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WHATEVER HAPPENED TO BLACKWATER RD.?
A VISUAL DOCUMENTARY CONCERNING ACHIEVEMENT
IN THE FACE OF FAILURE

by

MICHAEL EDWIN STEPHENSON
B.A. University of Central Florida, 2009

A thesis submitted in partial fulfillment of the requirements
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

Spring Term
2018

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ABSTRACT

Whatever happened to Blackwater RD.? is a feature length documentary thesis film created and cultivated by Michael E. Stephenson to fulfill the requirements of the Master of Fine Arts degree in Entrepreneurial Digital Cinema while attending the University of Central Florida. **Whatever happened to Blackwater RD.?** has met these criteria of the School of Visual Arts and Design, in the College of Arts and Humanities, by being a feature length digital film with a budget no larger than \$50,000.

This film is the efforts of the filmmaker to trace the failure of his original narrative thesis film **Blackwater RD.**, attempting to discover where everything went wrong while trying to recover from such a crushing defeat. Assembled from behind the scene videos and interviews, this film represents a collected effort to discover a way to make digital cinema from multiple sources, ranging from digital cameras to smartphones, while still crafting a singular vision. Digital cinema allows for films to be made in a collage-like effort to explore how narrative can be manipulated and how a director may steer it, even in the documentary field.

Through the exploration of his own failings the filmmaker has discovered perhaps the most important lesson of both academia and film: **failure is always an option.** To fail is a life worthy experience that one should learn from and utilize in accomplishing future tasks.

ACKNOWLEDGMENTS

First, thank you to my parents James and Jeanne Stephenson for being the constant rock on which I have attempt to carve out my place in history. They successfully kept me grounded while simultaneal allowing me to fly as far as I could. I would never have proceeded with my higher education if not for their love and strength.

To the cast and crew of *Blackwater RD*. They were constant professionals, even when we disagreed on vision or action. I'm indebted to everyone for their service and sacrifice to achieve a dream of cinematic truth. Thank you to Jared Ross King, Rebecca Sutter, Samuel Butcher, Michael Martin, Alma Hill, Jessyka Jade Blanco, Karlyn Koebe, Nathaniel Palm, Dan Jopling, Rebecca Miller, Monica Barberousse, Steven Fox, Flavio Milicchio, Samantha Rojas, Dylan Kenyon, Matthew Crews, Steve Holland, Holly Frost, Ben Taylor, Kelly Zac, Devin Keebler, Brandon Cherington, and Jeremy Lucchesi. Most of all my central production staff of Jeff Gross and Alanna Flores. We poured over hundreds of film and images to build the world of *Blackwater*. One day our efforts will finally pay off.

To the staff and faculty of UCF Film. Since my time in this program there have been many changes, turnovers, and evolutions. Through all these changes this department has been behind me. They facilitated my visions, even when I couldn't, and allowed me to fail in order to learn. Thank you to my fellow MFA graduates Jeffrey Lehman, Charles Shutter, Max Rousseau, Nils Taranger II, and John Goshorn for following me on this journey. Special thank you to Jon Bowen who always was there to assist the process of production. Than you to Patty Hurter for

believing in me when I didn't. To all the faculty through who I developed the seeds that would be this thesis including Jessie Wolfe, Lisa Peterson, Peg O'Keef, Chris Harris, and Sam Rohdie.

To the members of my committee, past and present, for putting up with me and this film. I'm sure I wasn't the easiest or timeliest individual but all of you treated me like a gifted artist and were very gracious with your time.

Thank you to my pass committee heads Randy Finch and Andrew Gay for leading the way and getting me to the top of the hill. To Barry, you were the reason I even decided to come into the MFA program. Thank you forever. To Kate, you've known all that I've gone through because you have yourself been through it. Your advice has helped me guide this ship into port. Thank you forever.

To Dr. Lisa Mills. You have consistently gone out of your way to help me decide how to accomplish my academic goals. When I realized that I wouldn't be able to make the film I had originally planned took the time to help me map out a new path, setting on documentary film. Your continued expertise in the field has no doubt helped shape my artistic vision. Thank you for your time and patience.

And Finally, thank you most of all to my thesis chair Ula Stoeckl. I feel like we have been through more than most faculty members have with their graduate students. You have been a mentor and friend throughout. Never would you allow me to give up and were always there to build-up my resolve. You gave of yourself always and unselfishly. The hours we spent discussing film and theory will be some of my most treasured memories. Most of all, you were the steadfast guardian of my art. Even in the face of external pressures your primary concern was

for my artistic voice, no matter it's direction. You are, in my humble opinion, the greatest champion of cinema I have ever known. Thank you, Ula, more than you may ever know.

TABLE OF CONTENTS

LIST OF FIGURES	ix
CHAPTER ONE: INTRODUCTION.....	1
Filmmaker’s Statement	1
The Road to Blackwater: Description of a Thesis Development	2
Failure is Always an Option: Description of a Thesis Disintegration.....	4
So...What Happened?: Description of a Thesis Evolution.....	8
Conclusion.....	10
CHAPTER TWO: DOCUMENTARY IN SEVEN IMAGES.....	12
CHAPTER THREE: RESEARCH	16
Transcript of Whatever Happened to Blackwater RD.	16
CHAPTER FOUR: MARKETING AND RELEASE	62
Introduction.....	62
Film Festival Strategy	63
Target Audience	64
Original Narrative Market Strategy.....	65
New Marketing Strategy	66
Release	67
Film Poster	69
APPENDIX A: DOCUMENTARY BUDGET	70
APPENDIX B: DOCUMENTARY ASSUMPTIONS	72
APPENDIX C: DOCUMENTARY CREW LIST	75
APPENDIX D: DOCUMENTARY INTERVIEW LIST	77

APPENDIX E DOCUMENTARY WEEKLY REPORT	79
APPENDIX F: DOCUMENTARY CALL SHEET	81
APPENDIX G: DOCUMENTARY FINAL COST REPORT	84
APPENDIX H: LLC CERTIFICATE OF STATUS	87
APPENDIX I: NARRATIVE SCRIPT.....	89
APPENDIX J: NARRATIVE BUSINESS PLAN.....	192
APPENDIX K: NARRATIVE BUDGET	226
APPENDIX L: NARRATIVE ONE LINE SCHEDULE.....	232
APPENDIX M: NARRATIVE DAY OUT OF DAYS	239
APPENDIX N: BLACKWATER RD. CAST LIST	244
APPENDIX O: BLACKWATER RD. CREW LIST	246
APPENDIX P: NARRATIVE ASSUMPTIONS.....	250
LIST OF REFERENCES	253

