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## Testament: Mastering and Transcending the Microbudget Model for a Feature Film

Timothy Ritter  
*University of Central Florida*



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TESTAMENT: MASTERING AND TRANSCENDING  
THE MICROBUDGET MODEL FOR A FEATURE FILM

by

TIM RITTER  
B.A. Auburn University, 2003

A thesis submitted in partial fulfillment of the requirement  
for the degree of Master of Fine Arts  
in the School of Visual Arts and Design  
in the College of Arts and Humanities  
at the University of Central Florida  
Orlando, Florida

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Major Professor: Lisa Mills and Katherine Shults

## **ABSTRACT**

*Testament* is a feature film serving as part of Tim Ritter's thesis requirements for earning a Master of Fine Arts in the Entrepreneurial Digital Cinema program at the University of Central Florida. The film follows a bitter former follower of a marginally popular social-justice movement who must keep the movement alive after its mysterious leader is killed violently and publicly. The drama, set in an fictional land known as The Commonwealth, presents a modern-day retelling of the life of St. Peter in the years after the death of Jesus, creating a new context for familiar Biblical tales and morals while also examining the high personal costs of changing the world.

*Testament* has been produced for well under \$50,000 as part of the microbudget requirements of the UCF Film program. In creating an epic with minimal resources, innovation has filled the void left by most films' higher budgets, with the crew recycling a small number of locations to serve as several different locations and using a large cast sparingly to avoid becoming overly reliant on many actors who aren't getting paid. This document details the theories and methodology behind the preparation and planned production of the film, as well as the approach planned for its distribution.

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## CHAPTER 1: INTRODUCTION

*Testament* is far more than just a film project to me. My second microbudget feature is ambitious enough to tackle ancient issues of morality and small enough to be the story of just a few marginalized people and the unique journeys they must undertake. *Testament* is an epic that imagines a whole new world, but also an epic in which that world has been captured using the barest of budgets and simplest of equipment. The story at its heart is universal enough to carry meaning and wisdom for every audience, but narrow and personal enough to represent a very real time and experience for me. This strange film about a man defined by his own contradictions and complexities will, fittingly, launch into reality with its own unique set of contradictions embedded in its very core. It is, simply, the film I had to make next.

My first feature, *Moment of Truth*, took those years of watching similar-looking small independent films as a festival programmer and turned them on their head, creating something vibrant and loud and colorful and violent. But most importantly, beneath all of the dynamism on the surface, the unlikely \$3,000 venture carried many themes imparted by ancient biblical texts that I have grappled with for years, examining them in a very modern, very subtle way. For its follow-up, I decided to take a more direct approach, adapting one of the key, overlooked sections of the New Testament, stripping it of 2,000 years of distance and dogma and transformation, and dressing it up in modern clothing. This approach lays bare the simple questions so vital and yet so rarely asked: What does all this mean to me now? What is required to be Christian? And questions reaching beyond the pew to everyone, such as: What is required to be a good person? To live a good life? To leave the world in better shape than when you entered it?

That story, which brought all these questions into clear focus for me, was the story of Simon Peter, a disciple who would eventually be remembered as St. Peter. Peter is uneducated, filled with doubt, quick to speak out of turn and slow to learn, and in the most critical moment of his discipleship, cowardly, abandoning his messiah in his time of greatest need. And yet, in the wake of Jesus' martyrdom,

Peter takes the fledgling Christian movement and its small, motley group of followers, puts it on his back and helps make it a worldwide phenomenon whose effects would still be felt thousands of years later. So in his failures, he is just as flawed and human as any of us. But in his refusal to quit, in his battered but persevering faith and in his ability to go far past a point at which most of us would turn back, he is the best of us. He is a saint in whom we can see ourselves, and thus an example of the kind of difference any of us can make, regardless of our own backgrounds or specific shortcomings.

Setting this story in a modern world removes many of the distractions of the biblical text within which it's found, from its commonly elevated St. James-era prose, to the cultural differences endemic to a 2,000-year gap, to the formal settings in which many of us were introduced to the Bible. However, since I cannot simply pretend this sort of movement has never happened before in our often religion-saturated world, I had to introduce a setting in which this concept was still novel. Thus is born the Commonwealth, a world very similar to ours but with different rules and the general feeling of how our world might look with another few decades of recession. This opens a whole other level of commentary and thematics, a clear window back on parts of our world that lie in direct opposition to the Christian spirit of charity and brotherhood, as well as creating easy parallels between the powerful Roman Empire of early Christianity and its modern equivalent, the United States.

The scope of the narrative is large, but it is also small. It documents a much larger world through a handful of key characters on the fringe of society. The land they travel through is a mostly empty one, with a massive lower class mostly retreating to their own worlds in their own homes, and a small aristocratic power base safely tucked away from the masses it rules over. The scope is established through picturesque wide shots and the use of different terrains offered by shooting locations used in Alabama, Jacksonville as well as those here in Central Florida, which are plentiful — city, town, forest, coast, swamp, fields, empty neighborhoods. Yet these wide landscape views are contrasted by plenty of closeups on the central characters as they sweat and bleed and doubt and struggle onward, with the contrast in shots pointing to people who are everything to each other but seemingly just dots in a much

bigger world. The color palette of the film has been filled with grays, indicating an inner moral ambiguity neither black nor white, as well as the larger feeling of a world losing its color and vibrancy to slow, steady decline.

These stylistic flourishes have been accomplished through the cheapest of means, from practical locations to a small cast of principal characters to using equipment owned by the film's crew or offered by UCF. There is much attention and concern given in the microbudget world to trying to prevent all risks, which creates an abundance of similar-looking and –feeling projects. One of my goals with this film is to show, with the proliferation of high-quality video equipment at ever cheaper prices placed in the hands of a group of experienced, resourceful filmmakers, that films shot for next to nothing no longer need to look like they were shot for next to nothing. They can be visually striking and daring and ambitious and polished, while still taking advantage of the freedom afforded by full creative control.

In spite of all of that, *Testament* is a deeply personal film. Beyond the close look at a religion in which I believe and feel has been hijacked shamefully to promote everything it is supposed to be against, the film follows the journey of a man who has to struggle through much of his life with no clear insight into what is right or wrong, with only his faith and stubborn will to guide him most of the time. He wants to do right, much as I have. I decided years ago that film was the best path for me to affect the world with my specific set of skills and talents. However, I was starting out with a complete lack of film education, money, connections, geographic proximity to any of the film hubs in our country, and extremely limited available resources as the economy crashed around me and signaled the impending death knell of my first career in journalism. Living in less-than-ideal circumstances through much of my 20s, with my wife losing patience, early film setback after setback, plenty of rejection and hard-knocks style learning, I kept on pushing forward and working my tail off, knowing full well there was no guarantee anything would come of it. But I had some faith in myself, some faith in my abilities and enough faith in my intuition that this was the right path for me to believe this wasn't an enormous amount of energy and time wasted for nothing.

Now, years later, there are still no guarantees, but that hard work has helped me get a fellowship at UCF, a pretty good reputation regionally and a rapidly improving filmography. It would be appropriate if my film chronicling the similarly crazy path of one dreamer like Peter was the film that finally gained an audience and spread the message that you can affect the world in spite of your lack of money and resources, that you can change the world even if you face constant setbacks and doubts, including your own. I believe this film has the power to eventually affect people's lives, and that faith and good works will be rewarded with changed lives. For now, there's no way to find out but to keep pushing forward into the unknown, one step at a time.

## CHAPTER 2: THE AESTHETIC APPROACH

### Introduction

Every aspect of a film is an opportunity. In great films, it is often the case that every piece that helps make up the whole — the narrative, the image, the performances, the music, the sound, the pacing — all work together in unison to convey a story or theme in every possible way. *Testament* wastes no opportunity to express its theme — that a man can change his world, no matter his flaws or the obstacles in front of him, but not without great cost and sacrifice. We have created a cohesive piece of art that can attract and challenge its core audiences as well as anyone who appreciates film. And this film has been made on a limited budget, a fitting approach for this particular story — a film crew overcoming its own obstacles to create something great.

### The Narrative

Most films start in the same place — on the written page. For some filmmakers, this is merely a cold blueprint upon which the filmmakers can expand and embellish. For others, it is the bible — the reason for the film's being, the source of all answers to any question about what artistic choices can be made during the levels of production. There is truth in both of these approaches, and the answer, as is the case with most questions, lies somewhere in the middle. The screenplay has the benefit of extensive forethought, planning and workshopping, so that it brings with it many answers to filmmaking questions — plot, motivation, turns, themes, scenarios, subtext and more. It is also, in the end, limited by the reality of what can be created within the resources of the filmmakers, and can in fact be improved by unforeseen developments within the stages of production. The direction and physical act of translating text into motion picture adds an almost infinite level of possibilities beyond what's present in that blueprint:

A film is much more than an acting out of the script. The text for the film is the actual film itself.

A performance of the film is not the enactment of the script but the projection of the film.

Nothing less qualifies. And the projection of the film includes much more than the words of the screenplay. (Luhr 29)

Yet the script is a very important building block with a significant weight on the choices made during production. *Testament* does not fit neatly into any one genre — horror, thriller, drama — but rather takes aspects of them and fits them into a strange new blend. The broader heading might be drama, but also incorporated are aspects of fantasy, science fiction, philosophy, politics and magical realism. As the film seeks to challenge conventional wisdom and popular perspective, this strange blend of styles as well as an unusual chapter-by-chapter, dual narrative will also force audiences to pay attention. This stands in stark opposition to typical recycling of traditional genre-draped tropes, and will also stand out from the typical couples-in-apartments mode of microbudget dramas. When we are trapped by generic conventions, whether Hollywood or independent, as philosopher and film theorist Jacques Derrida said, “As soon as genre announces itself, one must respect a norm, one must not cross line of demarcation, one must not risk impurity, anomaly or monstrosity” (57).

The sheer ambition and audacity of *Testament*'s central concept required a rigorous approach in the scripting process that steadily transformed a bold concept with plenty of potential for sermonizing and confusion into something personal, direct and, most importantly of all, feasible on a limited budget. The story of Acts in the New Testament is a huge one, following Jesus' 12 disciples as they fan out across the known world of millennia past, performing miracles and laying the groundwork for a movement that would help hasten the demise of the Roman Empire. In *Testament*, that massive saga has been narrowed to the story of one modern man carrying the weight of such a movement on his shoulders, working his way through nondescript corners of a strange but familiar world with very little help. A tighter focus on key characters, the use of visually interesting, pre-existing locations and scripted hints through dialogue and newsreel footage of a larger world made this ambition achievable.

The subject material of *Testament* makes it an easy sell to Christian audiences, at least on the surface. Many films targeting Christians and featuring Christian themes directly or indirectly, from low-profile (*Courageous*, \$34 million at the box office) to high-profile (*The Passion of the Christ*, \$370 million), have met with success thanks in part to a mobilizing church-based audience (Box Office Mojo). The challenging nature of this film's text, though, combined with the humanization of a beloved figure along with the castigation of hypocrisy and much of the selfishness and materialism rampant among many modern so-called Christians will likely make it an uneasy watch and one less likely to catch fire among that audience. Yet a more progressive — and underrepresented — block of Christians will be more likely to connect with its concepts of flawed people trying to make their flawed society better through charity and awareness. For that matter, the central notion of a person's ability — and even obligation — to create positive change in the world despite their flaws and seeming insignificance is one that can make an impression with nearly any audience. Its call to action for the oppressed will especially appeal to those actively trying to make a difference already, from the Occupy movements to non-profits to proactive church memberships.

Beyond the rudimentary how-will-they-pull-it-off aspects of the script, *Testament* uses aspects of the conventional three-act formula of Hollywood films and twists it into something else altogether. The primary story has a clear beginning, middle and end. Yet, as opposed to the use of scenes that build into each other consistently, with a development at the end of each scene that creates suspense to set the stage for the next, *Testament* will employ a chapter-by-chapter approach more similar to a novel to move through the chronology of the film's events. These chapters will allow the overall narrative to cover a larger expanse of time (unspecified, but likely around a year for the main timeline) without the need for extra dialogue or titles to explain. This will call upon the viewers to fill in the gaps and link the events together, finding the causation that is not explicitly provided in more conventional fare. In narratives, “even if two events seem not obviously interrelated, we infer that they may be, on some larger principle that we will discover later” (Chatman 46). And viewers who are asked to do a small portion of the



storytelling themselves, even if it's linking the events of these chapters, are likely to be more invested in the outcome.

Each chapter has its own smaller conflict and set of supporting characters, a nearly self-contained segment with its own conflict and outcome. Breaking up these chapters are scenes from earlier portions of Simon's life, which unfold in the reverse chronology of the events of the primary narrative. The main story will start after the martyrdom of the Teacher, or the Christ figure, with chapters going forward with the story of Simon (the Peter in our story) from his self-imposed exile all the way to his own martyrdom as a full-fledged leader of the movement. The parallel scenes, then, move backward, starting with the days leading up to the Teacher's martyrdom and moving backward to the point at which Simon is first introduced to the Teacher and the movement itself. These scenes would typically be referred to as flashbacks, but they really constitute a second timeline running in reverse parallel to the central timeline. This sort of device, just like the chapters structure, is more typical of literature, which is less devoted to strict chronological structures. Quentin Tarantino has had great success using both methods to set his films apart and create new context for his scenes:

“When you read a book the writer thinks nothing of starting in the middle of the story. In chapter four or something it goes into a character's childhood for a while. Is that a flashback? No, it's just the way the narrator is telling the story. I like using that structure and applying it to a film.”

(Bernard 155)

This allows the scenes in the flashbacks to inform and play upon the scenes in the present, pointing to the repetition of themes as well as man's tendency to fall into similar patterns, while on a larger scale showing in a much more affecting way the distance Simon has traveled as a person. Juxtaposing a Simon in his element, living only for himself and those around him and shutting out the dying world around him, with a Simon surrendering the only thing he has left — his life — for something greater, with the full expanse of the journey played out in overlapping fashion, expresses his transformation in a much more immediate and striking way than a straight chronological approach could have.

## The Image

The themes so present and so vital within the story — man’s ability to change his world regardless of his own flaws or marginalized status in that world, a collective drifting into selfish living that strips a soul of much of its worth or purpose, the difficulty of knowing what is truly right or wrong — are also emphasized through the many other facets that make up a movie after the script is formed. One of the most immediately important — as it is the first thing to make an impression on a new viewer — is the image itself. There are a number of ways in which this aspect has been handled and its potential value maximized.

The shots that make up the film are a mix mostly of wide and close ups, an uneasy mix of extremes. The wide shots emphasize at times the strangeness and barren look of much of this alternative world, while emphasizing the imposing vastness of the world and the relative smallness of the lonely figures working their way through that world. In the corners of many of those painterly frames are the isolated figures of Simon and those closest to him, frequently either new convert and traveling partner Mia or Simon’s brother, Drew. These vast landscapes will add a subtext to scenes all their own, playing off of William Gilpin’s notion of the picturesque in landscape aesthetics: “The picturesque focuses on freedom and lack of control in the outdoors – wild, broken trees; storms; Gothic ruins in despair – corresponding to more tumultuous human relationships ...” (Jameson 95). These wides also immediately draw a contrast with the use of many closeups that get right in the dirty faces of Simon, Mia and company. As the face, and specifically the eyes, is a mirror to the soul, *Testament* will put these faces, and the emotions behind them, front and center. Ingmar Bergman, one of the directors who best used close-ups to his advantage to peer into the souls of his actors and characters, said it best: “To look at somebody, to find out how the skin changes, the eyes, how all those muscles change the whole time – the lips – to me, it’s always a drama” (Wolf 155). This approach should in turn create greater empathy for the audience, just as the wider shots allow for contemplation and analysis. As emphasized by David Lean, a

master of the wide shot, the true strength of each shot derives from its juxtaposition with its opposite: “One of the great things of showing a story told in pictures is the timing and contrast of the various shots” (Organ 123). The mix of tight and wide also serves to demonstrate the inherent paradox of a human race whose individual members are but little grains of sand on a giant beach (wide), with the notion that each of us and our personal moral struggle and decisions are also of the greatest importance (tight).

During these shots, be they wide or tight, the camera rarely moves, creating a static frame more akin to a painting than a moving picture. That stillness will mimic the seeming lack of progress, literal and figurative, for the main characters as they struggle against long odds and their own doubts. Yet after Simon snaps out of his funk and realizes his own worth in an exhaustion-fueled near-coma, tripods are replaced with handheld camera, to the point where a constantly moving frame follows him into the wild, strange atmosphere of the First City, Simon and Mia’s destination. So as the movement slowly amps up, the audience will slowly begin to feel the rush of forward progress and then a breakthrough into a new reality. With this shift comes the revelation that we are all going somewhere if we keep pushing forward, whether we notice or not.

The color palette adds another dimension, if for nothing else than its seeming lack of dimension. The colors we see in the Commonwealth are muted, with the grays drawn out in color correction to emphasize not only a world that seems to have lost much of its dynamism for its struggling inhabitants, much in the same way as John Hillcoat’s adaptation of *The Road* did. Moreso, it hints at the inner moral ambiguity — neither a simple black nor a pure white — that Simon and his companions frequently struggle to distinguish. Yet at the edges in certain key scenes, there is a softness around the edges, a glow that suggests that in spite of their struggles, these characters are being watched, and their efforts encouraged, by some higher power, even if they don’t notice.

## **The Performance**

Those solitary figures in the vast wasteland of the Commonwealth have been brought to life by actors with little name currency but plenty of life vitality. One overriding principal, in opposition to the typical norm associated with studio films or even most independent films, is that these are regular-looking people who have laughed and cried and seen things and lived lives offscreen. Typical films quickly fade in memory not only because of their recycled plots and conventions, but because their actors are so carefully chosen for lack of any distinguishing physical characteristic other than being attractive, and then so artfully made up as to remove blemishes and perspiration. In doing so, the characters they play lose all relatability to the rest of humanity. As noted film professor Jean Pierre Geuens said in his book “Film Production Theory,” “Sure it is difficult because the media are regulating the way people speak, look and behave in daily life, but it is still possible to discover out there strong individuals who have resisted such influence” (136). What these actors lack in model-level good looks will be made up in relatability to the regular people watching. Tom Hanks has made more than \$8 billion in worldwide box office as a leading man (Tom Hanks). The reason, stated as follows to explain his appeal in *Captain Phillips* but which really could be applied in general: “You don’t feel he has superpowers; he’s just like anyone would be, going, ‘How (can I) cope with this?’” (*Captain Phillips* Director)

This fits into the larger concept of a marginalized people at the center of the story — a marginalized group of actors who only need the proper opportunity to shine and show what they’re truly capable of. Actors who have worked for years without getting their Screen Actors Guild card, who are working two or three jobs to support their passion while living on the other side of the country from Hollywood, know desperation and they know about nursing an impossible dream. These actors fill roles not meant for hot young teens but middle-aged and older men and women who not only have lived and dreamed and failed, but who make up most of the population of the world in the first place. These were the actors we found through a rigorous casting process.

Once a seemingly authentic cast was in place, we focused on drawing authentic performances to match. We did this by allowing the actors to find the characters through their own experience, creating a natural synthesis of actor and character without an overbearing directorial pursuit. Then we brought out possible subtexts and readings through an extensive series of rehearsals that focused on exploring the material without a particular concern about finding the “right” performance. These rehearsals also created a sense of community among the actors, as well as trust between them and me that helped create lived-in performances on set.

### **The Final Touches**

The sound of Simon’s reality frequently reflects the image accompanying it. Wide open spaces are accompanied by an oppressive dead silence, his uphill climb sometimes into the sounds of swirling winds and his arrival into the First City announced with the full metallic drone and clamor of city life. The latter again serves to emphasize the difference between the world of the 99 percent of the population struggling on in a sort of silent echo chamber and the 1 percent surrounded by their toys and machines and vibrant lives. As still as the frame is, most of the film is nearly as quiet, creating a sense of stillness and emptiness reflecting the seeming futility of Simon and Mia’s quest as it grinds on. Stanley Kubrick created similar contrasts in many of his films, including *2001: A Space Odyssey*: “The use of silence during the outings of the astronauts in the space surrounding the Discovery is significant, since it intensifies the men’s breathing that can be heard on the soundtrack, setting the contrast between the fragility of human life and the immensity of outer space” (Garcia Mainar 61).

Used sparingly around that silence is a score that dabbles in both classic symphonic music and more modern ambient and electronic sounds, all brought together by composer Andrew Scott Foust. The music swoops in both during poignant pauses in the action as well as during emotional high- and low-points, breaking across the down-and-out characters of *Testament* like a divine light suddenly finding a crack in the clouds and streaming through:

It removes the conscious barriers of the spectator and ‘it bonds spectator to spectacle, it envelops spectator and spectacle in a harmonious space.’ Film music is like a hypnotist: it silences the censor of the spectator – ‘if it’s working right, it makes us a little less critical and a little more prone to dream.’ (Larsen 195)

Similarly, the pacing is drawn out at first, with longer cuts creating a sense of calm and stillness to match the frame and sound, then picks up in the final section until the final scenes are rendered in an almost dizzying whirl. But the overall use of a slow, measured approach to editing will stand in stark contrast to the current use of ADD-targeted fast cuts more inspired by music videos. Sergio Leone, a master of deliberate pacing in films such as *Once Upon a Time in the West*, understood this as well as other directors using the same approach, from Lean to Kubrick:

Leone saw this stretching of time as partly inspired by Japanese cinema (Ozu, Kurosawa) with its ‘Utilization of silence, giving a pleasing rhythm to the films’ and partly a reaction against the frenetic pace of 1940s and 1950s Hollywood films. ‘My childhood and adolescence were lived under the sign of “speed.” Then I noticed that all the directors I assisted were alike in their obsession with moving fast ... They constrained the actors to accelerate their dialogue to the point where you couldn’t hear the last syllables of one speaker or the first of the other. Never the slightest interval to show that a person might wish to think about it before replying. I didn’t agree with this system. I found it too artificial ... (Frayling 291)

Whereas that approach is geared toward a manic attempt to hold the audience’s attention at all times, *Testament* trusts the audience to become slowly invested in its central characters. Then, once the corner has been turned and Simon is propelled into his own martyrdom — and redemption — the audience will feel the rush of events through a swirling of images and sound and color and music to create a nearly euphoric feeling of liberation after an hour and a half of oppressive stillness. The slow ratcheting up of tension and pace will also lend itself on repeated viewings to the understanding that there was always

progress, that Simon and Mia were always moving toward something, but neither they nor we can always recognize that until it really hits us just how far we've come.

### **Conclusion**

Testament presents a big story that is still intimate in its details. It takes the smallness of one ordinary man filled with doubt and indecision and his own mistakes and launches him into a movement that will change the face of a new world. In telling that story, the film crew has called upon every element, from narrative to visual to sonic, to not only push that story and its accompanying themes forward, but to create a cinematic world unto itself. Many filmmakers, from classic greats such as Kubrick to modern filmmakers like Hillcoat, have approached filmmaking with a passion and a story they knew must be told, and then used every resource available to them and every small detail of those films to burn those films into the very soul of their audiences. That will be the very mission of Testament, a small film that will seek to make its own big impact on our world.

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## CHAPTER 3: THE PRODUCTION APPROACH

### Introduction

*Testament* is a film that not only fully embraces microbudget methodology and ideals, but also extends and transforms them. It is, like my feature debut now in postproduction, *Moment of Truth*, a study in contrasts. It weds big ideas to limited means, wide scope to a small cast and daring risks to tradition-based narratives. What is missing in money has been made up for through innovation and a carefully calibrated use of available resources. All of this will work together to create a film in which the amount of money used to make it will quickly take a backseat to the emotion and spectacle on the screen.

### Budget

Robert Rodriguez arguably gave the world the microbudget bible when he published *Rebel Without a Crew*, the diary of how he made his breakthrough feature *El Mariachi* on a still-microscopic \$7,000 budget. While many of his aesthetic choices could be up for debate, this book set the budgetary standard upon which *Moment of Truth* and its short-film predecessors followed like law: “When you don’t have money and are working self-sufficiently, your problem-solving skills are challenged, your creativity has to work, and you fix the problem creatively. And that can make the difference between something fresh and different and something processed and stale” (Rodriguez 198). The more you spend, the more you will become comfortable with chasing problems with money and the further you will descend into eventual debt, both fiscally and intellectually. For Rodriguez, this meant no pay for anything aside from the raw essential of the physical film on which *El Mariachi* was shot. To conserve money spent on expensive celluloid, he shot only one take of everything and very specifically planned out each shot as it would appear in the finished film.

On *Moment of Truth*, the \$2,200 raised went primarily to a few key sources — cheap food (no more than one meal per day, with the schedule set up to ensure this), gas for the boom operator/mixer/producer Jayson Martinez to travel to Fort Myers from the Tampa area, one key actor’s

salary and extra hard drives to store all the digital footage. There were a few other expenses that couldn't be avoided as well, such as \$50 to rent a cheap motel room to shoot two key scenes and \$60 for the parts for a specialized rig to shoot up flames for fireside lighting of actors for the climax in front of what is supposed to be a blazing bonfire. Other locations were either free or replaced with ones that were; no SAG contracts were booked. The film simply focused on maximizing the use of available locations, local up-and-coming talent and bold storytelling.

*Testament* has cost more because it, unlike *Moment of Truth*, has been insured. But the philosophy of refusing to chase problems with money was set early and seen through a production that finished under its \$10,000 budget. The fact is most microbudget cast and crew aren't on board for star trailers or spectacular cuisine; they're there to make something great that they'll be proud to be a part of. This is a big part of the draw to all low-budgeted film art, as digital pioneer Mike Figgis knows well: "Actors do appreciate being offered good work, and they're not insulted by low payment — so long as they don't feel that somebody else is getting more than they're getting" (48). Only one actor on *Testament*, Robb Maus (playing Saul), received payment as a requirement to satisfy his Screen Actors Guild requirements, but this was only with the consent of his unpaid fellow principals. Everyone was willing to buy in, because most aspiring up-and-comers who are living off of commercials in central Florida are excited to do something artistic and challenging for a change — the work is the reward.

With *Testament*, cast and crew have been given room to show what they can do: the cinematographer was given great latitude within the framework of my plans to compose shots and lighting; the actors were able to find the characters through their own processes and alter them to make them more real as extensions of themselves. Each film, especially a feature-length one, is a chance to prove worth for unknown crewmembers and actors, and this one was especially so with textured, distinct characters with plenty of room for exploration. While it would have been more ideal to offer some payment to the actors who are giving so much of their talent and commitment, several have said that they

would rather what little money we raised go into making the film as good as possible, and having it seen by as many people as possible.

### **Story**

The mix of big ambition and small means detailed earlier begins with the script. A parallel world has been created and detailed by repurposing existing aspects of our own world rather than building expensive sets. The population in the scenes is sparse, creating a unique look different from our bustling world as well as allowing us to avoid rounding up and potentially feeding more extras, while the story's dislocation from cities or even mid-size towns creates the feeling of a population of people cut off from each other and their leaders. The specific locations detailed in the script were vague enough to allow producers to find interesting, otherworldly spaces in scouting such as a burnt-out house and a hurricane-ravaged beach. Yet the alternate world is also filled in via off-hand comments in the dialogue and off-screen broadcasts filling in the blanks about a world heading slowly to ruin without the production having to dole out to build a separate world. Several examples of this approach have appeared recently, from the \$76 million *Children of Men* to the \$800,000 *Monsters*, whose director Gareth Edwards described his setting up of a parallel world in a similar fashion: "They'd ask around for any out-of-the-ordinary, post-apocalyptic-looking stuff nearby, then jump out, shoot a scene" (*Monsters: The bedroom blockbuster*, 2010).

Unlike the mostly improvised *Monsters*, though, *Testament* starts and ends almost entirely with what lies on the page. While improvising scenes can create a realistic feel to ordinary interactions, it can also waste the potential for deeper, more complex and probing scenes. Improvisation can also slow production considerably, requiring multiple takes and a sharp eye toward potential continuity issues. Though his background is in comedy, writer/director David Wain sums it up best for any genre considering the use of improvisation, from both an aesthetic and logistical standpoint: "You meticulously craft something. And then when you get to set, you may change it in a way, but there should be an

acknowledgement that this piece of paper has ... that thought has been put into it” (David Wain, 2011).

Each scene in *Testament* has been constructed with several layers of meaning, from the surface conflict to underlying psychological development of the characters to the playing out of the story’s themes to the scene’s place within the progression of the broader narrative.

Coming from a writing background provides a full appreciation of what can be accomplished on the page. Sidney Lumet decried the lack of respect in cinema for writers by comparing it to the inverse relationship theater had with its writers: “There, the writer’s work is sacred. Carrying out the writer’s intention is the primary objective of the entire production” (Lumet, 28). This is more easily accomplished in film when the writer also serves as the director, editor and executive producer, as is the case on this project.

### **Performance**

The cast assembled to bring this story to life is a seasoned group of unknown, mostly non-union actors. Their first qualification was the ability to act naturally on screen, which doesn’t always correlate to the most established or accomplished actors. Though the script features more than two dozen speaking parts, all but eight were needed for no longer than one day thanks to the film’s road-movie approach that favors a few key players interacting with different sets of strangers. Of that small group, only three characters — Simon, Mia and Drew — were needed for more than three days. So with the exception of those three, everyone in the cast was replaceable, which allowed for a few easy swaps to replace actors who dropped out before their scenes had been shot.

This core of actors, which was cast several months ahead of production, was given extensive time to form their characters and ask key questions in advance, as well as rehearse. *Testament* provided my first real opportunity to rehearse with actors, and the rewards were immense. Through at least a half dozen sessions, the rehearsals provided an opportunity to explore the text, the scenes and the characters, while also cutting down on the time needed to coach and refine performances on set. They also helped

create a great collaborating relationship between director and actors as well as among castmates.

Rehearsals are just part of a general approach to preparation for the film, allowing us to roll through production as a well-oiled machine all the more ready to deal with surprises as they came. As said Sam Peckinpah, who had an incredible ability to draw naturalistic performances out of all types of different actors as well as getting great material on often turbulent shoots: “No, I don’t like to go on the set and start ‘creating.’ We do that before in rehearsal. But we know our work so well that if some new idea does come up, we’ve gone through everything else, and we know exactly where to go” (Farber 44).

Direction to actors starts typically with silence — allowing the actors to follow their instincts and see where their natural inclination leads them. When a nudge is needed to push them toward a specific direction in which the scene or character needs to go, goal-oriented actions motivated by the story context and character histories were always ready at hand. These directions were always targeted toward a meaningful interaction with the other characters in the scene, creating true relationships and an added layer of meaning. “The simple intention— an inclination toward having some effect on the other person — leads to engagement. Although simple listening has already engaged the actors, endowing the characters with a need to interact raises the stakes of the relationship” (Weston 103).

New, unexpected aspects that emerged in the performances to add a different shade to a scene were typically welcome as long as they fit the overall goals of the piece, while dialogue was tweaked and blocking reworked to allow the actors to do their best work. Elia Kazan, a renowned director of actors who embraced the method style of acting, had a similar approach: “Every day I was learning and he told me he was learning too,” said Kazan actor Stathis Giallelis. “He was always open to people’s suggestions. He would tell me, ‘I want this to come out in this scene.’ I was quite free to do what I wanted to do” (Elia Kazan, 2010). Like Kazan and other noted actors’ directors like Lumet, focus was given to making the setting as real as possible to the actors whether through practical locations or room to allow them to follow their process on set. Carrying each shot through the duration of the scene rather than a few covered lines also added to the authenticity and consistency of the performance.

## The Means

All of this has been accomplished through shoestring means. The camera used was the RED Scarlet, a camera whose price tag was the same as *Testament's* entire budget, but was owned by our director of photography and so cost us nothing extra (aside from the larger video files requiring a little extra hard drive space). Lights came mostly from UCF's equipment room and my workplace — a video production studio — and were used sparingly, avoiding the overlighting in which “transcendent exteriority comes to play, abut onto, brush against, rub, press against the limit itself and intervene in the inside only to the extent that the inside is lacking” (Derrida, 56). In order to ensure fast setups and a more realistic style of lighting, the approach was always more toward lighting the scene and less toward lighting for the shot, meaning one lighting setup with differences made up through use of reflectors or actors' positioning.

Sound was recorded mostly via boom with the occasional use of lavaliers when the situation demanded it. However, foley — more available and inexpensive than ever — will be treated as a friend to the final film, with quality kept in tight check. Like on *Moment of Truth*, I handled the majority of editing myself, though I switched from Final Cut Pro to Adobe Premiere for this round.

*Testament* will also use the services of *Moment of Truth's* masterful composer Andrew Scott Foust, for a restrained but classical score that complements the classical story material. There will be plenty of spaces and silences to give the film room to breathe, but a recurring use of a few themes will tie the whole piece together and reinforce the overall mood of the film. The music's place in the film couldn't be better stated than did K.J. Donnelly in his book “The Spectre of Sound: Music in Film and Television:” “Underscores exist within films as a spectral presence, a celestial voice of God, seemingly appearing from nowhere, almost as if from heaven itself. Furthermore, film music can rise up in divine power and possess the film and its audience at significant junctures” (20). Foust and the sound mixer

work separately but simultaneously on their contributions, communicating with each other and me as necessary.

The crew was kept small and intimate throughout the shoot — consisting of director, assistant director, cinematographer, assistant camera, sound mixer, boom operator, script supervisor, digital asset manager, behind-the-scenes videographer, one to two production assistants and often the producer and a makeup artist. This allowed for fast, easy communication and more synergy while avoiding the cumbersome bloat that slows production and adds more complications than it solves. As Rodriguez said, “When you have a big budget and a lot of equipment you’ll find that a film crew comes in real handy. But until then, they’re dead weight” (1995). Most crewmembers served in multiple roles that would be filled by lone specialists on a bigger crew. The assistant director had larger production management duties, the director of photography handled much of the lighting alongside his AC and the PAs, and I as director handled many producer tasks on set.

The atmosphere was kept loose, with fresh ideas welcome and every crewmember’s opinion respected. As Lumet noted, “Any athlete will tell you that tension is a sure way of hurting yourself. I feel the same way about emotions. I try to create a very loose set, filled with jokes and concentration. It sounds surprising, but the two things go together nicely” (18). This follows Douglas McGregor’s management Theory Y, which uses added creative input and responsibility as their own incentives to make workers invest in the product. Despite the loose setting, though, the director was the clear authority to make the final decision on any question. It’s not about ego, it’s about result as far as the director’s place on set: “He’s rarely in the foreground of whatever’s going on, but you know, without having to be told, who’s in charge” (Murray 98).

