

the map. Pettigrew moves quickly down the adjoining

corridor. Twenty yards away. Ten. Only seconds away...

Wand trembling in his hand, Harry glances from the map to

the dark corridor ahead, again and again. Then... as the

two DOTS are about to collide... he looks slowly up...

turns the corner... heart in his chest... and meets...

... reflected in a MIRROR. He BLINKS, startled, then

glances back down at the map. Pettigrew has moved past

him. Confused, Harry wheels, casts his wand along the

walls.

VOICE (O.S.)

Watch it there, boy!

Harry JUMPS. But it's only an OLD MAN in a PAINTING,

scowling in the glare of Harry's wand light. On the map,

"Pettigrew" continues to move away. Harry makes to

follow, then stops. HEARS FOOTSTEPS. The WAND'S SPOT

dances across the parchment, finds another DOT.

Approaching FAST: ”Severus Snape."

HARRY

Mischief managed!

Harry stashes the map, extinguishes his wand, and

turns... into the harsh glare of Snape's wand.

SNAPE

Potter. What're you doing

wandering the corridors at night?

HARRY

I was... I was... sleepwalking...

A sneer curdles the corners of Snape's lips.

(CONTINUED)

100 INT. CORRIDOR - NIGHT (MOMENTS LATER) 100

INSERT - MARAUDER'S MAP

BACK TO SCENE

HIMSELF

77.

SNAPE

How extraordinarily like your

father you are, Potter. He, too,

was exceedingly arrogant.

Strutting about the castle --

HARRY

My dad didn’t strut. Nor do I.

Now, if you don't mind, I'd

appreciate you lowering your wand.

Snape eyes Harry coldly. Containing himself. Lowers his

wand.

SNAPE

Turn out your pockets.

Harry doesn't move, eyes still boring into Snape.

SNAPE

Turn out your pockets!

Finally, Harry obliges. Seeing the map, Snape's eyes

glitter.

SNAPE

And this. What might it be?

HARRY

Spare bit of parchment...

SNAPE

Really...

(poising his wand)

Reveal your secret!

To Harry's horror, words begin to appear. Snape studies

him, a sadistic half-smile on his lips. Turns the map

his way.

SNAPE

Read it.

HARRY

'Messrs. Moony, Wormtail, Padfoot

and Prongs offer their compliments

to Professor Snape and...'

SNAPE

Go on.

(CONTINUED)

100 CONTINUED: 100

78.

HARRY

'... and request that he keep his

abnormally large nose out of other

people's business.'

SNAPE

(smile drooping)

Why you insolent little --

PROFESSOR LUPIN

Professor...?

Snape turns. Sees Lupin standing in the shadows.

SNAPE

Well, well. Lupin. Out for a little

walk in the moonlight, are we?

PROFESSOR LUPIN

Harry? You all right?

SNAPE

That remains to be seen. I've

just now confiscated a rather

curious artifact from Mr. Potter.

Take a look, Lupin. This is

supposed to be your area of

expertise.

Lupin takes the parchment, which now displays a rather

unflattering caricature of Snape and a pair of potions.

SNAPE

Clearly, it's full of Dark Magic.

PROFESSOR LUPIN

I seriously doubt that, Severus.

It looks to me as if it merely

insults anyone who tries to read

it. I suspect it's a Zonko

product. Nevertheless, I shall

pursue any hidden qualities it may

possess. As you say, it's my area

of expertise. Come, Harry.

Harry walks aside a fuming Lupin, who grips the map

fiercely.

(CONTINUED)

100 CONTINUED: (2) 100

101 INT. CORRIDOR/LUPIN'S OFFICE - EVENING (MOMENTS LATER) 101

79.

PROFESSOR LUPIN

I don't know how this map came to

be in your possession, Harry, but

I'm astounded that you didn't turn

it in. Did you ever stop to think

that this -- in the hands of

Sirius Black -- is a map to you?

Harry walks silently. Lupin can barely contain his anger.

PROFESSOR LUPIN

Your father didn't set much store

by rules either. But he and your

mother did give their lives to

save yours. Gambling their

sacrifice by walking about the

castle unprotected, with a killer

on the loose, strikes me as a poor

way to repay them. I won't cover

up for you again, Harry.

Lupin enters his office, tosses the map on his desk, and

begins to sort through some papers. Harry lingers

briefly in the doorway, absently eyes the WAXING MOON

that glimmers beyond the window, then starts to turn

away. Stops.

HARRY

Professor. Just so you know, I

don't think the map always works.

Earlier, it showed someone in the

castle. Someone I know to be dead.

PROFESSOR LUPIN

(only half-listening)

And who was that, Harry?

HARRY

Peter Pettigrew.

Lupin hesitates ever-so-slightly, then returns to his

papers.

PROFESSOR LUPIN

Very well. I'd like you to return

to your dormitory now. Oh, and

Harry? Don't take any detours.

As Harry looks back, Lupin taps the map.

PROFESSOR LUPIN

If you do. I'll know.

CUT TO:

(CONTINUED)

101 CONTINUED: 101

80.

murky with smoke.

PROFESSOR TRELAWNEY (V.O.)

Relax... Let your mind... go...

The students gaze into CRYSTAL BALLS, faces reflecting

the mist within, so that their very skin seems to be made

of smoke.

Conspicuously, Harry, Ron and Hermione sit apart.

PROFESSOR TRELAWNEY

Crystal-gazing requires that you

clear the Inner Eye. Only then,

will you... See. Oh my, what do

we have here...?

As Trelawney eyes Harry's crystal, Hermione rolls her

eyes.

HERMIONE

Here we go again. It's the Grim!

It's the Grim!

PROFESSOR TRELAWNEY

(eyes narrowing)

My dear, from the moment you first

arrived in my class, I sensed that

you did not possess the proper

spirit for the noble art of

Divination. You may be young in

years, but the heart that beats

beneath your bosom is as shriveled

as an old maid's, your soul as dry

as the pages of the books to which

you so desperately cleave.

Stung, Hermione starts to reply, but -- remarkably --

seems incapable of a single word. Rising gracelessly,

she exits, knocking her crystal ball to the floor. Harry

watches curiously as the ball rolls slowly OUT the

doorway...

LAVENDER

'In late spring, one of our number

will leave us forever!' You knew,

Professor! You saw.

PROFESSOR TRELAWNEY

On these occasions, I take no joy

in my gift, Miss Brown.

101 CONTINUED: (2) 101

CLOSEUP - CRYSTAL BALL

102 INT. DIVINATION CLASSROOM - MORNING 102

81.

As the students exit, Ron, walking separately from Harry,

turns to Neville.

RON

She's gone mental, Hermione has.

I mean, not that she wasn't always

mental, but now it's out in the

open for everyone to see...

Ron stops, glances at Harry, then moves off. Harry

watches him go, along with the others, then spies

Hermione's crystal ball lying on the landing.

Harry sets Hermione's crystal back on its stand, starts

to go, when... the SMOKE within the crystal suddenly

DARKENS. Leaning close, Harry watches the shape that

appears. It is unmistakable: Sirius Black. Just then,

a SHADOW crawls the glossy surface of the crystal and...

... a HAND SNATCHES Harry's shoulder. He wheels,

finds...

HARRY

Professor Trelawney --

PROFESSOR TRELAWNEY

He will return tonight....

Harry stiffens. Trelawney's voice is eerily HOLLOW.

HARRY

S-sorry?

PROFESSOR TRELAWNEY

Tonight, when the clock strikes

twelve, the servant shall break

free. He and his Master shall be

reunited. It cannot be prevented.

Trelawney smiles savagely... then her head falls forward.

When it rises, she blinks, eyes the hand that lies upon

Harry's shoulder. Her hand.

PROFESSOR TRELAWNEY

So sorry, dear boy. Did you say

something?

Her voice is normal once more. Harry shakes his head.

HARRY

No. Nothing.

102A EXT. DIVINATION CLASSROOM - MORNING (LATER) 102A

102B INT. DIVINATION CLASSROOM - DAY (MOMENTS LATER) 102B

82.

Harry -- clearly unsettled by his encounter with

Trelawney -- hastens down the stairs, and we...

FADE OUT.

SWOOK! SWOOK! We FADE UP ON a MOVING POV OF a CROW as

it glides to the flock circling the feet of a POT-BELLIED

MAN (THE EXECUTIONER) sitting in the courtyard. As he

sharpens his AXE -- SWOOK! SWOOK! -- we --

CUT TO:

hurrying past. The Executioner looks up and we --

CUT TO:

... Harry, leading Ron and Hermione toward Hagrid's hut.

HERMIONE

I can't believe they're going to

kill Buckbeak! It's too horrible.

HARRY

It just got worse.