LIST OF FIGURES

Figure 1: Tim (Michael Martin) attempts to escape from the horrors of the woods.	12
Figure 2: Director of Photography Jeffery Gross examines a shot on the promo set.	13
Figure 3: VHS footage inside the cabin.	13
Figure 4: James K Stephenson interview.	14
Figure 5: Lynn (Karlyn Koebe) receives a nasty surprise in the cabin.	14
Figure 6: The cabin that could have been on Blackwater RD.	15
Figure 7: The Blackwater RD. Script	15
Figure 8: Film Poster	69

CHAPTER ONE: INTRODUCTION

Filmmaker's Statement

When I was seven years old I saw the Ivan Reitman film *Ghostbusters* and decided right then I wanted to be a filmmaker. Well, technically I said I wanted to be a “moviemaker” but to a child there is no difference. As far back as I can recall I always wanted to “make movies”. But, who is to say that ten days before I had wanted to be a fireman or astronaut or all the careers that kids claim they want to hold before reality sets in. I know that *Ghostbusters* was the film that has stayed with me the longest, but who knows what my first film ever really. All these questions in the end prove irrelevant as I choose to believe in the past as I remembered it, not because it's true but because it was a better story.

As Maxwell Smart said in *The Man Who Shot Liberty Valance*, “When the legend becomes fact, print the legend.” I have chosen to print the legend. This is not only my approach to narrative filmmaking but also how I've decided to arrange *Whatever Happened to Blackwater RD.?* My artistic vision has always been concerned with exploring the construct of nostalgia or the nature of the cultural zeitgeist. I feel that the current millennial generation tends to use popular culture as reference points to define them, the same way past generations might have used oral storytelling and folklore to define their belief system. I personally quote Adam Bertocci's *Overthinking Ghostbusters* observation about this trend, in that “Older generation loved pop culture. We (millennials) are pop culture” (13). They had the Bogeyman and we had *Beetlejuice*. That is a theme that I originally wanted to explore in *Whatever Happened to Blackwater RD.?*

The Road to Blackwater: Description of a Thesis Development

When I was first applying for the program I had a much different film in mind. Originally, I entered the MFA program with a low-budget horror film called *Blackwater RD*. that explored themes of legend and how they affect our lives. I knew I could make the film within the ultra-low budget model that the program demanded because it was how I had made all my films leading up to be accepted, although on a much smaller scale. I also knew going in that I wanted to shoot the film on digital cameras, even entertaining the idea of shooting solely on iPhone cameras, as I wanted to make the digital medium part of the film's aesthetic. Even the screenplay was crafted to meet the requirements for the MFA program as I had incubated the pitch while attending undergrad courses at UCF with the knowledge that I wanted to apply with it to the graduate program. The most glaring issues I had at the time was the location.

Most grad students apply to the program with the intention of shooting locally, utilizing the natural beauty of Florida or detailing certain cinematic aspects related to the state. I did not enter the MFA program with the same frame of mind. To me the location itself needed to be the driving force of the film, not what state it was in. If that location was in Florida, then it would be a film about Florida. The problem was I wasn't finding the right location that I could use to distill the fear of isolation and the perpetual encroachment of nature. Sure, Florida has plenty of swamps, but I was looking for something different. Something more akin to the backwoods of European fairytales. The deep, dark woods where monsters and myths live. Finding this ideal locale around central Orlando was proving difficult.

I was still struggling with this when I took a trip to visit family in Virginia and things took a turn. One day, a family member mentioned an abandoned house that rested on his

property and asked if I wanted to see it. We drove out, quite late at night, and I saw a structure that had been taken back by the earth. Covered in moss and vines it looked like nature had taken it back. He told me that one night while he was out here he heard a bobcat cry inside the house and how it sounded like a woman crying. The enthralled me so much that I began to work it into the Blackwater script, using real life as a basis for the horror on the page. They eventually suggested I visit a seasonal hunting lodge that some friends of them owned as it sat on the Blackwater river and was very deep in the woods. I happily agreed in going in the hope that this would continue to inspire the evolution of the film even further. Little did I know how that hunting lodge would change everything.

I still recall the actual trip to the lodge for the first time. It was very deep into the country. Paved roads would become dirt trails within a blink of the eye. Passing endless fields of corn and cotton, you would feel lost in another time. Coming from a city background it felt alien. In a way the only crop fields I had encountered at this point were in the rural horror films of my youth. These were the hunting grounds of Leatherface or Jason Voorhees in my mind. As we maneuvered through winding roads, the main one being the titular Blackwater road, my relatives would disclose the strange and supernatural history of the local area. People seeing things in the dark. Hearing voices in the woods. People disappearing. They made sure to point out the dark past of the suicide bridge as we were crossing over it. All of it started to feel less like reality and more like an actual horror film. In my head huge sections of the script were being rewritten to accommodate these antidotes. Then, after what seemed like hours, we came to our destination.

I never believed in true love except in two instances: when I met my life partner and when I first saw the Blackwater lodge. Sitting a distance from the main road but not entirely

abandoned by civilization, I knew this was what I had been looking for. It was the final piece of the puzzle. Now I could plan for the pitch phase, using the promise of a free location as a gift to entice cast and crew. Little did I realize at the time that my dream location would prove a nightmare for some.

Failure is Always an Option: Description of a Thesis Disintegration

Beginning in Fall 2010 I began planning to pitch my thesis film for my Thesis Review Board, or TRB. It is this hurdle all MFA students must cross to enter the Pre-production phase. The production pitch included a scheduled location shoot in Virginia, the lodge acting as the film's primary set. After my first meeting with the then acting department chair of the UCF Film department, an understanding was made that the cast and crew could only travel to the location if we secured the film's final budget, which was set at \$40,000.

Casting proved quick and successful. It's said that sometimes things just fall into place and that proved true with the group of actors I had assembled. Each one brought a life and facet to the character I had written, making them their own "true" being. I feel in horror films that a cast must be strong to have the audience really identify with them. The best films of this genre make you feel like you could be in this scenario, that the actor on screen is a proxy to them, thus making the horror that much more real. I was so in love with my cast that when my main actress became pregnant I push production to accommodate her delivery date rather than recast. This was the first of several roadblocks that the production would encounter.