Extensive storyboards were used to create detailed shot lists, which in addition to rehearsals created the closest thing to a well-oiled machine as can be achieved through limited means. “In the heat of the moment, if you haven’t done such a list, and you haven’t ticked off the shots as you’ve done them, you’ll be on your way home and you’ll suddenly say, ‘Oh my God, I didn’t do a reverse ...’” (Figgis 63).



Shoots were mostly set up for the early afternoon and finished in the evening, starting just after lunch to avoid the cost of an extra meal and allowing for both day and night shooting, depending on the day's scenes. Spreading the night shoots out this way rather than doing entire night shoots helped avoid the long nights that sap a crew's energy.

The many generic settings in the script were chosen through consideration of their availability as well as their appearance, and then grouped to minimize company moves. "We have limited damage control already because there are always going to be huge problems when you start shooting, and you don't want to compound those by making the location itself a problem" (Figgis 61). Sanford served as several different small towns mentioned within the script, with the town divided up into sections without showing the other sections on screen, and my in-laws' farm in Alabama was used to represent several daytime and nighttime exteriors spread across the fictional world of the Commonwealth.

### **Conclusion**

*Testament* has used every tool at its limited disposal to create a unique and challenging film. Every aspect was carefully measured to create a transformative experience, through a combination of methods very old as well as very new. The mix of classical filmmaking touches with a DIY approach has created something rarely seen in indie films: an indie epic that is very classically cinematic while also a bold departure from convention.

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## CHAPTER 4: THE BUSINESS APPROACH

### Business Plan

This business plan is strictly for information and is not an offer to sell or a solicitation of an offer to buy securities. Furthermore, the entire contents of the business plan are confidential and the reader, by accepting the business plan, agrees not to disseminate to a third party or copy the information herein, in part or in whole, without the consent of Tim Ritter. The business plan is the property of Tim Ritter, and by accepting the business plan, the reader agrees to immediately return the business plan to Tim Ritter upon request.

### Executive Summary

#### **Introductory Statement**

Testament LLC is being formed for the sole purpose of producing the feature film *Testament*, and is seeking \$15,000 for the production and rollout of the film. *Testament* will be a rare film experience, wedding epic scope and big ideas to a small budget and limited resources. The film, which follows Simon, a bitter follower forced to lead a fading popular movement after its leader is killed, will appeal to an untapped demographic of the left-leaning Christian population in America. The film's small budget will allow its creators to keep the autonomy that will in turn allow them to create something new and unexpected in an oversaturated film marketplace, while also creating a low threshold to cover its expenses.

#### **Management Team**

Tim Ritter will serve as the lone manager of Testament LLC. Ritter has produced or directed four award-winning short films and will be creating his second full-length film, following his feature debut *Moment of Truth*, now in postproduction. With a healthy level of experience — and critical success — working with a small budget, Ritter has begun assembling a seasoned crew to help create *Testament*.

## **Product Description**

“The people still have a voice.” *Testament* follows Simon, a wayward disciple from a fading popular movement, as he sets out to restore the voice of the people in a crumbling empire. The film will be a bold drama that revisits the life of St. Peter in a modern context and uses a parallel world to more thoroughly examine our own. With creative use of visually impressive locations, the most up-to-date digital camera technology and a talented young cast and crew, *Testament* will stand out from the sea of independent films produced every year.

## **Industry Overview**

Film revenues have never been higher, reaching \$10.8 billion in 2012, an increase of more than \$1 billion from as recently as 2008 (Yearly Box Office). Ticket sales were up last year after a three-year dip coinciding with the recession. Also, there are more ways to reach audiences than ever (Amazon, Netflix, iTunes) with the advent of streaming technologies, with Americans doubling their online viewing habits from 2011 to 2012 as DVDs have faded (Tablet and Mobile Viewing). There are more independent movies — or those not made by the top handful of studios — than ever, with smaller budgets allowing for greater creative freedom and more edgy fare better suited to niche audiences.

## **Market Analysis and Strategy**

Films dealing with faith have made a big splash on the independent scene the last few years, as have films that tweak and toy with reality to create new worlds. The audience for the former will be targeted with social network and crowdfunding campaigns before and through production, while audiences of the latter will be sought by word-of-mouth from a successful festival run. If *Testament* can make an impression at a few of the larger film festivals, it will earn the seal of approval many distributors seek before buying the rights to promote the film to a larger audience. If a distributor buys those rights, it will likely start with a small rollout to niche theaters, but if not, there are more tools than ever for self-distribution.

## **Company Description**

### **Company Details**

Testament LLC is an Orlando, Florida-based limited liability company that will be formed once financing begins. The purpose of this company will be to produce the feature film *Testament* and seek distribution, whether through established distribution companies or self-distribution models. *Testament* will present a modern, stylized version of well-known Biblical events, packaged in a thoughtful setting for untapped Christian Left and progressive Christian audiences. It will be produced at the microbudget level with a budget, seeking \$15,000 for production, postproduction and marketing, all while maximizing limited resources and taking advantage of the creative freedom allowed absent corporate oversight.

### **Mission**

Testament LLC's mission once production is finished is to reach the largest number of viewers possible. This will likely be achieved by finding distribution through targeted festival exhibitions, which would then likely focus on a limited theatrical run throughout the country followed by a multi-tier DVD and streaming approach to reach home viewers. Specialty theaters typically contain one to five screens and appeal to niche audiences. The festival and theatrical run would serve to generate positive word of mouth and seek notice in popular film niche magazines, such as Indie Wire.

If a distribution deal is not reached, Testament LLC will turn its focus toward generating interest in a self-distribution model that capitalizes on a few DVD and streaming sites such as Amazon as well as a limited smaller-festival run. This online distribution will be easily wed to a marketing strategy already under way, which is seeking to build an audience through a multi-pronged approach to social media, followed by an aggressive crowdfunding appeal. Crowdfunding is a way of funding a new venture from a series of small contributions, typically through an intermediary website. As equity is not involved, this allows the filmmakers to maintain complete creative control. Crowdfunding also allows an audience to slowly be built up, as people are exposed to — and allowed to participate in — a project almost from its

inception. In the case of Testament, the crowdfunding intermediary will be Kickstarter.com, which creates an all-or-nothing approach that adds extra pressure and incentive to meet the established goal or risk losing everything.

A microbudget approach that emphasizes the use of volunteer cast and crew, the use of already-existing locations and aggressive scheduling will allow Testament LLC to avoid large expenditures that would require the raising of greater funds and the compromise of this carefully protected creative control. It will also allow for creative solutions to the problems that arise, allowing for new opportunities to arise and be capitalized upon as production progresses. A small but versatile and hungry crew will help the LLC accomplish this.

## **Company Personnel**

**Tim Ritter, manager/producer/writer/director/editor** — Tim Ritter will serve as the sole manager of Testament LLC. He is also the co-founder of 315 Films, a production company that has found critical success and won awards making short and feature films utilizing the microbudget model. Between 2009 and 2013, 315 Films produced 10 short films under Ritter's guidance, four of which won awards at film festivals. Those were followed by *Moment of Truth*, Ritter's first feature film, which he wrote, directed, edited and produced, and which is deep into postproduction and will be sent out to festivals in 2014. In addition, Ritter worked in newspapers for a decade, earning awards and meeting daily deadlines as a reporter, designer and editor. He has also worked as the programming coordinator and founding board member of the Fort Myers Film Festival, now in its fourth year of operations. Ritter is currently studying as a fellow in the University of Central Florida Entrepreneurial Digital Cinema MFA program while shooting and editing educational videos for the teamtreehouse.com website. All of these experiences have provided Ritter with the opportunity to cultivate a network of resources while mastering the art of making high-quality films on extremely low budgets.

**Lacie Ratliff, producer/unit production manager** — Ratliff has filled nearly all production roles while pursuing her BFA in Film at University of Central Florida, including more than a dozen short-film productions, but her vigorous approach to preparation and organization is perhaps best served as a producer, the role she will fill on *Testament*.

**Tu Do, Director of Photography** — Do has shot on nearly all types of film sets, from high-budget commercial shoots to music videos to documentaries while doubling as an accomplished still photographer. In that time, he has developed an expertise with all levels of camera equipment, from consumer grade cameras to the top-of-the-line RED cameras, which he will be utilizing for *Testament*.

**Martin Lemaire, producer/boom operator/sound mixer** — Lemaire has been working in film and video production since 2006, serving as producer on more than 20 projects, including short and feature films, music videos and commercial work. In addition, he has worked in the sound department on 15 projects, including Tim Ritter's debut feature *Moment of Truth*. In addition to *Testament*, he is also currently working on a feature-length documentary on church outreach. Lemaire also brings a hefty amount of personally owned, high-end equipment to the production of *Testament*, as well as his years of experience and diverse expertise.

**Ariel Zengotita, assistant director** — Zengotita has been producing and directing comedic shorts for years, including the bizarrely hilarious gems “Tears Dripping” and “MirrorMan,” while also shooting behind-the-scenes footage for the feature film “Missionary” starring Kip Pardue. Zengotita just completed his most ambitious short yet, the 80s horror tribute “HTM-Hell” for Treehouse, where he works as a video producer.

**Laura Boman, Producer of Marketing and Distribution** — Boman is an Alabama native with a background in media and sales. After receiving her Bachelor's degree in journalism from Auburn University, she had a seven-year career in newspapers before returning to an academic setting to complete her MBA from Florida Gulf Coast University. In addition to her work in a newsroom, Boman has served as sales manager for a furniture retailer and content manager for an Alabama-based digital advertising

firm. Boman's strengths include building relationships with clients and her ability to bring creative projects to fruition.

**Andrew Lee, Producer of Marketing and Distribution** — Lee has spent the past 10 years developing team-building skills while working through the management ranks of a large furniture retailer in South Florida. A Florida State University graduate with a degree in marketing/small business management, he has often been described by peers and direct reports as welcoming, driven, reliable and consistent.

### **Expense Summary**

The \$15,000 raised for Testament will go primarily toward making the production experience favorable for what will be a small, committed volunteer force of actors and crew bringing the film into existence. A portion of the budget will go toward feeding the crew, though deals will be sought with local catering businesses in exchange for free advertising in the film's credits. The number also accounts for the expense of covering key personnel's travel costs; the purchase of insurance to cover equipment used and those involved; the purchase of necessary equipment ranging from hard drives to store the media files to potentially necessary items like generators to provide electricity for lights in rural areas; and any funds required to use key locations and props.

### **Product Description**

#### **Synopsis**

"The people still have a voice."

A wayward disciple from a fading popular movement sets out to restore the voice of the people in a crumbling empire.

The Commonwealth, a world very similar to ours, is on the verge of complete environmental and economic ruin. Mass extinctions, random outbreaks of violence and a government cut off from its people threaten the Commonwealth's very existence.



Yet into this stark world a popular movement is born of people trying to regain control of their lives and rediscover what is meaningful as more and more is taken from them. After this new voice of the people is nearly cut off when the leader of the movement is murdered violently on a national broadcast, it falls on Simon, a bitter, cynical former convert, to pick up the pieces and let the Commonwealth know its people still have a voice.

So, lured out of his self-imposed exile by Mia, an ambitious young idealist with a mysterious past, Simon and his new follower set out for the Capital, seeking to unite the fractured, peaceful revolution and fulfill the destiny Simon once ran from. However, Simon and Mia can never anticipate the resistance they'll encounter on their journey, both from the desperate people they hope to win over as well as the family and friends they've had to leave behind.

A reimagining of the rise of St. Peter in a modern setting, *Testament* asks us what the message of Christianity truly is and how we'd react if we truly were faced with it in our own lives. In a bigger way, it asks what it takes to be a good person and what is needed to create a better world, one person at a time.

## **Project Details**

*Testament* will be a rare film experience, wedding epic scope and big ideas to a small budget and limited resources. This will be accomplished through creative use of existing locations and visually striking landmarks in and around Orlando, Florida, to create the feeling of another world; a talented and eager volunteer cast and crew that will trade the chance for a big paycheck for the opportunity to have a significant role in an attention-grabbing and meaningful film; and careful use of crowdfunding in fundraising to avoid compromise of the filmmakers' complete creative control. In addition, *Testament* will utilize the latest in cheap, high-grade digital cameras, the digital single-lens reflex (DSLR) camera. These cameras are small, making for easier shooting set-ups, and function well in low-light conditions, meaning less time will need to be devoted to setting up lights and scenes, yet still project a high-resolution, professional-quality image.

All of this will serve a faith-driven drama with elements of science fiction, fantasy and magical realism that will appeal to the untapped market of the Christian Left and progressive Christians. This market of people, with its largest segment marked by a higher level of education and ranging in age from their late 20s to 50 has been ignored in favor of the more vocal religious right, which favors simpler, less challenging fare. But *Testament* will be the rare film to target Christians left out by this focus, those with more progressive ideas who are open to more intellectually rigorous ideas. Yet the film's complex characters and their relatable relationships and moral crises will resonate with audiences of all types and give the film the potential to reach an even larger audience.

### **Industry Overview**

#### **Production Process**

The production process of any feature film is driven by four stages: Development, preproduction, production and postproduction. On any size film, the person guiding the film through these stages is the producer. On a microbudgeted film like *Testament*, that person also frequently serves as the writer and director of the piece. In development, the concept of the film is formed and turned into a screenplay. Key members of cast and crew are assembled. This is followed soon after by preproduction, where schedules are determined, the rest of the key roles and positions are filled and the logistics of the production are mapped out. Then comes the shortest and most intense stage, the physical production of the film, in which the scenes are shot. Closing out the process of creating the film is postproduction, in which the footage is edited together into a cohesive whole; sound is perfected and mixed; and music is written and added. The term "production" can be used for the entire process, or strictly the shooting portion. We will use the former in this document.

#### **Studio vs. Independent vs. Microbudget**

Twenty-three of the 25 highest-grossing films in 2012 were distributed by one of seven studios (Sony/Columbia, Warner Bros., Buena Vista, Universal, 20<sup>th</sup> Century Fox, Paramount and Lionsgate)

(Yearly Box Office). Those companies combined to own nearly 84 percent of the market share in that same year (Domestic Theatrical Market). Most of these companies are owned by larger, diversified corporations and handle most of the production aspects in-house. The films produced by these “majors” are made for several million dollars, with the average reaching \$78 million in 2011 (Nakashima).

Independents are typically films produced without funding from these major studios. Budgets for these projects can range from hundreds of thousands of dollars to several million. Over the last decade, an even smaller-scale model has emerged — what we have referred to herein as the microbudget film. These are films made for less than \$200,000 (as commonly defined in the industry by the Screen Actors Guild’s ultra-low-budget requirements) (Screen Actors Guild) and in the case of *Testament*, less than \$20,000. The drawbacks of such an approach are in many cases obvious, the first one being a clear lack of traditional filmmaking resources. Studio films and even higher-budgeted independent films have teams to address each area of production, from wardrobe to effects to sound, as well as plenty of advisors on matters ranging from legal to marketing. Also, studios have deep pockets to make sure a project gets across the finish line; independents and microbudgeted films most frequently have no such guarantees someone will step in and finance additional expenses should the need arise before the film is finished.

Even most independent films are structured as studio films have been, with extra layers of excess in staffing and cumbersome approaches to the production phase that include elaborate lighting setups, set construction and conservative schedules. *Testament* will be shot using a skeletal crew, minimal lighting, practical locations (private homes and public locations) and ambitious schedules that will seek to film in a few weeks what Hollywood films need a few months to complete.

Studio films typically have crews ranging from 85-100 (California Film Commission) with the bigger blockbusters sometimes having crews several times larger. Meanwhile, microbudget filming allows for a crew as sparse as the one planned for *Testament*, which will likely fall between five and 10 people. Part of this is due to the advances in and increased availability of digital technology, which has

made video work more user-friendly and easier to use with fewer people, as opposed to the more expensive and labor-intensive film stock used for most of cinematic history.

The size difference in crews can also be ascribed to the prevalence of unions in Hollywood, many of which mandate that certain roles must be performed by people in certain positions and not others, leading to a large number of very specialized people, only a few of which end up having a very direct influence on the final product. While this may work in the standard Hollywood model of filmmaking in which money can solve problems and a huge amount of these specialized players are readily available, it doesn't make as much sense on the microbudget level. *Testament* will depend on a crew a fraction of this size, in the fashion of writer-director Tim Ritter's previous film *Moment of Truth*. This means every member of the crew is invested in the work, because they all play several roles and will as a result have a very direct impact on the finished film. It also means decisions can be made fast and shoot times cut in half, since a half-dozen people are significantly easier to move than 100. Many studio films shoot three to five script pages a day; *Moment of Truth* averaged seven and thus was able to cut down on time commitments and food for cast and crew and, as a result, expenses incurred with each additional shoot day.

Another perk about the microbudget model is that the director will maintain creative freedom rarely seen at the highest levels, since he won't have to answer to a bottom-line-minded studio or deep-pocketed investors. That opens the door for bold decisions and a strikingly different film from the boilerplate products turned out by the studios. In 2012, 16 of the top 20 highest-grossing films were adaptations, sequels or remakes, showing the general arc of a brand of studio filmmaking in need of safe bets and existing properties to reassure nervous investors and weary studio chiefs (2012 Domestic Grosses). The average budget of the top 10 of those was \$170 million, making the margin for error very slim. Meanwhile, with a miniscule budget, *Testament* will be able to take risks and put something new on the marketplace that stands out from the crowd rather than blending into the sea of comic-book movies and sequels, maintaining a chance to make back its budget while also creating a work that's more creatively satisfying and enduring.

## **Trends**

Film revenues have never been higher, reaching \$10.8 billion in 2012, an increase of more than \$1 billion from as recently as 2008 (Yearly Box Office). The number of tickets sold, after dipping from 1.58 billion in 2002 all the way to 1.3 billion in 2011 concurrently with rising ticket prices and a deflating economy, starting trending back up in 2012 to 1.37 billion (Domestic Movie). Meanwhile, though it may have limited effect on the more narrowly marketed *Testament*, international film consumption is rising at a rapid pace, with several countries breaking box office records and the combined box office for Brazil, Russia, China and India expected to double from 2012 to 2017, matching the total of the United States for that year (Kemp).

On the home viewing front, viewing habits of consumers are changing rapidly with the advance of streaming technology. The first quarter of 2012 saw a 545 percent increase in digital streaming revenue from a year earlier, while total rentals excluding on-demand slid 18 percent in the same period (Cieply). Viewers spent 100 percent more hours watching streaming videos and tablets in 2012 (Table and Mobile Video). Americans were projected to pay to watch more than twice the amount of movies and TV shows online in 2012 as the year before at 3.4 billion. This will become significant for *Testament*, as there are many more venues (Amazon, Netflix, iTunes, etc.) to reach consumers through streaming than through hard-copy DVD distribution (Staff of Consumer's Digest). Whether through a distributor or self-distribution, many of these streaming venues will be targeted for exhibition of *Testament*.

### **Marketing and Distribution Plan**

Every year, every week even, the distribution picture for film and especially independent film changes, becoming more and more complex. In response, the marketing and distribution plan for *Testament* has to be equally well-considered and complex. With several months still between now and the planned start of production, the marketing strategy for *Testament* is well under way while the distribution options are being mapped. Both aspects will rely on the crucial element of audience building, with a

comprehensive marketing plan laying the groundwork of finding and winning over an audience for the film as well as the filmmaker and then the distribution plan focused on getting the film in that audience's hands (or on their computers). The plan has fluctuated already and will continue to do so the make the most of a changing, widening independent film landscape.

### **Finding the Audience**

A marketing team was already in place a good 10 months before the scheduled start of production on *Testament*, taking an already active process of identifying potential audience segments and implementing plans to build this audience. That team is made up of me, *Testament*'s two producers of marketing and distribution, Laura Boman and Andrew Lee, as well as new producer Lacie Ratliff. Boman and Lee, both with varied levels of a marketing background, took me on as a client as part of a test run for a potential marketing startup and thus have a vested interest in making *Testament*, and me as a filmmaker, succeed as a known brand. Lee has been more responsible for big-picture-type ideas as to how we market the film and fundraise, while Boman is helping with more direct implementation, such as building a prototype for the film's new website. Meanwhile, I'm involved in all aspects, from helping develop the overall vision to feeding content to Boman to fill out the website with some interesting details about the alternate world the story will take place in.

Our primary target audience will be a large, mostly untapped niche — liberal Christians. In 2008, 76 percent of American adults described themselves as Christians. While the number of those Christians identifying with the traditionally more liberal Mainline Christian churches has declined as it has been marginalized by popular culture, it still accounts for more than 29 million Americans (Kosmin). This population is made up mostly of people 30 or older, the same age group more likely to gravitate toward independent films (*Different Films*). The content found within *Testament* has the chance to appeal to a generation of spiritual people seeking truth with fewer ties to existing traditions and dogma.

The Christian film market has been a steadily strong performer. While many of those films are aimed at more traditional Christian blocs and much of the content in them will not be as challenging as some of the ideas presented by *Testament*, any film that is focused on a life echoing that of Saint Peter and a nascent Christian movement, however cloaked in symbolism, has the chance to pique the interest of most people who consider themselves Christians, regardless of their politics. *Courageous*, a film with underlying Christian themes, was produced on a budget of \$2 million and went on to gross more than \$34 million after its 2011 release despite little press or marketing to a wide audience (*Courageous*).

*Testament* will also appeal to fans of science fiction films, especially ones that utilize post-apocalyptic elements, as well as films that blur the lines between reality and myth or fantasy, from *Beasts of the Southern Wild* to *Another Earth*, which grossed more than \$1.3 million from an initial \$150,000 budget after a successful tour at Sundance (*Another Earth*). This presumes a more educated audience open to new, different cinematic experiences and willing to embrace challenging ideas and plot structures. In 2009, 28 percent of American adults aged 25 or older reported having a Bachelor's degree or higher, and they will be a second big target group for *Testament*. And finally, *Testament* has a chance to make inroads with the Occupy generation, aka young people active in social causes such as the Occupy movement. Its frank depiction of a disenfranchised working class discovering their voice through unity and peaceful resistance give it obvious appeal to this group.

All of these groups will be targeted through separate means, whether niche-specific posts on social media sites frequented by the target demographic in question or through direct appeals in local gatherings, be they churches or meetings. The *Testament* Facebook page, found at [facebook.com/testamentfilm](https://facebook.com/testamentfilm), will post a series of interesting topical articles, touching on social-justice and faith examination issues that will appeal to the various audience segments, specifically the Christian Left and Occupy groups. Also, in the interests of building a recurring audience for me as a filmmaker for future efforts, we are also trying to make create a presence in indie film-specific niches, be they ones frequented by fans or filmmakers (often in the same places). One of the primary innovations the

Testament crew will be utilizing is the creation of a series of how-to-make-movies-on-the-cheap YouTube videos that will tie directly into each phase of the filmmaking of Testament, creating value for visitors while also piquing interest about the eventual finished product being created in these videos. These videos will also ideally add credibility to me as a content creator worth following, who knows his stuff. The behind-the-scenes videographer for the length of production will also shoot and edit these videos, as they will function as behind-the-scenes videos as well as instructional ones.

Social media will also be a huge tool for building credibility in the independent film sphere as well as starting to tie together an audience for the film and me as an artist. A Facebook alter ego established years ago (SWFLA Filmmaker) with more than 4,500 connections, many of whom are industry connections, as well as my personal Twitter account (as @TimRitterFilms) will offer up regular independent film updates as well as insight into how to make movies within the microbudget paradigm. Meanwhile, the Facebook page for the film itself (facebook.com/testament) as well as a soon-to-be established Twitter account for the film will serve up interesting articles dealing with topics covered in the film, from realistic looks at Biblical deconstruction to articles dealing with corruption of those in power and the average citizen's disenfranchisement within our own society. These will be joined by updates about the production from the blog page of the film's official site, testamentfilm.com, which will feature further details about cast, crew, the characters and the world of the story.

### **Reaching the Audience**

*Testament* will utilize a multi-pronged approach to reach viewers and distributors alike. A large effort will be applied to making a splash in the festivals, which make up the biggest door to success in the more traditional distribution path. Sundance remains the best path toward securing distribution for a film lacking in big names, recognizable brands or significant resources behind it. Landing a highly sought-after spot in Sundance is not a guarantee of distribution — far from it — but it is a huge chance for exposure to distribution companies, which head to the event in massive numbers. And Sundance has long



tried to draw attention to smaller, underdog films, most recently with its NEXT category, which is devoted solely to films made with limited resources. This will be one of a few of the most noted festivals, which will be targeted first (the other members of that group would draw from some combination of Cannes, Toronto, Tribeca and a few others).

Then another wave of submissions will follow to the next tier of festivals within the next six months, starting with South by Southwest in Texas, and then work its way down in prestige until the film catches on. Each lower tier, however, represents lower chances of catching the eyes of the few distribution companies shopping for new films to promote, who are frequently as selective with festivals as they are with films.

But aside from the eyes of potential distributors, one of the primary goals for this festival run, for both *Testament* as well as my debut *Moment of Truth*, is that vital stamp of approval that will separate me from the thousands of other wannabe filmmakers. That stamp will then help me sell my film and get it seen, as well as helping me continue to grow an audience that will build and keep coming back for me and my brand of filmmaking. That stamp of approval primarily would be entrance into at least one major or mini-major for each film, or a run of medium-sized festivals with a few victories sprinkled in. I can then piggyback off of that in selling my film digitally, if it doesn't appear that any distributors are likely to bite.

Following that logic, too, I'd also like to take advantage of the many niches (DIY, sci-fi, religious/spiritual, environmental, social justice, regional festivals) into which *Testament* can fit to build a following among all those film audiences, who will likely respond to much of the content I will create throughout my artistic career. My research into Christian/spiritual festivals has been kind of sobering, though, as they seem far more interested in being inoffensive than intellectually or spiritually stimulating. Possibilities for these less-know festivals include Florida Film Festival, the top festival in the state; social justice-associated events such as the Chicago International Social Change Film Festival, International

Film Festival for Peace, Inspiration and Equality and Global Peace Film Festival; and religious-themed festivals like SONscreen. (See Appendix for breakdowns of a few potential festival targets.)

Video-on-demand will also be a huge part of my release and distribution plan, as it is the path of the future for filmmakers to connect to potential audiences. My primary goal is to gain viewers, not to mention hopefully longtime fans for future work. A second goal would be to hopefully make a little money off of it, maybe enough to cover *Testament's* budget. In the appendix, I have listed a few VOD options, though at the rate the VOD world is shifting, this analysis will require constant updating and revisions.

## **Distribution Rights**

Distribution of a feature film starts with licensing various rights associated with the film to a company, which then uses those rights to sell the film by separate means to viewers. These rights include theatrical, DVD and Blu-ray, Video-on-Demand, pay-per-view and several TV licenses. Then those rights are divided up by region, from domestic (the U.S. and Canada) to a number of different territories around the world. Once a film has sold its rights in any area, the distributor holds the rights to determine when, where and how fast it will roll the film out and market it. Films whose commercial prospects are deemed good will often see all their rights snapped up by the same distributor, but those instances are farther and fewer between in today's market.

That's because seven companies (Sony/Columbia, Warner Bros., Buena Vista, Universal, 20<sup>th</sup> Century Fox, Paramount and Lionsgate) owned nearly 84 percent of the market share in 2012 (Studio Market Share). More specifically, those companies dominate the distribution picture, with access to nearly every mainstream theater in the country. Unfortunately, those companies aren't frequently shopping for new films — they handle production on their own films, or rely on production companies they have deals with (Parks). And their interests run toward projects with bankable stars or capitalizing on popular brands (comic books, novels, even toys). When studios became aware of the popularity of a

number of independent films in the 1990s, they formed specialty divisions to buy up hot independent projects at festivals. However, a number of those mini-majors closed while the others started to produce more of their own films and buy fewer. That means that few films get purchased by the top two tiers of distribution.

### **Alternate Distribution Models**

A more likely option for most films is “boutique distributors,” which shop at several levels of film festivals. They likely will make small pushes at a few theaters nationwide, without a large marketing push (Parks). The fourth option, undertaken by many microbudget filmmakers and more accommodating than ever, is to self-distribute, seeking to generate returns from a mixture of streaming and video options. Both of these last two choices frequently require filmmakers to put up some of their own money to help fund distribution, rather than accept money for the rights. The marketing burden also then rests with the filmmaker or producers.

Distribution companies will incur a large number of expenses depending on to what extent they promote each film. Typically, the largest such expense will be advertising. That campaign might include several different platforms, ranging from theatrical trailers to newspapers and magazines to TV, the Internet and radio. The bigger the distribution company or deal, the more the company is likely to invest. However, with the type of smaller or nonexistent deals that are more common these days, it falls upon the filmmakers to shoulder the marketing load.

For most of the time since the dawn of commercial cinema, the role of the distribution companies has been vital, as they hold the key to getting returns through the main mode of disbursement all of those years — theatrical exhibitions. And while this still remains the best (and most difficult to secure) means to generate interest and revenue, a number of other avenues of reaching viewers have been growing at an incredible rate, opening up self-distribution as a more viable alternative. Revenue from digital streaming in the first quarter of 2012 increased 545 percent from the same period in 2011, while total digital revenue

rose more than 74 percent to \$1.2 billion (Cieply). This has opened up a number of new ways to reach viewers seeking to view the best content from home, including Amazon, Netflix and iTunes. Amazon is open to anyone willing to share a large percentage of the revenue from each film sold or rented, but the others are more discriminating and often tacitly need an informal seal of approval from established tastemakers, chief among them the standby for burgeoning independent films — the film festival.

## **Financing**

### **Risk Statement**

A movie's financial prospects are among the hardest assets to forecast. The risks associated with *Testament* include, but are not limited to, failure to complete production, failure to secure distribution, ineffective handling or possible bankruptcy of a distributor once a deal is secured, failure of the public to embrace the film as well as general economic and market-related factors. Any of those factors, and many more, could alter the projections entailed in this business plan.

### **Method of Financing**

Testament LLC is seeking \$20,000 to fund production. The majority of this is expected to come from a crowdfunding campaign on [indiegogo.com](http://indiegogo.com), which will allow the filmmakers the creative freedom to pursue a truer vision of the project without needing to bend or reshape it to fit the tastes of a large number of investors or a larger production company. Crowdfunding is a way of funding a new venture from a series of small contributions, typically through an intermediary website. This approach will make for a better product and the potential for higher returns. Low overhead and a hyper-efficient approach to budgeting and production can also yield higher profit potential for investors and producers.

Those interested in becoming an equity member can contact director Tim Ritter at 334-787-1128 or [contact315films@yahoo.com](mailto:contact315films@yahoo.com). Tax-deductible donations will be made possible through use of the Enzian/UCF Film Graduate Production Fund. The fund was set up by the Enzian Theater to support and

promote filmmaking in Central Florida, and accepts donations from any third party including, but not limited to, individuals, corporations or trusts and distributes the funds to help finance graduate thesis projects such as *Testament*. The form necessary to do this is available upon request.

## **Financial projections**

### **Domestic Distributor Advances**

Table 1 estimates the profitability of certain successful films during the 3.25-year period immediately following the commencement of domestic theatrical release. Their commonalities include the following:

- All films were released in the past six years
- All have a negative cost of \$150,000 or less
- Never showed on more than 94 screens domestically
- Were produced without the backing or distribution of a major studio

These films are comparable to *Testament* for several reasons, including the above. Also in common are the lack of major “name” actors in the cast, a thoughtful approach to filmmaking and original stories not based on existing properties. They also serve to highlight the fact that films made within these restraints can still reach audiences and find success. Foreign revenue is not broken out for each film because foreign rights are typically sold to a territory in several formats at once, ranging from theatrical to DVD to TV, etc.

### **Income Projections**

Table 2 predicts possible profitability scenarios for *Testament*. These averages tend toward the upper end of revenue potential because the films listed benefitted from critical acclaim and even awards. This type of success is also critical to *Testament* achieving similar financial returns. As *Testament* is a challenging and unorthodox film, it is very difficult to predict how critics and audiences will react to it,

and therefore causes its revenue projections to be significantly scaled back from the comparable films table averages.

The “Medium Success” scenario is a successful result based on a 50 percent reduction to the box office and home video comparable films table averages, while the “Low Success” scenario is built around an investor priority return of 20 percent of the budget. “High Success” is a best-case scenario reached by adjusting the domestic box office and video rentals upward in amounts equal to the difference between the “Medium” and “Low” numbers. All projections in Table 2 should be taken as estimates only — there is no guarantee these projections will be met by *Testament*.

### **Cash Flow Projections**

Table 3 forecasts the timing of sources and uses of cash from the “Medium Success” scenario from the income table and how that cash would flow back to investors. Cash flow projections for the “High” and “Low” scenarios are available on request and closely follow the timing of the “Medium” scenario, but with different amounts. It must be stated again that the actual timing and structure of that income is heavily dependent on marketplace conditions, critical reception and distribution details yet to be determined. These figures are not a guarantee of specific results.

### **Investor Projections**

Table 4 predicts the projected return to investors over 5.75 years under the three profitability scenarios referred to in the income projections. “High Success” projects a non-annualized return on investment (ROI) of 4,773 percent and an annualized internal rate of return (IRR) of 262 percent. The IRR derives from the “High Success” cash flow projections. “Medium Success” yields a 2,570 percent ROI and 195.2 percent IRR, while low success offers a 367 percent ROI and 98.3 percent IRR. Although films can generate revenue long after release, the majority of revenues are returned within 3.25 years of the film’s release date. Just like with Table 3, Table 4 is meant solely for reference and offers no guarantees of the film’s actual performance.