She and Ron look and SEE:

Malfoy, along with Crabbe and Goyle, lurks within a

grouping of monolithic menhirs, BINOCULARS in hand,

spying on Hagrid, who stands in the pumpkin patch,

tossing dead ferrets to Buckbeak. Hagrid wipes his eyes,

lopes into the hut.

DRACO

Did you see the big, fat

blubbering oaf?! Oh, this is

going to be rich. Did I tell you,

Father said I can keep the head --

(looking up)

Ah. Come to see the show?

(CONTINUED)

103 INT. DIVINATION STAIRWELL - DAY (MOMENTS LATER) 103

104 INT. CLOCKTOWER COURTYARD - DAY (LATER) 104

HARRY, RON AND HERMIONE

105 EXT. HOGWARTS CASTLE - BRIDGE - LATE AFTERNOON 105

106 EXT. SUNDIAL GARDEN - CONTINUOUS ACTION - LATE

AFTERNOON

106

83.

HERMIONE

You... foul... loathsome...

evil... little cockroach...

Malfoy stumbles back against a tree, cross-eyed with fear

as Hermione jabs the tip of her wand under his nose,

when...

RON

Hermione! No!

She turns, surprised Ron's spoken to her. He looks away.

RON

He's not worth it.

Hermione nods, then -- SMACK! -- quick as lightning,

lands a looping right to Malfoy's jaw, putting him flat

on his back. Stunned, he leaps to his feet and runs,

Crabbe and Goyle huffing and puffing behind.

HERMIONE

That felt good.

The trio makes their way down the slope and past

Buckbeak, chewing on a ferret with idle satisfaction.

Hagrid stands by the window watching Buckbeak. Harry and

Ron sit. Hermione makes tea.

HAGRID

Look at 'em. Loves the smell

o' the trees when the wind

blows...

HARRY

I say we set him free.

HAGRID

(shaking his head)

They'd know I did it. And tha'

would only get Dumbledore in

trouble. Gonna come down, yeh

know. Says he wants ter be with

me when it... when it happens.

Great man, Dumbledore.

(CONTINUED)

106 CONTINUED: 106

107 EXT. SLOPE/PUMPKIN PATCH - LATE AFTERNOON (MOMENTS

LATER)

107

108 INT. HAGRID'S HUT - LATER (LATE AFTERNOON/DUSK) 108

84.

HERMIONE

We'll stay with you too, Hagrid.

HAGRID

Yeh will not! Think I wan' yeh

seein' a thing like this! No.

Yeh'll drink yer tea an' be off.

But before yeh do -- I wan' ter

see you an' Ron shake hands,

Harry.

Ron and Harry exchange a glance, then look to Hagrid.

HAGRID

Thin' I haven' seen 'ow it's bin

betw'n you two? Go on now...

Reluctantly, Harry and Ron extend their hands. Shake.

HAGRID

Good. Now then. Ron, I wan' ter

see you give Hermione a hug.

HERMIONE/RON

What!

HAGRID

Go on! You two've been at it all

year. An' I'm sick o' it.

Acutely uncomfortable, Hermione and Ron step forward and

perform perhaps the most awkward hug Hogwarts has ever

seen.

HAGRID

Crikey, tha's jus' abou' the most

pathetic hug I e'er seen. But yeh

did it, an' tha's wha' matters.

There's jus' one other thing...

RON

I'm not kissing Fang if that's

what you're thinking...

Hearing his name, FANG -- Hagrid's giant boarhound --

THUMPS his tail happily on the floor. Hagrid turns,

takes the lid from a FLOUR TIN, A TINY HEAD, ears flecked

with powder, emerges.

RON

Scabbers! You're alive!

(CONTINUED)

108 CONTINUED: 108

85.

HAGRID

Yeh should keep a closer eye on

yer pets, Ron.

HERMIONE

I think you owe someone an

apology.

RON

Right. Next time I see

Crookshanks, I'll let him know.

HERMIONE

I meant me.

HAGRID

Crikey. Here we go agin...

SMASH! A GLASS JAR on the SHELF SHATTERS. As Hermione

scoops up a JAGGED STAR-SHAPED STONE, a second STONE

bounces off the back of Harry's head.

HARRY

Ow!

Harry turns, looks out the window.

HARRY

Hagrid...

Everyone turns. Looks. Dumbledore and Fudge approach.

Behind them, in a fluttering shroud of CROWS, the

Executioner follows, axe at his side. Hagrid begins to

panic.

HAGRID

Yeh got to go! It's almost dark.

Anyone sees yeh outside the castle

it'll be trouble! Big trouble!

'Specially you, Harry --

BANG! BANG! BANG! The door SHAKES. Hagrid stiffens in

fear. Harry reaches up, puts his finger to Hagrid's

trembling lips, speaks softly to the others.

HARRY

C'mon.

As the trio exit through the back door, Fudge, Dumbledore

and the Executioner enter through the front.

(CONTINUED)

108 CONTINUED: (2) 108

109 EXT. HAGRID'S HUT - PUMPKIN PATCH - WIDE SHOT - DUSK

(MOMENTS LATER)

109

86.

A veil of crows flutters onto the roof. More drop into

the patch, begin to slowly circle Buckbeak.

Harry and the others duck behind the pumpkins, watch

Hagrid solemnly greet the others. Fudge appears at the

window. Picks his nose. Just then, a Shhh! is heard.

Hermione turns. The branches of the trees behind her are

DANCING ODDLY.

HARRY

What?

HERMIONE

Nothing, I just thought I saw...

Never mind.

The trio slip silently into a stand of trees. Beyond

them, Hagrid's hut glimmers desolately in the dying sun.

High in the CLOCK TOWER, a BELL begins to TOLL.

DING!

DING!

DING!

The trio stops, fighting their tears. A QUARTET OF BLEAK

SHADOWS files from the hut. One of the SHADOWS --

Dumbledore -- raises his hand and points, directing the

attention of the others away from Buckbeak. Dumbledore

speaks briefly -- unintelligible from this distance,

then -- CAW! CAW! -- The crows SHRIEK excitedly and the

Executioner separates from the others, disappears behind

a LOW STAND OF TREES.

DING!

All goes very still. The wind loses its voice...

DING!

Sunlight kicks off the axe as it rises over the trees,

INTO VIEW...

DING!

The ax hangs seemingly forever, etched against the sky,

then drops from sight. A SICKENING CHOP! fouls the

breeze and Ron and Harry stare toward the trees in numb

disbelief. Hermione, face turned away, trembles...

(CONTINUED)

109 CONTINUED: 109

110 EXT. SUNDIAL GARDEN - DUSK (MOMENTS LATER) 110

87.

DING!

The SUN sets, dropping behind the mountains in the

distance. Hermione turns. Sees a frenzied spray of

crows stain the bloody sky, their PRIMAL SHRIEKING rising

like a curse.

Slowly, Hermione's hand falls onto Ron's shoulder and

CAMERA FALLS WITH her, CONTINUING DOWN the length of

Ron's arm to his hand, where a DROP OF BLOOD hangs from

his finger, drops like a tear...

DING!

Ron stares at his hand. At the blood running down his

finger.

RON

He bit me...

His eyes shift. See Scabbers streaking away.

HERMIONE

Ron! No!

As Ron pelts after Scabbers, Harry and Hermione give

chase.

Ron reaches the summit, disappears over the top.

Hermione and Harry follow.

Harry and Hermione reach the top of the ridge. Stop.

HERMIONE

Harry. You do realize what tree

this is...

Ron nabs Scabbers, cradles him in his bloody palm.

RON

Now behave yourself.

CAMERA PULLS BACK: Ron is kneeling under the Whomping

Willow.

(CONTINUED)

110 CONTINUED: 110

110A EXT. RIDGE - CONTINUOUS ACTION - DUSK 110A

110B EXT. WHOMPING WILLOW - CONTINUOUS ACTION - DUSK 110B

88.

HARRY

That's not good.

(yelling)

Ron! Run!

Ron spins. Looks toward Harry.

RON

Harry! Run!

Harry's eyes shift. Bounding toward him in the gathering

gloom is an ENORMOUS, PALE-EYED, JET-BLACK... DOG. Harry

shields himself when... the dog LEAPS CLEAR OVER HIM.

RON

Aaaahhh!

The dog's TEETH flash and -- SNAP! -- close on Ron's

foot, dragging him TOWARDS THE TRUNK like a rag doll.

Instantly, Harry dashes forward, leaps out, and grabs

Ron's hands... but he and Ron just keep skudding along

the ground.

HERMIONE

I've got you --

Hermione pitches herself onto Harry's feet... and the

three of them go scudding along.

RON

Harry!

Harry raises his chin. The dog vanishes into the GAP at

the base of the tree, begins to pull Ron through...

HARRY

Hold on, Ron!

But it's no use. The dog is too powerful. Harry glances

around desperately, then finds himself looking directly

in Ron's eyes. He can read his mind.