Equally important to the eager cast was the crew we had hired. The central heads of my pre-production were the director of photography and my production designer, both alumni of

UCF Film. We would spend hours looking at films for elements we wanted to see in the film, studying color and lighting queues, creating a visual look book that would guide the films aesthetic. The one stumbling block was the role of the producer, the first one having to bow out after also becoming pregnant herself.

By Spring 2013, and still searching for an acting producer, I had submitted the formal thesis proposal and attending my initial Thesis Review board. The Thesis Review Board is a meeting of selected film and school faculty who analyze my proposal. The TRB proposal consist of a developed business plan, production milestones, production schedule, working budget, financing plan, location breakdown, and shooting script. The Thesis Review Board reviews the proposal and then meets with student, where the TRB shares their opinion on the validity of the project. These opinions are returned to the film departmental chair, who in turn would outline recommendations that must be met before being “green lit”, or before thesis production can officially begin. My Thesis Review Board proposal received a “yellow-light”, a term used to describe that I had shown evidence of preparation but not to have secured financing.

We attempted to raise at least 50% of our shooting budget, an allowance for the film to officially be green lit, through an online fundraising campaign on Kickstarter. We took residue funds raised to produce a stylistic test shoot to accompany the campaign. It was on this test shoot that we hired a producer in a trail period with the promise of working on the actual production if things worked out. They did not. The shoot proved fraught with location issues and, most worrying, ego issues. Crew members were arguing over tiny issues that delayed filming for hours while cast became more disheartened by the apparent chaos. I wish now I had taken more control, at the time being more concerned about playing peacemaker then taking charge. Still, the

shoot was finished, and the footage looked amazing. However, all the stress and hard work proved empty as the campaign was unsuccessful in meeting its goal. Without the proper financing I was forced to once again extend my production timeline.

During the Fall of 2013 my acting thesis advisor chair, Randy Finch, resigned from UCF when he failed to receive tenure. This was not the first member of my thesis committee to resign because of “academic turmoil” but was significant due to Randy Finch having acted as my thesis advisor since Spring 2012. I can’t explain how detrimental this was to the entire production process when a chair leaves a committee. It essentially throws the entire system into havoc. While I should be focusing on meeting the needs of the Thesis Review recommendations I had to also seek out a qualified Thesis chair, bring them up to speed on my thesis proposal, and then have them instantly advocate for my production. As I had to spend months searching for a qualified replacement many of the secured elements of my initial thesis proposal were coming apart. My Camera operator had to depart for a promised paid gig. My Unit Production Manager left, feeling that production was not going to get accomplished on a timely basis. My 1st AD was let go due to scheduling conflicts on other productions. Almost each and every one of the crew members I assembled had to drop-out due to the delaying of production. There was no way to get a “green-light” with an incomplete committee.

The second biggest blow came when I was informed that I could no longer shoot out of state, a rule that seemed to be instituted after I was admitted into the program. While other grads in the past were able to take their production beyond Florida it seemed to have proven problematic over time. I suspected at the time that the department chair, somewhat upset at the abrupt leaving of my Thesis chair, went back on his initial agreement that we could shoot on

location if the budgeting demands were met. What made me mad was that it was never explained to me. Why could my production, unlike several others, not shoot out of state. I was never given a proper answer and to this day am hazy about the rules that govern a production traveling. I look back now, and I wish my Thesis chair had fought for me more. I truly respect the work he did for me, and his support in my project, but I can't help but think that if perhaps I had a more throated defense for shooting out of state then I would have been allowed to leave.

My now acting producer discussed searching out a replacement cabin to shoot locally but that also proved futile as all the options explored where ultimately rejected. Either the cost of shooting at the location would be too high or the location owner did not want a student film crew on their property. My location manager at the time must have cycled through almost fifty locations. We traveled to any and everywhere, looking for anything that could meet the new local rule we had to incorporate. In the end we were never able to find a suitable location that meet our needs or our limited budget. It got so bad that I even considered changing the location from a cabin in the woods to a campsite. The Blackwater lodge, once the element that brought everything together, was now tearing the production apart at the seams.

Without a replacement location and readily available cast I decided in the Spring of 2014 that my thesis film, as it was outlined in my thesis proposal, could no longer be accomplished in a timely or satisfactory manner. All the production halts and academic re-working had slowly disassembled the project as it was presented at the TRB. I wasn't even sure if a green light was possible as the film wasn't even resembling the initial pitch. Spring 2014 also saw the loss of my new advisor co-chair, Andrew Gay, as he resigned to accept a teaching position outside the

state. Thankfully change in rules allowed my other co-chair, Ula Stoeckl, to become my full-time thesis advisor but it was too late for the film however. *Blackwater Rd.* was dead.

So...What Happened?: Description of a Thesis Evolution

As you can imagine I felt somewhat defeated at this point. My thesis narrative that I had worked on for the past years while in the MFA program was now dead and unsalvageable. I had no idea what I was going to do to meet my thesis requirement. In the Fall of 2014, while still in thesis hours, I took directed research with Dr. Lisa Mills and through these discussions I came to decision to redirect my narrative film to a documentary with narrative elements. I had been thinking at the time of why I wanted to make films so much. What had sparked my imagination. And I thought back to *Ghostbusters*. I thought back to Universal Studios and MGM Studios, theme parks that exposed me to the inner workings of filmmaking.

I thought back to the energy that existed in the state in the mid-nineties revolving around film in Central Florida. For a while the state was proposed to be the new Eastern hub for studio filmmaking. A lot of work went into facilitating the growth on the industry ranging from the establishing of rental houses and soundstages (thanks to those amusement parks mentioned earlier). This period came to be known as Hollywood East and it influenced my later desire to become a filmmaker. But the dream of Hollywood East never came to full fruition. I wanted to know why this new era of film in Florida never achieved success, as I saw the parallel between the failings of Hollywood East and my own film.