Table 1: Films Comparable to <i>Last Words</i>					
	<i>Bellflower</i>	<i>Another Earth</i>	<i>Medicine for Melancholy</i>	<i>In Search of a Midnight Kiss</i>	Average
<b>DOMESTIC (U.S.)<sup>1</sup></b>					
Box Office Gross	\$167,242.0	\$1,316,074.0	\$110,869.0	\$172,177.0	\$441,590.5
Less Exhibitor Share <sup>2</sup>	\$83,621.0	\$1,251,037.0	\$55,434.0	\$86,088.0	\$369,045.0
Gross Film Rentals	\$83,621.0	\$65,037.0	\$55,435.0	\$86,089.0	\$72,545.5
Home Video Revenue	\$560,373.0	\$2,803,100.0	\$68,978.0	\$0.0	\$858,112.8
Pay TV Revenue	\$89,804.0	\$706,690.0	\$56,695.0	\$92,531.0	\$236,430.0
Gross Ancillary Revenue	\$650,177.0	\$3,509,790.0	\$125,673.0	\$92,531.0	\$1,094,542.8
<b>Domestic Gross<sup>3</sup></b>	<b>\$733,798.0</b>	<b>\$3,574,827.0</b>	<b>\$181,108.0</b>	<b>\$178,620.0</b>	<b>\$1,167,088.3</b>
Less Distribution Fee (35%)	\$256,829.3	\$1,251,189.5	\$63,387.8	\$62,517.0	\$408,480.9
Less Prints & Advertising <sup>4</sup>	\$27,020.0	\$211,500.0	\$20,000.0	\$26,300.0	\$71,205.0
Less Other Distributor Costs <sup>5</sup>	\$146,759.6	\$714,965.4	\$36,221.6	\$35,724.0	\$233,417.7
<b>Net Domestic Receipts</b>	<b>\$303,189.1</b>	<b>\$1,397,172.2</b>	<b>\$61,498.6</b>	<b>\$54,079.0</b>	<b>\$453,984.7</b>
<b>FOREIGN</b>					
Foreign Gross <sup>6</sup>	\$0.0	\$455,741.0	\$0.0	\$1,120,000.0	\$393,935.3
Less Sales Agent Fee & Expenses (35%) <sup>7</sup>	\$0.0	\$159,509.4	\$0.0	\$392,000.0	\$137,877.3
<b>Net Foreign Receipts</b>	<b>\$0.0</b>	<b>\$296,231.7</b>	<b>\$0.0</b>	<b>\$728,000.0</b>	<b>\$256,057.9</b>
<b>TOTAL</b>					
TOTAL PRODUCER'S REP GROSS <sup>8</sup>	\$303,189.1	\$1,693,403.8	\$61,498.6	\$782,079.0	\$710,042.6
Less Producer's Rep Fee (15%)	\$45,478.4	\$254,010.6	\$9,224.8	\$117,311.9	\$106,506.4
<b>TOTAL PRODUCER'S GROSS</b>	<b>\$257,710.7</b>	<b>\$1,439,393.2</b>	<b>\$52,273.8</b>	<b>\$664,767.2</b>	<b>\$603,536.2</b>
Less Negative Cost <sup>9</sup>	\$16,000.0	\$150,000.0	\$25,000.0	\$30,000.0	\$55,250.0
<b>NET INVESTOR/PRODUCER PROFIT</b>	<b>\$241,710.7</b>	<b>\$1,289,393.2</b>	<b>\$27,273.8</b>	<b>\$634,767.2</b>	<b>\$548,286.2</b>

NOTES:

- \*This table estimates the profitability of past films and is in no manner a guarantee of future performance.
- \*Amounts in millions of dollars and convey revenues collected during the 3.25 years immediately after the domestic theatrical release date.
- \*All raw data except for 'Other Distributor Costs' is provided by Baseline Intel.
- \*To allow for uniform comparisons, distribution arrangements are assumed the same for each film; actual fee and revenue-sharing arrangements are privately held data.
- \*Totals from films first released internationally are modified as if first released domestically.
- \*Totals may not add due to rounding.

FOOT1: DOMESTIC - For 'Box Office Gross' and 'Prints & Advertising,' domestic refers to U.S. & Canada, for all other data points it refers only to U.S.

2: Exhibitor Share - Theater owners' share of the box office revenue.

3: Domestic Gross - Sum of 'Gross Film Rentals' and 'Gross Ancillary Revenue.'

4: Prints & Advertising (P&A) - Cost of the marketing campaign and copies made of the original negative ('prints') for the theatrical release.

5: Other Distributor Costs - Expenses outside of P&A for which the distributor is reimbursed such as residuals and DVD manufacturing, marketing, and distribution costs.

6: Foreign Gross - Canada excluded; money received from advances by foreign distributors for the right to distribute in all formats; per territory data available.

7: Sales Agent - Markets to and collects advances from foreign distributors. Residuals are included as part of expenses.

8: Producer's Rep - Seeks out and negotiates domestic distribution and sales agent agreements.

9: Negative Cost - Costs incurred to shoot the film and create the negative off of which all copies of the film are made; also known as the 'budget' of the film.

Figure 1: Comparable Film Grosses

Table 2: Projected Income for <i>Last Words</i>					
	Low	Success	Medium Success	High	Success
<b>DOMESTIC (U.S.)<sup>1</sup></b>					
Box Office Gross		\$2,250.0	\$441,590.5		\$880,931.0
Less Exhibitor Share (46%)		\$1,378.4	\$270,537.7		\$539,696.9
Gross Film Rentals		\$871.6	\$171,052.8		\$341,234.1
Home Video Revenue		\$4,500.0	\$858,112.8		\$1,711,725.5
Pay TV Revenue		\$1,120.0	\$234,343.9		\$467,493.7
Gross Ancillary Revenue		\$5,620.0	\$1,092,456.6		\$2,179,219.2
<b>Domestic Gross</b>		<b>\$6,491.6</b>	<b>\$1,263,509.5</b>		<b>\$2,520,453.3</b>
Less Distribution Fee (35%)		\$2,272.0	\$442,228.3		\$882,158.7
Less Prints & Advertising		\$368.7	\$72,355.8		\$144,342.8
Less Other Distributor Costs		\$1,298.3	\$252,701.9		\$504,090.7
<b>Net Domestic Receipts</b>		<b>\$2,552.5</b>	<b>\$496,223.5</b>		<b>\$989,861.2</b>

<b>FOREIGN</b>					
Foreign Gross		\$176,250.0	\$380,625.0		\$585,000.0
Less Sales Agent Fee & Expenses (35%)		\$61,687.5	\$133,218.8		\$204,750.0
<b>Net Foreign Receipts</b>		<b>\$114,562.5</b>	<b>\$247,406.3</b>		<b>\$380,250.0</b>

<b>TOTAL</b>					
TOTAL PRODUCER'S REP GROSS		\$117,115.0	\$743,629.8		\$1,370,111.2
Less Producer's Rep Fee (15%)		\$17,567.3	\$111,544.5		\$205,516.7
TOTAL PRODUCER'S GROSS		\$99,547.8	\$632,085.3		\$1,164,594.5
Less Negative Cost		\$12,000.0	\$12,000.0		\$12,000.0
<b>NET INVESTOR/PRODUCER PROFIT</b>		<b>\$87,547.8</b>	<b>\$620,085.3</b>		<b>\$1,152,594.5</b>

**NOTES:**

- \*This table reflects estimates of future performance that are in no manner a guarantee of future performance.
- \*Amounts in millions of dollars and convey revenues collected during the 3.25 years immediately after the domestic theatrical release date.
- \*Distribution arrangements follow those of the comparable films table; actual fee and revenue-sharing arrangements will vary depending on parties involved, desirability of the film, and market conditions.
- \*Canada excluded.
- \*Totals may not add due to rounding.

**FOOTNOTES:**

- 1: DOMESTIC - For 'Box Office Gross' and 'Prints & Advertising,' domestic refers to U.S. & Canada, for all other data points it refers only to U.S.

**Figure 2: Projected Income**



Table 3: Projected Cash Flow for Last Words LLC (Medium)									
[Film Name]	YEAR 1				YEAR 2				
	Quarter 1	Quarter 2	Quarter 3	Quarter 4	Quarter 1	Quarter 2	Quarter 3	Quarter 4	
Negative Cost <sup>1</sup>	\$ (8,400,000)	\$ (1,200,000)	\$ (1,200,000)	\$ (1,200,000)					
Gross Film Rentals									
Home Video Revenue									
Pay TV Revenue									
Distribution Fee									
Prints & Advertising									
Other Distributor Costs									
<i>Dom Subtotal<sup>2</sup></i>									
Foreign Gross									
Sales Agent Fee & Costs									
<i>Frgn Subtotal</i>									
<i>Producer's Rep Fee</i>									
TOTAL <sup>3</sup>	\$ (8,400,000)	\$ (1,200,000)	\$ (1,200,000)	\$ (1,200,000)	\$ -	\$ -	\$ -	\$ -	\$ -
RUNNING TOTAL	\$ (8,400,000)	\$ (9,600,000)	\$ (10,800,000)	\$ (12,000,000)	\$ (12,000,000)	\$ (12,000,000)	\$ (12,000,000)	\$ (12,000,000)	\$ (12,000,000)
RETURNED TO INVESTORS <sup>4</sup>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
CUMULATIVE RETURNED	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

NOTES:

\*This table reflects estimates of the timing and structure of income returned to investors and is in no manner a guarantee of the amounts or timing of such returns. Actual timing and structure depend on market conditions and contracts with involved parties (e.g., distributors, sales agent, producer's rep, etc.).

\*Amounts in millions of dollars.

\*Theatrical distribution is assumed to commence one year after the completion of postproduction. Actual release date will be determined by the distributor.

\*A small amount of ancillary revenue is likely to occur beyond the film's 3.25-year revenue window with the agreed split between producer and investors still in effect.

\*Totals may not add due to rounding.

FOOTNOTES:

1: Negative Cost - Reflects timing of the negative cost and is to take 6.5 weeks preproduction, 6.5 weeks principal photography, and 9 months postproduction.

2: [Quarters] subtotals are carried forward and charged against [Quarters].

3: Total - Sum of 'Negative Cost,' 'Dom Subtotal,' 'Frgn Subtotal,' and 'Producer's Rep Fee.'

4: Returned to Investors - Cash from 'Total' row returned to investors. Assumes 120% of initial investment returned, then remaining cash split 50/50 with Last Words LLC.

Figure 3: Projected Cash Flow

Table 4: Projected Investor Returns from Last Words			
	Low Success	Medium Success	High Success
Total Cash Returned to Investors/Producer <sup>1</sup>	\$99,528.2	\$628,238.5	\$1,156,920.5
Less Negative Cost	\$12,000.0	\$12,000.0	\$12,000.0
Less Investor Priority Return <sup>2</sup>	\$600.0	\$600.0	\$600.0
Adjusted Investor/Producer Profit	\$86,928.2	\$615,638.5	\$1,144,320.5
Investor 50% Share of Adjusted	\$43,464.1	\$307,819.2	\$572,160.2
Plus Investor Priority Return	\$600.0	\$600.0	\$600.0
Plus Negative Cost	\$12,000.0	\$12,000.0	\$12,000.0
<b>TOTAL CASH RETURNED TO INVESTORS</b>	<b>\$56,064.1</b>	<b>\$320,419.2</b>	<b>\$584,760.2</b>
Amount Invested by Investors	\$12,000.0	\$12,000.0	\$12,000.0
<b>NET INVESTOR RETURN<sup>3</sup></b>	<b>\$44,064.1</b>	<b>\$308,419.2</b>	<b>\$572,760.2</b>
<b>NET RETURN PER \$50,000 UNIT<sup>4</sup></b>	<b>\$ 3,672</b>	<b>\$ 25,702</b>	<b>\$ 47,730</b>
<b>NON-ANNUALIZED ROI<sup>5</sup></b>	<b>367%</b>	<b>2570%</b>	<b>4773%</b>
<b>ANNUALIZED IRR<sup>6</sup></b>	<b>98.3%</b>	<b>195.2%</b>	<b>262.3%</b>

NOTES:

\*This table reflects estimates of future returns to investors and is in no way a guarantee of future returns to investors.

\*Totals may not add due to rounding.

FOOTNOTES:

- 1: Total Cash Ret. to Inv./Producer - All revenues generated by Last Words LLC prior to disbursement to investors (i.e., sum of all positive 'TOTAL' amounts from cash flow).
- 2: Investor Priority Return - 20% of the Negative Cost that is returned to investors after repayment of the Negative Cost but before profits are split with [Business Entity].
- 3: Net Investor Return - The total cash returned to investors minus the amount invested by investors (i.e., minus the Negative Cost).
- 4: Net Return per \$1,000 unit - The return earned on a single LLC unit beyond the initial investment amount, as expressed in \$1 increments instead of \$1,000,000 increments.
- 5: Non-annualized ROI - The return on investment as calculated by dividing the Net Investor Return by the Negative Cost (i.e., by the 'Amount Invested by Investors').
- 6: Annualized IRR (Internal Rate of Return) - The yearly rate of return on the initial investment given the timing of income in the projected cash flow. Actual timing and structure of income depend on market conditions and contracts with involved parties (e.g., distributors, sales agent, producer's rep, etc.) and will affect the annualized IRR.

Figure 4: Projected Investor Returns

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## CHAPTER 5: CONCLUSIONS

Testament offered me both a huge challenge and a huge opportunity: To prove just how much could be accomplished on a tiny budget in a time when the tools available to the micro-budget filmmaker have never been better, or more accessible. I set out to use everything available to me —most of all the time to focus extensively on preproduction and make every aesthetic and production decision count — to make something that neither looks nor feels like a cheap student film, or even a standard independent film. That involved using innovative approaches to everything from scripting to fundraising to production techniques in order to create something unique and powerful. I feel that the resulting film has validated those decisions, and has not only the potential to affect the lives of viewers but also to make independent filmmakers re-evaluate just what can be accomplished with limited resources while opening their minds to many new sorts of stories that can be told and ways in which to tell them.

### **Preproduction**

I entered the program with two primary goals to put myself in position for production less than two years later— develop and finish a great script, and assemble a talented, hungry team to bring it to life. This was not an easy process early, as I was still finishing production on my first feature film, *Moment of Truth*, on weekends in another city three and a half hours away.

### **The Script**

I arrived at UCF with a solid conceptual foundation for what my feature film would become — a modern-day version of the Book of Acts from the New Testament, centering on Simon Peter and bringing to life such themes as the difficulty of finding and maintaining faith, the high personal cost of changing the world and the difficulty we have determining the right paths for our own lives. Yet the details would change greatly as the screenplay developed. In my first semester, I struggled to mold my early rough outline into a worthy screenplay. It was only after a pause and careful

consideration early in my first Christmas break that I realized the mistake I had been making — I was writing a version of my film I thought UCF would believe I could pull off, rather than just writing the film I knew I could make. That meant I was avoiding things that might be perceived as difficult to pull off, such as crowd scenes and other elements typically avoided on a micro-budget. So I shook any such concerns off, completely threw out my script and brought in a completely new version into my first spring in the program with the belief I could convince faculty I was up for its unique challenges. On the way, America had transformed into the fictional land of The Commonwealth as the setting for the film in newer drafts, and Marc, the second-most significant character, became Mia, two of many transformations the script underwent. So with some great feedback from my fellow students and especially from my future thesis chair, Kate Shults, I had a script by the end of my first year that I liked and that the faculty could get behind. This freed me up to focus on other preproduction demands in my second year, a huge benefit, and also gave me a fully realized script to show to potential recruits for cast and crew.

### **The Talent**

Even before I had the final script in hand, I was out scouting talent. On *Moment of Truth*, I had the advantage on building a solid set of collaborators over four years while producing several short films that paved the way for the massive feature project. Moving to Orlando, however, I was forced to all but start over from scratch for personnel. So throughout my first year, I attended every screening or networking opportunity I could, from local film festival events such as the Enzian Film Slam or the Orlando Film Festival (looking primarily for actors) to school events such as the general casting call, meet-and-greet or the directing screeners (for crew). I made a mental note that first casting call about one actress I liked, who turned out to be *Testament's* female lead a year later — Rachel Comeau. The Directing II screener helped me find my first producer, Steven Holland, who had worked on what seemed like nearly every film in the screener in every possible role. And while

Holland did not work out as the producer after a promising start, he helped me find other key contributors such as Tu Do, *Testament's* cinematographer. I then tested cast and crew possibilities through a series of short projects, whether it was short films I directed, films produced for others or conceptual test videos for *Testament*.

While I was still piecing together my crew in the fall of my second year, waiting for Do to commit and seeking other key personnel such as digital asset manager and new producer, I made the decision to start the casting process in full relatively early. The primary reason was I wanted my principal actors in place to help sell my movie in my crowdfunding campaign, which at that point I was planning on holding before the end of the fall. So that October, I held my first general casting call. I had spoken in depth with the local Truthful Acting Studio's two head instructors, Marco DiGeorge and Robb Maus, extensively at the UCF general casting call and convinced them to come on as my casting directors. This would help take some of the burden off of me, as I was at that point without a producer to help share the load. The move would also give me access to not only their evaluative skills but also to their extended network of local actors. And while it still fell on me to do the bulk of the coordination for the casting sessions, their feedback throughout the process was very valuable.

On *Moment of Truth*, I was culling the cream from a very limited acting crop in a deserted film outpost, choosing the best eight or nine actors from a group of only about 15-18 actors I deemed even worthy of consideration. However, on *Testament*, the difference was immediately apparent. We saw 74 actors audition at the initial casting call in five-minute increments, allowing each to do a read and then one adjustment. Then, in addition, I watch probably an additional 50 or so video auditions from actors who couldn't make the first casting call, which we had only started advertising a week in advance. From that huge group, we invited 18 actors for our first callback

session, which was another first for one of my productions. From there, we held callbacks on each of the following two weeks.

From the entire casting process, I found out a few things. One was that my early scouting efforts were worthwhile. I personally contacted a few actors who were on my radar from my scouting efforts to invite them to the session, just in case they didn't see or disregarded our postings on local casting sites and on Facebook. One of these was Comeau, who came in and showed the exact qualities I believed could allow her to shine in the role. I also reached out to Jose Miguel Vasquez, who I first noticed in a short film at the local 48-hour film festival, and who like Comeau, could not make the first casting call. Yet on his video submission, he demonstrated the general talent I first thought I saw, especially in the second-largest male role, that of Drew. Then, when I told him I didn't have any Latino actors to potentially pair with him in the lead role of Drew's brother, Simon, he suggested his friend Demi Castro. This was the eve of our first callback. So Castro slapped together a quick video audition that night, which showed enough promise to pique my interest, and consistently wowed us the next two weeks to grab the lead role. And then Maus eventually emerged as the best choice for the key role of Saul. So my scouting efforts in part led to the actors who would play the film's four largest roles, which were then confirmed in casting.

This thorough casting process, which was a fairly grueling one for the actors (Castro worked through several highly emotional scenes with a number of different scene partners for an hour at his first audition and then for two hours on his second), helped me move forward with a firm confidence in my choices for the film's most critical roles. It also gave me a sneak preview of the rest of my cast, made up of other actors who turned in solid auditions for the lead roles but didn't quite make the cut. These decisions were mostly confirmed in a table read I held later in the year, one in which I invited most of these other actors I was considering. They showed what I



wanted to see, and were nearly unanimously cast to those same roles as a result. So with an entire semester left before the start of full production, I had almost my entire cast in place.

## **Final Preparations**

*Testament* also allowed me one other new opportunity I never had on the greatly time-strapped *Moment of Truth* — the chance to hold rehearsals. I was able to rehearse nearly every scene in the film with our cast, with each session consisting of a chance for the actors to try each scene a few different ways (with different possible objectives and tactics) as well as lengthy conversations about character and scene. This was a huge benefit to the finished film in a few ways. It allowed the cast to bond with each other, learning how each worked and building relationships as characters. It allowed the actors to bond with their director, so they could get a taste of how I work and vice versa. It made the final scenes richer in subtext for all of the avenues we explored in rehearsals. And it saved time in production, with much of the work having been done in advance and leaving only some small adjustments on set.

One other area I devoted a lot of time early on toward was location scouting. This is one aspect of microbudget filmmaking that I believe is one of the most essential and overlooked. Whether they're colorful, bizarre interiors or scenic, striking exteriors, locations present a great way to generate production value for free and add rich subtext and visual pizzazz to a film with few other natural advantages. By the time I had shot *Moment of Truth*, I knew the local Southwest Florida locale so well that I had a good catalogue of visually compelling, untapped locations to make the film really pop. Moving to Orlando, I was at a disadvantage in a new area. I found some great spots through my searches, as well as through extensive conversations with friends and *Testament* personnel. But my lack of easily accessible, visually compelling locations also helped prompt our decision to do some early shooting in Alabama, where I had unlimited access to some great locales,

a decision which paid off very well in the final product while also allowing us to create some great looking footage for our fundraising campaign.

### **Fundraising**

One of the final and most critical areas for us in preparing for a successful production was raising the funds we needed. To help give us the best chance for success, I recruited my MBA wife Laura Boman and her former boss, Andrew Lee, as my producers of marketing and distribution. Together we drafted a plan to leave as little as possible to chance and allow us to raise both capital and awareness for our fledgling film venture.

### **Crowdfunding Prep**

Our initial plan was to run an Indiegogo campaign in the late fall of my second year, from late October through November, in order to have our funds in place in time for the Thesis Review Board in February. Thankfully, we decided upon further reflection to push this back until early in the following year and just show the Thesis Review Board that we had the funds in our personal accounts to cover it, even if we had no intention of using our life savings to make *Testament* happen.

Over the following few months, we began to accumulate materials and design plans to run a successful campaign. This wasn't my first time raising funds through a crowdfunding platform — in 2011, I ran a flexible funding Indiegogo campaign for my debut feature film, *Moment of Truth*. For that project, I set a goal of \$10,000, but went in deciding I'd be happy if I could raise \$1,000. I hit \$2,000, so I was doubly happy. But more than just funding that ridiculously low-budget film, this early experience gave me a head start on figuring out how these things work. A few lessons I took from my first attempt were: A) involve your cast and crew. On Indiegogo, you can see who's referring you and when, and I believe I only got about eight referrals on social media from my team for that initial foray; B) Find ways to publicize the campaign that are fresh and don't make people want to un-friend you on Facebook. There are only so many ways you can say, "Give me money," before everyone gets tired of you; and C) Make

sure you're not giving away too much of your donations to cover perks. I set a free poster, among other rewards, at the \$100 mark. Between the production and shipping costs of a poster, that means I'll be giving back as much as half of that donation, which starts to defeat the purpose.

The final adjustment we made before we launched our campaign in March was to make the switch to Kickstarter under the advisement of my TRB. That panel made the convincing case that Kickstarter had a few things going for it over Indiegogo or any of the other crowdfunding websites. One was the name brand. Kickstarter was first on the scene among the crowdfunders, but it's my personal feeling that any name advantage it has over Indiegogo is negligible, though it'd be hard to prove that point. Nevertheless, my feeling is that if someone's going to support you, they don't care much what the intermediary website is. The other big case to be made was over the psychological effect of Kickstarter campaigns being all-or-nothing, based on the idea that the fear of the filmmaker getting nothing and failing will cause people to give who might not have otherwise, as well as possibly causing them to increase their donation amount to help the odds. This reasoning is what hooked me, and eventually convinced my team as well. And we're glad we changed our mind, because we saw that effect in motion.

### **Kickstarter Launch Party**

Our big marketing event of the spring semester of Year 2 was our Kickstarter launch party, which we also sold to cast and crew as a meet-and-greet opportunity. This was meant to serve a few purposes. I've always believed that while filmmaking can be a stressful and exhausting process, it can also be a joyful one if it's time spent with people you respect and, even better, enjoy being around. It was fun for me during our table read earlier in the semester to see how many of the castmembers knew each other from previous projects and yet didn't realize they were also working on Testament. This is a community aspect of filmmaking that I believe is hugely important on the microbudget level, because it creates a feeling of support and excitement for new projects approached with old friends. So the meet-and-greet, wherein we would supply food and drink at the Center for Emerging Media, offered that chance to

rekindle old relationships among cast and crew and start new ones. It also served to remove some of the typical nervousness among actors walking onto set, because each shoot was a warm environment filled with friendly faces.

But beyond that, we scheduled the event to coincide with the launch of our Kickstarter campaign that night. The idea for the event was actually first brought up by marketing team, because they knew, like I did from *Moment of Truth*, that tapping everyone's networks was going to be a huge factor in whether we could reach our goal of \$15,000. So to that end, after people were allowed to socialize for about an hour or so, we started to push the event in that direction. After the producer, two PMDs and I all took turns speaking, we handed out packets with some basic conversation starters for both digital and personal conversations to make it as easy as possible for cast and crew to approach potential funders they knew without having to worry about a lack of sales experience. Then Lee even brought forward his brother, one of our production assistants, to go through a mock conversation and show how easily acquaintances could be led toward donating.

Considering the result, the event was a success. It was closed to the public, an aspect I contemplated changing in the days leading up to the party, but eventually felt that it was more important to prep our team for fundraising than to possibly draw in any potential funders that night. I also wanted to keep it intimate and get cast and crew acquainted, and a crowd could detract from that. And from the networks of our cast and crew, we eventually raised several thousand dollars. I believe the impetus was set that night and followed through effectively from there — people became a little more invested in the project with that kickoff, then more so as we braved the next month trying to hit our goal, and finally everyone felt a pretty big rush when we finally crossed the mark. This gave the cast and crew tremendous momentum heading into production, as well as a heightened sense of purpose. By the end of the fundraising process, we had drawn a great many more conclusions.

## **Kickstarter Approach and Conclusions**

- **We went high with our Perks, which was the right move.** I was really worried we were pricing things too high — \$25 for script pdf, \$50 for digital download of the film, \$75 for signed DVD, \$100 for Blu-Ray. My instinct was to drop each of those down, but my marketing team pushed for the higher tiers, and I'm glad.

The primary motivation behind this decision was to keep costs down as much as possible — crowdfunding is first and foremost fundraising, not just pre-sales. The more rewards we could give that wouldn't require shipping or manufacturing, the better. We're not going to have to pay much to cover our perks —Ratliff, our producer, figured it at a little over \$300 for more than \$15,000 raised. That's a pretty incredible margin.

Another benefit, looking at the results, is that the campaign won a lot more \$50s and \$100s than most film projects, at least according to what I've read. That's because I think a lot of people who would have given us \$25 and gladly taken the movie download if we had offered it at that level instead bumped their contribution up to get the better prize and not just a script pdf. That was a big boost, because it takes a huge amount of \$25 donations (the average donation size for most film projects, but not ours) to reach the \$15,000 range.

- **Get cast and crew in on the process.** I can't stress this enough. We started this with the launch party, but continued with e-mails and Facebook messages from me updating our cast and crew and then rallying them to keep at it down the stretch, even occasionally setting small goals to keep them engaged (seeing if everyone could find three new backers to sign on, for example).

And those efforts paid off. Demi Castro, our lead actor, generated more than \$3,000 from his contacts alone. The rest of the cast and crew weren't nearly as prolific, but most generated at least \$100-500 in contributions. I really felt the excitement from our team, especially the castmembers, about being part of a project that was creating a buzz. And Castro's belief in this project, which has

grown steadily since we cast him, continues to amaze. He has become an evangelist for this film, which will definitely help when it comes time to release and market the film. He knows not only how big the film can be for his career as his first lead role in a feature, but he has also discovered a strong personal connection to his character and believes strongly in the film's message.

- **Provide useful content that also acts as a reminder.** Our plan was, rather than constantly annoying people with direct appeals on social media begging for people to give, we would post content that was of interest to potential funders. That came mostly in the way of short cast and crew interview snippets. We had filmed those interviews at a few stages — one or two sessions at my office, and then on set for our early shoot in Alabama. Then our behind-the-scenes videographer, Jason Clarke, edited those into breezy one-minute segments with bits of footage from our first shoot sprinkled in. The great thing about these segments is that you're advertising your project and driving people to the site, but in a more subtle fashion that's less likely to drive people crazy. And you're providing value in return in the form of some free content (and hopefully what they see gets them even more excited about the film).

One final thing the interviews and behind-the-scenes content did for us was give us another way to drive the networks of cast and crew members to the Kickstarter page, where they would have another excuse to back the project (and see how big a part their friend or family member would play in the project). So if we tagged the interview subject (say, Lacie Ratliff or Demi Castro) when we posted the interview, and then they liked the post on Facebook, and then their family members tagged it, all the sudden you're getting a lot more eyes (eyes of people who are very likely to donate) on each update interview.

- **The more direct the contact with a potential donor, the better.** Facebook and e-mail blasts got some donations, but most of our bigger donations — and just most in general — came from direct appeals. I had a \$2,500 donation that came from an e-mail followed by a pair of phone calls to a

wealthy business-owning friend of my wife's family. Depending on who the person was and guessing at their preferred form of communication, we used phone calls, e-mails and direct Facebook messages.

The latter was a really beneficial approach — most of Castro's contributions came this way, and I got pledges from some from film people in Los Angeles I didn't expect to give. These came just by sending them a personal message on Facebook saying something along the lines of: "Hey, Zak. How are things in LA? I know we've talked about our projects before, and I wanted to show you the latest feature I'm working on. The only place you can see the trailer right now is on our Kickstarter page, but you can skip to the final minute. We've only got 18 days left and, as you know, we lose everything if we don't hit our target, so if you can give anything or help us spread the word (or hopefully both), that would be a huge help for us getting this thing off the ground. Thanks, and hope you like it. I'll be talking to you again soon."

**• I never agreed with the notion of telling people "give anything — even \$5 helps," and I believe I was right in this.** Five bucks helps, but not much. Take a second and do the math on how many of each contribution you'd need to reach your goal — it's horrifying. For example, it would take 60 \$250 donations just to reach our \$15,000 goal. Now imagine what the math is for \$10 donations. I didn't discourage anyone who wanted to give a small donation, but I also didn't want to plant the seed in someone's mind who might have given us \$100 that we'd be just as happy with \$5. Our number of small donations was pretty small. We had just 144 donors, which is a good amount but not a huge one. But our average donations were pretty high (\$104 to be exact) because a lot of the people gave just what they were comfortable with parting with to help some friends reach their goal.

**• A lot of people who aren't young or in the arts scene don't really know what Kickstarter is or how it works.** This came up when we were targeting friends of my parents, who are in the Baby

Boomer generation. When we followed up and mentioned potentially losing all we had raised, they were always surprised and would usually chip in pretty fast. And we had to tell people several times that the payment system is run through Amazon, because a lot of older contributors were very fearful of making online payments but recognized Amazon as a trustworthy brand.

- **Go in with some money ready to insert into the campaign.** We had raised \$3,200 from some family members before we even started the campaign. We then donated portions of that money in increments at key junctures as stimuli. One key thing we always had in mind was that all those fence-sitters who wait until the end are typically waiting to see if the project even has a chance, because they want to back a winner and be among the ones to put you over the top. We estimated that threshold to be in the \$8-10,000 range. We felt if we could get it to that point by the final week, those other procrastinators would join the final push, and that's pretty much how it went. So we put in about \$2,000 in the first three weeks, and then I raised the other \$2,500 donation, which was huge in getting us closer to that threshold and making us seem legitimate. This was part of the Kickstarter all-or-nothing fear effect, which really provided a lot of money we wouldn't have gotten otherwise. Most of the cast and crew pitched in, too — a result I'm not sure would have happened in an Indiegogo flex funding campaign.

## **Production**

### **The Plan**

Our plans for production were unique in the UCF MFA program, and were almost uniformly successful. This was accomplished through constant thinking outside the box to maximize our limited means, and that approach began with the script. To achieve an epic film on a tiny budget, I built a lot of the efficiencies into the screenplay, as previously detailed. The first was to build a large cast, but to make it more manageable by limiting our dependence on all but a few of them. I ensured this by holding the amount of scenes for all but the six biggest parts to what could be shot within a day. Then, among those



six, only three were needed for more than three days. This worked well, as we were able to replace three actors in smaller parts on limited notice without it affecting any other shoots. It also gave us greater flexibility in working around the schedules of our principals, as we were able to shift things more easily with dates left open by everyone's schedule except that of our lead.

One mistake I made was giving one of those six principals (not one of the big three, however) the go-ahead to commit to a play before I knew what our final schedule was going to be, figuring I could work around it and also not wanting to ask for too much commitment from someone we weren't paying in the first place. However, this backfired as we were severely limited on one of that actor's days, and it was a demanding shoot that required driving to Jacksonville and shooting in adverse conditions. We were forced to shoot one difficult scene in about 40 minutes, and then limit to two shots any material involving his character in a scene that lasted several pages. In the future, I would strongly advise the actor against taking such a role during my film's production, though it's not an easy thing to ask.

One other aspect of giving the film an epic feel but through crafty micro-budget methods was to utilize a variety of locales. While most micro-budget films seek to anchor the majority of their scenes in just a few locations, among them typically an apartment or house and a restaurant or bar, Testament cycles through dozens of locations. But each location plays host to about 4-5 pages worth of material at least, meaning each day's shoot would typically hold no more than two locations. This gave the film great variety in looks, while keeping it logistically manageable for crew.

## **The Shoot**

We got a fast start on implementing an incredible range of locations by doing something typically discouraged for UCF MFA films after past failures — we left the state to shoot. To skirt potential objections, we limited the amount of shooting to a few days. On a trip to my in-laws' Alabama farm for Thanksgiving in my second year in the program, and in the midst of an ongoing location search that was meeting with mixed results, I was taken with the incredible sights just on that one 150-acre farm —

especially with the harshness of winter on display in the naked trees and dead grass. And it was all mine with unlimited access — no rangers or location permits required. So I began to brainstorm ways I could make use of this great resource. We developed a plan — we would shoot a bulk of the exterior scenes that made up Simon and Mia’s trek across the fictional world of The Commonwealth. Most of the scenes involved just those two actors, which was a huge consideration — it could only be feasible if we brought the most skeletal group of cast and crew. That group ended up including one other actor, a friend and fellow filmmaker who wasn’t local to Orlando anyway, as well as the cinematographer, assistant director, assistant camera, digital asset manager and sound mixer/boom operator.

The trip was sold as not only a chance to shoot some early material, but also as a team-building exercise and a chance to record material we would use in the crowdfunding video. In all areas mentioned, the trip was a success. We generated plenty of material, both dramatic and behind-the-scenes, to put together a great crowdfunding video with additional interview content to help keep momentum throughout the campaign. The core personnel became very tight, creating a cohesiveness that spread to additional cast and crew members during the full production slate. We were able to knock out a sixth of the final script, shooting 15 pages’ worth of material in a little more than two days, while spending less than \$700 for the entire trip (actors slept in family and friends’ houses in the area, so food and gas made up the entire budget for the trip). And most importantly, we were able to generate great footage that added scope and scale to the film that we never could have achieved in Florida in the summer.

Three months later, we knocked out the script’s remaining 76 pages in 12 production days in Florida, which included a one-day shoot in Jacksonville. Production was broken down into long weekends, starting with a two-day shoot, followed by two three-day (Friday-Sunday) shoots before culminating in a four-day weekend (Thursday-Sunday) to bring it home. This strategy, which was unique to MFA films at this point, proved effective, because with long shooting days that were often covering several scenes, we had nice breaks between shooting blocks to collect ourselves as well as to adjust approaches and strategies as needed. It also allowed us to use non-student cast and crew without worries

about many potential scheduling conflicts or burden on full-time workers. We did, however, need an additional shoot two days after our intended wrap to reshoot a pair of scenes from rain-shortened days the previous weekend, as well as a few days of pickups months later to fill in gaps and enhance the beginning.