HARRY

No, Ron...

One by one, Ron releases his fingers from Harry's

forearm. Sacrificing himself.

HARRY

Nooooo!!!

But Ron closes his eyes, releases his hands fully, and...

(CONTINUED)

110B CONTINUED: 110B

89.

Disappears. As his VOICE ECHOES deep into the earth...

Harry and Hermione rise, peer into the hole.

WHOMP! The Whomping Willow sweeps first Hermione, then

Harry, into the air and -- FLOOMPH -- drops them on their

backsides.

Swaying beautifully against the dusky sky, swishing

softly.

As one, they rise. Run back toward the gap in the tree.

A branch swoops down.

Hermione ducks. Harry doesn't. WHOOSH -- he is flung

one way, his GLASSES the other.

Hermione HOPS over another branch -- looks briefly

pleased with herself -- only to find herself SWEPT HIGH

IN THE AIR by a second branch. She looks down, sees

Harry searching the ground for his glasses.

HERMIONE

Haaaaaaarrrrrr!!!!!!!!!

Harry squints up, sees a PILE-DRIVING FIST of a branch

screaming straight down for his head. He rolls away just

as -- WHOMP! -- the branch PULVERIZES the ground.

Hermione WHIPS THROUGH FRAME, still clinging on for dear

life, and Harry rises. FLUMPH! -- he's promptly knocked

to the ground again. Hermione goes CRASHING through the

high branches, Harry spies his glasses and grabs them.

Rising, he fits them to his face and...

HIS BLURRY POV...

... turns CRYSTAL CLEAR just in time to see Hermione

FLYING MADLY TOWARD HIM.

HERMIONE

Ahhhhhhhhhhhhhhhh!

HARRY

Ahhhhhhhhhhhhhhhh!

Hermione reaches out, grabs Harry's shirt and -- riding

the branch in tandem -- the two boomerang back, hurtling

toward the trunk of the tree, through the gap, and into

the darkness...

110B CONTINUED: (2) 110B

HARRY AND HERMIONE'S POV - THE BRANCHES OVERHEAD

BACK TO SCENE

90.

... below. OOMPH! Harry hits the ground hard. OOMPH!

Hermione falls on top of him.

HERMIONE

Thanks.

HARRY

Don't mention it. Lumos.

As the tip of Harry's WAND GLOWS, reveals a long, snaking

tunnel.

HERMIONE

Where do you suppose this goes?

HARRY

I have a hunch. I just hope I'm

wrong...

Harry and Hermione make their way through the primitive

passageway, ducking the roots that dangle overhead.

Then, abruptly, the tunnel... ends. Confused, Harry and

Hermione glance about, then -- as one -- peer up. A

small opening. Harry reaches up, hoists himself through.

Harry pulls Hermione up. Looks about. Paper peels from

the walls. Stains -- suspiciously similar to dried blood

-- blot the floorboards. Shattered furniture lies strewn

everywhere.

HERMIONE

We're in the Shrieking Shack,

aren't we?

Harry doesn't answer, staring at the DOG PRINTS in the DUST

on the floor. The CEILING CREAKS. They dash to the stairs.

They come out, look down. A wide, shiny stripe cuts

through the DUST-LADEN floor -- as if something has been

dragged -- to the end of the hallway, where a LIGHT seeps

from a door.

HARRY

Nox.

(CONTINUED)

111 INT. WILLOW ROOTS - TUNNEL - NIGHT (MOMENTS LATER) 111

111A INT. TUNNEL TO SHRIEKING SHACK - NIGHT 111A

112 INT. SHRIEKING SHACK - DECREPIT ROOM - NIGHT 112

113 INT. HALLWAY - LANDING - NIGHT (SECONDS LATER) 113

91.

His wand-light dies. Slowly, they step to the door.

Exchange a look. She nods, wand ready, and Harry KICKS

the door aside.

Ron sits upon a sagging bed, clutching his bloody foot.

HERMIONE

Ron! You're okay --

HARRY

The dog -- where's the --

RON

It's a trap, Harry. He's the dog.

He's an Animagus...

Harry looks down, follows the PAW PRINTS on the floor to

a pair of FILTHY HUMAN FEET. Harry looks up slowly at

the MAN standing in the shadows. Filthy, matted hair

hangs to his shoulders. His skin like a corpse.

SIRIUS BLACK.

He studies Harry's face keenly. Harry draws his wand.

HERMIONE

If you want to kill Harry, you'll

-- you'll... have to kill us, too!

SIRIUS BLACK

No. Only one will die tonight.

HARRY

Then it'll be you!

HERMIONE

Harry! No!

Just then, FOOTSTEPS sound. Black wheels toward the

door, edgy. Harry eyes Black, wand hand shaking

violently. As Black turns back, he stops, regards Harry

cautiously.

SIRIUS BLACK

Going to kill me, Harry?

HARRY

Yes.

(CONTINUED)

113 CONTINUED: 113

114 INT. UPSTAIRS ROOM - SAME TIME 114

92.

Harry raises his wand. BLAM! -- the DOOR CRASHES OPEN:

Lupin.

HARRY/HERMIONE/RON

Professor Lupin!

Lupin ignores them, eying Black intensely.

PROFESSOR LUPIN

Looking a bit ragged, aren't we,

Sirius? Finally the skin reflects

the madness within.

SIRIUS BLACK

You'd know all about the madness

within, wouldn't you, Remus?

The two regard each other, the moment taut with tension,

then Lupin steps forward and... EMBRACES Black like a

brother.

HERMIONE

No! I trusted you! I covered up

for you. And all this time you've

been his friend!

(pointing)

He's a werewolf! That's why he's

been missing classes!

Harry and Ron stare, dumbfounded, at Lupin. Black HOWLS

then, bitterly amused. Lupin eyes him, then turns back.

PROFESSOR LUPIN

How long have you known?

HERMIONE

Since Professor Snape set the

essay.

PROFESSOR LUPIN

You're the brightest witch of your

age I've ever met, Hermione.

SIRIUS BLACK

Yes, you glow like the sun. And

you howl at the moon. Enough

talk! He dies. Now. If you

won't do it with me, Remus, I'll

do it alone.

PROFESSOR LUPIN

Wait, Sirius --

(CONTINUED)

114 CONTINUED: 114

93.

SIRIUS BLACK

I did my waiting! Twelve years of

it! In Azkaban! Trust me, you

wouldn't have lasted a week!

Lupin eyes Black, then nods.

PROFESSOR LUPIN

All right then. As you wish...

HARRY

No!

Harry raises his wand when Lupin wheels and, with a flick

of his own, disarms him. Furious, Harry eyes Black

murderously.

HARRY

You betrayed my parents! You sold

them to Voldemort!

SIRIUS BLACK

It's a lie! I never would've

betrayed James and Lily!

PROFESSOR LUPIN

Harry! You've got to listen --

HARRY

Did he listen! When my mother was

dying! Did he hear her screaming!

SIRIUS BLACK

No! I wasn't there! And I'll

regret it the rest of my life!

Harry's eyes flash to Black's, glittering with pain.

PROFESSOR LUPIN

Someone else betrayed your

parents, Harry. Someone in this

room right now. Someone who,

until quite recently, I believed

to be dead.

SIRIUS BLACK

He's as good as dead.

HARRY

What're you talking about?

There's nobody here.

(CONTINUED)

114 CONTINUED: (2) 114

94.

SIRIUS BLACK

Oh yes there is...

Black turns then, to Ron, and CROONS in a cruel sing

song:

SIRIUS BLACK

Come out, come out, Peter

Come out, come out and play...

Ron draws back from Black's demented gaze.

RON

You're mad...

Harry's eyes shift from Ron's FACE to his HANDS, where

Scabbers TWISTS violently. As a curious expression

befalls Harry, Lupin and Black, as one, raise their

wands... when.

SNAPE

Expelliarmus!

The wands fly from their hands. The others turn, find

Snape standing in the doorway, smiling smugly.

SNAPE

(eying Black)

Ah, vengeance is sweet. How I

hoped I'd be the one to catch you.

PROFESSOR LUPIN

Severus --

SNAPE

I told Dumbledore you were helping

your old friend into the castle.

And here's the proof.

SIRIUS BLACK

Brilliant! And -- as usual --

dead wrong. Now give us our wands

back. Remus and I have a bit of

unfinished business to tend to.

As Black approaches, Snape puts his wand to Black's neck.

SNAPE

Give me a reason. I beg you.

PROFESSOR LUPIN

Don't be a fool, Severus!

(CONTINUED)

114 CONTINUED: (3) 114

95.

SIRIUS BLACK

He can't help it. It's habit by

now.

PROFESSOR LUPIN

Quiet, Sirius!

SNAPE

(clucking his tongue)

Listen to you two. Quarreling

like an old married couple. The

creature and the criminal.