While this pivot from a narrative to a documentary did not re-start my production process it did force a large amount of associate research. Summer 2014 and Spring 2014 was focused on

researching my thesis topic, which was a refocus of the research I had used in my initial thesis proposal. I would spend large chunks of time research the development of Hollywood East as well as the rich history of film in Florida. This research proved successful but was so heavy due to the added topics of applying it to documentary forms. During this research period I continued to regularly meet with my thesis advisor and together we planned milestone timelines for graduation. During this time, I also began to collect footage shot during the pre-production period of the narrative film. This included casting videos, fundraising shorts, and the test footage that proved so fraught with anxiety. My idea was to string together these images in the hope of trying to recreate the narrative through memory rather than timeline, the way our actual memories work. Nostalgia works because we usually like to forget the negative aspects from our past when we seek to recall happier times. This wistfulness was to be an element in the documentary, specifically how reflection can be like watching old VHS tapes that have been recorded out of order.

When I held a viewing of the early work cut of the film my committee decided that while the personal reflection elements of the documentary were engaging the Hollywood East material was less interesting. It was decided that this element of the film was unneeded and suggested to be dropped. Now the documentary would be a personal reflection about the failure of the film and how I came back from it. It would feature interviews with family members, crew members, and the previously mentioned recovered footage. To continue with the VHS theme, I decided to utilize the multiple recorded formats to re-create this mixed collage feel of that memory tends to have.

Conclusion

When I started this project I couldn't be more in love with filmmaking. Film allowed me to express myself in ways I never thought were imaginable. I wanted to enter the graduate film program at UCF because I thought I could learn how to accomplish something I had strived my entire life to do: make a feature length film. What I learned was much more important. Sure, I discovered the language of film and learned to identify universal truths. I studied the films of famous directors and learned the techniques to make a production work. I write a screenplay. I casted a film. I hired crew. I did everything this program strives to install in its students, but I found the one thing the most illuminating: the idea of failing.

Failure is thought of as a tragedy, and no one can argue that what happened to me production was tragedy, but failure also is a tool. Maybe the greatest tool one has. I had so many upsets at my time in the MFA program, so many dead ends or distractions, but I never allowed them to stop my progress. Failure can make you humble, but that too is a gift that too many today seem to overlook. The academic model is structured so that success is seen as proof of learning but failing and then learning from the failure is just as important. Failure is always an option.

Even as I fail though I still find purpose. Michael Rabiger said that "we make and view films collectively; to hold on to the purpose behind the work, you must develop a resilient sense of purpose" (34). All during the faults and tragedy of my production I did not lose hope. There were times that I became angry, there were more times I become depressed, but I always knew that my film would be the ultimate reward. It would be a visual documentary of the years I struggled. The slow progress of my thesis has shown on the record of my transcripts and the lines

on my face. I came into this program in my twenties and leave it in my thirties, but I leave wiser. My purpose in this program I now feel was to impart some knowledge of my struggle to those who would hear. To become a legend, to circle it back around, about how a production could go so wrong that it become something new altogether. The road that lead to the cabin was long and winding but ultimately rewarding.

CHAPTER TWO: DOCUMENTARY IN SEVEN IMAGES



Figure 1: Tim (Michael Martin) attempts to escape from the horrors of the woods.



Figure 2: Director of Photography Jeffery Gross examines a shot on the promo set.



Figure 3: VHS footage inside the cabin.



Figure 4: James K Stephenson interview.



Figure 5: Lynn (Karlyn Koebe) receives a nasty surprise in the cabin.



Figure 6: The cabin that could have been on Blackwater RD.

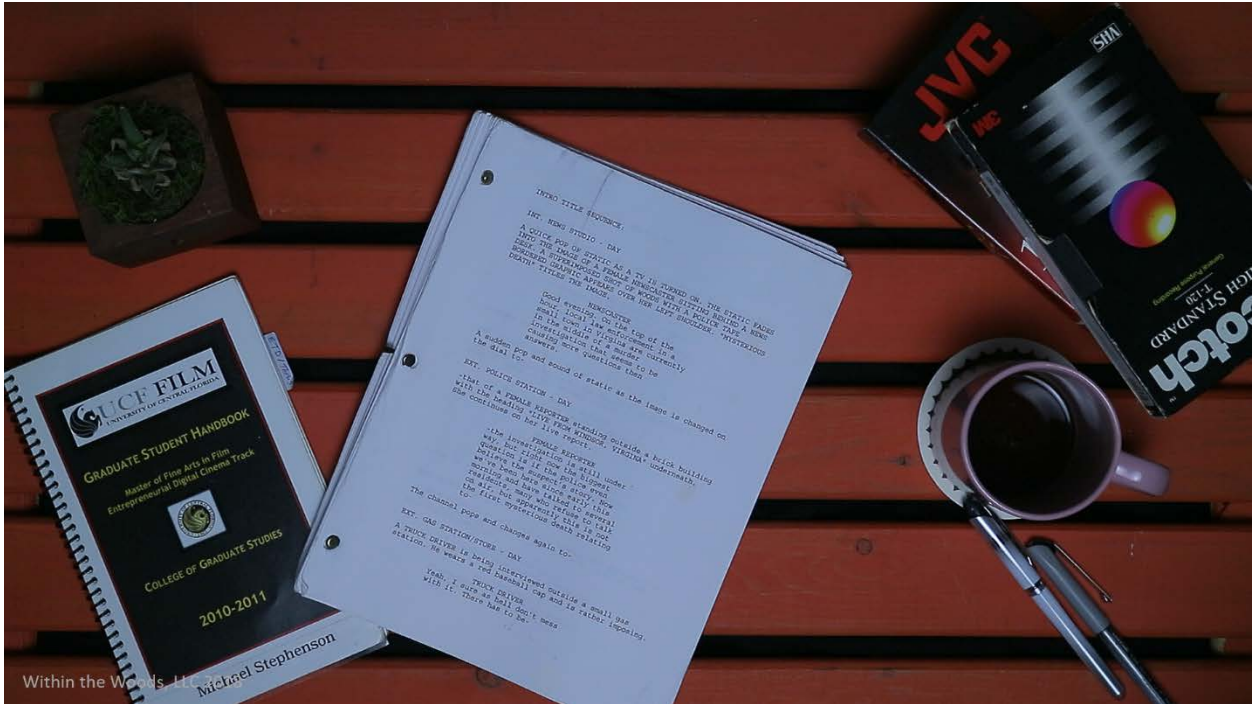


Figure 7: The Blackwater RD. Script

**CHAPTER THREE:
RESEARCH**

Transcript of Whatever Happened to Blackwater RD.