## **Weaknesses**

Our greatest difficulty rose in attracting extras. This was a difficult but very important part of the film's structure and themes, for which we needed to demonstrate Simon's growing influence through differing and increasing crowd attention as the film progresses. We sought to build a solid roster of extras through notices on casting sites, followed by a meet-and-greet event coordinated by Ratliff to prepare extras as well as to test their potential reliability (demonstrated if by nothing else than their showing up for the event). However, we could still muster only 7-15 extras for most of the early crowd scenes, and about 20 for the final scene, which required two warring groups for a riot in downtown Orlando. These weren't the worst numbers, but more people would certainly have added additional legitimacy and power to those scenes.

Another significant problem we battled throughout production, and our only real personnel problem, was with makeup artists. Our makeup demands weren't significant (mostly dirtying up our actors, with a few attempts to age up or age down actors to show time passing, and then some minor blood and bruising), but this was a constant nuisance. We ended up cycling through five different makeup artists — our first flaked out and never actually did any makeup for us, the second was dating our cinematographer and thus our relationship was ended when theirs did mid-production, then we went back and forth with a pair of others before finishing with Jason Clarke, who was already doing our behind-the-scenes videography and serving as our key grip. That being said, I believe there's little way around these issues at the micro-budget level aside from avoiding makeup in general, a belief reinforced by similar issues on *Moment of Truth*. It's almost unavoidable simply because makeup artists can always find paid

work and rarely need to build up their resume by working on smaller projects, so filmmakers will always be at the mercy of their schedules and whims.

### **Postproduction**

To some extent, postproduction was a heavy consideration during preproduction. Again referring back to my experiences on *Moment of Truth*, I learned the incredible significance of data management. The editing process was brutal on my first feature, with similarly named files spread across several hard drives creating a seemingly never-ending nightmare for me in post, and then became worse when I brought in a second editor and started moving the project back and forth between Macs and PCs. This all began with haphazard procedures used during production, having the same person spreading his time between the duties of assistant director, data asset manager and script supervisor while not coordinating an ironclad process for naming and organizing our files.

So on *Testament*, my personal mandate was set early — find a great data asset manager and work with him to ensure we would avoid a repeat of that disaster. That mission was achieved with the selection of Nick Izvernari to fulfill those duties. A 30-year-old undergrad who had already served as assistant director on four feature films, Izvernari was the perfect choice for this role — he brought a mature, measured approach and the role allowed him to follow his desired shift to more postproduction work. The extra focus paid off, as I sat down to edit with not only carefully named files backed up on separate drives, but also organized into bins in an Adobe Premiere project with pro-res and full-size equivalents, already synched with the audio files. This allowed me to dive in fast to postproduction, starting editing in July and having my first rough cut finished by mid-September.

By late October, I made the unorthodox to show the rough cut of the film to the entire School of Visual Arts and Design graduate student population in our weekly seminar, with faculty from the program also invited. This seemed a clear opportunity to me — a chance to put the film in front of artistically minded people with little prior knowledge of the project, with the hope they could identify the types of

issues that would discourage festival programmers from wanting to program — or even finish watching — the film. For the most part, however, the results of my surveys were disappointing. The feedback seemed mostly short, superficial and poorly considered. There were a few thoughtful ones, though, that confirmed some of my concerns — that the film was slow in starting and hard to get into at first, though it finished strong. Feedback from crewmembers and involved faculty members was much more pointed and useful, however, and prompted me to reshoot one scene and rework some others as part of a reworking of that troublesome first act.

### **Marketing and Distribution**

Unfortunately, the marketing and distribution portion of this project is only getting started as this document goes through its final approval process. While much of that approach will be determined in part by its reception at the larger film festivals, several pieces of the film's marketing campaign will already be well under way before acceptance (or rejection) letters get sent out. The marketing approach, in fact, started in the leadup to the film's fundraising campaign, mostly through social media. The film's Facebook page, [facebook.com/testamentfilm](https://facebook.com/testamentfilm), has attracted 600 fans. Many sites have more, but word of our site has been spread entirely organically, meaning those are all people with some reason to be genuinely interested in our page. As Facebook rewards the engagement of a high percentage of those liking a page by showing that post to more people who like the page, keeping the page limited to those legitimately interested also helps us stay most connected with our true fans. Also integral are a Testament Twitter and Instagram accounts, as well as the film's official site at [testamentfilm.com](http://testamentfilm.com), blog included.

The next stage, for which we are preparing now, is the building of our YouTube presence, which will be targeted at building an audience for me as a filmmaker as much as for Testament. The site will offer a chance to release a steady stream of content, including how-to videos offering an inside look at production while also providing value to fellow aspiring filmmakers, cast and crew interviews and other

behind-the-scenes features. These will run after several of my previous films are posted, providing a wealth of interesting content for those with any interest in me or in the film.

But all of this is still in a formative state, with the true test coming when people start to get the chance to see the film, whether through festivals, screenings or online. All of the best marketing in the world can only go as far as the film it's promoting, and with the distribution landscape changing seemingly daily, our approach will remain flexible and its success will only become apparent as we traverse these rocky waters.

### **Final Thoughts**

Overall, this program and the making of this film has been an intense, instructive and greatly rewarding experience. While I believe the lessons learned on my first feature film gave me a solid knowledge base to dive into the challenges of creating *Testament*, making the film within the structure of and using the resources provided by this MFA program were a huge help in elevating what I was able to accomplish with such an ambitious project. The greatest assets I was able to make use of were fantastic feedback by classmates and faculty, especially my thesis chair Kate Shults, as well as the equipment and very talented undergrads who made up my of my crew. Also, just being able to devote a large amount of time to the film, whether through classwork or at home (despite also working a part-time job), was a huge advantage that would not have been available to me otherwise. As a result, *Testament* is a great representation of all of the talent involved and a film of which we can all be proud. And it is worthy of the greatest compliment a filmmaker can bestow on his or her film — it is more or less exactly the film I set out to make.

## **APPENDIX A: THESIS COMMITTEE**

Filling out my thesis committee was a task I marked right away as one of vital importance, and also one I set about soon after entering the MFA program at UCF. With little knowledge of the faculty or program coming in from another city, it was difficult early to even gauge the possibilities. So the first thing I did was to start canvassing those who had gone before me — the second- and third-year students in the program, who I saw weekly at our seminar class. One name that kept popping up was Lisa Mills, who seemed to be chairing for at least half of the students in the program. The reason given was typically that she cared and fought for her students more than most other faculty, and was always there in a pinch. Further investigation revealed that Mills, Chris Harris and Ula Stoeckl were the only eligible faculty who regularly pledged themselves fully as thesis chairs, and Stoeckl was going on sabbatical for our vital second year. Meanwhile, there were some intriguing options for the other committee members in our professors Andrew Gay, Kate Shults, Jesse Wolfe, Lisa Peterson and Rich Gula, all of whom taught MFA classes for us that first year.

However, I quickly set my sights on my first task — appointing a chair, as that was both the most challenging and most important position on the committee. As I worried for Mills' workload and my unfairly weighing her down, I first approached Harris, thinking he'd bring an interesting outsider's perspective as someone with a background in experimental film. He declined, however, not really feeling he'd be a good fit for my project while citing a heavy workload. So with little other choice and having heard that classmate Chris Williamson had already worked out something with Mills, I arranged a meeting. Mills was willing to take on the role, provided I could find an acting chair to carry much of the workload. Excited by the progress, I first approached Shults, who understood my project better than anyone I encountered and always offered great feedback, but she had to decline for job uncertainty. Gay gave the same response. So I asked Wolfe, whose Directing I class I had sat in on. He had good directing experience, albeit on a larger production scale, and also had offered some good ideas at my semester consult. He agreed, and I was able to hold an initial meeting with Wolfe and Mills soon after.



However, before my first year was over, Wolfe informed me he'd be leaving for another job. I was not left hanging for long, though. Shults contacted me to let me know she'd be retained for another year and had been tasked with picking up Wolfe's workload, including my project. I was very happy to get my first choice in the role.

Meanwhile, I was eager to get my committee in place at the beginning of my second year, so I could register for thesis hours in case I needed to graduate early for financial reasons. So in my scramble at the beginning of the year, I set out to find the required second member of the graduate faculty, knowing it was again a limited list with a mixed reputation. Having Harris and Stoeckl already crossed off the list, I examined my remaining options. The one who stood out right away was Barry Sandler. He had a reputation for not being overly involved in MFA projects, but brought a wealth of experience as an accomplished, longtime screenwriter and would always sign the needed documents on time if asked. He said yes, and I had my team in place. And throughout, the group has provided a solid anchor and helped me answer a lot of production questions throughout the process of making my film. Mills offered up her house as one of my key locations, Shults got me ready for my TRB and continued to offer great suggestions as I developed my film and Barry helped us push through any key documentation. So my attention to forming the ideal committee paid off as well as I could have hoped, and *Testament* is better for it.

## **APPENDIX B: WARDROBE PREVISUALIZATION**

**Mia (Rachel Comeau) and Simon (Demi Castro)**





### **Saul (Robb Maus)**

(Pretty much all four of our disciples — Simon, Drew, Saul and Jud — will be wearing some version of what we've picked out for Simon and what you'll see below for the standard disciple garb, which is whatever cheap, fitting trench coat we can find)



**Drew (Jose Miguel Vasquez)**

(These are two trench options I'm deciding between for Drew — green like Simon's, or the darker black)



**Naomi (Michelle Coutinho)**

I really liked the naturalistic vibe Michelle brings to the role, which she also has in her everyday dress and lifestyle, so I've encouraged her to bring more of that to bear on the film.



## **APPENDIX C: SAMPLE STORYBOARD**

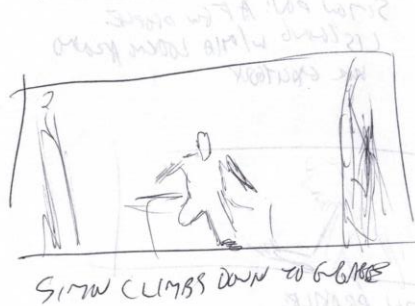
SCENE 6 - EXT. ABANDONED BLDG



SCENE 6 - EXT. ABANDONED BLDG (1)



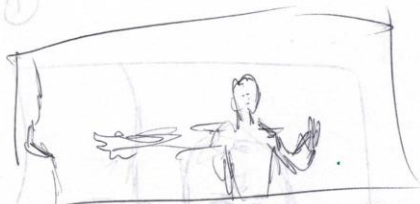
SCENE 6 - EXT. ABANDONED BLDG



SCENE 6 - EXT. ABANDONED BLDG (2)



SCENE 6 - EXT. ABANDONED BUS



SIMON, ISOLATED, CARRIES ON "TALK"  
"MIND"



REACTS ON SIMON, AWARE OF HIS  
"TALK"



SIMON WALKS PAST SKEPTIC, REACTS TO HIM



SKEPTIC STOPS FORWARD, TALKS

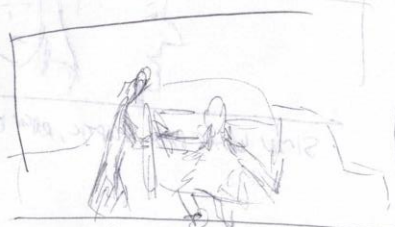
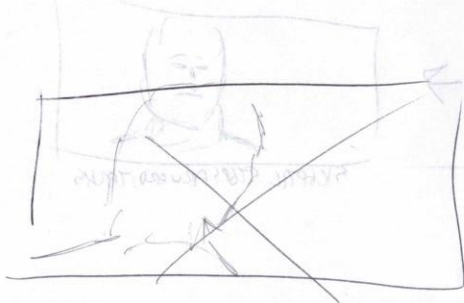
SCENE 6 - EXT. ABANDONED BUS



SIMON GETS IN SKEPTIC'S FACE



SIMON'S EYES: "AM I GOING TO  
DRIFT AWAY"



SIMON POW. MIA GETS IN CAR  
OUT AT STORES CAR



SCENE 6 - EXT. ABANDONED BUILDING

(5)



SEE DAN TO FOLLOW SIMON AS THE KEYS  
FROM SUBMIT "IF ANYTHING GOES TO CRABBY"



TIGHT SHOTS SIMON REAKING  
"THIS MOTHERFUCKER IS FOR THE PEOPLE"



SIMON WHISPERS AT SOUND OF "WARRING"  
REACTS WITH DREW



TIGHT CU OF DREW, WHO TURNS TO  
LEFT TO LOOK AT SIMON

SCENE 7 - EXT. ABANDONED BUILDING

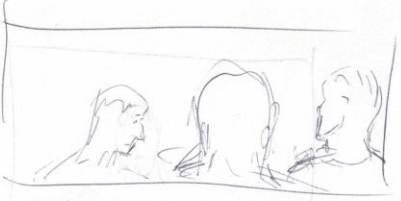
(6)



TIGHT SIMON'S EYES "SAUL"



SAUL IN WIDE SHOT



BEHIND SIMON AS KEYS TURN AWAY  
FROM HIM



SIMON TAKES KEYS AT THE THRU  
CROWD (SURREAL MONTAGE)

SCENE - ABANDONED BUS

7



~~SAH~~ SAH TAKES, SIMON IS LEANING  
OFF SEAT

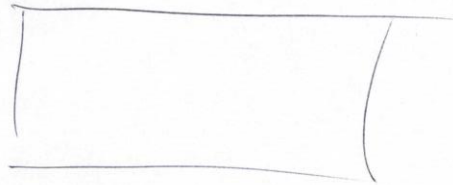


TWO SECONDS, SEEMS ~~TO~~ CLOSEUPS  
AFTER SAH SEATS



DEMI STOPS, SHAPS OUT OF IT  
+ "THANKS GUY" (???)

(CAN PAN FROM RIGHT TO LEFT  
ON SLIDE?)



## **APPENDIX D: CAST AND CREW**

## Principal Cast



**Simon:** The surly fisherman is reluctantly swept into the Movement by his idealistic brother and becomes an unlikely ... (and so on from the text already listed).

**About the actor:** Demi Castro, a native of the Bronx, N.Y. and former graphic artist, has starred in a number of productions from theater to TV to film, including a

principal role in the feature film 364: Decision Time as well as a recurring part in the drama Graceland on the USA Network.



**Mia:** A young woman with a clouded past, Mia tracks down Simon with hopes of reviving the moribund Movement. Driven by a passion for the poor and a young idealist's dreams of changing the world, Mia may be in for a rough introduction to

the true dangers of the Commonwealth.

**About the actor:** After a summer studying at the prestigious Stella Adler Studio of Acting in New York, Rachel Comeau has returned to her hometown Orlando, appearing in a number of films, web series and theater productions, including A Streetcar Named Desire and Reasons to be Pretty.



**Drew:** Simon's brother, constantly tying himself to new father figures ever since the disappearance of the brothers' own itinerant dad when they were kids, becomes one of the first followers of the shadowy figure known only as The Teacher. Drew's growing passion for the cause constantly comes into conflict with the skepticism of

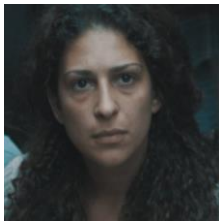
his big brother, who is determined to keep Drew out of harm.

**About the actor:** Jose Miguel Vasquez has validated his decision to change careers from teaching quickly, earning a co-starring role in the upcoming Vince Vaughn film Term Life as well as appearing in Burn Notice and other film and commercial work.



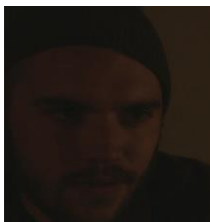
**Saul:** A passionate firebrand who was formerly responsible for much of the violence against the controversial Movement, Saul has shifted sides, claiming to be inspired by a posthumous message from the Movement's deceased founder, known only as The Teacher. Saul has quickly risen to a leadership position among his new peers with his fiery speeches and quick mind, but his motives are questioned by some of the core members of the Movement, who still doubt where his allegiance truly lies.

**About the actor:** A stage and screen veteran of nearly 30 years, Robb Maus has appeared in a number of independent films including World War II epic USS Seaviper and the award-winning Rough Winds, and is a renowned acting instructor in Orlando's Truthful Acting.



**Naomi:** One of the few people who can match his temper, Simon's wife struggles to understand his involvement with this dangerous new Movement and is trapped along with the pair's daughter in the middle as Simon is forced to make some tough choices.

**About the actor:** Fort Lauderdale native Michelle Coutinho has been performing since the age of 6, which has included the lead role in the film Here We Are Again as well as a role in a feature film for the Syfy channel, and is a successful teacher of yoga and the healing arts on the side.



**Jud:** A fellow follower of the Teacher, Jud shares Simon's skepticism and seems increasingly withdrawn as the death toll starts to mount.

**About the actor:** Jaymeson Metz has been busy on the stage and screen since studying acting at Millikin University, landing a number of lead roles in recent productions.

**Principal Crew**

**LACIE RATLIFF**

**TU DO**

**MARTIN LEMAIRE**

**ARIEL ZENGOTITA**

**PRODUCER**

**CINEMATOGRAPHER**

**SOUND**

**ASSISTANT DIRECTOR**



**BRITTNEY CROUCH**

**MIKHAIL HOWELL**

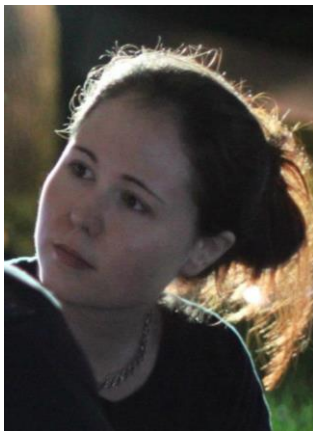
**NICK IZVERNARI**

**JASON CLARKE**

**SCRIPT SUPERVISOR**

**ASSISTANT CAMERA**

**DIGITAL ASSET MNGR. GRIP/BTS**



## **APPENDIX E: PRODUCTION SCHEDULE**

One Line Schedule - Testament

Testament sked 0422 - Last updated 9/27/2014 at 10:36 AM PDT

25	EXT	TOWN STREET <i>Simon and Mia meet Skinny Man at empty town</i>	AFTERNOON	2 5/8 pgs	1, 2, 9	---
<b>End of Day # 1 - Shoot</b>				<b>2 5/8 pages</b>		
41	EXT	DUMPSTER <i>Simon roots through trash</i>	DAY	1 1/8 pgs	1, 2	---
19	EXT	FOREST <i>Simon and Mia walk through forest (montage)</i>	DAY	0 1/8 pgs		---
20	EXT	SHORELINE <i>Simon and Mia walk along a shoreline (montage)</i>	AFTERNOON	0 1/8 pgs		---
40	EXT	CLEARING <i>Simon worries about distant Mia by fire</i>	NIGHT	0 2/8 pgs		---
43	EXT	CLEARING <i>Lonely Simon looks pulls out Mia's notebook</i>	NIGHT	0 5/8 pgs	1	---
44	EXT	CLEARING <i>Simon confronts Mia about notebook</i>	NIGHT	1 4/8 pgs	1, 2	---
<b>End of Day # 2 - Shoot</b>				<b>3 6/8 pages</b>		
31	EXT	HIGHWAY <i>Mia realizes the pair is approaching her home town</i>	DAY	1 2/8 pgs	1, 2	---
47	EXT	ROAD <i>Simon and Mia argue, he tells her about his past</i>	DAY	2 1/8 pgs	1, 2	---
16	EXT	HILL <i>Simon and Mia see couple's house</i>	NIGHT	0 2/8 pgs		---
21	EXT	SHORELINE <i>Simon and Mia get to know each other by water</i>	NIGHT	1 5/8 pgs	1, 2	---
22	EXT	SHORELINE <i>Mia emerges from water, sees Simon snore</i>	NIGHT	0 1/8 pgs		---
27	EXT	CLEARING <i>Simon and Mia talk with Skinny Man by fire</i>	NIGHT	1 5/8 pgs	1, 2, 9	---
28	EXT	CLEARING <i>Simon catches Skinny Man stealing from Mia</i>	NIGHT	1 1/8 pgs	1, 2, 9	---
26	EXT	ROAD <i>Simon, Mia and Skinny man walk</i>	NIGHT	0 1/8 pgs		---
<b>End of Day # 3 - Shoot</b>				<b>8 2/8 pages</b>		
48	EXT	FOREST <i>Simon sits in cold, hears Mia's teeth chattering in her sleep</i>	NIGHT	0 3/8 pgs		---
56	EXT	BEACH <i>Simon, Mia, Saul walk on beach in dream sequence</i>	DAY	0 4/8 pgs	1, 2, 3	---
32	EXT	MIA'S HOUSE <i>Simon and Mia stand outside her parents' house</i>	NIGHT	0 6/8 pgs	1, 2	---
34	INT	LIVING ROOM <i>Simon argues with Mia's father</i>	NIGHT	3 3/8 pgs	1, 2, 7, 13	---
33	INT	BATHROOM <i>Simon listens to Mia's argument as he showers</i>	NIGHT	1 4/8 pgs		---
35	INT	MIA'S SPARE BEDROOM <i>Mia fetches Simon to leave parents' house</i>	NIGHT	0 2/8 pgs	2	---
42	EXT	TOWN <i>Simon and Mia are pelted with rocks</i>	DAY	0 1/8 pgs		---
<b>End of Day # 4 - Shoot</b>				<b>6 7/8 pages</b>		
38	INT	PRISON CELL <i>Voice taunts Simon for first time</i>	NIGHT	1 7/8 pgs	1	---
64	INT	CELL <i>Voice taunts Simon final time</i>	DAY	1 6/8 pgs	1	---
65	INT	CELL <i>Simon stares into cross-styled moonlight in cell</i>	NIGHT	0 2/8 pgs		---
17	INT	HOUSE <i>Simon and Mia have dinner with old couple</i>	NIGHT	3 6/8 pgs	1, 2, 8, 21	---
<b>End of Day # 5 - Shoot</b>				<b>7 5/8 pages</b>		
6	EXT	ABANDONED BUILDING <i>Simon's speech is interrupted by arrival of Saul, Drew</i>	DAY	3 0/8 pgs	1, 3, 16	---
11	EXT	ABANDONED BUILDING <i>Mia confronts mob outside abandoned building</i>	DAY	1 0/8 pgs	2, 16, 17, 25	---
10	EXT	ABANDONED BUILDING <i>Simon, crew find dead audience member</i>	NIGHT	1 5/8 pgs	1, 2, 3, 4	---
14	EXT	ABANDONED BUILDING <i>Simon and crew watch building burn down</i>	NIGHT	1 7/8 pgs	1, 2, 3, 4	---
<b>End of Day # 6 - Shoot</b>				<b>7 4/8 pages</b>		

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One Line Schedule - Testament

2

Testament sked 0422 - Last updated 9/27/2014 at 10:36 AM PDT

7	INT	ABANDONED BUILDING <i>Simon, Saul have it out after Saul's speech</i>	DAY	0 7/8 pgs	1, 3, 4	---
12	INT	ABANDONED BUILDING <i>Simon laughs at Mia after she confronts mob</i>	DAY	0 6/8 pgs	1, 2	---
8	INT	ABANDONED BUILDING <i>Saul describes conversion to Mia; Drew tries to coax Simon to go to First City</i>	NIGHT	2 6/8 pgs	1, 2, 3, 4	---
3	INT	ABANDONED BUILDING <i>Mia finds drunken Simon for first time</i>	NIGHT	0 7/8 pgs	1, 2	---
13	INT	ABANDONED BUILDING <i>Simon tries to stop abandoned building from burning down</i>	NIGHT	0 6/8 pgs	1	---
4	EXT	ABANDONED BUILDING <i>Mia tries to coax Simon back into the Movement</i>	NIGHT	3 3/8 pgs	1, 2	---
<b>End of Day # 7 - Shoot</b>				<b>9 3/8 pages</b>		
1	EXT	FIELD <i>Simon/Teacher silhouette is killed in first scene</i>	DAY	0 2/8 pgs	1	---
66	EXT	FIELD <i>Simon is led out, strung up</i>	MORNING	0 5/8 pgs		---
68	EXT	FIELD <i>Blood runs down Simon's face</i>	DAY	0 1/8 pgs		---
70	EXT	FIELD <i>Simon dies - the end</i>	DAY	0 2/8 pgs		---
58	EXT	MAKESHIFT HOSPITAL ROOM <i>Simon and Mia drive off for First City</i>	DAY	1 3/8 pgs	1, 3	---
57	INT	MAKESHIFT HOSPITAL ROOM <i>Simon snaps out of coma</i>	MORNING	1 1/8 pgs	1, 2, 3	---
55	INT	MAKESHIFT HOSPITAL ROOM <i>Saul shows heart, talks to Mia some more</i>	NIGHT	1 5/8 pgs	2, 3	---
54	EXT	MAKESHIFT HOSPITAL ROOM <i>Mia decides whether to stay</i>	NIGHT	0 2/8 pgs	2	---
<b>End of Day # 8 - Shoot</b>				<b>5 5/8 pages</b>		
46	EXT	PARK <i>Simon is heckled, fails to cure sick child</i>	DAY	1 7/8 pgs	1, 19, 20, 23	---
49	EXT	PARK <i>Simon inspires crowd, spots Naomi</i>	DAY	1 3/8 pgs	1, 5	---
50	EXT	PARK <i>Naomi and Simon reunite; he flees</i>	DAY	2 5/8 pgs	1, 5, 22	---
51	EXT	TOWN STREET <i>Simon breaks down in front of Mia</i>	EVENING	2 7/8 pgs	1, 2	---
<b>End of Day # 9 - Shoot</b>				<b>8 6/8 pages</b>		
63	INT	CITY STREET <i>Simon and Mia walk through city, riot ensues</i>	DAY	4 6/8 pgs	1, 2, 4, 16, 20	---
<b>End of Day # 10 - Shoot</b>				<b>4 6/8 pages</b>		
39	EXT	TOWN STREET <i>Simon waits for Mia outside prison</i>	DAY	0 2/8 pgs	1	---
18	EXT	HOUSE <i>Simon and Mia leave old couple's house</i>	NIGHT	0 1/8 pgs		---
59	INT	TRUCK <i>Simon and Mia drive toward First City</i>	DAY	0 7/8 pgs	1, 2	---
62	EXT	ALLEYWAY <i>Simon and Mia sleep in alley</i>	NIGHT	0 1/8 pgs		---
61	EXT	CITY STREET <i>Simon and Mia leave truck in city</i>	NIGHT	0 2/8 pgs		---
60	EXT	INTERSTATE <i>Simon and Mia see First City from road</i>	NIGHT	0 3/8 pgs	1	---
<b>End of Day # 11 - Shoot</b>				<b>2 0/8 pages</b>		
2	INT	HIDEOUT <i>Simon panics amid disciples after Teacher dies</i>	AFTERNOON	1 7/8 pgs	1	---
67	INT	HIDEOUT <i>Disciples watch Simon dying</i>	DAY	0 2/8 pgs		---
5	EXT	ALLEYWAY <i>Drew tries to stop Simon from avenging Teacher</i>	NIGHT	1 6/8 pgs	1, 4	---
<b>End of Day # 12 - Shoot</b>				<b>3 7/8 pages</b>		
36	EXT	ALLEYWAY <i>Simon beats the crap out of someone</i>	DAY	0 1/8 pgs		---

Generated by *scenechronize* on 9/27/2014 at 10:37 AM PDT

2

One Line Schedule - Testament

3

Testament sked 0422 - Last updated 9/27/2014 at 10:36 AM PDT

37	EXT	ALLEYWAY <i>Simon finds Drew after chaos in Teacher's hometown</i>	DAY	2 7/8 pgs	1, 4, 6	---
30	EXT	DOCKS - SOON AFTER <i>Simon runs into old friend on docks</i>		4 3/8 pgs	1, 4, 6, 11	---
29	EXT	OPEN SEA <i>Simon and Drew haul in empty nets</i>	AFTERNOON	0 2/8 pgs		---
<b>End of Day # 13 - Shoot</b>				<b>7 5/8 pages</b>		
52	INT	SIMON'S HOUSE <i>Simon sees Johnny martyred on TV/Saul talks to Mia</i>	NIGHT	3 2/8 pgs	1, 2, 3, 4, 5, 26	---
24	INT	DAUGHTER'S BEDROOM <i>Simon reads to daughter</i>	EVENING	0 5/8 pgs	1, 27	---
15	INT	SIMON'S HOUSE <i>Simon leaves Naomi, daughter</i>	NIGHT	3 3/8 pgs	1, 5	---
<b>End of Day # 14 - Shoot</b>				<b>7 2/8 pages</b>		
69	EXT	SIMON'S HOUSE <i>Simon meets Teacher for first time</i>	MORNING	1 4/8 pgs	1, 4	---
53	EXT	SIMON'S HOUSE <i>Simon has dream-sequence flashback to front porch scene</i>	AFTERNOON	0 4/8 pgs		---
23	EXT	HOUSE <i>Simon and Drew watch Naomi, daughter play in yard</i>	EVENING	2 2/8 pgs	1, 4, 5	---
45	EXT	HOUSE <i>Simon meets Jud</i>	NIGHT	2 6/8 pgs	1, 6	---
<b>End of Day # 15 - Shoot</b>				<b>7 0/8 pages</b>		
9	EXT	CAPITOL <i>Simon, Drew, disciples walk toward First City</i>	NIGHT	1 3/8 pgs	1, 4, 6	---
<b>End of Day # 16 - Shoot</b>				<b>1 3/8 pages</b>		

3

## **APPENDIX F: BUDGETS**

# TESTAMENT

## Estimated Budget

4.18.14

Expense	Price	Information	Questions
Leads		\$350.00	
Extras		\$0.00	
Atmosphere/ Cast		\$350.00	
Photos (Mia/ Simon)		\$10.00	
Frames		\$0.00	
Chair		\$0.00	
Bookcase		\$0.00	
Curtains (multiple)		\$15.00	
Little Girl Room Decor		\$25.00	
Art Direction/ Set Design		\$50.00	
Fans		\$0.00	
Propane Tank		\$0.00	
Special Effects		\$0.00	
Baseball bat		\$5.00	
Knives		\$5.00	
Bottles		\$10.00	
Rope		\$10.00	
Candle		\$15.00	
Fishing Nets		\$25.00	
Lasso (Rope)		\$10.00	
Lincoln Logs		\$20.00	
Mop		\$10.00	
Property		\$110.00	
Costumes		\$20.00	
Coat		\$15.00	
Masks		\$0.00	Mike
Wardrobe		\$20.00	
Blood		\$0.00	
Bandage		\$10.00	
General Tools		\$0.00	
Makeup & Hairdressing		\$10.00	
Lenses		\$0.00	
Cards		\$300.00	
Camera		\$300.00	
Boat		\$0.00	
Sports Car		\$50.00	
Rusty Truck		\$100.00	
Gas		\$600.00	
Jayson's Gas		\$600.00	
Transportation		\$1,350.00	
Luxorius House		\$0.00	
Abandoned Building		\$300.00	
Alleyway		\$0.00	
Beach		\$0.00	
Docks		\$0.00	
Houses		\$0.00	
Streets		\$0.00	
Field		\$0.00	
Alabama		\$661.98	
Location		\$300.00	
Stunt Coordinator		\$0.00	
Fire Extinguisher		\$0.00	
Stunts		\$0.00	
Meals		\$750.00	
Snacks		\$500.00	

Props	\$30.00		
Crafty	\$1,280.00		
<b>PRODUCTION</b>	<b>\$3,770.00</b>		
Customized Meme (\$0)	\$0.00	21 Backers	\$0.00
PDF of Script (\$0)	\$0.00	20 Backers	\$0.00
Digital Copy (\$0)	\$0.00	28 Backers	\$0.00
Signed DVD (\$5)	\$25.00	5 Backers	\$5.00
Signed Blu-Ray (\$10)	\$170.00	17 Backers	\$10.00
Script (Bound) (\$10)	\$40.00	2 Backers	\$20.00
Poster (\$10)	\$30.00	1 Backer	\$30.00
Journal (\$0)	\$0.00	0 Backers	\$30.00
Be An Extra (\$0)	\$0.00	0 Backers	\$30.00
Screener Invitation (\$0)	\$60.00	2 Backers	\$30.00
Associate Producer (\$0)	\$30.00	1 Backer	\$30.00
Executive Producer (\$0)	\$0.00	0 Backers	\$30.00
Kickstarter Perks	\$355.00		
Insurance	\$2,073.00		
LLC	\$160.00		
Additional Expenses	\$2,233.00		
<b>PREPRODUCTION</b>	<b>\$2,588.00</b>		
Fees	\$700.00		
Shipping	\$60.00		
DVDs	\$15.00		
Festivals	\$775.00		
Distribber fee iTunes	\$1,595.00		
Distribber yearly rate x 3	\$237.00		
Distribber Hulu/Netflix	\$1,200.00		
VOD	\$3,032.00		
DVD replication (1,000)	\$1,500.00		
Cases	\$220.00		
DVD covers	\$20.00		
DVDs	\$1,740.00		
Hard Drives	\$1,000.00		
Editing	\$1,000.00		
<b>POSTPRODUCTION</b>	<b>\$6,547.00</b>		
Subtotal	\$12,905.00		
Contingency, 20%	\$1,935.75		
Subtotal 2	\$14,840.75		
Kickstarter 5%	\$286.50		
Amazon 5%	\$286.50		
<b>TOTAL</b>	<b>\$15,413.75</b>		
Kickstarter Raised	\$15,031.00		

## Budget Actuals

### Testament Budget Actuals – Props

Merchant	Description	Date	Total				
Home Depot	Regulator and hose for propane tank	5/16/2014	\$16.97				
Home Depot	Propane tank	5/16/2014	\$19.97				
Home Depot	Rope	5/18/2014	\$18.53				
Joann	Foam for bricks	5/31/2014	\$4.47				Total
Walmart	Spraypaint for bricks	5/31/2014	\$15.99				\$214.69
Goodwill	Kitchen/dishes	5/8/2014	\$16.16				
Home Depot	Plexiglass, Handy Roll	5/10/2014	\$10.07				
Embellish FX	Makeup	6/5/2014	\$48.35				
Amazon	Baseball bat	5/27/2014	\$9.58				
Amazon	Masks	5/13/2014	\$40.13				
Amazon	Makeup	2/1/2014	\$9.04				
Amazon	Makeup	1/24/2014	\$5.43				