SIRIUS BLACK

Piss off.

SNAPE

Witty as ever I see. Tell me,

will you be so irreverent when I

turn you over to the Dementors?

(as Black reacts)

Do I detect a flicker of fear?

One can only imagine what it must

be like to endure the Dementor's

Kiss. It's said to be unbearable

to witness. But I'll do my best.

Snape's eyes harden. He gestures to the door.

SNAPE

After you.

As the others start to go, Harry glances at the table

where Lupin has left Harry's wand. In a flash, it's in

his hand.

HARRY

Expelliarmus!

Snape soars into the air, hits the wall with a THUD, and

slides down. Ron and Hermione stare in shock.

HERMIONE

Harry. You attacked a teacher.

Harry looks a bit shocked himself, then turns to Black.

HARRY

You said Peter before. Peter who?

PROFESSOR LUPIN

Pettigrew. He was at school with

us. We thought he was a friend.

(CONTINUED)

114 CONTINUED: (4) 114

96.

HARRY

No. Pettigrew's dead. He killed

him.

As Harry points at Black, Black laughs mirthlessly.

PROFESSOR LUPIN

I thought so, too. Until you

mentioned seeing Pettigrew on the

Map.

HARRY

The Map was lying then --

SIRIUS BLACK

The Map never lies. Pettigrew's

alive. And he's right there.

Black points at... Ron. Ron goes white with fear.

RON

M-me? It's lunatic...

SIRIUS BLACK

Not you, you idiot. Your rat.

RON

Scabbers? Scabbers has been in my

family for --

SIRIUS BLACK

(bitterly)

Twelve years. A curiously long

life for a common garden rat.

He's missing a toe, isn't he?

Black unfolds a dog-eared clipping from The Daily

Prophet: it shows Ron in Egypt with his family, Scabbers

on his shoulder.

RON

So what?

HARRY

All they could find of Pettigrew

was his --

SIRIUS BLACK

Finger. Dirty coward cut it off

so everyone would think he was

dead. Then he transformed into a

rat.

(CONTINUED)

114 CONTINUED: (5) 114

97.

Harry stares into Black's sunken eyes. Wanting to

believe. Desperate to believe. Glances at Ron, his

agonized face. Scabbers SQUIRMS VIOLENTLY.

HARRY

Show me.

Lupin and Black turn to Ron. He holds Scabbers

protectively.

RON

What are you going to do to him?

Sirius and Lupin exchange a glance.

SIRIUS BLACK

Together.

With that, Lupin takes out his wand and, as one, he and

Black cast a stream of BLUE-WHITE LIGHT. Scabbers twists

madly in midair, then -- FLASH! -- transforms into... a

very short man with thinning hair and grubby hands.

PETER PETTIGREW.

PETTIGREW

S-Sirius... R-Remus. My old

friends.

Neither speaks. Pettigrew's small, watery eyes dart

toward the windows and door. Suddenly, he makes a

break for it, but Sirius merely shoves him back.

Pettigrew's nose twitches, his gaze finding Harry. His

hands flutter nervously, reveal a MISSING INDEX FINGER.

PETTIGREW

Harry! Look at you! Y-you look

just like your father. Like

James. We were the best of

friends, he and I --

SIRIUS BLACK

Shut up!

PETTIGREW

I didn't mean to! The Dark Lord,

you have no idea the weapons he

possesses! Ask yourself what you

would have done, Sirius. What

would you have done!

(CONTINUED)

114 CONTINUED: (6) 114

98.

SIRIUS BLACK

Died! Died rather than betray my

friends! And you should have

realized, Peter, if Voldemort

didn't kill you...

PROFESSOR LUPIN

We would.

PETTIGREW

No... please... you can't...

(eyes darting,

finding)

Ron! Haven't I been a good

friend? A good pet? You won't

let them kill me, will you? I was

your rat...

Ron draws back in disgust. Pettigrew turns to Hermione.

PETTIGREW

Sweet girl. Clever girl. Surely

you won't let them...

As one, Lupin and Black raise their wands, point them

directly into Pettigrew's face. He shrinks back

trembling, closing his eyes in fear, when...

HARRY

No.

Pettigrew's lids lift. Lupin and Black turn. Staggered.

PROFESSOR LUPIN

Harry, this man...

HARRY

I know what he is. But we'll take

him to the castle.

PETTIGREW

Bless you, boy! Bless you --

HARRY

Get off! I said we'd take you to

the castle. After that, the

Dementors can have you.

114 CONTINUED: (7) 114

115

&

116

OMITTED 115

&

116

99.

As Pettigrew emerges from the gap, he prattles

desperately:

PETTIGREW

Turn me into a maggot. A dung

beetle. A Flobberworm! Anything

but the Dementors...

(as Ron emerges)

Ron! Haven't I been a good

friend? A good pet? You won't

let them kill me, will you? I was

your rat...

As Ron draws back in disgust, a sleepwalking Snape BUMPS

his head against a low limb. Hermione turns to Harry.

HERMIONE

Don't worry. He's under the

Somnambulist Charm. It's

primarily used to transport the

seriously deranged.

As Harry nods, Pettigrew's pleading eyes find Hermione.

PETTIGREW

Sweet girl. Clever girl. Surely

you won't let them...

Hermione tugs her robes from Pettigrew's sweaty grasp.

Harry turns, sees Black staring in wonder at the castle,

shining radiantly under the bright bowl of the night sky.

SIRIUS BLACK

Beautiful, isn't it? I'll never

forget the first time I walked

through those doors. It'll be

nice to do it again. Freely.

(turning to Harry)

That was a noble thing you did

back there. He doesn't deserve

it.

Harry studies Pettigrew briefly, looks away. Lost in

thought.

HARRY

I don't reckon my father'd want

his best friends to become killers

for a worthless piece of vermin

like Pettigrew. Besides: Dead,

the truth dies with him. Alive...

you're free.

(CONTINUED)

117 EXT. WHOMPING WILLOW - NIGHT (LATER) 117

100.

Sirius studies Harry's profile, moved by this.

SIRIUS BLACK

I don't know if you know, Harry,

but when you were born, James and

Lily made me your guardian...

HARRY

I know.

SIRIUS BLACK

And, well, I'll understand if you

choose to stay with your aunt and

uncle, but, so you know, you

could --

HARRY

Come live with you? When!

SIRIUS BLACK

Soon as my name's cleared...

Harry looks at Hogwarts. GRINS. Sirius does the same.

Then, Hermione's voice rises on the air, quavering with

fear.

HERMIONE

Harry...

He turns, see Hermione staring at the FULL MOON. His

eyes shift. Lupin is a rigid silhouette, his fingers

twitching.

SIRIUS BLACK

Remus, old friend... did you take

your potion tonight?

Lupin, twitching, SHAKES HIS HEAD. Pettigrew's eyes

dart, taking in the situation, then slowly shift, note

the WAND trembling in LUPIN'S LENGTHENING FIST.

SIRIUS BLACK

Run. All of you. Now.

But none of them do, transfixed, watching as BRISTLES

POKE THROUGH LUPIN'S SKIN. Black steps forward, wraps

his arms around his friend, presses his mouth to his ear.

SIRIUS BLACK

You know the man you truly are,

Remus. This flesh is only flesh.

(MORE)

(CONTINUED)

117 CONTINUED: 117

101.

SIRIUS BLACK (CONT'Dpounding Lupin's

chest)

This heart is where you truly

live. This heart! Here!

As Lupin's WAND DROPS... Pettigrew LEAPS.

HARRY

No!

(flashing his wand)

Expelliarmus!

Lupin's wand flies from Pettigrew's hand and he FREEZES.

Then slowly turns. Face blank, eyes closed, he... GRINS

HIDEOUSLY. Transforms. Stunned, Harry watches a RAT

dart into the night.

A HOWL PIERCES THE AIR and Harry wheels. With a shrug,

Lupin tosses Black into the air, then turns. He is no

longer human. He's a werewolf. Harry and Hermione begin

to edge back.

HERMIONE

Professor...?

The WEREWOLF'S eyes blaze. Long teeth glitter. Then...

a horrifying GROWL ERUPTS from its throat. Harry and

Hermione spin, begin to flee... and run flat into Snape.

As they collapse in a great clumsy pile, Snape's eyes

flutter open, the spell broken. Seeing Hermione atop

him, he sweeps her aside...

SNAPE

Out of the way!

... and finds the werewolf preparing to pounce. Leaping

to his feet, Snape draws his wand and steps forward,

shielding Hermione, Harry and Ron.

The WEREWOLF HOWLS, SPRINTS forward, when -- SWOOSH! -- a

GIANT DOG (Black) intercepts it in MIDAIR. They hit the

ground in a FIERCE TANGLE of FLASHING TEETH, a single

horrible flailing beast. Again and again, the dog pushes

the werewolf back, but the werewolf is too strong...