Whatever Happened to Blackwater Rd.? Transcript

The Speakers include:

Director aka Michael Stephenson
Alanna Flores: The Production Designer
James K. Stephenson: Executive Producer
Jeanne K. Stephenson: Executive Producer

Duration: 1 Hr. / 32 Mins.

Vintage Cast Members:

Alma Hill Flavio Milicchio
Karlyn Koebe Jared Ross King
Michael Martin Dan Jopling
Jessyka Blanco
Rebecca Miller

Common Speakers:

Casting Director: The Particular Person
Casting that Day

Actor: Random Read-Through Speaker

Edit: Text has been edited to correct grammar, syntax, and repetition.

Director: [A man falls to the ground. Frame freezes.] For as long as I can remember I wanted to be a filmmaker. No.

Director: [Cut to black] No, I'm hearing it now. It's awful. Yeah, let's try it again.

Director: [Behind the Scenes of a Film Set] My name is Michael Stephenson and in 2012 I was at the University of Central Florida's graduate film program and getting ready for pre-production on my first feature length film called **Blackwater RD.** I had gotten what I felt was the best cast and crew anyone could find. Everything was coming together.

Director: (Man Falls to Ground Again) And that's when it all fell apart. So, I guess the lingering question is what the hell happened?

Director: [VHS Video of a Home Shot Movie] This is the first thing I had ever recorded to video and I have no idea what I'm doing. I mean not much has actually changed but for a young age I always knew the most basic film techniques. Editing in scene. Framing. Blocking. But I didn't comprehend the larger mechanics of film. How cinema contained a certain universal truth. The hero's journey. The language of film. It was all just ghosts and guts to me.

Director: [Young Child Play Acts in Film] But hidden in these magnetic folds of this video are the beginning of my love affair with filmmaking. The desire to tell stories on a heightened level. I so happy. If I could of warned myself.

Jared Ross King: [Montage of Cast and Crew] 1408.

Alanna Flores: Psycho.

Dan Jopling: Funny Games.

Flavio Milicchio: Nightmare on Elm Street.

Karlyn Koebe: Paranormal Activity.

Michael Martin: John Carpenter's The Thing.

Alma Hill: When Samara, the little girl, crawls out of the TV.

Jared Ross King: His daughter comes walking out of this like crack in the wall

Alanna Flores: -and we can't quite see who it is but we know that their intent is malicious.

Karlyn Koebe: -and when they wake up there's footsteps in the baby powder and they're
monster footsteps,they're not human footsteps.

Michael Martin: (The) Thing just pops out. Everyone starts screaming.

Karlyn Koebe: I think, like a week and a half after I saw that I had to turn on all the lights in the
house before I went anywhere.

Alma Hill: My heart almost stopped.

Flavio Milicchio: Movies show that there is fear. That there is some sort of scary things out
there.

Michael Stephenson (2014): It's a shared fear. It's what Horror films are. It's a shared
experience.

Director: Yep, that was me. 2014. A lot better looking than I am now, but a lot less stressed out.

You see, when that video was made we were trying to raise money for our first big fundraiser. We had to raise, I think it was about, forty thousand dollars. And we didn't it. We didn't raise any of our fundraisers but that's okay. That's not what this is about, it's not a pity party. It's about what happened. You see, I try to make my first thesis film starting in around 2009. Yeah, it's been that long. It was a low budget horror film called Blackwater RD, which I said several times already. We had everything. We had amazing cast, an awesome crew, a passable script by myself, and our biggest asset: the cabin in the woods. So what happened? Where everything goes wrong? How'd it go so bad so fast? For the past couple of years I've been asking myself this very question: why things went south? And I thought the best way to figure it out was just to go back and investigate because that's the thing about memory has a way of blinding you to the truth. Everyone is their own unreliable narrator, so I thought the best way would be to go dig out the footage that we shot and examine it. Everything. Behind the scenes footage. Promo shoots. Casting videos. All of it. Interviews with people who were there. Everything to try to piece together what was Blackwater Rd. And then, I guess if we're really going to get this thing started we have to start at the scariest place of all.

Jeanne Stephenson: As a young child you always enjoyed movies. And, you would say, memorize the movie and remember each part and who played which part. And then you would reenact it yourself or you would get to your friends to come over and you would reenact that whole movie and give out parts to each person.

Director: [VHS footage of well-known comic book characters] I just really want to quickly say that to DC and Warner Brothers Studios, there is no need for any kind of litigation whatsoever.

James Stephenson: I can recall back when you were 5 years old and how excited you were to make films with your friends and most of those films had to do with the people losing body parts and things like that. And I remember had thrilled you were the first time you learned how to make decent people disappear with your camera. But the thing I remember the most is that you had your mother help you with what you even referred to 6 or 7 as a script and you asked your mom to write it down for you. And then before, you could even read and write, and then asked your mom to read it back to you. So I can remember even back then how thrilled you were about doing those films. Mom (Jeanne Stephenson) working with you and making those films with all of your friends.

Jeanne Stephenson: I think even as a very young child when 3 years old when I would read to you at night before you went to bed you would memorize the book. You would have me read the same book over and over again and then pretty soon you had the whole book memorized, so I think you were always good at memorizing things and you used that same knowledge that you had to memorize movies.

James Stephenson: Growing up when your 10 or 11 years old, I mean. I can remember taking you to the movies and even at 10 or 11, we'd be the last people in the movie because you wanted to see all the trailers. And I'd say Mike let's go and you'd say "No, I want to see

the people who did this and see if it's somebody that I know". And then I remember distinctly in Orlando we had a property in Orlando that when they went to start the development was very exclusive expensive piece of dirt in near downtown Orlando. And they went to break ground and found seven tombstones, and I'm not sure you remember that or not, and we couldn't find a photographer and I thought well we know someone with a camera. And you got interested in those tombstones and-we had to go through a 6 or 8 month process to determine if it was a graveyard that was ever there. Some of those tombstones were back into the early eighteen hundreds and come to find out later on we discovered there were not a cemetery there someone had moved those tombstones and just dumped them there. And then I realized how you were really interested in at that point. Who are these people and where are their families? And to this day they haven't found all those families, but with what your concerned was, the owner actually created a cemetery for those seven or eight tombstones and placed them in an area just off site that where this property was and put a fence around. If you remember him doing that or not but I knew then at that early stage that you definitely had an interest in in film and recording things you know for posterity on camera.