### Testament Budget Actuals – Food

Merchant	Description	Date	Total	Notes			
Circle K	Ice	5/16/2014	\$8.28				
Publix	Water, Ice	5/30/2014	\$13.18	Paid with business checking			
Target	Water	5/17/2014	\$16.24				
Publix	Ice	6/6/2014	\$7.86				
Publix	Food, Ice, Water	6/7/2014	\$27.69				Total
Walmart	Food	6/6/2014	\$12.25				\$1,083.77
Publix	Ice	6/1/2014	\$7.86				
Walmart	Food	5/17/2014	\$7.36				
Sams	Food	6/5/2014	\$38.38				
Publix	Food, Ice	5/17/2014	\$11.78				
Publix	Food	5/16/2014	\$7.00				
Publix	Food	5/14/2014	\$14.93				
Sams	Food	5/14/2014	\$128.86				
Winn Dixie	Food	5/14/2014	\$12.25				
Home Depot	Water, Ice	5/18/2014	\$18.24				
Home Depot	Water, Ice	5/31/2014	\$22.21				
Walmart	Food	5/25/2014	\$58.93				
Chevron	Ice	5/10/2014	\$5.52				
Publix	Food	5/11/2014	\$7.95				
Walmart	Food	5/10/2014	\$21.01				
Sams	Food	5/9/2014	\$99.10				
Winn Dixie	Food	6/5/2014	\$36.41				
CVS	Water, Ice	5/11/2014	\$15.16				
Winn Dixie	Food	5/9/2014	\$37.26				
Walmart	Food	5/1/2014	\$87.49				
Winn Dixie	Food	5/7/2014	\$26.54				
Domino's	Food	6/1/2014	\$63.79				
Dick's Wings and Grill	Food	6/7/2014	\$111.10				
Lee's Famous Recipe	Food	6/1/2014	\$14.70				
Sams	Food	5/28/2014	\$60.23	Paid with business checking			
Gordon Food Service	Food	5/27/2014	\$13.97	Paid with business checking			
Publix	Ice	6/6/2014	\$9.99	Paid with business checking			
Publix	Ice	6/8/2014	\$7.86				
Domino's	Food	6/10/2014	\$52.40				

Testament Budget Actuals – Financial

Merchant	Description	Date	Total			
Kickstarter	Laura and Tim paid into Kickstarter		1750			
Wells Fargo	Funds transfer from L/T personal account		1000			Total
	LLC		160			\$2,910.00

Testament Budget Actuals – Transportation

Merchant	Description	Date	Total		Notes		
Jayson Martinez	Gas		\$360.00				
St. John's River Ferry	Ferry ride for cast and crew in Jacksonville	6/7/2014	\$34.00		Paid with business checking		
Beach parking	Parking paid in cash	6/7/2014	\$23.00				
Tu Do	Gas to Jacksonville	6/8/2014	\$40.00				Total
Lacie Ratliff	Gas to Jacksonville	6/8/2014	\$55.00				\$782.00
Jayson Martinez	Gas to Jacksonville	6/8/2014	\$30.00				
Jim Walker	Gas to Jacksonville	6/8/2014	\$35.00				
Brittney Crouch	Gas	7/6/2014	\$175.00				
Jason Clarke	Gas	6/7/2014	\$30				

Testament Budget Actuals – Other

Merchant	Description	Date	Total				
Hollywood Rentals	Generator rental	5/16/2014	\$295.01				
Winn Dixie	Insect repellent	5/16/2014	\$5.29				Total
Hollywood Rentals	Generator rental	6/6/2014	\$127.80				\$5,111.44
Kyle Kilger	Warehouse rental	5/16/2014	\$400.00				
Tu Do (repayment to Kyle Kilger)	Warehouse rental	6/7/2014	\$100.00				
Robert Hedrick	SAG payment	5/16-5/19	\$300.00				
Film Emporium	Insurance	5/15/2014	\$1,974.01				
Amazon	Hard drives	5/6/2014	\$926.48				
Amazon	Hard drive protection plans	5/6/2014	\$58.20				
Amazon	Hard drives	1/1/2014	\$228.00				
Amazon	Hard drive protection plans	1/1/2014	\$21.18				
Alabama	Alabama shoot		\$661.98				
Walgreens	Dermi's allergy medicine	6/9/2014	\$13.49		Paid with business checking		





## **APPENDIX G: PROOF OF INSURANCE**



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
05/28/2014

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> Film Emporium, Inc. 1890 Palmer Ave #403 Larchmont, NY 10538		<b>CONTACT NAME:</b> Laird Criner	
Phone No. (914) 833-2433 Fax No.		<b>PHONE (A/C, No, Ext):</b> 914 833 2433	<b>FAX (A/C, No):</b> 914 833 2430
<b>INSURED</b> Testament Film 7482 Whisperwood Drive Winter Park, FL 32792		<b>E-MAIL ADDRESS:</b> laird@filmemporium.com	
Phone No. (352) 615-9696 Fax No.		<b>INSURER(S) AFFORDING COVERAGE</b>	
		<b>INSURER A :</b> EFM - Empire Fire and Marine Insurance Company	21326
		<b>INSURER B :</b> ZII - Zurich American Insurance Company of Illinois	27855
		<b>INSURER C :</b>	
		<b>INSURER D :</b>	
		<b>INSURER E :</b>	
		<b>INSURER F :</b>	

**COVERAGES** **CERTIFICATE NUMBER: 507339** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR VVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
EFM	<b>GENERAL LIABILITY</b> <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR	X		EN9856396-00	05/15/2014 05/29/2014 06/05/2014	05/19/2014 06/02/2014 06/09/2014	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	<b>UMBRELLA LIAB</b> <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$
ZII	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	WC5500286-00	05/15/2014	07/14/2014	<input checked="" type="checkbox"/> WC STATUTORY LIMITS OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
EFM	Inland Marine			EN9856396-00	05/15/2014	06/09/2014	See Attached

**DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES** (Attach ACORD 101, Additional Remarks Schedule, if more space is required) Coverage Location: United States & Canada

\*Split Dates apply to all coverages in the specified section. Production Testament

Certificate Holder is named as an Additional Insured and Loss Payee as their interests may appear. All coverages expire at 12:01 a.m. Standard Time.

<b>CERTIFICATE HOLDER</b> Bishop Building Block LLC ATTN: Donald Komurke 309 E 1st St. Sanford, FL 32771 United States Of America	<b>CANCELLATION</b> SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
Phone No. Fax No.	AUTHORIZED REPRESENTATIVE 

## ADDITIONAL COVERAGE DETAILS

DATE (MM/DD/YY)

05/28/2014

INSURED **Testament Film**

The following is attached to and made part of certificate number 507339.

Policy Details	Coverage	Limit	Deductible
<b>Inland Marine</b>			
Company:	Empire Fire and Marine Insurance Company		
Policy Number:	EN9856396-00		
*Period:	05/15/2014 - 05/19/2014: 4 Day(s); 05/29/2014 - 06/02/2014: 4 Day(s); 06/05/2014 - 06/09/2014: 4 Day(s)		
	Miscellaneous Rented Equipment	50,000	1,500
	Props, Sets & Wardrobes	Excluded	
	Negative Film or Videotape	Excluded	
	Faulty Stock, Camera & Processing	Excluded	
	Extra Expense	Excluded	
	Third Party Property Damage	250,000	1,500
	Hired/Non-Owned Physical Damage-Aggregate	Excluded	
	Hired/Non-Owned Physical Damage-Per Vehicle	Excluded	
	Terrorism	Included	

**General Liability**

Company: Empire Fire and Marine Insurance Company

Policy Number: EN9856396-00

\*Period: 05/15/2014 - 05/19/2014: 4 Day(s); 05/29/2014 - 06/02/2014: 4 Day(s); 06/05/2014 - 06/09/2014: 4 Day(s)

\*All coverages expire at 12:01 a.m. Standard Time.

Coverage is not afforded for stunts & pyrotechnics except for those declared, scheduled and accepted by the insurance company(s).

For a complete listing of coverages, terms, conditions and exclusions, please view your policy.

## **APPENDIX H: SAMPLE CREW AGREEMENT**

# TESTAMENT

## CREWMEMBER DEAL MEMO

Crewmember: TU DO Position: DP

Start Date: May 10, 2014

Address: 4832 CYPRESS WOODS DR

City: ORLANDO State: FL Zip: 32811

Telephone: 904 514 8453

E-mail Address: tudoby7@gmail.com

\*\*\*\*\*

### Production Information:

Testament Film LLC  
7482 Whisperwood Drive  
Winter Park, FL 32792

Producer: Lacie Ratliff

Working Title of Film: Testament

If given screen credit, how would you like your name to appear?

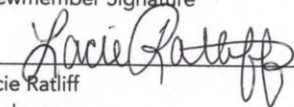
TU DO

All results and proceeds of Crewmember's services hereunder shall constitute a work-made-for-hire, and Filmmaker shall be considered the author thereof for all purposes and the owner throughout the world and in perpetuity in any media or embodiment, now known or hereafter of all the rights therein. Filmmaker shall have the right to use and license the use of the Crewmember's name, photograph, likeness, voice and/or biography in connection with the Film and the advertising, publicizing, exhibition and/or other exploitation thereof. Crewmember releases Filmmaker and Filmmaker's assigns, licensees and successors from any claim that may arise regarding the use of Crewmember's name, photograph, likeness, voice and/or biography, including any claims of defamation, invasion of privacy, rights of publicity or any similar matter.

AGREED TO AND ACCEPTED:

TU DO  
Crewmember Printed Name

  
Crewmember Signature

  
Lacie Ratliff  
Producer

5/10/14  
Date

5/10/14  
Date

## **APPENDIX I: SAMPLE CAST AGREEMENT**

# TESTAMENT

## NON SAG ACTOR AGREEMENT

THIS AGREEMENT, effective as of 5/16/14 is made by and between **Lacie Ratliff** UCF Film ("Producer") and Cindy Karr ("Artist"), with respect to Artist's portrayal of the role "Angry Woman" in the production of the motion picture currently entitled **Testament** (the "Picture").

1. **ARTIST'S SERVICES:** Artist shall render all services customarily rendered by actors in first-class feature-length theatrical motion pictures in the motion picture industry and at all times promptly comply with Producer's reasonable instructions. Photography shall be exclusive and rendered consecutively until the completion thereof. After the completion of principal photography, Artist shall be available for customary post-production services, subject to his then existing prior professional commitments.

2. **COMPENSATION:** Provided Artist is not in material breach of this Agreement, in consideration of Artist's services hereunder, Producer shall pay to Artist and Artist hereby accepts as complete consideration the following compensation:

a. Cash payment of \$0.

3. **CREDIT:** Provided Artist is not in material breach of this Agreement, Artist shall receive a credit, in substantially the following form:

a. Cindy Karr in the role of Angry Woman

b. Artist's credit will be in the end titles of the Picture.

c. All other aspects of credit and all other credits shall be at the sole discretion of Producer.

4. **PUBLICITY AND PROMOTION:** Producer has the unlimited right to use the name, voice and likeness of Artist to promote and advertise the Picture. No product endorsement may be implied.

5. **REPRESENTATIONS AND WARRANTIES:** Artist represents and warrants that he is free to enter into this Agreement and will not do or permit any act which will interfere with or derogate from the full performance of Artist's services or Producer's exercise of the rights herein granted.

### 5. WORK-MADE-FOR-HIRE:

a. Artist hereby acknowledges that all of the results and proceeds of Artist's services produced for the Project hereunder shall constitute a "work-made-for-hire" specially commissioned by Producer and Producer or Producer's assignee shall own all such results and proceeds. Producer shall have the right to use Artist's name and approved likeness with respect to distribution and exploitation of the Project. Producer may make such use of the Project and distribution of the television program as Producer, in its sole discretion, shall deem appropriate.

b. If Artist's services are not recognized as a "work-made-for-hire," Artist hereby irrevocably grants, sells and assigns to Producer, its successors and assigns, all of Artist's rights, title and interest of any kind and nature, in and to the Project, including, without limitation, all copyrights in connection therewith and all tangible and intangible properties with respect to the Project, in perpetuity, whether in existence now or as may come into existence in the future.

## **APPENDIX J: PRODUCTION REPORTS**





University of Central Florida  
 Film Department  
 4000 Central Florida Blvd.  
 Communications Building - Room 121  
 Orlando, FL 32816-3120  
 (407) 823-4285 • film@mail.ucf.edu

**DAILY PRODUCTION REPORT**

	PREP	BUILD	Rehearsal	SHOOT	WRAP/STRIKE
NUMBER OF DAYS SCHEDULED:	>	0	5	12	0
NUMBER OF ACTUAL DAYS:	>	0	5		

Film Title: Testament Date of Report: May 10, 2014 SHOOT DAY 1 OF 12  
 Producer: Lacie Ratliff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Forest, Beach, Mia's House, Bathroom, Mia's Spare Bedroom, and Living Room!  
 Locations Shot Today: Gelin's Residence and Moss Park!  
 Crew Call: 12:00PM Shooting Call: 1:00PM First Shot: 1:30PM Lunch: 5:20PM 6:10PM  
 1st Shot After Lunch: 3:50AM 2nd Meal: 11:15PM Camera Wrap: 11:15PM Last Person Out: 12:00AM

SCRIPT SCENES AND PAGES			MINUTES		SETUPS	
SCENES	PAGES	Prev.	REFER	Prev.	0	
Script	71	92	Today	TO DIGITAL	Today	37
Taken Prev.	15	14	Total	NOTES	Total	37
Taken Today	6	7	Sound DATS/ROLLS			
To Be Taken	50	71	Previous			
			Today			
			Total			

DIGITAL STORAGE (GigaBytes)	
Starting Available	13TB
Downloaded Today	12.03GB
Previously Downloaded	10GB
Total Downloaded	12.03GB
Remaining Available	2.7TB

CAST WEEKLY & DAY PLAYERS			W	H	WORKTIME		MEALS		TRAVEL TIME		
Worked - W	Rehearsal R	Finished - F	S	F	REPORT ON SET	DISMISS ON SET	OUT	IN	ARRIVE ON LOC.	LEAVE LOC.	STUNT ADJ.
Started - S	Hold - H	Test - T	R	T	MAKEUP W/D BE						
Travel - TR			TR								
Demi Castro	Simon		SW		12:30PM	12:30PM	10:30PM	5:20PM	6:10PM		
Rachel Corneau	Mia		SW		12:30PM	12:30PM	10:30PM	5:20PM	6:10PM		
Jose Miguel Vasquez	Drew		SW		1:00PM	1:00PM	2:00PM	>	>		
Daniel Wachs	Mia's Father		SWF		7:15PM	7:15PM	10:30PM	>	>		
Betty Monroe	Mia's Mother		SWF		7:15PM	7:15PM	10:30PM	>	>		

ATMOSPHERE TALENT													
No.	Rate	1st Call	Set Dismiss	Final Dismiss	Adj.	MPV	No.	Rate	1st Call	Set Dismiss	Final Dismiss	Adj.	MPV



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED:	2	0	5	12	0
NUMBER OF ACTUAL DAYS:	2	0	5	1	1

Film Title: Testament Date of Report: May 11, 2014 SHOOT DAY 2 OF 12  
 Producer: Lacie Ratliff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Prison Cell & House  
 Locations Shot Today: CEM Soundstage & Maldonado Residence  
 Crew Call: 12:30PM Shooting Call: 1:30PM First Shot: 1:30PM Lunch: 4:50PM till 5:30PM  
 1st Shot After Lunch: 1:17 2nd Meal: 2:15 Camera Wrap: 10:50PM Last Person Out: 11:30PM

SCRIPT SCENES AND PAGES!		MINUTES!		SETUPS!	
SCENES!	PAGES!	Prev!	REFER!	Prev!	37!
Script!	71!	92!	Today!	TO! DIGITAL!	Today!
21!	21!	Total!	NOTES!	Total!	58!
4!	8!	Sound DATS/ROLLS!			
46!	63!	Previous!			
Total!!!!!!2!					

DIGITAL STORAGE (GigaBytes!)	
Starting Available!!!!!!	3TB!
Downloaded Today!!!!!!	327.9GB!
Previously Downloaded!!!!!!	312.03GB!
Total Downloaded!!!!!!	639.93GB!!
Remaining Available!!!!!!	2.38TB!

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked!-W!	Rehearsal!R!	Finished!-F!	S!	F!	REPORT!	DISMISS!	OUT!	IN!	ARRIVE!	LEAVE!	STUNT!	
Started!-S!	Hold!-H!	Test!-T!	R!	T!	ONSET!	ONSET!			ON/LOC!	LOCA!	ADJ.!	
CAST!		CHARACTER!		TR!	MAKEUP!	WDBE!						
DemiCastro!	Simon!		W!		1:00PM!	1:00PM!	10:50PM!	4:50PM!	5:30PM!			
RachelCorneau!	Mia!		W!		6:00PM!	6:00PM!	10:50PM!	2	2			
ChrisGreene!	Voice!		SWF!		1:00PM!	1:00PM!	5:30PM!	4:50PM!	5:30PM!			
JeffEvens!	Husband!		SWF!		6:00PM!	6:00PM!	10:30PM!	2	2			
RebeccaBlair!	Wife!		SWF!		6:00PM!	6:00PM!	10:30PM!	2	2			
XX!-IN.D. BREAKFAST!			*!-DISMISS TIME! INCLUDES! 5! MIN. MAKEUP! /WARD. REMOVAL!									

ATMOSPHERE TALENT!											
No.!	Rate!	1stCall!	SetDismiss!	FinalDismiss!	Adj.!	MPV!	No.!	Rate!	1stCall!	SetDismiss!	FinalDismiss!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED:!	2!	0!	5!	12!	0!
NUMBER OF ACTUAL DAYS:!	2!	0!	5!	!	!

Film Title: Testament Date of Report: May 16, 2014 SHOOT DAY 3 OF 12!  
 Producer: Lacie Ratiff Director: Tim Ritter!  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Abandoned Building!  
 Locations Shot Today: Chiappone Building!  
 Crew Call: 12:00PM Shooting Call: 1:00PM First Shot: 1:30PM Lunch: 6:00PM Till: 6:45PM  
 1st Shot After Lunch: 1:0A 2nd Meal: >Til > Camera Wrap: 10:45PM Last Person Out: 12:00AM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
!	SCENES!	PAGES!	Prev.!	REFER!	Prev.!	58!
Script!	71!	92!	Today!	TO DIGITAL!	Today!	38!
Taken Prev.!	25!	29!	Total!	NOTES!	Total!	96!
Taken Today!	4!	7!	Sound DATS/ROLLS!			
To Be Taken!	42!	56!	Previous!			
!	!	!	Today!			
!	!	!	Total!			

Scenes on Call Sheet: 11, 16, 10, 114	DIGITAL STORAGE (GigaBytes)!
Scenes shot today: 11, 16, 10, 114	Starting Available: 3TB!
Scenes that need to be rescheduled: >	Downloaded Today: 428GB!
Added scenes: >	Previously Downloaded: 639.93GB!
	Total Downloaded: 1.04TB!
	Remaining Available: 1.96TB!

CAST WEEKLY DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked - W!	Rehearsal R!	Finished - F!	S!	F!	REPORT!	DISMISS!	OUT!	IN!	ARRIVE!	LEAVE!	STUNT!	
Started - S!	Hold - H!	Test - T!	R!	T!	ONSET!	ONSET!	!	!	ON LOC!	LOC >	ADJ.!	
Travel - TR!	CAST!		TR!	MAKEUP!	WARD!	REMOVAL!						
	Demi Castro!	Simon!	W!	12:30PM!	12:30PM	10:30PM!	6:00PM!	6:45PM!	!	!	!	
	Rachel Comeau!	Mia!	W!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
	Robb Maus!	Saul!	SW!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
	Josel Miguel Vasquez!	Drew!	W!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
	Edward Melvin!	Skeptical Man!	SW!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
	Cindy Karr!	Angry Woman!	SWF!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
	AJ Zengotita!	Audience Member 1!	SWF!	12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!	!	!	!	
XX = IN.D. BREAKFAST!			* = DISMISS TIME INCLUDES 15 MIN. MAKEUP/WARD.REMOVAL!									

ATMOSPHERE/TALENT!													
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!
!	!	!	!	!	!	!	!	!	!	!	!	!	!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED:	2	0	5	12	0
NUMBER OF ACTUAL DAYS:	2	0	5	1	1

Film Title: Testament Date of Report: May 17, 2014 SHOOT DAY 4 OF 12  
 Producer: Lacie Ratiff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Abandoned Building  
 Locations Shot Today: Tomkat Building  
 Crew Call: 12:00PM Shooting Call: 1:00PM First Shot: 1:15PM Lunch: 6:00PM Till: 6:45PM  
 1st Shot After Lunch: 8A 2nd Meal: 12:30PM Camera Wrap: 10:35PM Last Person Out: 11:30PM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
SCENES!	PAGES!	Prev!	REFER!	Prev!	96!	
Script!	71!	92!	Today!	TO DIGITAL!	Today!	46!
Taken! Prev!	29!	36!	Total!	NOTES!	Total!	142!
Taken! Today!	6!	9!	Sound DATS/ROLLS!			
To Be Taken!	36!	47!	Previous!			
			Today!			
			Total!			

Scenes on call sheet: 1, 2, 3, 4, 7, 8, 13	DIGITAL STORAGE (GigaBytes)
Scenes shot today: 1, 2, 3, 4, 7, 8, 13	Starting Available: 3TB
Scenes that need to be rescheduled: 5	Downloaded Today: 474GB
Added scenes: 5	Previously Downloaded: 1.04TB
	Total Downloaded: 1.5TB
	Remaining Available: 1.5TB

CAST WEEKLY DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked - W!	Rehearsal R!	Finished - F!	S!	F!	REPORT ON SET!	DISMISS ON SET!	OUT!	IN!	ARRIVE ON LOC!	LEAVE LOC > T/O/L!	STUNT ADJ.!	
Started - S!	Hold - H!	Test - T!	R!	T!	MAKEUP W/DRE!							
Demi Castro!	Simon!		W!		12:30PM!	12:30PM	10:30PM!	6:00PM!	6:45PM!			
Rachel Comeau!	Mia!		W!		12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!			
Robb Maus!	Saul!		W!		12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!			
Josel Miguel Vasquez!	Drew!		W!		12:30PM	12:30PM	10:30PM	6:00PM!	6:45PM!			
XX = IN.D. BREAKFAST!			* = DISMISS TIME INCLUDES 15 MIN. MAKEUP/WARD REMOVAL!									

ATMOSPHERE/TALENT!											
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED!	2	0	5	12	0
NUMBER OF ACTUAL DAYS!	2	0	5	1	1

Film Title: Testament Date of Report: May 18, 2014 SHOOT DAYS OF 12!  
 Producer: Lacie Ratliff Director: Tim Ritter!  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Field & Makeshift Hospital Room!  
 Locations Shot Today: Barr Street Trailhead & FPC Thrift Store!  
 Crew Call: 12:00PM Shooting Call: 1:00PM First Shot: 1:50PM Lunch: 6:00PM Till: 6:40PM  
 1st Shot After Lunch: 5:30 2nd Meal: 11:15 Camera Wrap: 11:25PM Last Person Out: 12:00AM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
!	SCENES!	PAGES!	Prev.!	REFER!	Prev.!	142!
Script!	71!	92!	Today!	TO DIGITAL!	Today!	31!
Taken! Prev.!	35!	45!	Total!	NOTES!	Total!	173!
Taken! Today!	9!	7!	Sound DATS/ROLLS!			
To Be Taken!	27!	40!	Previous!			
!	!	!	Today!			
!	!	!	Total!			

DIGITAL STORAGE (GigaBytes)!
Starting Available! 3TB!
Downloaded Today! 369.5GB!
Previously Downloaded! 1.5TB!
Total Downloaded! 1.86TB!
Remaining Available! 1.14TB!

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked! - W!	Rehearsal! R!	Finished! - F!	S!	F!	REPORT!	DISMISS!	OUT!	IN!	ARRIVE!	LEAVE!	STUNT!	
Started! - S!	Hold! - H!	Test! - T!	R!	T!	ON SET!	ON SET!	!	!	ON LOC!	LOC!	ADJ.	
Travel! - TR!	CAST!		CHARACTER!		TR!	MAKEUP!						
						WDBE!						
	Demi Castro!	Simon!	W!		12:30PM!		12:30PM!	11:15PM!	6:00PM!	6:40PM!	!	
	Rachel Comeau!	Mia!	W!		4:30PM!		4:30PM!	11:15PM!	6:00PM!	6:40PM!	!	
	Robb Maus!	Saul!	W!		4:30PM!		4:30PM!	11:15PM!	6:00PM!	6:40PM!	!	
	!	!	!								!	
	!	!	!								!	
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	!	!	!								!	

ATMOSPHERE TALENT!													
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!
!	!	!	!	!	!	!	!	!	!	!	!	!	!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED!	3	0	5	12	0
NUMBER OF ACTUAL DAYS!	3	0	5	1	1

Film Title: Testament Date of Report: May 30, 2014 SHOOT DAY 16 OF 12!  
 Producer: Lacie Ratiff Director: Tim Ritter!  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: Park, Town Street, & Couple's House!  
 Locations Shot Today: West End Trading Company & Rabbitfoot Records!  
 Crew Call: 9:00AM Shooting Call: 10:00AM First Shot: 10:10AM Lunch: 1:00PM 1:40PM  
 1st Shot After Lunch: 5:00AM 2nd Meal: 3:00PM Camera Wrap: 8:30PM Last Person Out: 8:40PM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!		
Script!	SCENES!	PAGES!	Prev.!	REFER!	Prev.!	173!	
Script!	71	92	Today!	TO DIGITAL!	Today!	35!	
Taken! Prev.!	44!	52!	Total!	NOTES!	Total!	208!	
Taken! Today!	6!	7!					Sound DATS/ROLLS!
To Be Taken!	21!	33!					Previous! 15!
							Today! 11!
							Total! 66!

DIGITAL STORAGE (Gigabytes)!	
Starting Available!	3TB!
Downloaded Today!	466.36GB!
Previously Downloaded!	1.86TB!
Total Downloaded!	2.32TB!
Remaining Available!	0.68TB!

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked! - W!	Rehearsal! R!	Finished! - F!	S!	F!	REPORT!	DISMISS!	OUT!	IN!	ARRIVE!	LEAVE!	STUNT!	
Started! - S!	Hold! - H!	Test! - T!	R!	T!	ONSET!	ONSET!	!	!	ON LOC!	LOC!	ADJ.	
Travel! - TR!	CAST!	CHARACTER!	TR!	MAKEUP!	REPORT!	DISMISS!	!	!	ON LOC!	LOC!	ADJ.	
	Demi Castro!	Simon!	W!	9:30AM!	9:30AM	8:30PM!	1:00PM!	1:40PM!	!	!	!	
	Rachel Comeau!	Mia!	W!	9:30AM!	9:30AM	8:30PM	1:00PM!	1:40PM!	!	!	!	
	Michelle Coutinho!	Naomi!	SW!	11:30AM	11:30AM	1:40PM	1:00PM!	1:40PM!	!	!	!	
	Dan Jopling!	Heckler 1!	SWF!	9:30AM!	9:30AM	11:30AM	!!!>	!!!>	!	!	!	
	Sara Oliva!	Young Mother!	SW!	9:30AM!	9:30AM	11:30AM	!!!>	!!!>	!	!	!	
	Ryan Kim!	Heckler 2!	SWF!	9:30AM!	9:30AM	11:30AM	!!!>	!!!>	!	!	!	
	Jody Maltzman!	Son!	SW!	9:30AM!	9:30AM	11:30AM	!!!>	!!!>	!	!	!	

ATMOSPHERE TALENT!													
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED!	3	0	5	12	0
NUMBER OF ACTUAL DAYS!	3	0	5	1	1

Film Title: Testament Date of Report: June 1, 2014 SHOOT DAY 8 OF 12  
 Producer: Lacie Ratliff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets Shot Today: City Street  
 Locations Shot Today: Palmetto Ave./Jefferson St.  
 Crew Call: 9:30AM Shooting Call: 10:00AM First Shot: 10:10AM Lunch: 12:30PM Till: 3:30PM  
 1st Shot After Lunch: 6:41 2nd Meal: 7:00 Camera Wrap: 7:35PM Last Person Out: 7:50PM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
Script!	SCENES!	PAGES!	Prev.!	REFER!	Prev.!	228!
Script!	71	92	Today!	TO DIGITAL!	Today!	32
Taken! Prev.!	55	61	Total!	NOTES!	Total!	260
Taken! Today!	1	5	Sound DATS/ROLLS!			
To Be Taken!	15	26	Previous!			
Today!						
Total!						

DIGITAL STORAGE (GigaBytes)	
Starting Available	3TB
Downloaded Today	366.64GB
Previously Downloaded	2.84TB
Total Downloaded	2.84TB
Remaining Available	0.16TB

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked In!	Rehearsal!	Finished!	S!	F!	REPORT!	DISMISS!	OUT!	IN!	ARRIVE!	LEAVE!	STUNT!	
Started!	Hold!	Test!	R!	T!	ON/SET!	ON/SET!	!	!	ON/LOC!	LOC!	ADJ.!	
Travel!	CHARACTER!		TR!	MAKEUP!	WARD.	REMOVAL!						
Demi Castro!	Simon!		W!	9:45AM!	10:00AM!	7:40PM!	12:30PM!	1:30PM!				
Rachel Comeau!	Mia!		W!	9:45AM!	10:00AM!	7:40PM!	12:30PM!	1:30PM!				
Jose Miguel Vasquez!	Drew!		W!	11:20AM!	11:30AM!	7:40PM!	12:30PM!	1:30PM!				
Stephen Pugh!	Skeptical Man!		WF!	2:30PM!	2:30PM!	7:40PM!	3	3				
Sara Oliva!	Young Mother!		WF!	12:30PM!	12:30PM!	7:40PM!	12:30PM!	1:30PM!				
Jody Maltzman!	Son!		WF!	12:30PM!	12:30PM!	7:40PM!	12:30PM!	1:30PM!				

ATMOSPHERE TALENT!													
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!



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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED:	2	0	5	12	0
NUMBER OF ACTUAL DAYS:	2	0	5	1	1

Film Title: Testament Date of Report: June 15, 2014 SHOOT DAY 9 OF 12  
 Producer: Lacie Ratliff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 8, 2014  
 Sets shot today: Hideout & Alleyway!  
 Locations shot today: Tomkat Building & Palmetto Ave./Jefferson St.  
 Crew Call: 12:00PM Shooting Call: 12:30PM First Shot: 13:40PM Lunch: 17:00PM IT: 18:00PM  
 1st Shot After Lunch: 5A 2nd Meal: 11:00AM Camera Wrap: 10:10PM Last Person Out: 11:30PM

SCRIPT SCENES AND PAGES			MINUTES		SETUPS	
Script	SCENES	PAGES	Prev.	REFER	Prev.	260
Script	71	92	Today	TO DIGITAL	Today	18
Taken Prev.	56	66	Total	NOTES	Total	278
Taken Today	3	5	Sound DATS/ROLLS			
To Be Taken	12	21	Previous			
			Total			

DIGITAL STORAGE (GigaBytes)	
Starting Available	3TB; Added Additional 1TB
Downloaded Today	REFER TO
Previously Downloaded	DIGITAL STORAGE
Total Downloaded	NOTES FOR REMAINDER
Remaining Available	OF THE REPORTS

CAST WEEKLY & DAY PLAYERS			W!	H!	WORKTIME		MEALS		TRAVEL TIME		
Worked - W!	Rehearsal R!	Finished - F!	S!	F!	REPORT ONSET	DISMISS ONSET	OUT!	IN!	ARRIVE ON LOC.	LEAVE LOC.	STUNT ADJ.
Started - S!	Hold - H!	Test - T!	R!	T!	MAKEUP W/D BE!						
CAST		CHARACTER	TR!								
Demi Castro	Simon		W!		2:15PM!	2:30PM	10:15PM!	7:00PM!	8:00PM!		
Rachel Comeau	Mia		W!		3:30PM!	4:00PM	6:30PM!	2	2		
Jose Miguel Vasquez	Drew		W!		3:30PM!	4:00PM	10:15PM	7:00PM!	8:00PM!		

ATMOSPHERE/TALENT											
No.	Rate	1st Call	Set Dismiss	Final Dismiss	Adj.	MPV	No.	Rate	1st Call	Set Dismiss	Final Dismiss







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**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED:	2	0	5	12	0
NUMBER OF ACTUAL DAYS:	2	0	5	1	1

Film Title: Testament Date of Report: June 17, 2014 SHOOT DAY 11 OF 12  
 Producer: Lacie Ratiff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 18, 2014 Est. Finish Date: June 18, 2014  
 Sets Shot Today: Alleyway, Docks, & Open Sea  
 Locations Shot Today: Jacksonville Beach & Mayport (Jennifer Ann)  
 Crew Call: 11:30AM Shooting Call: 11:30AM First Shot: 12:10PM Lunch: 12:30PM Till: 3:30PM  
 1st Shot After Lunch: 3:00AM 2nd Meal: 2:00PM Camera Wrap: 16:10PM Last Person Out: 16:20PM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
Script	SCENES	PAGES	Prev.	REFER	Prev.	313
Script	71	92	Today	TO DIGITAL	Today	22
Taken Prev	63	79	Total	NOTES	Total	335
Taken Today	4	7	Sound DATS/ROLLS			
To Be Taken	4	6	Previous			
			Today			
			Total			

DIGITAL STORAGE (GigaBytes)	
Starting Available	3TB; Added Additional 1TB
Downloaded Today	REFER TO!
Previously Downloaded	DIGITAL STORAGE!
Total Downloaded	NOTES FOR!
REMAINDER!	
Remaining Available	

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!		MEALS!		TRAVEL TIME!		
Worked - W!	Rehearsal - R!	Finished - F!	S!	F!	REPORT ONSET!	DISMISS ONSET!	OUT!	IN!	ARRIVE ON LOC!	LEAVE LOCAL!	STUNT ADJ!
Started - S!	Hold - H!	Test - T!	R!	T!	MAKEUP/WDBE!						
Demi Castro	Simon		W!		11:30AM	11:30AM	6:10PM	2:30PM	3:30PM		
Josel Miguel Vasquez	Drew		W!		11:30AM	11:30AM	6:10PM	2:30PM	3:30PM		
Jaymeson Metz	Jud		SW!		11:30AM	11:30AM	4:15PM	2:30PM	3:30PM		
Jim Walker	Matt		SWF!		3:00PM	3:00PM	5:00PM	2:30PM	3:30PM		

ATMOSPHERE TALENT!											
No.	Rate	1st Call	Set Dismiss	Final Dismiss	Adj.	MPV!	No.	Rate	1st Call	Set Dismiss	Final Dismiss





University of Central Florida  
 Film Department  
 4000 Central Florida Blvd.  
 Communications Building - Room 121  
 Orlando, FL 32816-3120  
 (407) 823-4285 • film@mail.ucf.edu

**DAILY PRODUCTION REPORT!**

	PREP!	BUILD!	Rehearsal!	SHOOT!	WRAP/STRIKE!
NUMBER OF DAYS SCHEDULED!	3	0	5	12	0
NUMBER OF ACTUAL DAYS!	3	0	5	13	0

Film Title: Testament Date of Report: June 10, 2014 SHOOT DAY 13 OF 12  
 Producer: Lacie Ratiff Director: Tim Ritter  
 Date Started: May 10, 2014 Scheduled Finish Date: June 8, 2014 Est. Finish Date: June 10, 2014  
 Sets Shot Today: Simon's House & Capitol  
 Locations Shot Today: Mill's Residence & Lake Underhill Park  
 Crew Call: 6:00PM Shooting Call: 6:30PM First Shot: 6:35PM Lunch: 7:30PM Till 8:30PM  
 1st Shot After Lunch: 9A 2nd Meal: 12:00PM Camera Wrap: 11:00PM Last Person Out: 11:10PM

SCRIPT SCENES AND PAGES!			MINUTES!		SETUPS!	
Script!	SCENES!	PAGES!	Prev.!	REFER!	Prev.!	347!
Script!	71	92	Today!	TO DIGITAL!	Today!	14!
Taken! Prev.!	69	90	Total!	NOTES!	Total!	361!
Taken! Today!	2	2	Sound DATS/ROLLS!			
To Be Taken!	0	0	Previous! 12!			
			Today! 1!			
			Total! 13!			