HARRY

Sirius!

The DOG YELPS, ROARS in pain, and the werewolf flings it

into the tall grass. As it charges after, Harry pushes

past Snape, dashes into the night. Hermione makes to

follow, but Snape holds her back.

(CONTINUED)

117 CONTINUED: (2) 117

102.

HERMIONE

Harry!

Harry runs full out. Up ahead, FRAMED AGAINST A FULL

MOON, he spies the dog, lying inert, the werewolf's

razor-sharp claws suspended over its neck.

HARRY

NO!!!

Desperately, Harry plucks a THICK BRANCH from the ground

and hurls it with all his might. Bull's-eye. The

werewolf freezes. Turns. Begins to move toward...

Harry.

Harry draws his wand, terrified, but tormented as well,

knowing Lupin dwells somewhere within the beast.

HARRY

Please, Professor. Stop... It's

me.

Suddenly... a HOWL pierces the night.

The werewolf falters, cocking its head toward the forest.

Harry waits, petrified. The WEREWOLF's eyes shift back

to him. It SNARLS, moves closer, ready to kill. Harry

covers his face with his arm, when...

... a SECOND HOWL ECHOES high above the forest. Slowly,

Harry drops his arm. Looks. The werewolf bounds toward

the forest, vanishes. Harry's eyes shift. In the

darkness, the wounded dog lurches through the tall grass.

Falls. Rises. Falls again. Each time becoming more

human. As he disappears over the ridge, Harry sprints

after.

Harry stumbles down to Black, who lies on the water's

edge, now fully a man, arms and face gleaming with

lacerations.

HARRY

Sirius!

Harry looks into his glassy eyes.

HARRY

Sirius!

(CONTINUED)

117 CONTINUED: (3) 117

117A EXT. BLACK LAKE - SAME TIME - NIGHT 117A

103.

A fragile MIST escapes Harry's mouth. A raw WIND TOSSES

his hair. CHILL-BUMPS pebble his SKIN. A FRINGE of ICE

appears at the lake's edge. Then they appear, oozing

like smoke through the TREES across the lake. Dementors.

HARRY

No... No!

(drawing his wand)

Expecto... Patronum!

A thin silvery wisp weeps from Harry's wand, hovering

like a VEIL, but the Dementors continue to come. Harry

places his hand on Black's HEAVING HEART, poises his wand

once more:

HARRY

Expecto... Patronum...

Harry's Patronus blooms briefly... and dies. Harry's

eyes flutter, the DEMENTORS twisting madly in his vision,

drawing closer. Black GASPS. SILVERY FEATHERS of LIGHT

tumble from his lips, as if his very soul were leaving

him...

Then... a LIGHT splinters the trees. Harry squints, sees

a FIERY STAG appear... its body luminous... slashing

through the trees... sowing light in the darkness. The

Dementors wilt in its wake, but more replace them,

sweeping down in waves. Still, the stag charges on. The

LIGHT EXPANDS. The forest blazing with it. The remaining

Dementors flee, drifting across the moon like ash.

The light ebbs. The stag's luminous body flickers.

There is a BRIGHT FLASH and darkness returns, a single

THREAD of LIGHT all that remains, spinning down to the

size of a PEARL... in the palm of MAN, standing deep in

the trees. Harry studies the strangely familiar

SILHOUETTE, then... it is gone.

Silence drops like a curtain. MIST rises from the lake.

As Snape appears at the top of the rise, we --

FADE TO BLACK.

FADE IN:

CAMERA PULLS BACK SLOWLY... out of HERMIONE'S SHADOW,

which ripples against the curtain that encircles Harry's

bed. A HAND reaches out -- Harry's hand -- and sweeps

the CURTAIN ASIDE. Ron lies opposite, his leg BANDAGED.

Hermione paces. Stops.

(CONTINUED)

117A CONTINUED: 117A

118 INT. HOSPITAL WING - NIGHT (LATER) 118

104.

HERMIONE

Harry --

HARRY

I saw my dad.

HERMIONE

What...?

HARRY

He sent the Dementors away... I

saw him. Across the lake...

Hermione exchanges a private glance with Ron, turns back.

HERMIONE

Listen, Harry. They've captured

Sirius. Any minute the Dementors

are going to perform the Kiss.

HARRY

The Kiss...?

HERMIONE

It's what Dementors do to those

they want to destroy. They clamp

their jaws over the victim's mouth

and... suck out his soul.

HARRY

You mean, they're going to kill

Sirius?

HERMIONE

No. It's worse. Much worse. You

go on living. But you have no

memory. No sense of self. You're

just a shall. An empty shell...

As Harry reacts, the door opens and Dumbledore enters.

HERMIONE

Headmaster! You've got to stop

them! They've got the wrong man!

HARRY

It's true, sir. Sirius is

innocent --

RON

It's Scabbers who did it!

(CONTINUED)

118 CONTINUED: 118

105.

DUMBLEDORE

Scabbers...?

RON

My rat, sir. Only he's not really

a rat. Well, he was a rat. You

see, he used to be my brother

Percy's --

HERMIONE

The point is... we know the truth.

Please, sir, you must believe us.

DUMBLEDORE

I do, Miss Granger. But I'm sorry

to say the word of three thirteenyear-old wizards will convince few

others. A child's voice, however

honest and true, is meaningless to

those who have forgotten how to

listen.

As Dumbledore turns to the window, a SHOOTING STAR

plummets silently through the sky.

DUMBLEDORE

Ah... a shooting star. If ever

one was to make a wish, now would

be the time. But time, I'm

afraid, is precisely our

problem...

On cue, the MIDNIGHT BELL begins to CHIME... DING!...

DING!

DUMBLEDORE

Mysterious thing, time. Powerful.

And, when meddled with...

dangerous. Sirius Black is in the

topmost cell of the Dark Tower.

(to Hermione)

You know the laws, Miss Granger.

You must not be seen. And you

would, I feel, do well to return

before this last chime. If not...

well, the consequences are really

too ghastly to discuss. Three

turns should do it, I think. If

you succeed, more than one

innocent life may be spared

tonight.

(CONTINUED)

118 CONTINUED: (2) 118

106.

Dumbledore hands Harry and Hermione each a stick of

CHOCOLATE, then starts to go... stops.

DUMBLEDORE

By the way, when in doubt, I find

retracing my steps to be a wise

place to begin... Good luck.

He smiles, exits. Harry glances curiously at the

chocolate.

RON

What in bloody hell was all that

about?

But Hermione doesn’t reply, instead looping the pendant's

long chain around Harry's neck as well as her own.

HERMIONE

Sorry, Ron. But seeing as you

can't walk...

As Ron and Harry exchange a curious glance, the BELL

continues to CHIME -- DING! DING! -- and...

TIME REVERSES in a dizzying backward blur, as if a tape

were being rewound, every moment that occurred in the

hospital room flickering by at a dizzying speed while,

outside the window, darkness gives way to dusk and the

sun "un-sets," returning to its place low on the horizon.

At this point, the TIME REVERSAL ends and the room is...

Empty. Except for Harry and Hermione. As Hermione

unloops the necklace, Harry glances around in confusion.

HARRY

What just happened? Where's Ron?

Hermione ignores the question, eyes the CLOCK on the

wall.

HERMIONE

Seven-thirty. Where were we at

seven-thirty?

HARRY

Huh? Dunno... going to Hagrid's?

(CONTINUED)

118 CONTINUED: (3) 118

119 INT. HOSPITAL WING - TIME REVERSAL - NIGHT/LATE

AFTERNOON

119

107.

HERMIONE

Come on! We can't be seen!

Hermione grabs Harry's arm, slams through the door.

Harry and Hermione come to a mad, huffing halt.

HARRY

Hermione! Will you please tell me

what it is we're doing?!

She holds up a hand, silencing him. Annoyed, Harry

follows her gaze and BLINKS in DISBELIEF. Across the

grounds...

... he sees himself, along with Hermione and Ron, about

to confront Malfoy, Crabbe, and Goyle near the monoliths.

HARRY

But that... that's... us. This is

not... normal.

INTERCUT BETWEEN BRIDGE AND SUNDIAL GARDEN.

Dumbfounded, Harry turns. Hermione holds up the HOURGLASS.

HERMIONE

This is a Time-Turner, Harry.

McGonagall gave it to me first

term. This is how I've been

getting to my lessons all year.

HARRY

You mean, we've gone back in time?

HERMIONE

Yes. Dumbledore wanted us to

return to this moment. Clearly

something happened he wants us to

change.

(CONTINUED)

119 CONTINUED: 119

120

thru

122

OMITTED 120

thru

122

123 EXT. BRIDGE - LATE AFTERNOON (MOMENTS LATER) 123

124 EXT. SUNDIAL GARDEN - SAME TIME - LATE AFTERNOON 124

108.