Jeanne Stephenson: No, I think he had a real interest in it because every day for two years when they had career day at school you said you wanted to go as a director. And I couldn't figure out how, how I'm not going to come up with a costume for director? So we made a shirt and put director on the back and you wore a beret and you had a clipboard that you and clap and say "OK, time for the movie". So I think you always had a really interest in film. You were fascinated by what they can do on the screen. And you were interested in

doing that.

Director: I want to go into the film program. What was your initial thought?

James Stephenson: Well, my initial thought was "Are you sure you know what you're doing?" because I have no idea what film production or film education all about is. And I said that's something that you have to determine for yourself. And of course the one single answer is "Was this really what you want to do?" and my advice is the saying that my father gave me "You've got to be doing what you like" and it was no question. Up to that point through high school that's what's all you wanted to do. And we even had my bookkeeping attorney , people that had their sons and daughters were attorneys for Universal Studios actually talk to you and said "Are you sure this is what you want to do? This is not an easy life." And I remember (them) saying "Mike, you're dealing with situations that you may be uncomfortable with and we've been around the industry since we are attorneys for film producers. It's a situation where you either starve or you'll be very successful". You still said that's what I want to do.

Charles Sutter: You want me to ask you questions?

Michael Stephenson (2012): No, I pretty much got what I want to talk about.

Charles Sutter: Cool.

Michael Stephenson (2012): Ready?

Charles Sutter: OK.

Michael Stephenson (2012): So when I first applied to the program, I really didn't think I was going to get. I didn't graduate with a film degree in the kind of production model that they were hiring at the time. I came from a studies program. But anyway the film is very based in horror films. I'm a huge horror film fan. But you know, I've also seen the tired clichés they make and I was wondering what can I do to make almost like a meta horror film but without being meta. This is kind of what I came up with, you know taking the tropes that we've all seen but really trying to do something new I guess but also harking back to the original films.

Michael Stephenson: And I knew that I wanted to do a film about myths and legends and how we kind of like to put so much of myth and legend into stories like this is, how we essentially make...we enable myths and legends to exist. We are the ones who carry it on. And what if the idea of, like, a myth was a living being that kind of like fed off our belief in it while also making a comment about everything at the time I'd gone through in my undergraduate at UCF Film, which was like story structure. You know, the breakdown of the hero's journey. All these things, I wanted to incorporate into it because everyone knows what the hero's journey was, but to illustrate it in a mythical sense. I thought that would be really interesting because even horror films, which I don't think kind of have the analysis of most you know film theory, still tend to collide with that and kind of use

those very basic mythological traits to tell a story without even realizing that they're being, you know like, the hero's journey.

Michael Stephenson (2012): The film I actually submitted (to UCF Film) was not even Blackwater RD at the time. It was a mockumentary about fan culture relayed to vampire films and vampire fiction. The problem was coming up with a script that they would want, because I wanted it to be very off the cuff. So, I took that summer off and I went into this cabin in the South...and discovered this cabin in Virginia that was like this very ominous kind of place. And my family, who knew the people who owned it, talked about all of this folklore associated with this cabin. I found it very interesting and I just really started writing, literally the folklore as it was told to me.

James Stephenson: And as you know the area that you picked was a large area that the it was called Farmer's Hunt Club, where I grew up hunting in this area, and a good portion of the land was owned by your uncle and the other portion with friends that I've grown up with all my life. And they had hunt clubs down there and I remember we going down to the Hunt Club and saying you can shoot at. They've all get excited about you coming down, and filming in this area, and they actually said you could shoot at this hunt club. The guys that have hunted down there and farmers that have been farmers around never could quite understand why you would want to shoot in dismal swamp and the Blackwater River in an area where people, if you walk off the edge of the river and walk in, ten feet you get lost you know. We always recommend people that have never been in that area and been around that area not to wander off. I remember we took you down

there and show you to that club and showed you where we could shoot. We turned around and you were gone, you wandered off into looking for yourself.

Jeanne Stephenson: The cabin was perfect. You could see the people coming together in that cabin and doing the movie there. I think the corn field, the (Blackwater) river behind, it was just perfect. It was like the whole setting there was perfect. You had written the script, you had the script, you can picture that movie there.

Michael Stephenson: I was rewriting what I saw. I went over the bridge. Went to the cabin. Everything that was in that first draft of that script was what I experienced when I first went there. And I was terrified, but not from that same terrifying point that my family saw it. I saw from how terrifying to be so encroached by ghost stories that they control your life. And, you know, kind of like keep you from doing things.

Michael Stephenson: I knew that I could make it ultra-low budget and most of all I had free reign of the cabin. And when I went there we had discussed with the owner, "Hey, can I come up here for a couple of weeks and shoot this film at this cabin for low cost" and he's like "You can shoot it for free. Just as long as it's the off hours, the off season, and no one's renting it you can shoot it for free." And I was like you there you go.

Michael Stephenson: And as the script was written the cabin itself became such an important part of the script that it was almost another character, an indispensable character at that. That this cabin and its location to the river. It's kind of like its distance away from any

you know like landmarks. It's centered into the woods. It's off a lone dirt road. It's by a cornfield. It had all these elements I incorporated into the script. That made it so important. Which would prove unsuccessful later on. We'll get to that later. And, as time went on I whittled down the script. I finally had something I thought that would really work. And I turned it in with my application for the MFA and that's how I got in, because I feel that not just because I had a lot of people the time backing me to get into the program (after because I had been in the undergraduate) they saw that this script was feasible for the program. It was. It could easily be shown digital. I actually wanted to make it almost a digital project and the fact that it changes formats as we go along. The look at what you can manipulate with digital, going from ultra-high def representing the realness of reality (which sounds ridiculous but you'd have to see the film to understand). It goes from being following these kids, almost like a high def shot Doc, into a more muddled, digitally altered color corrected narrative based film.

Director: [A thick script is thrown on a desk] With the Cabin acting as my muse I was able to piece together a script. Now what would my old man think of it?