DIGITAL STORAGE (GigaBytes)	
Starting Available	3TB; Added Additional 1TB!
Downloaded Today	REFER TO!
Previously Downloaded	DIGITAL STORAGE!
Total Downloaded	NOTES FOR REMAINDER!
Remaining Available	OF THE REPORTS!

CAST WEEKLY & DAY PLAYERS!			W!	H!	WORKTIME!			MEALS!		TRAVEL TIME!		
Worked In!	Rehearsal!	Finished!	S!	F!	REPORT ONSET!	DISMISS ONSET!	OUT!	IN!	ARRIVE ON LOC!	LEAVE LOC!	TUN!	STUNT ADJ!
Started!	Hold!	Test!	R!	T!	MAKEUP/WD BE!							
Travel!	TR!											
Demi Castro!	Simon!		W!		6:15PM!	6:30PM	11:05PM	7:30PM!	8:30PM!			
Jose Miguel Vasquez!	Drew!		W!		6:15PM!	6:30PM	11:05PM	7:30PM!	8:30PM!			
Jaymeson Metz!	Jud!		W!		9:00PM!	9:30PM	11:05PM	7:30PM!	8:30PM!			
Michelle Coutinho!	Naomi!		W!		6:15PM!	6:30PM	8:30PM	7:30PM!	8:30PM!			
Ayla Williamson!	Daughter!		W!		6:15PM!	6:30PM	8:30PM	7:30PM!	8:30PM!			

XX = IN.D. BREAKFAST \* = DISMISS TIME INCLUDES 15 MIN. MAKEUP/WARD. REMOVAL

ATMOSPHERE/TALENT!													
No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!	No.!	Rate!	1st Call!	Set Dismiss!	Final Dismiss!	Adj.!	MPV!

## **APPENDIX K: FESTIVAL TARGETS**

## **Sundance**

- Website: [sundance.org/festival](http://sundance.org/festival)
- Director: John Cooper
- Started: 1978 as U.S. Film Festival in Salt Lake City, shifted to Park City in 1980, became Sundance in 1985
- Entry deadlines/fees: \$50 earlybird (Aug. 9), \$80 regular (Aug. 30), \$105 late (Sept. 27) — all deadlines RECEIVED BY, not postmarked by
- Submission requirements: 50 minutes or longer, world premieres only though exceptions are made for out-of-competition programs, must be completed after Jan. 1, 2013 to qualify for 2014 festival
- Submission materials: Single DVD preferably in paper sleeve or slim jewel case, no press packet
- Why Sundance: Submitting is almost as much an indie filmmaker's rite of passage as anything, since the odds are so long. But for \$50 on the earlybird, it's worth doing as the amount of credibility and visibility that comes with acceptance is so extraordinary. A hail mary, but one every filmmaker probably wants to take if he has a film he feels is worthy — yes, even if he likely has no chance in hell.

## **Festival de Cannes**

- Website: [festival-cannes.fr/en.html](http://festival-cannes.fr/en.html)
- Leaders: President Gilles Jacob, Director of Film Department Christian Jeune, 2013 director Steven Spielberg
- Started: 1946
- Entry deadlines/fees: 50 Euros DVD (March 11 for 2013, not listed yet for future events)
- Submission requirements: 60 minutes or longer, world premieres only, must be completed during 12 months preceding festival, distribution only in country of production
- Submission materials: Single DVD or Blu-Ray+DVD

- Why Cannes: Not even sure I'll do this one, but it's cheaper than Toronto, so it's got that going for it (though shipping may make up some of the difference). Other than that, it's got the same things going for it as Sundance — being an established member of the top tier, which can launch a successful small theatrical run, attract distributors or fuel a bigger festival run.

### **San Francisco International Film Festival**

- Website: [festival.sffs.org](http://festival.sffs.org)
- Leaders: President J. Patterson McBaine
- Started: 1957
- Entry deadlines/fees: \$50 early (Oct. 7), \$60 regular (Nov. 4), \$95 late (Dec. 9)
- Submission requirements: 50 minutes or longer, premieres in Bay area, must be completed by Jan. 1 of year of submission, may have distribution
- Submission materials: DVD/online screener
- Why SFIFF: While not a top-tier festival, San Francisco is a solid next-level festival with a history for welcoming true indies and is on the cutting edge of getting those films to the audiences that would welcome them. The festival also claims to embrace films that address social change. That all makes sense for a city with its history.

### **Tribeca Film Festival**

- Website: [tribecafilm.com](http://tribecafilm.com)
- Leaders: Chief Creative Officer Geoffrey Gilmore, Artistic Director Frederic Boyer, Programming Director Genna Terranova
- Started: 1957
- Entry deadlines/fees: \$45 early (Oct. 18), \$65 regular (Nov. 29), \$100 late (Dec. 27)

- Submission requirements: 40 minutes or longer, premieres in NY area, may have limited distribution not in U.S.
- Submission materials: Completed entry form, fee, two DVDs with title+run time+format+director name.
- Why Tribeca: Another longshot, but one worth taking. A higher-tier festival with a very established brand and star-studded juries in one of cinema's hometowns. The festival accepts a lot of Hollywood-style indies with names, so I'm not sure about this one yet. Like most of the above, a film print is required for exhibition, so another crowdfunding round would likely be necessary to pay for that.

### **Florida Film Festival**

- Website: festival.sffs.org
- Leaders: Program director Matthew Curtis
- Started: 1991
- Entry deadlines/fees: \$50 early (Nov. 8), \$70 regular (Dec. 6), \$100 late (Dec. 13)
- Submission requirements: Minimum 41 minutes
- Submission materials: DVD, 51 percent U.S. funding, synopsis/cast/credits/stills
- Why Florida Film Festival: Florida's biggest name festival, with pretty good cred established — and it's right here in town, so they might like to push the occasional homegrown film. Kind of pricey, though, costing the same as Sundance and Cannes.

### **Indie Grits Film Festival**

- Website: festival.sffs.org
- Leaders: Co-directors Seth Gadsden and Andy Smith
- Started: 2007
- Entry deadlines/fees: \$25 early (Nov. 8), \$35 regular (Dec. 6), \$45 late (Jan. 3)
- Submission requirements: Minimum 30 minutes



- Submission materials: DVD/online screener
- Why Indie Grits: The festival is centered on DIY films in the Southeast, and as I'm trying to position myself as an "expert" in this field, this would be a good spot. It's also fairly established, making Moviemaker's Top 20 Coolest Festivals list, and cheap. This could also be a chance to pick up a victory, as there are two juried trophies for features and another audience award, all with cash prizes.

### **Other Possibilities**

Seattle International Film Festival, South by Southwest, Fantastic Fest, Fort Myers Film Festival, Daytona Film Festival, Orlando Film Festival, Central Florida Film Festival, Naples International Film Festival

## **APPENDIX L: VOD ANALYSIS**

## Amazon

Amazon allows filmmakers to rent or sell digital downloads, as well as hardcopy DVDs. There is no fee for selling DVD or streaming video through Amazon, but the site takes a higher share of the revenue with a 50/50 split. Also, Amazon determines rental and purchase prices. There is no exclusivity agreement, and Amazon produces DVDs by the order. Your video is then on the Amazon site and available to anyone who visits the site for a rental or sale price. The rentals are for 48 hours, with renters or buyers able to either download the content (if you have a PC) or watch it as streaming video through the website.

Filmmakers are asked to provide artwork for the site, and pay is slow to come to the filmmaker - 60 days after the end of the month of the purchase. Amazon handles encoding, with filmmakers submitting content by DVD.

<https://www.createspace.com/Products/VideoDownload/>

<https://www.createspace.com/Products/VideoDownload/>

Amazon's service offers a lot - first of all, the website is the world's large online marketplace, attracting customers of all stripes. It appears easy to use, and there's more chance of people stumbling onto your film there as well as a stamp of legitimacy. However, as there is a plethora of content already on Amazon, much of the marketing push will again fall on the filmmaker. For Testament, this will offer a way for an already grown audience to be able to access the film, as well as attracting the occasional person wandering in. But the take is lower than some of the other services, and the inability to determine the price myself is a drawback. Exposure would be better here maybe than on Distrify, but still not significant.

Reviews are mostly positive:

<http://www.lavideofilmaker.com/filmmaking/independent-film-distribution-tips-a-guide-for-indie-filmmakers.html>

<http://www.videomaker.com/community/forums/topic/selling-your-dvds-video-on-amazon>

<http://www.dvxuser.com/V6/archive/index.php/t-167483.html>

<http://www.dvxuser.com/V6/archive/index.php/t-167483.html>

<http://www.dvxuser.com/V6/archive/index.php/t-167483.html>

## **Netflix**

Netflix is pretty much the gold standard most people think of with regards to digital VOD services. The site's streaming service is in more homes than any other, giving the films on the service far more reach than the other services. However, there are a number of difficulties and disadvantages to the service. The first is that there's no guarantee Netflix will want your film. According to at least one online story — <http://filmmakerslife.blogspot.com/2011/02/netflix-distribution-for-indies.html> — Netflix is looking for a number of factors when evaluating which films to add to its library: queue demand, critical appeal, sizeable audience appeal, buzz, and film festival premieres. In that article, the VP of Corporate Communications says filmmakers need to attack the submission process like any business presentation, i.e. in a well-thought-out and prepared manner.

And, while according to at least one article (<http://www.desktop-documentaries.com/how-does-an-independent-filmmaker-get-their-movie-on-netflix.html>), the only way to get into that submission process is through a distributor with a pre-existing relationship with Netflix, others say it is possible without. This, according to <http://www.desktop-documentaries.com/how-does-an-independent-filmmaker-get-their-movie-on-netflix.html>:

"Contact Netflix directly via email. Though Netflix prefers that independent films are submitted by third-party distributors, submissions by individual filmmakers who have favorable credentials are also welcome. Prepare a letter of interest and attach the file along with your press kit and marketing plan to an email. Briefly state your name and business in the body of the email and include any applicable links to trailers, electronic press kits and websites directly related to

the film or your film distribution company. Address the package to Alliances@Netflix.com for review and wait for a letter of acceptance or denial."

Once Netflix decides it does want your film, it offers a one-time licensing fee that varies on how much the company wants your film. So lost are the per-click/per-watch cuts for the filmmaker, and the response to the kinds of fees has been mixed (<http://douglashorn.com/wordpress/distribution/vod-options-for-independant-film-and-video/>, <https://plus.google.com/u/0/110929639249808662630/posts/GZMBjoh1oYa>). But regardless of the money limitations, the exposure offered makes Netflix worth considering. The ideal approach would likely be to hold off on Netflix until you've soaked in any fees through alternate sites, including your own. Then, after you've satisfied your core audience and made top dollar off of them, you can take it to Netflix to try to attract a whole new, wider audience.

### **Distrify**

**Services/fees/subscriptions/regulations:** Distrify offers a wide array of services, including marketing for theatrical screenings, direct DVD sales and a ton of other stuff, but the most relevant and fascinating service is the VOD service. Filmmakers can use the site to embed the trailer on social media as well as websites, with a buy button attached for interested potential viewers to click and view the film through the website's player. Then whoever the filmmaker can convince to host their trailer will get a percentage of every click-through sale of someone who uses their site to watch the film. The site does not function as a destination for your film, but rather a middleman - the filmmaker does the marketing; Distrify makes it easy to follow all marketing attempts with an easy online rental option. Also, the revenue percentage for third-party host sites adds incentives for other websites with their own followings to promote your film and drive them to watch it.

Distrify has a free plan for your first film in which you use the service, and that plan covers rental service and analytics. The revenue share is 70 percent of every view to the filmmaker, 30 percent to the

service. When a third party agrees to embed the trailer on their site, they get 10 percent of every view, and the filmmaker/service split goes to 65/30. The fee jumps to \$20 for pro, with unlimited films and other perks such as download-to-owns (as opposed to the online rentals of the free plan), merchandise and marketing options and deluxe options that include behind-the-scenes materials and extra merch. As I may be using this service for two features, this plan may be the one I have to consider. There are also much more expensive plans at \$99 and \$501 per month, but those aren't realistic for microbudgeteers such as myself. Distrify asks filmmakers to submit their film for specialized encoding for the site's player, with some specific tips for maximizing your export before you hand it over.

Sign-up is easy and free - you can use your e-mail address or facebook account to do it. The main advantage for filmmakers is that the site creates an easy sell-through method that can be used directly on your website, your film's Facebook page and anywhere else you want to stick it. And by allowing other people to embed it, you can increase the places the film is available and create a marketing team of other people hocking it. This allows for more payment opportunities and some exposure.

I really like the idea of the service- every time I embed the trailer on a website, people have the option to pay to watch the film immediately. In this ADD-infected, oversaturated media market, it's a big deal to allow viewers to watch your product the moment they become interested in it and before they can move on to the next thing. And allowing everyone from church websites to my facebook profile to the film's site and Facebook page to the websites of the film's composer and other people involved, can really give a lot of ways for people to find and watch the film (and pay for the privilege).

Reviews were extraordinarily scarce. After several Google searches, I found ... nada. But I found lots of films being hocked through the site, including the new one from Terry Gilliam, so that's encouraging at least.

## **APPENDIX M: SCREENING LIST**

Cuaron, Alfonso, dir. *Children of Men*. Universal Pictures, 2006. Film.

Rodriguez, Robert, dir. *El Mariachi*. Columbia Pictures Corporation, 1992.

Scorsese, Martin, dir. *Last Temptation of Christ*. Universal Pictures, 1988.

Edwards, Gareth, dir. *Monsters*. Vertigo Films, 2010. Film.

Hillcoat, John, dir. *The Road*. Dimension Films, 2009. Film.

Bergman, Ingmar, dir. *The Seventh Seal*. Svensk Filmindustri, 1957. Film

Kubrick, Stanley. *2001: A Space Odyssey*. Metro-Goldwyn-Mayer, 1968. Film.

Leone, Sergio, dir. *Once Upon a Time in the West*. Paramount Pictures, 1968. Film.



## **APPENDIX N: SCREENPLAY**

Testament

by  
Tim Ritter

Nov. 28, 2014

315 Films  
contact315films@yahoo.com  
7482 Whisperwood Drive  
Winter Park, FL 32792  
334-787-1128

1 EXT. FIELD - DAY

1

Feet are bound.

A knife is pulled back, blood flying.

A head hangs, silhouetted in the bright sun.

The scene is intercut with a small screen in a quiet room, playing a newscast alternating footage of a series of disasters, from the ecological to the social:

UPDATE SCREEN

Hello, and welcome back to your update. Unfortunately, we can't guarantee you a beautiful day - the weather remains as unpredictable as ever here in the Commonwealth - but we can at least wish you a happy, peaceful day. We'd like to apologize for the graphic nature of that last segment. Unfortunately, a scene all too familiar these days in the Commonwealth. But we have been told that there needn't be any fear for all those out there going about their everyday routine; just another isolated incidence of terrorism, so there's nothing at all for the rest of us to worry about. Now let's hear from a few of our distinguished experts on the latest problems, though I'm sure common ground will be hard to find, as always ...

2 EXT. TRAVEL MONTAGE - AFTERNOON

2

A) The silhouette of a solitary figure stands in the distance, looking around. It moves forward.

B) The figure walks across the horizon in the distance. From the other end, another figure advances - that of an old woman. She sees the other figure, freezes as she considers what to do.

Too late - the figure now stands in front of her. She cocks her ear as she is queried by the figure, thinks, then points behind her. The figure nods, moves past her in that direction.

3 INT. ABANDONED BUILDING - NIGHT 3

A foot steps carefully, quietly on a hard concrete floor lit only by moonlight.

Another lands, carefully avoiding a discarded liquor bottle.

The other one now avoids a bottle but lands in a small puddle with a splash.

The owner of the feet, and the figure we have followed - young, T-shirt wearing MIA - looks around in the darkness in quiet panic.

A bottle crashes somewhere across the room.

Mia's head swivels as she squints in the direction of the crash.

Her eyes slowly adjust to the darkness to see a silhouette of a man by the window, backlit by the blue of the moonlight coming through the small gap.

SIMON

This place is already taken.

MIA

Sorry. No. I don't want the place.  
Sorry.

SIMON

I ain't gonna hurt you.

Mia squints again, steps forward a few steps.

MIA

Is your name ... Simon?

The silhouetted man stops, turns and peers at her.

MIA

Don't worry. I don't want to hurt you, either.

EXT. ABANDONED BUILDING - DAWN

SIMON staggers along the fading wall of the abandoned building as the first light breaks outside, MIA following close behind.

Simon is never far from the wall as he fights gravity and the end of the long bender he's on.

SIMON  
Look, what do you want from me,  
kid?

MIA  
Mia.

SIMON  
Whatever.

MIA  
I can help you.

He stops, studies her for a moment.

SIMON  
You can help *me*?

MIA  
(ignoring his tone)  
Sure I can. I can write really well  
-

SIMON  
You think I can't?

MIA  
And I can be very convincing.

SIMON  
Mmm-hmm.

He starts away from her again, then suddenly turns back, looking her over again.

SIMON  
Who sent you? You one of them  
government agents trying to turn us  
all against each other?

MIA  
Me? No.

SIMON  
I knew one of them once. Name Jud  
ring a bell?

She shakes her head.

SIMON

Friend of mine ... until he wasn't.  
Killed himself. Violently. Real  
messy.

She stares back, speechless.

He starts to walk away again, eventually chancing a glance  
over his shoulder to see her still there, following a few  
steps behind. He sighs, stops.

SIMON

So what are you going to help me  
with? You got a fresh bottle?

MIA

What? No. With the movement.

SIMON

The movement.

MIA

Yes.

SIMON

What movement?

Now she studies him.

MIA

But ... Saul said you were the one.  
The one leading the movement.  
Aren't you?

SIMON

(shaking his head)  
Saul.

MIA

So you are?

SIMON

You ever heard of a guy called the  
Teacher?

MIA

Of course.

SIMON

You know what happened to him?

MIA

No. What?

Simon can't bring himself to talk. He turns and starts to walk away again.

SIMON

Go home, kid. Wherever that is.

MIA

I can't go home. I have no home left. There are more like us every day. Getting starved out while this world rots around us. We need something new. We need a movement like yours. And the Teacher's.

Simon turns sharply, advances toward her. She retreats.

SIMON

The Teacher's dead. Don't you get it? I watched as they took him. Then everyone got to watch him die.

He sees her horrified look.

SIMON

You must have had your Update Screen off that day.

MIA

But he survived, I thought I heard he came back -

SIMON

There ain't no teacher. And there ain't no movement.

He leaves again. She watches him go.

MIA

I must have been really wrong.

SIMON

Yeah.

MIA

I must've been wrong to think anyone would choose a tired old drunk like you to lead anything. Especially brave people like the Teacher. Or Saul.

He stops, turns, slowly advances until he's right in her face. She tries to keep her cool and not seem intimidated.

He finally speaks.

SIMON

What good is a writer supposed to do me?

MIA

A writer can tell your story. The story of the movement. And get it out to the people who need to hear it most.

He thinks, grunts as he nods his head, turns more slowly.

She steps toward him.

MIA

But no one wants to hear a story that ends like ...  
(gestures around her)  
... this.

He nods, ponders.

SIMON

Stories I got aren't usually the happy-ending ones.

5 EXT. ALLEYWAY - NIGHT

5

FLASHBACK: Faces, covered with blood and lit by flames, laugh in quick succession.

SIMON walks with purpose, knife in hand. Loud noises and yelling are heard in the distance.

DREW, his younger brother, runs to catch up with him, spins him around.

DREW

This ain't the way.

SIMON

No ...

He gestures behind him.

SIMON

*That is not the way!*



DREW

A little while ago you were running  
for your life; now you're going to  
walk right into the middle of them?

Simon stops, looks over at him.

SIMON

You saw that?

DREW

It's all right, Simon. He can't  
expect us not to get scared. Right?

Simon steps forward, right in Drew's face.

SIMON

I ain't scared. And I will not  
stand by and let him die like this.  
Not like this. While they sit there  
and laugh.

DREW

This must be what he wanted.

SIMON

How could anyone want that, Drew?

He grabs Simon's knife hand.

DREW

But this is not! You know that.

The sound of footsteps.

Drew presses against the wall in fear, still holding on  
tightly to Simon's arm as footsteps as laughs echo through  
the alleyway.

Simon watches from the shadow, his eyes glaring at the shapes  
going by.

SIMON

I'm not going to let this stand.

DREW

It's too late, Simon.

Simon looks over at him.

DREW

You want to show him you care? That you believe? You walk in there without this.

He holds up Simon's knife hand.

DREW

Just like he did.

Simon looks down at the knife, over his shoulder into the night, back at Drew.

DREW

You had your chance to prove it.

Simon glares at him, trying to hide the sting of his brother's words. He shoves Drew out of his way, walks the opposite direction down the long alleyway.

6 EXT. ABANDONED BUILDING - DAY

6

PRESENT: SIMON stands in front of the building, which is looking in much better shape. Simon is, too.

He is speaking to a very small, skeptical crowd, with MIA greeting the few passersby who wander toward the scene.

SIMON

We ain't got much. Hell, we ain't even got electricity, most of us. We're practically living in the dark here in our beloved Commonwealth. But we got Update Screens. Update Screens that run even when our water don't. Ever wonder why that is? Maybe it's because that Update Screen signal's being beamed out from the First City, which means it's owned by the same people who own the government. Same ones who own the faith. Same ones think they own us.

Simon walks over to AUDIENCE MEMBER 1, who is only half paying attention, and puts his arm around him.

SIMON

But they don't. We're smarter than they think we are.

Simon starts to pace again.

SIMON

They think as long as they can program us from birth with that idiot box, they don't even need police or a army to keep most of the Commonwealth in check. Just a few stragglers here and there, a few of their devious little agents, to stir up discontent and turn us on each other.

SKEPTIC

What're you doing but trying to get people worked up? Why should we trust you?

Simon walks over to the muscular man, gets right in his face.

SIMON

All you gotta do is look in my eyes. And know that I've given up everything to stand here and talk some truth.

Simon's eyes fall on Mia, who is greeting someone who is stepping out of a sleek sports car. Anger flashes across Simon's face.

SIMON

If anything's ever going to change, it's on us. The ones getting shit on. This word -

(through clenched teeth)

This movement is for the people who've been on the bottom all this time. It's time for us to be on top. It's time for us to rule. The right way.

VOICE (O.S.)

Wrong!

Simon whirls, squints angrily in the direction of the voice and sees -

SIMON

Drew?

The now-bearded DREW meets his gaze, looks to his left as Simon follows his gaze to one of the bloody faces we saw recently in the flashback, recognition flickering.

SIMON  
(through clenched teeth)  
Saul.

SAUL steps forward toward the crowd, eyes blazing, in full shabby glory, heads turning toward him.

SAUL  
The Teacher who instructed us, who sent us out to you, brought a different message, a message his very life – and death – bore out. If we could only be wise enough to listen.

He cocks an eyebrow at Simon, turns back to the crowd.

SAUL  
What message so revolutionary? We have lived this long on one guiding principle – self-preservation. Survival. As individuals, this may have once been sufficient. But as a group – as a species – this approach is not only no longer adequate, it has become destructive. We have wrecked our institutions, our government, our church, destroyed our trust in each other, even destroyed the ability of this planet to support us. It is only through a new approach, a higher ideal – selflessness, an idea that became our destiny the moment man was first bestowed with that divine spark of sentience – that we can meet our long-sought potential as a race. In fact, it's the only way we have a chance at survival. The time has come when we must evolve – or die!

He starts to walk to each member of the crowd, looking them in the eyes. Mia listens intently. The crowd is silent, watching. Even Simon is hanging onto each word.

SAUL  
It's not about all of them or all of us. It's about each of us. The world won't be changed all at once. No one is so great. It will come one person at a time.  
(MORE)

SAUL (cont'd)

Which one of you is prepared to  
abandon the possessions that define  
you, the selfish relationships that  
hold you back, to start saving our  
world and our brothers and sisters?  
Who is ready to lead, by following  
the path set forward by the  
Teacher? Who is ready to die, so  
that we all may live?

A tense silence.

Simon snaps out of the hypnotic effect, steps on the moment.

SIMON

Thanks everyone for coming. Our  
friend Mia has pamphlets and  
information inside.

7 INT. ABANDONED BUILDING - MOMENTS LATER

7

SIMON walks in, flinging the door open so that it almost  
ricochets into the face of SAUL, who walks close on his  
heels.

SAUL

It is no mystery to anyone that  
this is a dead territory. What  
remains a mystery is why you are  
still here.

SIMON

I live in this dump. Why the hell  
are you here?

SAUL

When I heard our elusive leader had  
actually decided to surface, I had  
to see for myself whether the  
rumors were true.

SIMON

(icily)  
One of these days, I'll just have  
to figure out where it is you here  
all these rumors.

DREW

When are you going to stop kicking  
dirt in everyone's faces, Simon?

SIMON

Maybe it'll be the same day you  
grow up and start taking care of  
yourself.

SAUL

I picked up Drew on the way when I  
heard of your reemergence. I  
thought that as your brother, maybe  
he could talk some sense into you.  
And tell you where you're needed.  
And it's not in this ... dead  
place.

8 INT. ABANDONED BUILDING - NIGHT

8

MIA listens, fascinated, as SAUL speaks with a distant gleam  
in his eyes. DREW scrubs some clothes in a bucket across the  
room.

SAUL

So then the sounds around me faded  
out. And a great light began to  
spread. And I knew.

Mia waits for Saul to go on, but Saul is still caught up in  
the moment.

MIA

Knew what?

SAUL

Knew it was him. The Teacher.

MIA

So he told you ...?

SAUL

No, not told. Not in words, anyway.  
But yes, I suppose he did. I knew I  
had been misled. I knew that I was  
being called to bring my leadership  
to the other side, that this cause  
was just. And it is. I suppose you  
have heard the same call.

MIA

Yeah ... Maybe not so dramatically.

SAUL

You seem like you come from a  
learned background.

MIA  
(defensive)  
No different than anyone. I'm just  
ready to do my part.

Saul nods.

SAUL  
And you will. You'll get your  
chance.

Drew looks at the pair of them dubiously, gets up and walks  
into a back room.

He sees SIMON preparing a few blankets and pillows on the  
floor for the visitors, unaware his brother has entered the  
dark room lit only by candle.

DREW  
I never would've guessed.

Simon whirls, sees Drew standing there and grunts, returning  
to his work.

DREW  
Not in this old dump. I thought we  
had all given up on this place.

SIMON  
They ripped it up pretty good. But  
you know I'm a stubborn old  
bastard.

DREW  
You know he's right, right?

Simon looks up at him, follows his gaze to the door, where  
Saul's loud voice filters in.

SIMON  
Don't start with me, Drew.

DREW  
The people have all moved further  
north. Everyone left when the shore  
started disappearing.

SIMON  
What, the First City?

Drew nods.

SIMON

I can see why he'd want me in there. You ... not so much.

DREW

The movement needs you. They need to see you, to hear that you still believe.

SIMON

What movement? A dozen down-on-their-luck losers spread across creation? If the message is worth a damn, people will find me here.

DREW

You need to go the only place where a lot of people can hear you at once. We're hanging by a thread here.

SIMON

Your crazy friend in there's obviously got a way with words. He can sell people on all kinds of things. That's what they need.

DREW

They need you. We all do.

SIMON

You all need a good, stiff drink. Or your heads examined.

He looks down, shakes his head.

SIMON

I ain't gonna just throw my life away for nothing.

Drew looks at him dubiously as Simon continues to prepare the room.

Simon looks back after a moment.

SIMON

You forgotten how to work?

Drew grabs a blanket and throws it on the floor.



9 EXT. LAKESIDE PARK - NIGHT

9

FLASHBACK: A small trail of men winds its way through a forest.

Toward the back walks SIMON. JUD, another scruffy member of the movement, hurries his pace to walk beside him.

JUD  
Almost there.

Simon looks over at him.

SIMON  
Yeah, you've been saying that for days.

JUD  
(smiles grimly)  
Yeah, have a feeling this time may be different.

SIMON  
You all right?

JUD  
Yeah, just didn't figure you'd still be here.

Simon grunts. Jud grabs him.

JUD  
It's not too late, you know.

Simon stares at him.

Drew steps between them.

DREW  
Holy shit. Is that what I think it is?

Jud and Simon follow his gaze, looking up in front of them.

Ahead lies a shining city.

JUD  
(sighs)  
It's the First City, you poor rube.  
The end of our journey.

DREW

Then this is when we take our  
stand.

Jud and Simon share a glance. Jud shakes his head, walks on  
ahead.

Simon grabs his brother's arm as Drew starts to walk on.

SIMON

You stay close to me. You hear me?

Drew rips his arm away.

DREW

I'm a grown man.

SIMON

I made a promise to our dying  
mother when you were still a snotty-  
nosed little shit who couldn't tie  
his own shoelaces, that I would  
look after you. I'm gonna keep  
doing that.

DREW

We're not kids anymore. This is  
what we committed to.

Drew starts to back away toward the group.

DREW

This isn't the end. This is the  
beginning.

Drew hurries to catch up with the group.

Simon watches him go, looks up at the city, looks behind him  
in the direction from which they came, shakes his head.

He follows.

10 EXT. ABANDONED BUILDING - NIGHT

10

PRESENT: The constricted face of AUDIENCE MEMBER 1 remains  
perfectly still as his body swings from the noose around his  
neck from a tree outside the abandoned building.

At the man's feet stand DREW, SIMON, SAUL and MIA staring up.

Mia throws up behind some bushes.

SAUL

Why so pale? How many times a day  
have you seen this on Update  
Screen?

MIA

It's a little different in person.

DREW

You think it was an agent or the  
people?

SAUL

What difference does it make? This  
should end any local recruitment,  
certainly. If we should persist, it  
will be one of us next. And it will  
accomplish nothing.

He turns toward Simon.

SAUL

Do you have nothing to say?

Simon looks at him warily, then back up at the body.

SAUL

It's time. You know what you have  
to do, and it's not here.

SIMON

You want to get me out of the way,  
you don't need to go through all  
the trouble.

SAUL

I want you to talk to your  
followers -

SIMON

Followers?

SAUL

(intensely)  
The tenets - rejection of material  
things. Sacrifice of self. Passive  
resistance. Charity. And unity,  
most of all. One follower at a  
time, until we're whole.

SIMON

The First City, huh?

Saul jabs his finger behind him at the corpse.

SAUL

You think you're any safer here?

Simon turns to walk back to the building.

SIMON

I'm going to get something to cut him down. I don't get my jollies out of this kind of thing.

Saul yells out after him.

SAUL

It is not enough to simply speak his word. We must be ready to follow in the Teacher's example if we are to save the Commonwealth!

11 EXT. ABANDONED BUILDING - DAY

11

MIA stands in the middle of a small crowd of angry faces, trying to be heard over their rants.

Included are SKEPTIC, as well as a few other men.

ANGRY WOMAN

You don't like the Commonwealth, you're welcome to go somewhere else.

MIA

Well, what is the Commonwealth but people? That's what we care about.

SKEPTIC

People? I heard her friend saying the other day how he wanted to overthrow the government. You want power, just like all the other troublemakers.

MIA

No, we want to change things, but not through violence. What will violence get us?

ANGRY MAN

You telling me when someone punches you you ain't going to hit back, little girl?

ANGRY WOMAN

I seen enough newscasts to know  
what happens when people start  
stirring up trouble. We don't want  
no trouble here.

SKEPTIC

We've all seen enough news to know  
when someone's turned against their  
own people, haven't we? Traitor!

ANGRY WOMAN

Go home, cult!

The group starts yelling, closing in around her.

CUT TO:

12

INT. ABANDONED BUILDING - DAY

12

MIA slams the door shut behind her, leaning on it, exhausted.

SIMON laughs as he looks over from the window where he was  
watching the scene unfurl.

SIMON

Already more of them out there than  
there ever were in here.

MIA

You could've helped me a little.

SIMON

They already been turned. Told from  
the day they're born to hate and  
not trust outsiders, that something  
worse is right around the corner.  
Got to let them have just enough  
stuff so they can fear losing it  
all. Then all it takes is one  
person, one voice, to rile them up  
against a "threat."

MIA

How are we going to start a chapter  
here?

Simon walks away, as if he hasn't heard.

13 INT. ABANDONED BUILDING - NIGHT 13

SIMON starts to pull the curtain closed, but stops to stare outside for a moment.

The small group of protesters is dispersing, except for one: SKEPTIC, who stares up blankly at Simon.

Simon frowns, finishes closing the curtain.

He looks around the room at DREW, MIA and SAUL, asleep under blankets on the floor.

He walks out, down the hall to check on the front door and make sure it's locked when he hears a crash.

Simon races back down the hall to see a burning bottle by the window, flames working their way up the curtains, the groggy group all backing away from the center of the room.

SIMON  
Clear out! Fast!

Simon races back out, runs to the kitchen.

He opens cabinet after cabinet, failing to find anything.

Finally, he reaches down and grabs a coffee tin, turning it upside down to empty it. He runs over to turn on the water.

Nothing comes out.

He slams the tin down, then looks over his shoulder, panicked.

14 EXT. ABANDONED BUILDING - NIGHT 14

SAUL, DREW, MIA and SIMON stand in a row, looking up, their faces lit by flame.

Simon looks over at Saul.

SIMON  
Looks like you win.

SAUL  
It's a message. You are being called.

SIMON

Sure it is.  
(sighs)  
So when do we leave?

SAUL

I can't go with you. I must return  
to my work in the middle of the  
Commonwealth. As the droughts  
lengthen and the storms strengthen,  
the desert spreads. That area is  
ripe for the word.

Simon shakes his head, turns to Drew.

SIMON

Looks like it's me and you again,  
squirt.