A soft SMACK is HEARD. They turn, see Malfoy land on

the seat of his pants in the Sundial Garden, rub his

kisser.

HARRY

(in admiration)

Good punch.

HERMIONE

Hurry! Malfoy's coming!

Hermione pulls Harry under the bridge. Seconds later,

FOOTSTEPS CLAMOR over their heads.

DRACO (O.S.)

Not a word of this to anyone,

understood! I'll get that jumpedup Mudblood one of these days.

Mark my words...

Eyes narrowed in anger, Hermione leans out, reaches up,

and sends Malfoy SPRAWLING. As Harry pulls her back,

Malfoy looks around in confusion, then dashes off with

the others.

Seconds later, Harry emerges, marvels at the sight

of himself and Hermione, and Ron heading down the

slope to Hagrid's hut. His eyes shift to the pumpkin

patch.

HARRY

Look. Buckbeak's still alive.

HERMIONE

Of course! Remember what

Dumbledore said. If we succeed,

more than one innocent life could

be spared.

HARRY

Buckbeak? But... how will saving

Buckbeak help Sirius?

HERMIONE

We'll see.

As Buckbeak feasts on a ferret, Harry and Hermione duck

behind a pile of pumpkins. Peering into the hut, Harry

sees Hermione and Ron embrace awkwardly.

(CONTINUED)

124 CONTINUED: 124

125 EXT. HAGRID'S HUT - PUMPKIN PATCH - LATE AFTERNOON/DUSK 125

109.

He grins, turns, only to find Hermione analyzing the

moment with considerable fascination. Caught -- regards

Harry defensively.

HERMIONE

What?

HARRY

Nothing.

Harry looks toward the slope, sees Fudge and the others

approaching in a CLOUD of CROWS.

HARRY

Here they come. I better hurry.

HERMIONE

No! Fudge has to see Buckbeak

before we steal him. Otherwise,

he'll think Hagrid set him free!

Harry nods, then looks toward the hut. Inside, Hagrid is

handing Scabbers to Ron.

HARRY

That's Pettigrew --

As he starts to rise, Hermione grabs him, speaks

fiercely.

HERMIONE

No, Harry! You can't!

HARRY

Hermione, that's the man who

betrayed my parents! You don't

expect me to just sit here...

HERMIONE

Yes! You Must!

(pointing inside)

Harry, you're in Hagrid's hut

right now. If you go bursting

inside, you'll think you've gone

mad. Awful things can happen when

wizards meddle with time. We

can't be seen.

Hermione turns, watches Fudge and the others drawing

closer. She frowns, glances into the hut.

(CONTINUED)

125 CONTINUED: 125

110.

HERMIONE

Fudge is coming and... we're not

leaving... why aren't we leaving?

Just then... on the ground beside her... Hermione notices

a JAGGED STAR-SHAPED STONE. Instantly, she grabs it,

rises, and hurls it through the OPEN WINDOW. SMASH! The

sound of a GLASS JAR SHATTERING is heard within the hut.

HARRY

Are you mad?

Hermione ignores him, swiftly whistling a second stone

through the window and -- CONK! -- off the back of

Harry's head.

HARRY

That hurt.

HERMIONE

Sorry.

Crows begin to drop atop the roof. Fudge's party

arrives, RAPS on the door.

HERMIONE

C'mon. Any minute now we're going

to be coming out the back door.

Quickly, Hermione and Harry dash into the trees directly

behind... just in time to see themselves -- along with

Ron -- exit the back door and slip behind the pumpkin

pile where, only seconds before, they were hiding. As

Fudge appears at the window and picks his nose as before,

Hermione ponders the back of her own head.

HERMIONE

Is that really what my hair looks

like from the back?

HARRY

Shhh!

Hermione sees herself turn. Ducking, she accidentally

stirs the branches, then peeks out and sees herself

staring curiously at the branches DANCING ODDLY. Next

she hears her own voice:

HERMIONE (O.S.)

Nothing, I just thought I saw...

Never mind.

(CONTINUED)

125 CONTINUED: (2) 125

111.

Harry and Hermione watch themselves start up the slope.

The coast clear, they slip out of the trees.

HERMIONE

Now, Harry!

As Harry vaults into the patch, the CROWS STIR, CAWING at

his ankles, pecking at his feet.

CORNELIUS FUDGE (O.S.)

'It is the decision of the

Committee for the Disposal of

Dangerous Creatures that the

Hippogriff Buckbeak, hereafter

called the condemned, shall be

executed this day at sundown...'

As Harry approaches, Buckbeak studies him curiously, a

ferret leg dangling from his beak. Harry bows. SLURP!

The ferret leg disappears and Buckbeak returns Harry's

nod. As Harry takes Buckbeak's chain... a flint-eyed

crow PECKS his hand.

HARRY

Get away!

Harry waves the crow away, yanks hard on Buckbeat's

chain.

CORNELIUS FUDGE (O.S.)

'The Committee's appointed

executioner shall dispatch the

condemned by means of

beheading...'

HARRY

C'mon, Buckbeak. Come on...

Buckbeak refuses to move.

CORNELIUS FUDGE (O.S.)

'As witnessed below.' You sign

here, Hagrid. Very well,

gentlemen. Let's step outside,

shall we...

DING! The Hogwarts BELL begins to TOLL. Harry and

Hermione exchange a glance. Harry tugs harder. No go.

DUMBLEDORE (O.S.)

Excuse me, Minister. I believe I

must sign as well...

(CONTINUED)

125 CONTINUED: (3) 125

112.

Harry PULLS at the chain, straining mightily...

DING! when Hermione POPS UP, BOWS QUICKLY, and dangles a

dead ferret before Buckbeak.

HERMIONE

Here, Beaky... Come and get the

nice dead ferret... yum yum...

Harry looks at her as if she's mad, but it's... working.

As Buckbeak trots after, the CAWING CROWS scatter.

DING!

Harry and Hermione lead Buckbeak away when the back door

suddenly opens. They freeze... caught... Fudge's eyes

drifting their way, when -- as before -- Dumbledore

raises his hand and directs the attention of the others

away from Buckbeak.

DUMBLEDORE

Professor Dippet had those

blackberries planted when he was

Headmaster...

Harry and Hermione shoo Buckbeak along, disappear into

the forest... just as Dumbledore concludes his reverie.

CORNELIUS FUDGE

Let's get this over with, shall

we?

Harry and Hermione -- their view unobstructed by the LOW

STAND OF TREES this time -- watch the Executioner

approach the pumpkin patch... and stop. Quickly, the

confusion in his masked eyes turns to anger.

CORNELIUS FUDGE

But... where is it? I just saw

the beast not moments ago --

Hagrid?

HAGRID

Beaky...

Hearing Hagrid's husky voice, BUCKBEAK strains at his

tether, WHIMPERS eerily. Hermione tosses him another

ferret.

DUMBLEDORE

(a hint of amusement)

How extraordinary!

(CONTINUED)

125 CONTINUED: (4) 125

113.

CORNELIUS FUDGE

Come now, Dumbledore. Someone's

obviously released him.

HAGRID

Professor, I swear! I didn't!

DUMBLEDORE

I'm quite sure the Minister isn't

suggesting that you had anything

to do with it, Hagrid. How could

you? You've been with us all

along.

CORNELIUS FUDGE

We should search the grounds --

DUMBLEDORE

Search the skies if you must,

Minister. In the meantime, I

wouldn't say no to a cup of tea,

Hagrid. Or... a large brandy.

(to the Executioner)

It seems your services will no

longer be required.

The Executioner lifts his blade and -- with a brutal fury

-- plunges it into the flesh of a PUMPKIN with a

SICKENING CHOP!

The CROWS SCATTER to the skies.

Harry and Hermione race through the trees as Buckbeak

lopes easily behind.

HARRY

Now what?

HERMIONE

We save Sirius.

HARRY

And we do that... how?

HERMIONE

No idea.

SUBJECTIVE POV, GLIDING THROUGH a thicket of trees, TO

the forest's edge, the trees thinning, REVEALING...

125 CONTINUED: (5) 125

126 EXT. FORBIDDEN FOREST - DUSK (MOMENTS LATER) 126

127 EXT. EDGE OF FOREST AT WHOMPING WILLOW - DUSK 127

114.

... the Whomping Willow THRASHING. Hermione disappears

down the hole, then a FIGURE approaches the tree. Lupin.

INTERCUT.

HERMIONE

Look. It's Lupin.

As the Whomping Willow begins to thrash, its violence

oddly muted at this distance, Lupin takes a stick, pokes

a knot on the trunk. Instantly, the Willow calms.

HARRY

Wait until Fred and George hear

about that one.

HERMIONE

Here comes Snape.