James Stephenson: I was extremely impressed. It's one of those things when you have... I think any father, and you'll look back at that when you become a father, that my son is actually grown up. I'm impressed with that Michael's come a long ways from mom (Jeanne Stephenson) writing down what he was telling him to write in his own script. Blackwater RD was the script that I read and I was extremely impressed with it and I thought, gee this is this is really for real.

Director: Well, what about the production designer?

Alanna Flores: Oh my God, what have I gotten myself into? I don't know how to do any of this.

People have to disappear into the wall. A rush of blood coming from the wall, Shining style, just blood everywhere. So I knew I was going to need a lot of fake blood. Water stunts. It was a lot, it was a lot take on it. It was a feature film. It would be a feature film that I think would have been a challenge for any film crew. You think about it that every film is a challenge. It's just this is what we want, now how do we make it? But that's not a bad thing. Uh, I trying to think what else. It's been a while since I've read the script.

(Laugh) It's that bad?

Director: We had the cabin. We had a production team. We had a script. Now we needed actors.

A casting call went out for a local town around the Orlando area, and to some of the people I knew on the stage scene. We got a lot of people wanting to read. Some were good, some were great, but the cast we ended up going with I feel was the best.

Casting Director: Can you start by saying your name, the film your auditioning for, the role you auditioned for, where are you currently located, and then giving us permission for you to be film.

Alma Hill: Alright. My name is Alma Hill. I'm auditioning for Blackwater RD. The role of Joan.

Director: What made you decide to come out?

Alma Hill: I like Horror films honestly. I'm kind of a stickler for it. I don't know. Blood. Guts.

Gore. So, I thought it would be interesting to audition. I wanted to see what it would be like and it was a feature film too, so I figured that would always... You know, besides looking good on my resume it would be a lot of fun for a good while.

Director: So what do you think of your character ?

Alma Hill: Joan? I like Joan, I like Joan a lot. She's definitely got...she's got a little spice to her, if that makes sense. She's got a little bit of an attitude but I think it's just because she's she knows what she wants and she doesn't have time for anyone who wants to waste her time, you know? So she's very straightforward...very... she's likable and at the same time you always want to be careful with Joan because you never really know when she's going to snap. If she might snap, things like that but I like her a lot. I'm having a lot of fun working on her character and playing her in this film.

Actor: [Reading Script for Casting] She's dead, isn't she?

Alma Hill: What are you going to do?

Actor: I don't know.

Alma Hill: I mean what are you going to do about Lynn?

Actor: I don't know.

Alma Hill: We've got something for her.

Actor: Not to sound like an asshole, but she's beyond our help.

Alma Hill: We can try the truck again.

Actor: You don't seem to get it, do you?

Alma Hill: Will you shut the fuck up!

Actor: You got to do something about Lynn. The truck is not going to start. The phones are not going to work. We are not going to be OK. We are officially fucked.

Alma Hill: Lynn? Lynn?! Lynn?! Lynn sweetie, open the door for me! Lynn!

Actor: What's wrong?

Alma Hill: I don't know. She's locked herself in. Lynn! Open the door!

Actor: You sure she's locked in? Lynn, you're going to have to open the door for us. You think we've learned our lesson by now and take all doors off the hinges. Lynn, can you hear me? Something's wrong Dekker, get over here.

Actor: What you want me to do?

Actor: Help me get here out.

Actor: You still don't see a pattern here.

Actor: She's just scared. Try to get her out. I'm going to find something to open the door.

Alma Hill: Lynn. Please open the door for me. Sweetie...Open the damn door you dumb bitch!

Casting Director: Wow, really good.

Alma Hill: Thank you.

Casting Director: Yeah, I think pretty much you will be getting a call back.

Director: So you read the script now. What do you think about it in the pantheon of other horror films? Do you think it pays tribute to a lot of them or do you think it disassembles them?

Alma Hill: I mean, it does both. Because, without giving too much of the plot away, it helps us understand what is at the core of every horror film. But it kind of takes it and puts a completely different spin on it, you know. So I think it's one of those films that...it keeps us guessing and keeps the audience guessing thinking. It's a different horror film but we've all seen it before.

Director: What do you anticipate to be the best thing about filming?

Alma Hill: Working with the cast and crew we have is ridiculously talented. I think that when you get a group of people that are talented and passionate about what they want to do you can't help but to have more fun than you probably should. You know, so that's what I'm most looking forward to the actual filming process.

Karlyn Koebe: My name is Karlyn Koebe. I'm 24 years old. I'm from Orlando Florida and I'm auditioning for the role of Madeleine (later to be casted as Lynn) for Blackwater RD.

Actor: [Casting Read Through] And let's start by giving a hand for the best scream queen since Jamie Lee: Miss Lynn Ann Jones.

Karlyn Koebe: Thank you. Thank you. I hope I didn't give none of you'll a heart attack. You especially darling. You can't believe how bad it felt about doing that to you.

Actor: Well I believe it.

Karlyn Koebe: Is just the way you reacted-

Actor: So Lynn, you're from around here?

Karlyn Koebe: Yep, born and raised. Been working in my daddy's store since I could walk.

Actor: So, is Windsor (Virginia) always this exciting?

Karlyn Koebe: Hell no. That's why when this maniac told me what he was planning I jumped at the chance.

Karlyn Koebe: [On being casted in the film] Excitement. Definitely. I couldn't have asked for something more fun to work, on you know? It was my first film audition. The first film I'd ever...I'm sorry. Say.

Karlyn Koebe: [On the character of Lynn] Lynn, I identified with Lynn a lot and I think I kind of imagined things about her that weren't in the script that, cause I just connected to her right away I just assumed that she had things in common with me. And so, I thought you know, I imagined she had been raised by a single dad and I saw kind of a kindred spirit. Not that specifically but the single parent thing. And being poor and looking in from the outside on these privileged, in her mind, college kids. And here she is wasting her life working at a gas station. You know, you can see right away why that would drive

somebody to want to pull pranks on people and maybe act real tough. I got all that. I really like that about her and I wanted... I got real territorial right away or I thought OK I need to play her. And to fight to get that role.

Actor: So you guys made the whole thing up?

Karlyn Koebe: No, everything I said was God's honest truth.

Actor: You know what, get off it. We're done.

Actor: No, she's telling the truth. I just added a dramatic recreation.

Actor: So there really is something in the woods?