DREW

I -

SAUL

Drew is needed elsewhere as well.  
He has served his purpose here.

SIMON

Why don't you let the man speak for  
himself?

DREW

I have my own things to do now,  
Simon.

MIA

I'll go with you.

SIMON

This ain't a joke. I think you've  
already seen that.

MIA

And I'm still here. I'm going.  
(beat)  
But how are we going to get there?  
The metro-train is dead, and I know  
we could never manage access to a  
car or oil.

SIMON

You walked this far from wherever  
you're from.

(MORE)

SIMON (cont'd)  
I'm sure you weren't dumb enough to  
try to hitch your way down here.

She nods uncertainly.

Saul grabs Simon's shoulder. Simon turns to see Saul's face  
again lit up by flame and passion.

SAUL  
Walk in. Walk in in front of a  
giant, peaceful army of followers.  
Then they will know we won't be so  
easily dispersed or forgotten.

SIMON  
What army is that exactly, Saul?

DREW  
People like you, Simon.

SAUL  
Inspire them. Light the fuse with  
the word. Of the Teacher.

SIMON  
(smirks)  
And his example.

SAUL  
Yes, exactly. Show what it takes.  
They will rise to the occasion.

15 INT. SIMON'S HOUSE - NIGHT

15

FLASHBACK: SIMON throws clothes into a bag as Simon's wife  
NAOMI watches from the doorway. Her face is puffy and red.

NAOMI  
Why are you doing this?

SIMON  
I told you. You know why I'm doing  
this.

She walks over to him, trying to get between him and the  
dresser. He works around her, continuing to pack.

NAOMI  
Simon, you are the sanest man I  
know. And this is straight up  
insane.



SIMON

The world's insane.

He points down the hall.

SIMON

What kind of world is going to be  
left for her -

He stops for a moment, staring down.

Then he starts out down the hall, her following close behind.

SIMON

Damn it, woman, can't you see I'm  
trying to do the right thing here?

NAOMI

The right thing? The right thing is  
taking care, standing by your wife  
and your -

He cuts her off.

SIMON

Shh. You'll wake her up.

She lets out a breath as he walks quietly into his daughter's  
room, where she sleeps silently.

Naomi watches as he bends over and kisses her on the head,  
trying to restrain his emotions and not wake her up.

He walks out past his wife silently, trying to hold back  
tears.

NAOMI

Look at you, Simon. I know you  
don't want to do this.

SIMON

I learned a long time ago what you  
want to do don't really square into  
a whole lot of things in this  
world.

They walk toward the front door.

NAOMI

But you have a choice this time!

SIMON

And I'm trying to make the right one.

NAOMI

We don't mean nothing to you?

SIMON

Come on, you know that ain't true. Geez.

NAOMI

How can you do this to us?

He looks at her, straining for words and finding none.

NAOMI

Why then? For what? Drew again?

He turns and tries to look at her, then looks away.

SIMON

It's not Drew. All my life I've tried to do the right thing, you know that -

NAOMI

And now you're going to do exactly what your father did before you -

He holds up his finger in her face, anger flashing in his eyes.

SIMON

Do not. No, do not. It ain't the same and you know it.

NAOMI

It is! I don't see no difference.

He picks his bag up.

SIMON

I've put away as much as I can through the years. It's all yours. I don't want none of it.

NAOMI

(more quietly)  
Simon, do you really believe? Can you believe? That this man is really who he says he is?

He looks away again.

SIMON  
I believe.

NAOMI  
I know you too well. You don't  
believe. You just want to believe.

He starts to walk again.

SIMON  
What's the difference?

NAOMI  
I guess you don't believe taking  
care of your own is as important as  
taking care of strangers? Huh?  
We're your family, Simon. You're  
supposed to love us!

He doesn't respond, continues walking.

She grabs him as she gets to the door.

NAOMI  
Simon, please ...

SIMON  
I love you.

He kisses her and walks out the door.

She follows, sees him walking away, Drew standing quietly in  
the distance. Their eyes meet. He looks away.

She grows frantic.

NAOMI  
Simon? Simon! Don't do this! Simon!

Simon and Drew walk away into the darkness as her cries grow  
faint in the background.

16 EXT. HILL - NIGHT

16

PRESENT: SIMON and MIA struggle up a hill as a fierce wind  
tears at them.

Simon looks up as he reaches the top of the hill, and some  
small measure of relief passes over his face.

He reaches down to see Mia trip, reaches down, grabs her and pulls her up beside him. They both look down.

In the distance is a small house with its windows lit up.

17 INT. HOUSE - NIGHT

17

MIA and SIMON shovel in food as a kind couple in their 60s exchange smiles and glances in a modest house.

HUSBAND

(to Mia)

So pardon my saying, but you seem very smart. I wouldn't think it to look at you, but did you do high-ed?

Mia stops stuffing her face for a moment to wave her fork in ceremonial fashion.

MIA

"Intelligence comes from the mind, knowledge from the school."

WIFE

So you did go to school?

Mia catches herself, casts a quick glance over at Simon.

MIA

Me? No.

HUSBAND

Our daughter could've gone off to school. Could've been the first ... If being smart was all it took, she'd have her pick. But I guess it's a business just like any other ...

WIFE

(cuts in)

And what about you, Simon? What kind of work have you done?

SIMON

I used to fish.

WIFE

Ooh, that's tough. The extinctions and dirty water, I've heard ...

SIMON

Not dirty so much as when the salt  
and fresh started to get all mixed  
up. But I did all right. Enough to  
feed -

(catches himself)  
To feed yourself.

HUSBAND

See, she applied. It was the money,  
first off. It was also that damn  
essay. The one she showed us ...  
well, it wasn't the one she sent  
them. They wanted to hear something  
patriotic.

He sighs, shakes his head.

HUSBAND

That ain't what they got. We  
should've known then ...

He trails off.

Mia shakes her head. Simon eyes her warily.

MIA

Really? See, isn't that just the -

SIMON

This food is fantastic.

He speeds up his eating while trying to make eye contact with  
Mia and failing.

MIA

(to the Husband)  
You're probably not alone, sir -

SIMON

And a real pretty home.

WIFE

Have you ever been married, Simon?

SIMON

Me?

The Husband and Wife stare at him, waiting for an answer. He  
is unable to give it to them.

HUSBAND

It's a shame. Children are a gift. But it's got harder and harder to raise them right and give them a chance at something better. Like our little girl.

MIA

See, that's exactly what the Commonwealth has become. The rich, the ones who already have all the opportunities, just get more while everyone else is supposed to just sit outside quietly and watch as their rights slowly erode away.

The Wife gets up quickly and rushes out of the room with her hand to her mouth, upset.

HUSBAND

Now, listen -

MIA

Then they just sit back and laugh without a care who lives or dies, wasting the potential of people like you and your daughter. Hell, they'd probably rather we die and then they don't have to spend so much time brainwashing -

HUSBAND

(rising suddenly as if about to burst)

You just can't leave well enough alone, can you? You can't just leave her alone!

MIA

Leave who alone?

HUSBAND

Why do you people have to go around stirring up everything, getting everyone all worked up? For what? One group of angry young people fights another group of angry young people in the streets and nothing changes.

(falls to a hush suddenly)

Except that all the sudden my baby girl is dead, lying in the street like meat. She's not coming back.

SIMON

Sir -

HUSBAND

Do you know what it's like to lose  
a child? To know you'll never see  
her again?

Simon is speechless. The Husband stares at the pair.

HUSBAND

The government didn't kill her. The  
police didn't kill her. It was  
people like you.

SIMON

Sir, I'm so sorry, we never would  
have -

HUSBAND

She said not to let you in. We done  
all right by ourselves. We're doing  
all right. Here.

SIMON

Mia didn't mean any-

HUSBAND

Please leave.

MIA

I really didn't -

Husband sits, voice quiet.

HUSBAND

Please. Leave.

Simon pushes away his half-eaten plate.

Mia looks across at him, then does the same.

18 EXT. HOUSE - NIGHT

18

SIMON and MIA pull their jackets on outside the house as the  
wind tears at them.

They look at each other, then walk away from the house.

19 EXT. FOREST - DAY 19  
SIMON and MIA work their way slowly through a tangled forest.

20 EXT. SHORELINE - AFTERNOON 20  
SIMON and MIA walk along a shoreline as the sun goes down.

21 EXT. SHORELINE - NIGHT 21  
SIMON and MIA sit by the shoreline, lit by a small fire they've made. Simon dunks his shirt in the water.

MIA  
I had no idea how long it would  
take to get to the First City. By  
foot.

Simon steals a glance at her hands, which roll open a thermos. She reaches into her backpack and pulls out a thin thumb-sized container, opens it and pours a fine powder into the drink, closes it and shakes it.

MIA  
Or by car, for that matter. Not  
that it would do us any good.

Simon scrubs a spot on his shirt with a rock.

MIA  
So you were a fisherman, huh? How  
long were you going to withhold  
that piece of information?

He grimaces.

MIA  
Sure wish you could scare us up  
some fish now. ... Of course, you'd  
probably need a boat or something,  
right?

Simon squeezes his shirt like a sponge.

MIA  
So do you have any other family, or  
is it just Drew?

Simon squints over at her, annoyed.



MIA  
I've told you I won't stop asking  
until you finally start answering.

SIMON  
I'll talk when there's something to  
say.

She looks out at the water, sighs. She sniffs at the air,  
then sniffs her shirt. He steals another glance to see her  
pulling a clean shirt out of her backpack.

Simon looks up to see her watching him, quickly looks away.

MIA  
I'd kind of like to clean up a  
little, too.

SIMON  
OK.

She simply looks back at him, raises her eyebrows.

SIMON  
Relax. I don't look at you like  
that.

She looks down at her clothes.

SIMON  
I'll roll over and go to sleep.  
It's all yours.

MIA  
Thank you.

22 EXT. SHORELINE - MOMENTS LATER 22

MIA's head comes up from the water. She shakes some water  
loose from her hair.

She looks over at her pile of clothes, then at SIMON, snoring  
under a blanket.

23 EXT. HOUSE - EVENING 23

FLASHBACK: SIMON and DREW sit on the porch of Simon's house,  
watching NAOMI play with SIMON'S DAUGHTER in the yard as the  
sun goes down.

SIMON

I miss that damn boat.

Drew glances over at him.

DREW

I was kind of surprised you went through with it.

Simon sighs, leans back.

SIMON

Nah, he was right. Besides, there was nothing left out there to catch. No one wants rotting fish.

He squints at the pair in the yard. His daughter is building a house from Lincoln Logs, with his wife's help.

SIMON

(quietly)

Missus sure wasn't too happy, though.

(distantly)

Who'd've thought, huh? Who'd've thought I could pull off this whole daddy thing? Especially with all that's been going on. Especially after the way we came up ...

DREW

You did all right with me.

Simon looks him over, grunts.

Drew looks back at him, starts to say something and stops, looks back out at the pair in the yard.

The Lincoln Log house collapses. Simon's daughter starts to sob uncontrollably, despite Naomi's efforts to soothe her.

DREW

He says it's time to get on the road again.

SIMON

Yeah.

DREW

He said this time we should be prepared to be completely free if we're coming.

SIMON

Sounds like something he'd say.

DREW

I'm going.

Simon looks over at him; Drew looks away.

DREW

You don't need to worry about me. I know how you feel about this whole thing anyway -

SIMON

(angrily)

I haven't turned my back on him, yet, have I?

He stares out at his family. His wife is trying to get the daughter to rebuild the house, unsuccessfully.

He looks away, staring down at the floor.

NAOMI (O.S.)

I got play duty, Mr. Unemployed.

He looks up at his wife, who now stands over him with his daughter.

NAOMI

That means you're on tucking-in duty. You know how someone gets a little crabby when she gets tired. Wonder where she got that from ...

He looks up at them, nods, gets to his feet.

SIMON

You want to tuck Drew in?

She cocks an eyebrow at Drew, who also gets up.

DREW

No, I guess it's about time to be moving on.

The Wife walks in, leaving the other three standing on the porch.

Drew frowns at Simon, who now holds his daughter's hand.

DREW

One way or the other.

Simon grunts, walks in.

Drew sighs, walks away.

24 INT. DAUGHTER'S BEDROOM - MOMENTS LATER 24

SIMON turns on the light, gestures toward the bed.

SIMON

You know what to do.

SIMON'S DAUGHTER tugs at his arm.

SIMON'S DAUGHTER

Mommy always reads to me. You never read to me.

He looks down at her, frowning.

SIMON

You want a story ...

(sighs)

... you get a story.

He collapses into a chair by the bed as she searches her bookcase.

SIMON

Why don't you pick out the craziest one you've ever heard.

Head in hand, he watches her as she happily pulls book after book out of the shelf.

25 EXT. TOWN STREET - AFTERNOON 25

PRESENT: SIMON speaks out loudly in the middle of a road in a small town.

SIMON

Your houses, your little lives, are prisons. Of your choice! We're meant for more! We're meant for better. We're meant to be a part of, to improve this Commonwealth, not watch as it crumbles, holding onto our little piece of the rubble.

In front of him stands ... nobody.

He turns to MIA.

SIMON

What gives?

VOICE (O.S.)

You're wasting your time here.

Simon whirls to see a SKINNY MAN with a weathered face in faded clothes approaching from the mist.

SKINNY MAN

I've been trying to rally the troops here all week. Not a peep.

MIA

You too, huh? What do you think is going on?

SKINNY MAN

Uh, shooting. Mass shooting, near as I can tell.

SIMON

Hasn't everyone had one of those by now?

SKINNY MAN

This one was ugly. Yeah, lot of kids. Not going to get anything going here.

Simon looks around, strokes his beard.

SKINNY MAN

You know, I was thinking about heading over to the next town. Wouldn't mind the company. Which way are you heading next?

SIMON

North.

SKINNY MAN

What a lucky coincidence, that's the way I'm heading too.

SIMON

(drily)  
How lucky.

MIA

It'll be nice having someone to talk to.

Simon shoots her a dark glance. She ignores it, starts to walk, the Skinny Man close behind. Simon follows reluctantly.

SKINNY MAN

Safety in numbers, too. Can never feel too safe on the road these days, if you know what I mean. What do you guys preach? Down with the Commonwealth and all that?

MIA

Not down with the Commonwealth, no. We're about peaceful transformation, internal revolution, about rejection of violent uprising. But we're also not going to continue to sit by as we get run over -

SIMON

(to Skinny Man)  
What's your racket?

SKINNY MAN

Something like that. Yeah, something like that, definitely. Because it's the truth, ain't it? Where do we figure in the whole big scheme of things? A drop of sand in the ocean. But we're also so important, too, right?

She looks over at him, impressed suddenly.

MIA

Yes.

SKINNY MAN

So who do you follow? Or do you have a leader?

SIMON

His was just known as the Teacher.

SKINNY MAN

Was, huh? Gotcha. Gotcha. Teacher, huh? Never heard of him. Sounds smart, though.

MIA

Do you know this area?

SKINNY MAN

Frontways and backways. Been here  
my whole life.

MIA

How soon is the next town? We're  
really hungry.

SKINNY MAN

Should be any minute now.

26 EXT. ROAD - NIGHT 26

SIMON, MIA and SKINNY MAN march on.

Simon stops, behind them as they trudge on, watching the  
Skinny Man and thinking. He walks on.

27 EXT. CLEARING - NIGHT 27

SKINNY MAN warms his bones by a healthy fire.

SKINNY MAN

You sure know how to make fires  
good. Looks like I latched on with  
the right crew.

He looks over at Mia, who is scribbling in her notebook.

SKINNY MAN

What you keep writing in there,  
girl?

She looks up, smiles.

MIA

Nice to see someone finally notice.

Skinny Man grins over at Simon.

SKINNY MAN

Uh oh! Trouble in paradise, huh?

Simon stares stonily at Skinny Man.

MIA

It's not like that. We've been  
spending a lot of time together.

SIMON

Too much, maybe.

Mia shuts the book.

MIA

I'm actually writing about the journey.

Skinny Man bobs his head.

MIA

I'm also writing about the Teacher.

SKINNY MAN

Teacher? Oh, right. The Teacher. Say, what's so special about this guy anyway, that you're still following him? There's plenty of dead rebels to choose from.

He snickers.

MIA

I just know his words. Simon actually knew him.

Skinny Man looks over at Simon, who has been quietly watching the scene. Simon stares back for a moment, before relenting.

SIMON

He looked like any man, just like you or me. But you could somehow see he was more. He never turned his back on no one, not even some low-down loser like you. ... or me. Said we were the ones that mattered. We weren't powerless. This world depended on us. And I believed him. He made me feel like I was worth something, that I didn't have to beat somebody's head in to prove it. I never felt powerful in my life until that day. Hard to imagine these days.

Skinny Man nods.

SKINNY MAN

Got that right, brother.

He warms his hands over the fire.



28 EXT. CLEARING - NIGHT

28

A hand carefully shifts the notebook from its stop on top of the backpack.

The owner of the hands, SKINNY MAN, quietly zips the bag up and pulls it toward him, trying not to wake the sleeping forms of SIMON and MIA.

A hand reaches out and grabs the other shoulder strap.

Skinny Man is suddenly staring into the flashing eyes of Simon. Skinny Man tries to smile calmly, glances toward Mia.

SKINNY MAN

Look, just be glad all I wanted was  
the backpack -

Simon raises his spare fist to strike; Skinny man raises his free arm as a shield.

SKINNY MAN

No! Please, you can have it back!

He falls backward, backpack on top of him. He looks down at it, then looks back up at Simon, shocked he wasn't struck.

Simon looks away as Skinny Man turns and runs into the woods, bag in hand.

SIMON

Damn it.

Mia, groggily coming to, looks around, picks up the notebook.

MIA

Oh, no! He took all my stuff.

SIMON

That almost makes this all worth  
it.

She gets up.

MIA

Why? So I can see how horrible  
people are? Or what a cynical  
bastard you've become?

SIMON

No.

He looks into the woods, into the darkness, after the now-gone figure.

SIMON

So you can see what happens to people when they got nothing left to hang onto.

29 EXT. OPEN SEA - AFTERNOON 29

FLASHBACK: SIMON and DREW haul up their fishing nets. Simon stares down at the paltry haul.

He looks up at Drew. Drew shrugs, equally disappointed.

Simon sighs, looks out across the water.

30 EXT. DOCKS - SOON AFTER 30

SIMON throws a lasso around a dock as his fishing boat drifts in toward the pier.

He looks up and sees JUD, carving the skin off of an apple.

SIMON

Hey, Drew, why don't you go down and start getting all the gear together?

DREW

Your legs broke?

Simon gives him a hard stare.

Drew heads down below.

Simon looks over at Jud as he starts swabbing down the deck.

SIMON

You know, there's at least 10 other of these knuckleheads you could be gracing with your company.

JUD

(quietly)  
I thought you and me were friends, Simon.

Simon examines him thoughtfully, turns away.

MATT (O.S.)

Look who it is. The lost fisherman,  
back from the dead.

Simon turns and squints into the sun, seeing a man walking  
down the pier toward him.

Simon nods.

SIMON

Matt.

The fellow fisherman walks up, shooting a quick glance at Jud  
before returning his attention to Simon.

MATT

We got to thinking you and Drew had  
gave up, taken off to try something  
else. Hell, we were about to draw  
for who got your boat.

SIMON

Yeah, well, I ain't going nowhere.

JUD

You're not?

Simon regards him coolly, turns back to Matt.

SIMON

How's things?

MATT

How the hell do you think? I take  
it you were just out there. Fish  
ain't dying my ass. Only ones I  
catch been dead already for weeks.  
The smell, man ...

He throws his thumb over his shoulder.

MATT

Used to be me and mine could get by  
on that rusty old piece of shit.

SIMON

Yeah ...

MATT

So where you been?

JUD

Yeah, where you been?

Matt looks over at Jud curiously.

SIMON  
That's Jud. He's a little ...  
different.

JUD  
Your friend was asking where you've  
been.

SIMON  
I've been out on the road some.  
Seeing some ... things.

MATT  
On the road. What've you been doing  
for work?

JUD  
He's turned on relying on the good  
nature of his fellow man.

MATT  
What does that mean?

Matt turns back to Simon.

MATT  
Are you begging? Damn, has it  
gotten that bad?

SIMON  
No. It's hard to explain. It's this  
new group I hooked up with.

Matt glances at Jud.

MATT  
With him?

SIMON  
... Yeah. And some other guys.

JUD  
Drew introduced Simon to us.

Matt stares at him curiously, then lights up.

MATT  
Oh! Ha. The kid's a grown-up now.  
Might as well let him run with the  
crazies if he wants.  
(MORE)

MATT (cont'd)  
 (glances at Jud)  
 No offense, man.

JUD  
 None taken.

Simon glances over at Jud.

SIMON  
 It's nothing to do with Drew. This  
 was my idea.

Matt now seems mystified for a moment, then breaks out  
 laughing.

MATT  
 Nothing to do with him? Just like  
 that time with those kids that  
 almost conned him out of your boat  
 way back when? Ha ha. Or the ones  
 who talked him into wearing his  
 clothes backward?

Simon's face turns bright red.

MATT  
 I just wouldn't let him run too  
 far, Simon.

DREW  
 Who's running where?

Simon looks over to see Drew stepping back onto the deck with  
 two armfuls of gear.

SIMON  
 Nobody.

JUD  
 It seems Simon's still reluctant to  
 trust you, Drew.

Drew looks over at Simon intensely.

JUD  
 Or it could just be he's still  
 having some second thoughts. This  
 kind of thing's not for everyone.

SIMON  
 Actually, I was thinking about  
 selling this boat off. If you want  
 it. Price'll be pretty cheap. She  
 can still get the job done.

DREW

Simon, are you serious?

He looks back at him, then looks over Jud and his friend, both taken aback.

Simon sets his jaw.

SIMON

Nothing out there for me anyway.

Jud gets up, takes one more bite from the apple and tosses it into the sea.

JUD

Boys, I got some people to talk to.

(to Simon)

Take care of yourself, Simon.

Matt runs his hand down the side of the boat.

MATT

She's still got some good days ahead of her, you're right about that.

Simon watches Jud walk off, absent-mindedly runs his fingers across the side of the boat.

SIMON

Sure does, sure does.

He forces a smile, turns to Drew.

SIMON

Could be we got better things ahead of us anyway, right, Drew?

31 EXT. HIGHWAY - DAY

31

PRESENT: SIMON and MIA struggle as they walk uphill, Simon in front and pausing to look over his shoulder at his companion.

SIMON

You haven't asked me one personal question today. Or one Teacher story.

No response.

SIMON

What makes me so lucky today?

No response. He stops, turns toward her.

SIMON

Look, I'm just as hungry as you are. This is all part of -

MIA

I know what it's supposed to do.

SIMON

We find someone who cares, they'll feed us. It awakens something in them. Right?

She sighs, looks away.

SIMON

What? What is wrong with you?

MIA

I know this place.

SIMON

Yeah?

She finally looks him in the eye.

MIA

I'm from here. This is where I grew up.

He grins.

SIMON

Great. Looks like you know where to find us some food, then.

MIA

... I don't know if that's such a good idea.

SIMON

Good idea?

He stares at her, mystified.

32 EXT. MIA'S HOUSE - NIGHT

32

SIMON stares up at a huge, luxurious house.

SIMON

What makes me so lucky today?

No response. He stops, turns toward her.

SIMON

Look, I'm just as hungry as you are. This is all part of -

MIA

I know what it's supposed to do.

SIMON

We find someone who cares, they'll feed us. It awakens something in them. Right?

She sighs, looks away.

SIMON

What? What is wrong with you?

MIA

I know this place.

SIMON

Yeah?

She finally looks him in the eye.

MIA

I'm from here. This is where I grew up.

He grins.

SIMON

Great. Looks like you know where to find us some food, then.

MIA

... I don't know if that's such a good idea.

SIMON

Good idea?

He stares at her, mystified.

32 EXT. MIA'S HOUSE - NIGHT

32

SIMON stares up at a huge, luxurious house.



SIMON

*This* is where you grew up?

Mia looks over at him.

MIA

I knew this was a mistake.

He looks back thoughtfully, nods.

SIMON

You were right. Let's go.

He starts to walk in the other direction.

SIMON

I'm sure you know other people in town that can hook us up just as good.

He looks back, stops in his tracks.

Mia still stands staring at the house.

SIMON

Come on, Mia.

She looks over at him, torn.

33

INT. BATHROOM - NIGHT

33

SIMON stands in a beautiful marble-appointed bathroom, bathed in light, as he lets the shower water run over his filthy skin.

He looks over as he hears footsteps on stairs outside the room.

MIA'S MOTHER (O.S.)

Will you please tell us what happened to you? You just show up looking like you haven't eaten in a week and taken a bath in twice that.

MIA (O.S.)

(tries to laugh)  
Longer than that.

MIA'S FATHER (O.S.)

We were worried sick about you. We don't hear from you;  
(MORE)

MIA'S FATHER (O.S.) (cont'd)  
 we call the school and they say you  
 disappeared midway through your  
 term. We thought you were one of  
 the ones in the newscasts being  
 targeted by those rebels or  
 terrorists -

MIA (O.S.)  
 I chose this. I don't need all this  
 stuff. I'm a part of something  
 bigger now -

MIA'S FATHER (O.S.)  
 Oh, not this again. I thought you  
 had grown out of this by now. You  
 need to go back to school.

MIA (O.S.)  
 So I can help perpetuate this  
 machine? The only thing I've grown  
 is a conscience -

MIA'S MOTHER (O.S.)  
 Is this some sort of cry for help  
 or something?

MIA (O.S.)  
 No. Actually, yes. A cry for help  
 for a sick world -

MIA'S FATHER (O.S.)  
 Mia, your mother and I have spent  
 our adult lives curing sickness -

MIA (O.S.)  
 You're hospital administrators.

MIA'S MOTHER (O.S.)  
 It doesn't matter.

MIA (O.S.)  
 You are the sickness!

A door slams.

MIA'S MOTHER (O.S.)  
 (anguished)  
 Mia, we gave you everything ...

The voices trail off. Simon stares down at the dirty water  
 swirling down the drain, shuts off the faucet.

34 INT. LIVING ROOM - NIGHT

34

MIA's MOTHER and FATHER sit on one couch watching a blaring Update Screen on which commentators argue and shots of riots flash.

MIA sits on another couch, while SIMON stands with his back to the Update Screen, checking out the family photos on the wall.

Mia's Father turns his gaze on the back of Simon.

MIA'S FATHER

So, let me ask you a question, Mr.  
Simon -

Simon keeps his attention on the photos, stiffening.

SIMON

Simon's fine.

MIA'S FATHER

What have been the ways in which  
you've contributed to society so  
far?

MIA'S MOTHER

Dear ...

SIMON

You asking if I've ever had a job?  
I been working since before I was a  
teenager.

MIA'S FATHER

And where does your expertise lie?

SIMON

Fishing.

MIA'S FATHER

What kind of training does that  
entail?

SIMON

(biting tongue)  
It's hard work. Family line.

MIA'S FATHER

And now you're training our Mia to  
... fish? Kind of you.  
(looks Simon over)  
(MORE)

MIA'S FATHER (cont'd)  
It doesn't seem to be working out  
very well.

MIA  
We're not fishing, dad.

MIA'S FATHER  
Honey, the grown-ups are talking.

Simon turns to look at him for the first time.

SIMON  
She was about to tell you that's  
not what we're doing. We're part of  
a peaceful movement of people  
trying to take control of their  
lives. Sometimes it doesn't hurt to  
stop talking and listen -

He tries to laugh good-naturedly.

MIA'S FATHER  
Movement, huh? Some words to the  
wise: It's hard to take people  
seriously if they look like they  
sleep on the streets. More likely  
you'll be worried they'll stick you  
up.

MIA'S MOTHER  
Maybe you should turn down the  
volume, dear -

MIA'S FATHER  
Another question for you, Simon.

Simon looks over at him, tensing up.

MIA'S FATHER  
Where exactly are you heading with  
my daughter?

SIMON  
We're going to the First City -

MIA'S FATHER  
That's always been exactly the  
place for someone of her  
intelligence and standing -

MIA  
I'm not going to assimilate-

MIA'S FATHER

But now every night on Update  
Screen I see some other march on  
the First City. And we get a fresh  
bunch of bodies at the hospital to  
treat -

MIA

If they have the money, you mean.

MIA'S FATHER

And let me ask you something else,  
Simon. What's the age of your  
typical convert to this movement?

SIMON

We've learned to take all ages and  
all sorts -

MIA'S FATHER

A wide net. That's prudent. But  
doesn't that also allow you then to  
take advantage of all those young  
and naive bleeding hearts -

MIA'S MOTHER

Dear ...

MIA

Dad!

MIA'S FATHER

The kids who are just looking for  
another adventure, another way of  
sticking it to their parents? Their  
parents who have given everything  
to raise them and set them on the  
right path, only to see them  
throwing it all away? Do you give a  
damn about any of them, Simon?

Simon turns, about to lose it.

SIMON

Look -

Mia stands up.

MIA

You're right, dad.

Everyone looks at her, equally shocked.

MIA

Don't take it out on Simon. I've  
been an idiot. We'll talk tomorrow.  
Let us just get some sleep right  
now. It's been a rough few months.

Mia's Father nods, a little embarrassed at how worked up he  
had gotten.

MIA'S FATHER

All right, all right. We'll talk  
tomorrow, OK, honey?

Mia nods blankly.

35 INT. MIA'S SPARE BEDROOM - NIGHT 35

SIMON lies in bed on his back, staring up at the ceiling.  
He looks over as the door creaks open.

In the doorway stands Mia, fully dressed with her backpack  
on.

MIA

I was right.

Simon rises and starts to put on his clothes.

36 EXT. ALLEYWAY - DAY 36

FLASHBACK: SIMON straddles someone, throwing punch after  
punch, frenzied, blood flying.

37 EXT. ALLEYWAY - MOMENTS LATER 37

SIMON, bruised and with a busted lip, staggers down another  
alley. Sounds of shouts and the occasional gun shot sound  
behind him.

He spots JUD and rushes toward him.

SIMON

Where is he? Did you see him, Jud?

Jud smiles.

JUD

Where have you been, Simon?

He looks down at Simon's bloody hands.

JUD  
And I thought they were the ones  
throwing all the punches.

Simon looks down at his hands, wipes his hands on his coat,  
then looks back up, incensed, grabbing Jud by the shirt  
collar.

SIMON  
Speak, damn it. Where is he?

JUD  
Last I saw he was trying to talk  
some sense into a bunch of crazy  
people. They weren't listening.  
They never do.

SIMON  
Not the Teacher, damn it!

DREW (O.S.)  
The Teacher! We've got to find him  
and get him out of here.

Simon whirls around to see DREW rushing toward him.

Simon grabs him, looks him over.

SIMON  
Where the hell were you?

Drew looks away.

JUD  
(to Drew)  
Weren't you one of the ones who was  
supposed to be watching him? You  
didn't leave him to those animals,  
did you?

DREW  
None of your damn business, Jud.

SIMON  
Hey. Hey, relax. The important  
things is that you're all right.

DREW  
No, it's not. That's not the  
important thing, Simon.

He turns, starts to walk.

DREW  
Come on. We have to go back in  
there and find him.

SIMON  
Look, he's a grown man. He can take  
care of himself.

Drew turns back.

DREW  
How can you say that? He's  
everything.

SIMON  
Everything?

DREW  
He's why we're here, isn't he?

SIMON  
Well, yeah -

DREW  
And what happens if they kill him?  
What happens then, Simon?

SIMON  
I suppose life will just have to  
keep on going, won't it?

Drew stares back in shock.

SIMON  
Oh, come on. Oh, and by the way -  
"they?" They is his own people.  
They're the ones who are trying to  
hurt him, to run us out of town.  
The ones who think he's a lunatic  
or something.

Jud tugs at Drew's arm.

JUD  
Come on, we don't have time for  
this.

Drew shakes him off.



DREW

He trusts you, Simon. You more than any of us. Do you trust him? Do you believe in any of this or not?

No response.

DREW

You were the one who said he was more than just another man in the first place.

SIMON

A joke! It was a joke! I didn't think everyone would run with it like they have.

Drew stares back for a long moment, then runs off.

JUD

A joke?

Simon glares at him, chases after Drew.

38

INT. PRISON CELL - NIGHT

38

PRESENT: The mangy SIMON is tossed into a cell, freshly bruised and with hair tousled.

The echo rings out of a door sliding shut with a metallic clang behind him.

He looks around, yells out.

SIMON

Mia? Mia!

He hears another, more distant sound of a door sliding shut.

A long pause as Simon sits listening carefully.

VOICE (O.S.)

Tough crowd out there.

Simon peers into the darkness, gives up trying to make out the source of the voice. No luck.

He gives up, leans against the wall.

SIMON

Everyone's a critic.

VOICE (O.S.)

Lucky we came along when we did.

SIMON

Yeah, someone could've got to thinking all this time that the people of The Commonwealth had been left to their own devices.

VOICE (O.S.)

If we had been later, those people might have killed you.

SIMON

Yeah, well, I'm eternally grateful to be back in one of these nice little rooms. You let me outta here, I'll show my gratitude more fully.

VOICE (O.S.)

Still with the violence? After all this time? Bad habits ...

Simon looks up again, suddenly interested in the conversation.

VOICE (O.S.)

Tough times, fisherman.

Simon squints, shocked he's been recognized.

VOICE (O.S.)

You'll be out soon enough. Only threats stay locked up.

Simon doesn't answer, listening carefully.

VOICE (O.S.)

You'd think the people'd be ripe for some sort of revolution.

(beat)

So what do you figure the problem is? The message itself, or the one delivering it?

Simon's jaw clenches.

SIMON

You know what, I never really liked talking to someone I can't look in the eye.

(MORE)

56.

SIMON (cont'd)  
Why don't you come a little closer  
so we can get better acquainted?

No response.

Simon struggles to his feet, looks around in the darkness,  
seeing nothing.

He paces belligerently.

SIMON  
Hello? Hello?!

39 EXT. TOWN STREET - DAY 39

Dust whips around as SIMON stands in the street, waiting.

He watches as MIA approaches, turning her black eye away from  
him.

SIMON  
How are you? Are you OK?

She avoids his gaze, simply walks on past.

He watches her, concerned, then joins her stride.

40 EXT. CLEARING - NIGHT 40

SIMON and MIA sit around the fire, Simon poking at it as it  
dies.

He reaches over to a small pile of sticks and throws one on.

He looks over at Mia, who stares into the fire.

Simon rises and walks over, wrapping his coat around her  
shoulders.

She doesn't look up, just nods.

41 EXT. DUMPSTER - DAY 41

SIMON roots around through a nasty pile of trash, looks up at  
MIA, who stands off to the side.