As Lupin disappears into the gap at the base of the tree,

Snape makes his way down the slope.

HARRY

And now we wait.

HERMIONE

Now we wait.

We look UPWARD, see the tops of the trees etched against

the darkening sky. BATS fly TOWARD us. We FOLLOW one,

when Buckbeak snags one. A tail twitches briefly between

his beak, then -- SLURP! -- is gone.

HERMIONE

'Least someone's enjoying himself.

Harry and Hermione sit together in the lengthening

shadows. Harry snaps off a piece of chocolate, hands it

to Hermione.

HARRY

Hermione...

HERMIONE

Yes?

(CONTINUED)

127A EXT. EDGE OF FOREST AT WHOMPING WILLOW - DUSK 127A

127B EXT. EDGE OF FOREST AT WHOMPING WILLOW - DUSK TO NIGHT

(LATER)

127B

115.

HARRY

Before. Down by the lake. When I

was with Sirius... I did see

someone... that someone made the

Dementors go away...

HERMIONE

With a Patronus. I heard Snape

telling Dumbledore when we were

taken to the hospital. According

to him, only a really powerful

wizard could have conjured it.

HARRY

It was my Dad.

Hermione looks at Harry.

HARRY

It was my Dad who conjured the

Patronus.

HERMIONE

But, Harry, your Dad's...

HARRY

Dead. I know. I'm just telling

you what I saw.

Hermione nods, not wanting to press Harry further, then

glances beyond the trees, toward the Whomping Willow.

HERMIONE

Here we come.

SHADOWS emerge under a FULL MOON: Black. Harry.

Pettigrew. Lupin. Hermione. Ron. Sleepwalking

Snape...

INTERCUT:

Harry studies himself and Sirius.

HARRY

You see Sirius talking to me?

He's asking me to come live with

him.

HERMIONE

Really?

(CONTINUED)

127B CONTINUED: 127B

128 EXT. EDGE OF FOREST AT WHOMPING WILLOW - NIGHT 128

116.

Harry nods, his voice wistful.

HARRY

When we free him, I'll never have

to go back to the Dursley's. I'm

going to tell him I'd like to live

someplace in the country. I think

he'd like that, after all those

years in Azkaban. We don't need a

big place and I can help him...

A HOWL pierces the night. Hermione glances toward the

Willow.

HERMIONE

It's happened. Lupin's

transformed.

HARRY

Which means Pettigrew is slipping

safely into the night. While we

just stand here...

A FIERCE GROWLING is heard as twin silhouettes -- the DOG

and the WEREWOLF -- bound into the tall grass. Harry

watches himself appear, hurl the stick as before. The

werewolf turns, begins to stalk...

OWWWWWWWWW! Harry wheels, sees Hermione, hands cupped to

her mouth, making a loud HOWL. He covers her mouth.

HARRY

What are you doing?

HERMIONE

Saving your life.

Harry looks back to the tall grass. The werewolf is

frozen. As before, it begins to approach Harry again.

OWWWWWWWW! This time, Harry doesn't stop her.

HARRY

Thanks. But we have to move.

HERMIONE

Why?

HARRY

Because that werewolf you just

called is running right this way.

They exchange a glance and... RUN.

128 CONTINUED: 128

117.

Harry and Hermione dash for the lives, swing behind a

HUGE TREE. As CAMERA BEGINS TO CIRCLE, the werewolf

appears. Pauses. As it approaches the tree, Harry and

Hermione silently sidestep in the opposite direction,

until the werewolf... disappears. CAMERA CONTINUES TO

CIRCLE the tree...

HERMIONE

Buckbeak. We've got to find him.

... and REVEALS the werewolf, fifteen feet past, waiting.

As Harry and Hermione step out, they freeze. The

werewolf poises itself, preparing to pounce, when...

SKREEEK! The TREES shake with the fury of a HURRICANE

and Buckbeak charges into the clearing, screening Harry

and Hermione. The WEREWOLF SNARLS ANGRILY, makes to

charge. With lightning-fast reflexes, Buckbeak's claws

slash the air... only inches from the werewolf's face.

The werewolf stops, eyes glittering with rage, then...

HOWLS. Turning, it vanishes into the forest.

HERMIONE

Poor Professor Lupin is having a

really tough night...

Just then, a CHILL WIND rises...

The LEAVES of the trees TREMBLE...

EERIE SHADOWS flutter over the moon, greasy as smoke...

Dementors.

HARRY

Let's go.

CUT TO:

Looking UPWARD... THROUGH the trees as the sky wheels by,

Dementors streaking IN AND OUT OF VIEW.

CAMERA RUSHES IN, HOLDS ON Harry and Hermione's faces.

(CONTINUED)

129

&

130

OMITTED 129

&

130

130A EXT. FOREST - NIGHT (MOMENTS LATER) 130A

MOVING POV

130B EXT. EDGE OF FOREST AT BLACK LAKE - NIGHT (MOMENTS

LATER)

130B

118.

Shocked.

Terror-stricken.

Opposite them, across the lake...

... a CYCLONE of DEMENTORS whirl madly above Harry and

Black.

INTERCUT BETWEEN BLACK LAKE AND EDGE OF FOREST.

Harry watches himself vainly attempt to conjure a

Patronus as the cyclone only continues to grow...

HERMIONE

This is horrible...

HARRY

Don't worry. My Dad will come...

Right there... you'll see... he'll

come... any minute... he'll

conjure the Patronus

Hermione eyes Harry warily. He is transfixed, staring

hungrily toward the outcrop. The WIND RISES. The Lake

begins to freeze. WHOOSH! WHOOSH! One after another,

Dementors drop from the sky, vanish in the cyclone...

HERMIONE

No one's coming, Harry...

HARRY

HE WILL! He will come!

She looks. Nothing. Desperately, her eyes flash to the

cyclone, to the pitiful sight of Harry and Black at the

water's edge... wracked with pain... dying...

HERMIONE

No one's coming! You're dying,

both of you... and no one's

coming!

Harry's face changes. A riddle unravels. He draws his

wand.

HERMIONE

HARRY, NO!

(CONTINUED)

130B CONTINUED: 130B

130C EXT. BLACK LAKE - SAME TIME 130C

119.

Too late. Harry slashes through the trees, down to the

rocky outcrop, to the exact spot where his father

appeared. Poising his wand, he looks out over the sea of

Dementors on the other side of the lake.

HARRY

EXPECTO PATRONUM!

A WISP of SILVER escapes his wand, hovering like a MIST,

then BLOOMS MAGNIFICENTLY. The trees EXPLODE WITH LIGHT.

The Lake BLAZES with reflected FIRE. Harry stands

utterly still, wand extended to the heavens. Across the

lake, the Dementors retreat. Harry waits, still as a

statue, until each and every one is gone.

Then he simply lets his arm drop.

WHOOSH! Harry and Hermione plunge INTO FRAME astride

Buckbeak, SOARING toward the castle. Outside the

grounds, the Dementors wait restlessly. Up ahead, Fudge

and Snape enter the Dark Tower, TORCHES in hand.

HARRY

You were right, Hermione. It

wasn't my dad I saw earlier. It

was... me. I saw myself conjuring

the Patronus before. I knew I

could do it this time, because...

because I'd already done it. Does

that make sense?

Hermione contemplates this.

HERMIONE

No.

(looking down

in fear)

But I don't like this!

We see Buckbeak land.

CUT TO:

Sirius paces within a SMALL CELL, a man condemned.

Spying Harry and Hermione, he stops. Stunned to see

them.

130C CONTINUED: 130C

131 EXT. HOGWARTS - SKY - FLYING - NIGHT (LATER) 131

132 EXT. HOGWARTS - DARK TOWER - WIDE SHOT - NIGHT (MOMENTS

LATER)

132

133 EXT. DARK TOWER - TERRACE - NIGHT 133

120.

Snape, TORCH in hand, leads the way as Fudge HUFFS after.

Hermione pushes past Harry.

HERMIONE

Out of the way!

(raising her wand)

Alohomora!

Sirius tests the IRON DOOR. Still locked.

HERMIONE

Didn't really expect that to work.

Snape and Fudge draw closer...

Wand flashing, Hermione tries spell after spell.

HERMIONE

Dunamis! Liberare! Annihilare!

Emancipare!

No. No. No. No.

SIRIUS BLACK

You might try --

HERMIONE

Quiet! I'm trying to think.

She resumes pacing, MUTTERING furiously. Then... stops.

Turns.

HERMIONE

BOMBARDA!

KA-BOOM! The CELL DOOR ROCKETS to the sky.

SIRIUS BLACK

That'll do.

We see Buckbeak spirit Harry, Hermione and Sirius off the

terrace and soar directly TOWARD us... Just as Snape and

Fudge reach the top of the Tower.