SIMON  
You think I like this? I been  
feeding myself since I was 10, and  
not out of no dumpster either.

She sighs, looks away.

SIMON

We're hungry, we're starving, we're pathetic. It's all part of the game, Mia.

MIA

I get it; I know the doctrine. I probably understand it better than you do.

He looks up at her again. She looks away.

SIMON

You wanted the real thing. Living the word - this is it! No one can doubt which movement we're part of. The sorry beggar brigade! Ha!

He eyes her, wipes his dirty brow with his sleeve.

SIMON

What, you wanna go back?

She looks over at him intensely.

MIA

I'm not going back.

He stares back, finally nods.

SIMON

All right.

He digs some more, gives up, leaning against the dumpster.

SIMON

We'll come through this. We always do.

42 EXT. TOWN - DAY 42

SIMON and MIA walk down an empty street, away from a small town, shielding themselves as kids run alongside them, pelting them with rocks.

43 EXT. CLEARING - NIGHT 43

SIMON sits next to another dwindling fire. He turns toward the sleeping shape of Mia on the other side of the fire.

SIMON  
 (whispers)  
 Hey! Mia!

She doesn't stir.

He sighs, looks out at the night sky. He hacks in his sleeve, a deep, disturbing rumble of a cough.

He digs in his dusty coat pocket and pulls out a wadded photo.

Just visible beneath the creases and fading are Naomi and the couple's child.

He squints, tries to straighten out the creases, finally gives up, defeated. He stares down at the ground, dejected.

His eye drifts to Mia's notebook, which lies nearby.

He reaches over and grabs it, starts to leaf through it.

44 EXT. CLEARING - MOMENTS LATER

44

MIA wakes with a start as SIMON slaps her with the notebook. Startled, she quickly crawls away from him.

MIA  
 Ow! What is wrong with you?

He waves the notebook back at her.

SIMON  
 What the hell is this? This isn't what I've been telling you about the Teacher.

MIA  
 You think you're my only source?

SIMON  
 Only source? Who?

MIA  
 Others in the movement. Your brother. Saul -

Simon looks heavenward.

SIMON  
 Saul!

MIA

What's the matter with you?

He walks over to her with the notebook.

SIMON

This isn't about justice or choice  
or selflessness. It's a bunch of  
magic tricks and hookum!

MIA

People need to hear something that  
will make them listen. Besides ...

SIMON

Besides what?

MIA

Besides, from what I've heard, you  
once believed he was more than just  
any guy yourself.

Simon shakes his head, turns away.

MIA

Why are you even still doing this?  
Is it just masochism or something?  
You don't even believe in this  
movement anymore; it's clear as  
day.

SIMON

You don't know the first thing  
about what I believe.

He takes a deep breath, calming himself.

SIMON

Go back to sleep. In the morning,  
you can start writing something  
believable. Something that won't  
make everyone think we're nuts.

45 EXT. HOUSE - NIGHT

45

FLASHBACK: SIMON emerges from a house's back door, leans on  
it, lets out a deep breath.

JUD (O.S.)

You all right?

Simon looks up, startled to see that he's not alone. JUD stands staring out into the night.

SIMON

Sorry, just needed some fresh air.

He looks over at Jud.

SIMON

Jud, right?

Jud nods.

JUD

Simon. The fisherman.

Simon nods.

JUD

(after a pause)

This was a good house to stop at.  
They're sure eating it up in there.

SIMON

Good house, good town. Some are  
more prone - sorry, more open -  
than others.

Jud glances over at him thoughtfully.

JUD

Your brother - he seems pretty  
prone.

Simon leans back against the house.

SIMON

Our dad died when he could barely  
wipe his own ass. He's been picking  
up daddies ever since then, each  
one more deranged than the last one  
-

He catches himself.

SIMON

Not to say that about the Teacher,  
of course, not by any stretch.

Another pause.

JUD

And you? How prone are you?

Simon looks at him.

SIMON

Part of me says he's different,  
that there's a lot of truth in what  
he says. That it's our world, we  
should be able to make it what we  
want. And that no one else has  
control of what we do but  
ourselves.

Another pause.

JUD

And the other part?

SIMON

(sighs)

The other part, the part that's  
been around for a while, thinks  
holding onto just a little bit of  
skepticism's a healthy thing. A  
*human* thing. Just the kind of thing  
can keep us alive.

Jud stares out into the darkness as if searching for  
something.

JUD

It's a crazy world, for sure. A  
dangerous world.

Simon nods.

JUD

Say, you ever hear that whole thing  
about the Commonwealth putting  
these plants everywhere?

SIMON

Plants? Oh, spies. Yeah. Here and  
there. Mostly from the Teacher,  
actually.

JUD

You ever think ... Sometimes the  
thought crosses my mind - only for  
a second - what if the Teacher's  
one of these plants?

Simon looks over at him, startled.



JUD

What if he's out recruiting up all these malcontents, drawing them together and then parading them around before he leads them like a bunch of sheep merrily on to the slaughter?

Jud looks over and sees Simon's shocked look.

JUD

Just a crazy thought I had once, that's it. I have all sorts of them while we're walking around, seeing all the crazy things we see on the road. Starving people, super storms, crazy wannabe prophets ...

SIMON

Yeah ...

Simon glances behind them, turns toward the door.

SIMON

Well, I better check in on Drew and them. ... I'll talk to you later.

Jud nods, watches him go inside, then stares back out into the night.

46 EXT. PARK - DAY

46

PRESENT: SIMON stands on a park bench in front of a handful of laughing faces, trying to get their attention.

Mia leans against a tree, disengaged.

SIMON

Listen to me!

HECKLER 1

We are listening. And you just said you want to overthrow the government by giving away all our stuff. And loving each other. And not using violence.

SIMON

No. I don't want to overthrow the government. We don't want to. We just want to change things. And that starts with ourselves.

(MORE)

SIMON (cont'd)  
 The government, the corporations,  
 in the end at the top it's just  
 more people. Lost people, just like  
 you and me. Right?

HECKLER 2  
 And you expect people to believe  
 this is the way to change the way  
 things are, by being nice and  
 letting them walk over us?

SIMON  
 Yes. I believe.

HECKLER 1  
 Well, I'm convinced.

The laughter resumes. Simon coughs in his hand, tries to keep  
 his composure.

YOUNG MOTHER (O.S.)  
 Your leader, the one they called  
 the Teacher?

Simon looks in the direction of the voice, sees a woman  
 standing behind a skinny boy slumped over in a wheelchair.

YOUNG MOTHER  
 They say he could heal people.

SIMON  
 Who said?

YOUNG MOTHER  
 Can you heal? Can you heal my son?  
 We're broke; no one will help us.  
 No one will even look at him, and  
 he's losing weight every day.

Simon pauses in the sudden silence, staring down.

He looks back up.

SIMON  
 Ma'am, I seen all kinds of things.  
 And let me tell you, believing in  
 this movement, believing in  
 anything, it can do wonders. It  
 gives you something to pour your  
 doubts into, and gives you back  
 strength in return. Armor-

HECKLER 2  
 She asked if you could heal him.

SIMON  
 (hangs head)  
 ... No. No, I can't heal him.

A laugh.

SIMON  
 But his faith can!

HECKLER 1  
 Then what do we need you for?

The laughter breaks out again in full.

Simon struggles to grab their attention back, as Mia turns to start walking away.

SIMON  
 You don't! You don't need me -

47 EXT. ROAD - MOMENTS LATER

47

SIMON struggles to keep up with Mia as they walk away from the town.

MIA  
 What the hell was that about?

SIMON  
 You know how this works by now. The word don't take as good at some towns as others.

She whirls to face him.

MIA  
 Yeah, well, the word *don't seem to take as good* at any town when it's coming from you.

SIMON  
 You want to put that higher education to work and jump in at any time, you go right ahead, brainiac.

MIA  
 Maybe I will.

He turns and storms off.

SIMON

Good.

She watches him go, face flushed with rage. She calls out after him.

MIA

I know we're lost.

SIMON

We ain't lost.

MIA

We should have been at the First City days ago. We're going in circles.

Now he whirls, charges toward her.

SIMON

Little girl, I been getting my directions from the sun since before you were born.

MIA

Then I guess you can blame the clouds.

SIMON

We ain't lost!

She turns away from him, fighting back tears.

MIA

Why can't we get there? I just want to get to the First City and get this over with.

He looks back at her in shock.

SIMON

Over with? It's never over.

He stares at her back, hears a sniffle she can't quite stifle.

His expression softens; he walks toward her and puts a hand on her shoulder.

He struggles to speak, starts slowly.

SIMON

Mia, I was still just a kid when my daddy left me. I didn't have no big house, my mom had died years before. When he left, life didn't stop. I had a little kid brother to take care. I still had to survive. And there on the dock, I found it. His old boat. The drunk old bastard had left his boat. That was my hope. My lifeline. The other guys out on the water, they made sure I did all right those first few years. I was meant to stick around for some reason, it had to be. I'm here for something. And so are you. You gotta have a little faith, though.

She sighs. He nods, walking off.

She follows.

48 EXT. FOREST - NIGHT

48

SIMON sits shivering, huddled in the cold, staring at the remains of a dead fire. He tries to stifle a raspy cough, failing, spits on the ground.

He looks up to the stars, searching. His breath is shallow and wheezy.

He suddenly cocks his head, listening.

The sound is coming from the lump that is the sleeping Mia - it's the sound of teeth chattering.

His brow furrows. He shakes his head, stares down at the ground in the darkness.

49 EXT. PARK - DAY

49

SIMON stands on a park bench, speaking with a strange new passion before a small crowd, words ringing out in spite of his fading voice.

The crowd is listening.

SIMON

I know you're pissed off. We all are.

(MORE)

SIMON (cont'd)

I know you're pissed because things didn't turn out the way you thought, that they haven't really been good for a long time. I know you're pissed because you're not the person you always thought you'd end up being. And it hurts.

Mia looks up from a tree in the park, listening curiously.

SIMON

I know you're scared. We all get scared. All the time these days. You're scared that as bad as things have been, they could somehow get even worse. That that tiny thread we've been hanging onto will give out, and we'll plunge into nothingness. The void. Despair.

Mia reaches into her pocket and wrestles out her notebook.

SIMON

But it doesn't have to be this way. We don't have to be this way. You have a choice. Choose not to be pissed off all the time. Forgive. Love. In spite of all the shit they throw at you, in spite of a media that works you over, a faith that turns its back on you and a government that just may never have gave a shit about you in the first place, don't sink to their level by playing their game. Don't play their game. Choose not to be afraid. You're afraid of losing everything, just give it up. Give it to them.

He scans the small crowd making eye contact with each person in succession.

SIMON

No matter what, you still got that little piece inside you that they can't get their hands on and never will. That piece that makes you worth something, no matter what everyone else thinks. Give up everything else but nurture that. Then it won't matter what you've lost -

He stops cold.

Staring up at him is NAOMI, older and with eyes wide.

50 EXT. PARK - MOMENTS LATER

50

SIMON shoves his way through the crowd as he is peppered by questions, with NAOMI shoving her way after him.

NAOMI

Simon! Simon, will you talk to me?

SIMON

Don't. Please. Don't do this to me.  
Not now.

She catches up, grabs him by the shoulder and whirls him around.

NAOMI

Do this to you?

Simon avoids her gaze, looking over to see MIA scrambling to keep people from leaving.

NAOMI

Do you know how hard it was to  
track you down? How long it took?  
Then I heard you were speaking at  
all these towns ... Speaking! You!

She forces a smile. He still avoids her gaze. She glances around.

NAOMI

Where is he? I know he's back there  
pulling the strings somewhere.

SIMON

He's ... dead.

She breathes a sigh of relief.

NAOMI

Oh, he is. See? You should listen  
to your wife. What a nightmare.

(beat)

Wait, if he's gone, why the hell  
are you still here?

He finally looks back at her, noticing the fatigue and added years on her face.

SIMON

How have you been?

NAOMI

How do you think? You can't feed  
two people on one person's salary,  
especially what I make -

SIMON

The money I left -

She shakes her head.

SIMON

How is she?

NAOMI

She's about to graduate.

Simon struggles to hold back tears.

NAOMI

She's a pain in the ass. Just like  
her parents. Smart, but it doesn't  
look like she'll be smart enough to  
do any better ...

He nods.

NAOMI

He's gone. You made your point. You  
showed everyone you could do it.  
Now please come home.

SIMON

You'd still want me?

NAOMI

I was angry. For years. But it's  
gone now. I want you around. My  
daughter needs you around. She  
still remembers you.

He starts to cough violently.

SIMON

Can't you see that I can't?

NAOMI

Why? Simon, look at you. You need  
help. You look ... bad.



SIMON  
 (raspy)  
 I'm fine.

NAOMI  
 Why, Simon? Why you?

SIMON  
 I was chosen. The world ...

NAOMI  
 It's over, Simon. Can't you see  
 that? Come home.

He steps toward her, then backs away into the crowd, bumping  
 into people and almost stumbling.

NAOMI6  
 Simon, I came all this way. Please  
 just listen to me.

He starts to hurry away as she cries out behind him again.

Mia looks over in concern.

NAOMI  
 Why won't you listen to me? Don't do  
 this to me again, Simon. Simon!

51 EXT. TOWN STREET - EVENING

51

SIMON rushes down the street, not even pausing to hack into  
 his sleeve, with MIA in pursuit.

MIA  
 Simon. Simon! Where are you going!

He doesn't stop, doesn't even turn.

She runs in front of him and tries to block his way.

MIA  
 Are you crazy? Didn't you see what  
 was happening back there? Those  
 people were listening. They were  
 actually listening! And you leave?

He tries to get around her.

MIA  
 Why?

He tries her left, she steps in front of him.

MIA  
I said why?

He finally stops, looks her in the eye.

SIMON  
Because I couldn't stay. Can't you  
see that?

She stares back in disbelief.

He walks past her.

She starts to hurry after him again, grabs his sleeve.

MIA  
That's it? Because you couldn't  
stay? I've been with you for a long  
time now, through all this shit.  
That's the best you can do?

He whirls.

SIMON  
Look, why are you still here? Can't  
you see this isn't the life for  
you? You could do so much better.  
You're smart, you're pretty, you  
can go back to school and do  
whatever you want in this world.  
Forget about all this other shit.  
Be with family. Live your life.

MIA  
(astounded)  
Forget?

SIMON  
(suddenly angry)  
You're not cut out for it. With  
your fair skin -

He grabs her hands.

SIMON  
And your hands. Have these hands  
ever seen a day's labor in your  
life?

She yanks them back.

MIA

How dare you! If it wasn't for me,  
you'd still be drinking yourself to  
death in some dark corner!

He tries to laugh, but loses it in a cough.

SIMON

Thanks! Thanks for the great favor.  
This is so much better!

She shakes her head.

MIA

Why are you doing this?

SIMON

Look at me, Mia. Whoever you're  
looking for, I'm not him. I'm not  
Saul with his big words and his  
passion. I'm not my brother with  
his compassion and his hope. I'm  
definitely not the Teacher. He's  
dead now, strung up and bled out on  
Update Screen for everyone's  
entertainment. And where was I?

He starts to cough more, wipes his mouth with his sleeve.

Mia catches a glimpse of blood on his sleeve.

SIMON

All I ever wanted was to be a  
better man than my pop, to look out  
for my family. I couldn't even do  
that. I had to latch on to the one  
bunch of crazies whose main goal is  
to die. I couldn't even do that  
right.

He sways on his feet. Mia reaches over to steady him; he  
swats her away.

SIMON

You're too good for this lunacy.  
I'm not good enough. Can't you see  
that neither of us should be here?  
It's all one big joke. We just keep  
going around like suckers. What are  
we doing?

He starts to wander off from her, delirious.

SIMON  
I shouldn't be here. Shouldn't  
still be here. I should be dead ...  
like him -

He falls over in the street.

She reaches down, and pulls him rightside up in her lap,  
slaps his face, checks his breathing.

MIA  
Simon? Simon! Come on, don't leave  
me alone now. I'm not ready for  
this. Simon!

She looks around as the sun descends.

MIA  
Help! Will someone help us!

52 INT. SIMON'S HOUSE - NIGHT

52

FLASHBACK: DREW sits down on the couch next to SIMON'S  
DAUGHTER and rubs her head. Her eyes are glued to a newscast  
on the wall.

Drew squints suddenly at the newscast, leans in.

DREW  
Oh no.

In the kitchen behind them, SIMON and NAOMI are putting away  
dishes and laughing.

Simon lets out a loud belch.

Naomi claps.

NAOMI  
Oh, we're all very impressed.

DREW  
Simon, you better take a look at  
this.

Simon walks over to behind the couch.

SIMON  
What is this, your new friends get  
their own segment?

He squints at the screen.

SIMON  
 (quietly)  
 Johnny?

On the screen, a pair of masked men drag a struggling, dirty man to a spot in front of the camera and force him to his knees.

ANCHOR (O.S.)  
 We've just managed to cut in on this live feed. It appears one of the leaders of a new terrorist cell has been captured by members of a rival faction. You may not want to see this ...

Johnny screams at the camera.

JOHNNY  
 Is this what you want? Is this the kind of world you want? It's not too ...

Drew looks away as the sound of a slice and gurgling emanate from the screen.

ANCHOR (O.S.)  
 Oh, my ...

NAOMI (O.S.)  
 Simon, have you lost your mind?

Simon turns, still in shock, to see Naomi shielding their horrified daughter from the images.

Simon stares at his daughter, rage growing in his eyes. Behind him, the anchors blabber on.

ANCHOR (O.S.)  
 Well, a gruesome sight but unfortunately an all-too familiar one. When will these people stop bringing down all this violence on each other, and how long before it spreads to our own homes ...

53 INT. MAKESHIFT HOSPITAL ROOM - NIGHT

53

PRESENT: Darkness. A voice breaks through.

SAUL (O.S.)  
 Rise. To your feet.

MIA groggily comes to, passed out in a chair in the corner of a dark room.

Across the room lies SIMON, tossing and moaning in his sleep.

Standing over him is SAUL, staring down.

SAUL  
Shake off this ailment. Now.

MIA  
If he can hear people talking, he's not showing any signs of it.

Saul looks over, startled to see her.

SAUL  
Mia. I thought Simon was alone, that the journey may have been too much -

MIA  
I'm still here.

SAUL  
Mmm. Good.

MIA  
How did you find us? How did you know something was even wrong?

SAUL  
The Teacher, of course. He spoke to me.

MIA  
Mmm-hmm.

SAUL  
What afflicts our friend?

MIA  
High fever, shallow breath. But those are just symptoms, superficial. What's causing them is a mystery. The doctors didn't look too hard before they tossed us out on the street.

SAUL  
They couldn't find anything because it is a spiritual ailment.

She eyes him skeptically.

SAUL  
A shame, too. Coming so close to  
the First City.

MIA  
The First City? We were? We are?

He looks up at her again, giving her his full attention for  
the first time.

SAUL  
Don't you even know where you are?

She looks down to avoid his gaze.

SAUL  
I have met the owner of this home.  
He is a good man; we can wait this  
out. But the Movement cannot. We  
are at a critical juncture. I will  
stay here as long as it takes to  
get Simon on the road again. I will  
will him out of this, if that's  
what it takes. We will ride this  
out.

Mia nods uncertainly, stares out the window.

54

EXT. SIMON'S HOUSE - AFTERNOON

54

DREAM SEQUENCE: SIMON and DREW sit on the front porch,  
watching contentedly as NAOMI and DAUGHTER play in the front  
yard.

The brothers talk and laugh as the sun sets, casting a golden  
orange glow on the scene.

Simon's smile slowly disappears as flashes of jeering mobs  
and a taut rope and a bloody knife flash in succession.

NAOMI (V.O.)  
Why did you leave me? Answer me.  
Why won't you talk to me?

The quiet scene starts to flicker and die.

SIMON (V.O.)  
Why did you leave me? Answer me.  
Why won't you talk to me?

55 EXT. MAKESHIFT HOSPITAL ROOM - NIGHT 55

Mia stands alone on the street, wind wrapping around her.

She stares down the road longingly, face torn.

She looks down, then back behind her, toward the solitary house with one light on.

56 INT. MAKESHIFT HOSPITAL ROOM - MOMENTS LATER 56

SAUL stares out the window at MIA.

He looks down at the sweaty, restlessly sleeping SIMON.

SAUL

How I envy you. To get to wile away  
the hours with him, to hear so much  
of his word firsthand, to feel his  
healing touch and see so many of  
his miracles with your own eyes.

He looks back down at Simon, raises his hand to touch Simon's  
sweaty forehead gently.

SAUL

And yet still you struggle to  
believe. You still struggle to  
follow the path he so clearly laid  
out for you. You know it's right;  
why is it so hard? I have been  
stabbed, beaten and shot, but my  
belief is my armor. I have brought  
hundreds - thousands - over to the  
way on the strength of the word.  
And yet they wait for you. They  
stumble as you stumble, they doubt  
as you doubt. For some reason you  
were chosen.

He looks back out the window.

SAUL

Our brothers are also being beaten,  
stabbed, shot. James, Steve dead  
... Under attack from every side -  
spiritually, mentally, physically,  
economically. And yet they wait.  
For you.



He looks back down on Simon sympathetically, then back out the window.

SAUL  
I wish I knew what to do.

MIA (O.S.)  
He would've wanted me to keep an eye on you.

Saul looks up to see Mia standing in the doorway, backlit by the light in the hall.

He sighs dejectedly.

SAUL  
Is it so hard to believe that a man can change the way he views the world, change his soul, change his very fate?

He stares intensely at her.

SAUL  
Do you think I'm an agent?

She stares back for a long moment, then finally shakes her head.

MIA  
No.

She sighs, walks over to her spot and collapses in her chair.

SAUL  
(quietly)  
I'm glad you decided to stay.

She looks up sharply, then nods, gets in position to sleep.

57 EXT. BEACH - DAY

57

DREAM SEQUENCE: SIMON walks through the sand, MIA and SAUL on either side of him, all three laughing and talking.

Simon, now cleanshaven and healthy looking, stops in his tracks.

The other two stop and stare back at him.

Simon's eyes open wide as they stare straight ahead, his expression dissolves into a mixture of disbelief and awe and relief and joy.

He listens as a soft hum starts around.

Mia calls to him, but her voice slowly fades out.

A light starts to spread, bathing them, and soon the lines are washed away into a golden glow.

58 INT. MAKESHIFT HOSPITAL ROOM - MORNING 58

SIMON's eyes open abruptly.

Across the room, MIA squints, not believing her eyes.

MIA

Simon?

Simon groans, starts to rise.

Mia rushes over to stop him.

MIA

Simon!

He pushes her aside.

MIA

Simon, you can't -

SIMON

It's time.

SAUL (O.S.)

Good.

Simon looks up, noticing SAUL for the first time. He studies him for a moment, then nods. Saul nods back.

MIA

Simon, you can't go anywhere.  
You've been unconscious for-

SIMON

I know, I've wasted enough time as  
it is. It's back to the road.

MIA

The Road! Simon ...

She changes tactic, looks over at Saul pleadingly.

MIA

Saul?

He nods.

SAUL

Perhaps I can be of more help this time.

59 EXT. MAKESHIFT HOSPITAL ROOM - DAY

59

A rusty pickup truck sits in the sun.

SIMON stares at it, eyes wide. He walks over and timidly reaches out to touch it, running his hand over its rough surface.

SIMON

Wow. How the hell ... ?

Simon looks over at him dubiously. Saul smiles back. Simon shakes his head, sighs, then looks back at the truck.

SIMON

I never been in one of these things in my life.

Saul puts his hand on Simon's shoulder.

SAUL

Sadly, I cannot go. This is for you alone.

SIMON

Funny how that keeps working out.

SAUL

I wish it was my time.

Simon studies him, nods.

SIMON

It's coming for all of us.

He shakes his head, looks over at Mia.

SIMON

I was going to try to talk you out of it.

She takes the keys from Saul, climbs in on the driver's side.  
He stands, staring at the truck.

SAUL  
I'll see you on the other side.

Simon squints back at him, finally nods and climbs in.

SAUL  
I'll send word to the chapter  
located outside of the First City.  
It is located in the same place I  
believe you were the last time you  
were near the First City. I'll send  
word out to our brothers that you  
are on the way.

Simon's brow furrows as he climbs into the truck.

SIMON  
What brothers?

The truck pulls away, with Saul watching them go through the  
dust.

60 INT. TRUCK - DAY

60

SIMON watches the world pass by his window.

He looks over at Mia, driving quietly.

SIMON  
I really am sorry you're in the  
middle of all ... this. ... But I'm  
glad you were, too.

She looks over, nods.

A moment passes.

MIA  
So what exactly is the plan once we  
get to the First City?

SIMON  
Well, I guess we got to make a  
noise so big it stirs up everyone.  
Maybe a few more follow us, then a  
few more after that ...

MIA

Like the noise we've made so far?

SIMON

Yeah, well, this'll be different.

She shakes her head.

MIA

The only way you can make a noise that big is to get on Update Screen. That's the only thing people listen to. They don't really want people like you on Update Screen, Simon.

He looks at her, then back out the window.

61 EXT. INTERSTATE - NIGHT

61

A tired SIMON rubs his eyes, looks down at the fuel gauge. Almost empty.

He looks at MIA, who has followed his glance and looks back worried at him.

SIMON

Should've seen if Saul could miracle up some money for us, too.

Mia is staring straight ahead. Simon looks up to see the brightness of a lit-up city skyline.

He shakes his head at the immensity of it.

62 EXT. CITY STREET - NIGHT

62

Sounds of an engine sputtering.

A car door slams, then another.

SIMON looks behind him at the truck then out around him at the deserted city street, MIA not far behind.

Simon looks up at a street sign, bites his lip, looks around, obviously out of his element.

63 EXT. ALLEYWAY - NIGHT 63

SIMON and MIA huddle under some newspapers, both lying down but with eyes wide open.

They listen as loud music gives way to laughs, laughs to gunshots, gunshots to moans.

64 INT. CITY STREET - DAY 64

A body lies face down, unmoving.

SIMON walks past it, not even casting a second glance.

MIA trails behind, staring down at it.

She looks ahead at Simon.

SIMON  
Should be right around here  
somewhere -

He stops in his tracks. About a block away a small mob mills around on the sidewalk.

Simon stares at them, shoulders dropping as if the wind has been knocked out of him.

He takes a deep breath, turns back to Mia.

SIMON  
You hang back, all right?

MIA  
You're going over there? Are you  
crazy?

Simon looks back at the crowd, then at her.

MIA  
Simon, they'll kill you.

He stares back at her.

Her face falls as the realization finally hits her.

MIA  
Why?

SIMON

You said you understood it better  
than I do.

She laughs bitterly.

MIA

To bring out the good in them?  
Simon, that's one thing to say, but  
...

SIMON

It has to be this way. It should  
have happened a long time ago. But  
I was just too damn scared.

MIA

Why does it have to be you?

SIMON

Teacher's already done it. It's  
just my turn. Next it'll be someone  
else's. Saul. Tommy.  
(voice growing distant)  
... Drew ...

He looks up at her.

SIMON

Just hope it finally takes before  
it hits you guys. I hope to hell  
you get better than this.

MIA

But ... but can you actually  
believe this will make a  
difference? That any of this has?  
That it's meant anything?

SIMON

I'm still here, aren't I? And so  
are you.

He turns.

SIMON

Don't follow me.

MIA

Simon ...

He starts to walk toward the crowd. Someone on the edge looks  
out, alerts the others.

MIA

Simon!

He doesn't look back.

SIMON

Don't follow me, Mia.

The crowd shifts. It splits in two as a figure emerges and starts to make its way toward Simon.

Simon slows, squints, keeps on walking.

He finally can just make it out ...

SIMON

Drew?

Drew smiles back. They embrace, Simon still shocked at this turn of events.

DREW

Heard you were coming.

SIMON

Heard I was coming?

Drew gestures behind him.

DREW

So did they.

SIMON

Who the hell are they?

DREW

People like us. Who are ready for a change. And are ready to do something about it.

SIMON

Are they serious? Really?

Drew grins at him.

DREW

Probably more serious than we were.

Simon looks over at the people in the small crowd, who are trying not to look like they're watching.

SIMON

We'll see. I guess time will tell.



Drew turns to walk back toward the crowd. Simon follows.

He stops in front of them, scanning the faces looking reverently back upon him, one by one.

His eyes settle on one familiar face – that of the YOUNG MOTHER from the jeering crowd earlier, her son no longer in his wheelchair but peering out nervously from behind his mom.

She smiles. Simon is speechless.

The crowd starts to murmur, with “speak” coming from numerous mouths.

SIMON

You came all this way because you want to hear me talk?

He looks over at Drew, who shrugs. He looks the other way at Mia, walking up behind them. She looks back, nods.

He turns back toward the crowd.

SIMON

I hate talking to people when I can't look them in the eye, so maybe it'd be better if you all could take a knee -

Everyone drops to their knee simultaneously around him.

He shakes his head, stunned at this strange turn, then takes a deep breath, collecting himself and searching for words.

SIMON

I never been a real big speaker. Or thinker. Never been much of anything. I think some of you can understand what that's like. But from what I've learned, what I've seen - and I've seen a whole hell of a lot more than I ever would've thought was possible - it really don't matter. All that matters is what you believe. Whether you can still believe in anything. And how far you're willing to go -

A flying rock strikes him right above his eye, causing him to stumble.

ANGRY VOICE (O.S.)

Traitors!

Simon tries to focus, eyes scanning another small, approaching crowd across the street. Among them is the SKEPTIC from the first congregation.

More yells issue forth of "Go Home, traitors," and the like.

The movement followers spring to their feet and clutter between Simon and the mob, almost forming a protective shield.

He struggles to get through them to the opposing mob.

As he does so, he sees Mia walking to the mob.

She speaks to them calmly.

One man slaps her hard across the face, knocking her to the ground.

Simon pushes harder to get through the unyielding crowd.

Mia rises, bows her head to allow him to strike her again. The man is taken aback.

SKEPTIC pushes his way to the front and hits her hard across the face with a baseball bat.

Pandemonium breaks through as the crowds collide.

Simon is knocked to the ground. He tries to get up, then is forced to try to protect his head as feet stomp and bodies fly around him.

A hand reaches down. He takes it.

Another comes across in the form of a fist and sends him sprawling back to the ground, his head bouncing off of the pavement.

Soon a few arms are dragging him away from the struggle.

65 INT. CELL - DAY

65

SIMON sits in a small dusty room, seemingly indifferent to the streak of blood which works its way down his forehead and pools above his eyebrow before falling in front of his downcast eyes.

VOICE (O.S.)

So ... The fisherman again.

Simon doesn't even look up.

VOICE (O.S.)  
Rescued again, huh? Lucky you.

Simon doesn't answer.

VOICE (O.S.)  
Maybe you could even get rescued again. Seems some people around here seem to have the bright idea of making a Update Screen star out of you tomorrow.

Simon looks up.

VOICE (O.S.)  
They're probably not beyond reason, though. You say the right things, who knows? Maybe life starts again, family reunions, picnics, boat trips, all that ...

No response.

VOICE (O.S.)  
Or maybe not. Maybe it'll be a more entertaining show, huh? Do you really think it'll make a difference, though? Poor'll still be poor, rich'll still be rich, the world'll keep spinning. Did you really think anything would change?

SIMON  
I've changed.

VOICE (O.S.)  
And for what? For who, rather? There's a million others like him wandering around the streets of the First City, slobbering out this or that. No one listens to them. No one remembers them. Did you actually believe? What he said? Truly, fisherman? That he was sent from some higher power to save all us miserable bastards?

SIMON  
What does it matter who he is if everything he says is the truth?

VOICE (O.S.)  
 You'll find it means a lot.  
 (beat)  
 You have changed. I doubt we'll get  
 the chance to talk again. Think  
 about tomorrow. You can be a father  
 and a husband again. Or you can be  
 another rat in the sewer who's died  
 having lost everything.

SIMON  
 (quietly)  
 Not everything ... Not everything.

VOICE (O.S.)  
 Sweet dreams, fisherman.

A door slams.

Simon continues to stare into space.

SIMON  
 Not everything ... No, not  
 everything.

66 INT. CELL - NIGHT 66  
 The light that streams in is now the blue of night.  
 SIMON stares up into the window, the blue light hitting the  
 window to form the shadow of a cross on his face. He looks  
 down, shakes his head.  
 He coughs, then takes a deep breath and looks back toward the  
 window.

67 EXT. FIELD - MORNING 67  
 A bound SIMON is led out of a building by a couple of men.  
 Another walks up with a few more behind him and asks Simon a  
 question. All we hear is a dull ring.  
 Simon shakes his head, says something.  
 The man laughs.  
 The others surge forward and knock Simon to the ground.  
 Blows come down.

A knife flashes.

Blood flies.

As the men tie Simon's legs together and pull the rope up a tree, someone presses a videocamera on.

Through the lens, Simon convulses, head hovering below his feet and above the ground.

68 INT. HIDEOUT - DAY 68

The scene plays on a Update Screen to a small audience.

MIA stares horrified at it, a bandage wrapped around her head.

DREW gets up, turns the set off and walks out of the room.

Mia looks around, rises and walks over and turns it back on, then looks each person in the room in the eyes, one by one.

69 EXT. FIELD - DAY 69

SIMON grits his teeth as a streak of blood works its way down his upside down face. He shakes.

70 EXT. SIMON'S HOUSE - MORNING 70

FLASHBACK: SIMON and DREW whisper angrily inside of the front door.

DREW

You don't have to keep doing this -

SIMON

You're telling me! I can't believe we're going through this again. You're a grown damn man, now, Drew! How many times do I have to tell you, they're ain't no magical men out there who're going to give you all the answers for why things are the way they are and why we never had nothing.

DREW

You keep saying that, but this time it'll be different. You'll see.

SIMON

Different. Wait till I talk to this  
guy and set him straight ...

DREW

You can meet him right now. I told  
him about you. He insisted on  
coming.

SIMON

You told him about me? And he  
insisted ...?

DREW

I was as surprised as you were.  
Hear him out. What's the worst that  
could happen?

Simon nods toward the door.

SIMON

So he's right out ... ?

Drew nods.

SIMON

What's his name?

DREW

(grins)  
I don't even know. He just goes by  
the Teacher.

Simon shakes his head.

SIMON

Teacher. Things *will* be different  
from here on out, Drew. Let's get  
this over with.

He opens the door, and the sunlight streams in.

Simon squints into it.

SIMON

So let's hear it, buddy. Change my  
world.

71 EXT. FIELD - DAY

71

PRESENT: SIMON hangs still, bloody and bruised.

92.

He stares out and a calm takes over him.

The camera rotates until he is rightside up.

A faint smile comes as a light washes out the scene.

FADE OUT.