134 INT. DARK TOWER - STAIRWELL - NIGHT (SAME TIME) 134

135 EXT. DARK TOWER - TERRACE - NIGHT (SAME TIME) 135

136 EXT. DARK TOWER - STAIRWELL - NIGHT (SAME TIME) 136

137 EXT. DARK TOWER - TERRACE - NIGHT (SAME TIME) 137

138 EXT. SKY/HOGWARTS - HELICOPTER SHOT - NIGHT 138

121.

Sirius laughs, hair blowing in the wind.

SIRIUS BLACK

You truly are your father's son,

Harry!

Black puts his hands to Hermione's waist, swings her off

Buckbeak and onto the ground next to Harry.

SIRIUS BLACK

I'll be forever grateful for this.

To both of you.

HARRY

I want to go with you.

SIRIUS BLACK

One day perhaps. For some time...

life will be too... unpredictable.

Besides, you're meant to be here.

Black claps his shoulder, looks him in the eye.

SIRIUS BLACK

But promise me something, Harry.

HARRY

Anything.

SIRIUS BLACK

Trust yourself. No matter the

challenges you face -- and I fear

they will be many -- you'll be

surprised how many times you can

find the answers...

(tapping his heart)

...here.

As Sirius climbs atop Buckbeak, a SHOOTING STAR arcs

through the heavens.

SIRIUS BLACK

A shooting star. Make a wish.

WHACK! -- Black gives Buckbeak a SLAP and they soar into

the glittering sky. Harry and Hermione stand watching,

when... DING! They wheel. Look to the Clock Tower.

HERMIONE

We have to go.

(CONTINUED)

139 EXT. BUCKBEAK - FLYING - NIGHT (MOMENTS LATER) 139

140 EXT. CLOCKTOWER COURTYARD - NIGHT (MOMENTS LATER) 140

122.

As Harry and Hermione dash off, CAMERA TRACKS AFTER,

RISING WITH them as they race up the tower stairway, then

passing through the mechanism and on through to the end

of...

... the corridor. The Clock Tower BELL THUNDERS. The

DOOR OPENS. Dumbledore backs out...

DUMBLEDORE

By the way, when in doubt, I

always find retracing my steps to

be a wise place to begin... Good

luck.

As Dumbledore begins to close the door, Harry and

Hermione stumble frantically forward, the door about to

hit the jamb, when... suddenly... Dumbledore stops.

Looks up.

DUMBLEDORE

Well?

HARRY

He's free -- Sirius. We... we did

it.

DUMBLEDORE

Did what?

With a twinkle in his eye, Dumbledore swings open the

door. As Harry and Hermione enter.

... they catch the faintest glimpse of... themselves...

across the room... just as they EVAPORATE. Ron blinks.

Turns. Frowns.

RON

How'd you two get over there? I

was just talking to you... over

there.

(CONTINUED)

140 CONTINUED: 140

141

thru

143

OMITTED 141

thru

143

144 INT. CORRIDOR/CLOCK TOWER - NIGHT (MOMENTS LATER) 144

145 INT. HOSPITAL WING - NIGHT (SAME TIME) 145

123.

Ron glances to the other side of the room. Frowns.

Hermione glances mischievously to Harry.

HERMIONE

What d'you think, Harry? Too much

for him -- everything that's

happened tonight?

HARRY

Afraid so. Always been a bit of

the nervous type, Ron has.

Ron stares at them, confounded. Slowly, they... GRIN.

The Whomping Willow sways in a light breeze. The Black

Lake shimmers, clouds drifting in its glassy mirror.

Harry walks softly toward an OPEN DOOR -- Lupin's

office -- and peers in. Lupin stands over a battered

suitcase, filling it with the last of his books. Without

turning, he SPEAKS.

PROFESSOR LUPIN

Hello, Harry.

Harry JUMPS. Lupin turns, smiles through haggard eyes.

PROFESSOR LUPIN

Saw you coming.

The Marauder's Map lies open on an otherwise bare desk.

Harry nods, looks back to Lupin. Unable to disguise his

shock at Lupin's appearance.

PROFESSOR LUPIN

I've looked worse, believe me.

Harry eyes the open desk drawers... the bare

bookshelves...

HARRY

You've been sacked.

PROFESSOR LUPIN

Resigned, actually.

(CONTINUED)

145 CONTINUED: 145

146 EXT. HOGWARTS CASTLE - MORNING 146

147 INT. CORRIDOR/LUPIN'S OFFICE - MORNING 147

124.

HARRY

Resigned! But why!

PROFESSOR LUPIN

It seems that someone has let slip

the nature of my condition.

HARRY

Snape.

PROFESSOR LUPIN

Whoever. It was bound to get out.

This time tomorrow, the owls will

start arriving. Parents will not

want a -- someone like me --

teaching their children.

HARRY

But Dumbledore --

PROFESSOR LUPIN

Has already risked enough on my

behalf. Besides, people like me,

well... let's just say I'm used to

this by now. But before I go,

tell me about your Patrons.

HARRY

Well. At first I thought it was a

horse, or perhaps a unicorn, but I

think it was --

PROFESSOR LUPIN

A stag.

HARRY

Yes.

PROFESSOR LUPIN

Your father used to transform into

one. That's how he was able to

keep me company when I became...

sick. He was a great friend

James.

Lupin smiles wanly, lifts his sorry suitcase. Then

stops.

PROFESSOR LUPIN

There are stories about him and your mother, you know.

Some are even true. But I think it's safe to say, in the

end, you'll know them best by getting to know yourself.

Lupin then -- with a wicked twinkle -- raises his wand.

(CONTINUED)

147 CONTINUED: 147

125.

PROFESSOR LUPIN

Mischief managed.

Harry watches the Map go blank. Looks back. Lupin is

gone.

Ron stands amid a circle of excited Gryffindors.

RON

Stand back, I said! I'll take it

upstairs if you don't settle!

As Harry arrives, he glances at Hermione, who CLEARS HER

THROAT LOUDLY. The others turn, begin all speaking at

once.

NEVILLE

Harry! Wherever did you get it!

SEAMUS

Can I have a go, Harry? After

you, of course --

RON

Quiet!

(as they oblige)

Thank you. Let the man through.

Mystified, Harry steps forward, the boys peeling away,

clearing his view of the BROOMSTICK in Ron's hands. The

LABEL GLEAMS: "FIREBOLT."

HARRY

Whose is that?

RON

(as everyone laughs)

Whose is it? It's yours, mate.

HARRY

But... how? Who?

HERMIONE

It's a mystery. Though... this

fell out of the wrapping.

Harry turns, sees Hermione holding up a FEATHER.

(CONTINUED)

147 CONTINUED: (2) 147

148 OMITTED 148

149 INT. GREAT HALL - DAY (MOMENTS LATER) 149

126.

HARRY

That's a Hippogriff feather --

As Harry stops short, Hermione raises her eyebrow. As

they share a secret glance, we...

CUT TO:

BOOM! The huge vertical DOORS BURST OPEN and Harry,

trailed by the others, exits with the Firebolt. As he

strides off, others join the assembly -- Hagrid, Malfoy,

Crabbe, and Goyle among them -- curious to see what the

commotion is all about.

As Harry stops, an expectant HUSH hangs over the moment.

SEAMUS

Go on, Harry.

NEVILLE

Yeah. Let's see.

Harry mounts the broom. Licks his finger and jabs it in

the air. A few others do the same. Hagrid does the

same. Crabbe and Goyle start to do the same, when Malfoy

SLAPS their hands down. Finally, Harry places his hand

on the broom. Sets his grip. Takes a breath. And...

Frowns.

FRED/GEORGE

What's wrong?

HARRY

I don't think it works. I think

it's defective.

A collective GROAN. Dejected, many of the kids begin to

drift toward the castle. Harry calls after.

HARRY

Oh, come on now. It's just a

broom.

HAGRID

(nodding sagely)

Just a broom.

(CONTINUED)

149 CONTINUED: 149

150 INT./EXT. HOGWARTS CASTLE - FRONT DOORS - DAY 150

151 EXT. COURTYARD - DAY (MOMENTS LATER) 151

127.

Harry's eye shifts to Ron and Hermione. A wink.

HARRY

The fastest broom in the world.

As everyone turns -- WHOOSH! -- Harry JETS OFF and we --

CUT TO:

A tiny DOT, GROWING LARGER AND LARGER, races upward.

It's Harry shooting straight into the blue on the

Firebolt. A SCREAM GROWS LOUDER as he approaches. A

scream of release, of utter abandon. It's Harry

screaming. But something else is clear as he JETS PAST

and...

The SCREEN GOES BLACK.

It's a SCREAM of joy.

FADE OUT.

THE END

151 CONTINUED: 151

152 EXT. HIGH IN THE SKY - DAY (SAME TIME) 152

128.