Karlyn Koebe: I don't know about something in the woods but there are certainly weird things that happen out here. Well, my daddy don't like talking about it-

Actor: Here we go.

Karlyn Koebe: -but a lot of people claim to heard at night. Like people crying. People gone missing to. About three years ago two campers disappeared. They searched and searched, but all the Sheriff could find was their gear.

Actor: Why didn't we hear of it?

Karlyn Koebe: Maybe you did. Who pays attention anymore? You probably see a tiny report about hikers in the woods but didn't bother to remember the name of the town. No one cares about small towns. You'll think we're just a bunch of dumb hicks who are afraid of the dark. But we live here and the woods, and the things that live in it, are fucking scary. You'll know that bridge you passed over, Every year or two someone kills themselves down there. Sometimes it's a homeless person. Sometimes it's some stranger. Other times though it's just some poor farmer, guy that everybody knows. Regular churchgoer. They go down to the river to be alone. I heard my daddy say once you got to wonder what do they know that we don't.

Karlyn Koebe: [On Filming the Blood Scene] I'm nervous because I know it's we're probably only going to get one shot at it, just because of the budget. So I'm already worried about messing it up. It's got to be perfect but I'm real excited. For me, part of the reason I want to act is because I love to play imaginary games and I was a kid and I want to I always want to imagine myself and all sorts of fantastical situations that could never happen. And the more crazy fantastical things that I can live in a movie you know the more complete my life will be. So, I'm onboard.

Michael Martin: Michael Martin. Permission to record.

Casting Director: Ready when you guys are.

Actor: [Casting Read Through] You're not going to believe this.

Michael Martin: No way.

Actor: Phone's not working.

Michael Martin: Truck won't start either.

Actor: You sure?

Michael Martin: Pretty fucking sure. Anyone got any bars?

Actor: How can every cell not be working? There's like towers everywhere. Satellite
and...and....There has to be a signal. OK, we're not alone out here.

Michael Martin: I'm going to try the truck again.

Michael Martin: [On Reading the Script] After reading the script it was just, you know,
inventive. It was original. I hadn't really seen anything like it and I was attracted to the
kind of novel nature of it. And I really just wanted to hack down a door with an axe. Very
desperately. That seems like a lot of fun.

Michael Martin: [Read Through] Drive back to town for help.

Actor: There's no point. The trucks not going to start. Does this not seem familiar to anyone?

Look at the facts: the phones aren't working, the trucks not starting and our friend is missing.

Michael Martin: Stay calm.

Actor: Kate's blood is plastered on the wall upstairs and your sage advice is to stay calm. You don't think this is fucking strange?

Michael Martin: I think you and me should step outside.

Michael Martin: [On Film Acting vs Stage Acting] Acting on film, it's definitely a lot more of an endurance sport. Pretty much just having to go into the same over and over and over and over again and trying to keep it new and fresh each time as opposed to like theatre getting to just go through the entire work of art in one go. And kind of getting to carry your momentum through and your emotions through and then with film you're jumping all around according to what's most convenient to shoot. It's just a little trickier. It takes a little more precise of the choices you're making.

Actor: [Read Through] Don't fucking touch me. Don't any of you fucking touch me.

Michael Martin: Calm down.

Actor: Hey, you hear that? Kate! Kate, where are you?

Michael Martin: It's moving.

Actor: You hear it?

Michael Martin: [On the character of Tim who was written for Michael Martin] Oh, it's a hilarious caricature. I'm very flattered. I think anyone who knows me is going to get a good laugh out of watching this film when they're going to see this little nods to real life in there. But it's a lot of fun.

Casting Director: (Give us your name and what you're reading for.)

Jessyka Blanco: Okay. My name is Jessyka Blanco. I'm reading for Blackwater RD. And you have permission to film me.

Director: We not got to do a behind the scenes interview with Jessyka, but that's okay because the thing about Blanco is her face. The way she emotes. She owns the space that she's in...always. Just listen.

Casting Director: You get to hear and read through when you're ready.

Casting Director: [Casting Read Through] Okay.

Actor: You okay.

Jessyka Blanco: Yeah. It's just. I'm fine.

Actor: Are you sure? Listen, that was really fucked up what happened back there. I felt like
beating the shit out of him.

Jessyka Blanco: No, it's not-

Actor: No, the entire time he's been messing with you. Trying to freak you out. You know it's
bullshit, right?

Jessyka Blanco: Yeah, I know. Actually, it was pretty fucking clever.

Actor: You're kidding.

Jessyka Blanco: That took a lot of work. A lot of setup. I mean...that's commitment. I have to
give him credit.

Actor: Wow, didn't expect that response.

Jessyka Blanco: Tougher then I look I guess.

Actor: It's strange. I should be a lot jumpier after that but I feel pretty good.

Jessyka Blanco: Maybe it's the adrenaline.

Actor: Can I ask you a question? You don't see like the woodsy type, so why did you come?

Jessyka Blanco: I'm starting to ask myself the same thing. I just needed to get away or I was going to lose my mind. But being here isn't really helping. You know, it reminds me of when I used to visit my grandfather. Yeah, he loved telling campfire stories . He really loved scaring the hell out of us. One story that always scared me was about him walking home alone in the dark. He was on a desolate back road with nothing but the moon to let him see. All of a sudden, he sees something appear on the opposite side of the road. Well, this thing starts walking toward him, a real jerky as if there's something wrong with it. Finally my grandpa was able to tell this man, that this thing is a man only he can't see his face. It's too dark. So my grandfather, nervous but still trying to be polite, nods to the man as he passes him. The stranger doesn't respond. Doesn't acknowledge my grandfather who just keeps walking. My grandfather says he's a little off put but keeps on walking. Eventually though curiosity gets the best of them and he turns around and the guy is gone. Disappeared. The thing is, according to my grandfather, as the years passed and the more he thought about it the more he realized they begun to recognize the man

after all those years ago. It was him. He had passed his own ghost.

Actor: (Laughs).

Jessyka Blanco: You jerk.

Actor: Sorry, it's just that everyone has heard that story before. It's a classic.

Jessyka Blanco: Yeah, I know that now didn't I didn't know that then. That use to scare the hell out of me. Can you imagine what they did to me as a kid?

Rebecca Miller: Rebecca Miller. 22. (Reading for) Kate.

Casting Director: Scene two.

Actor: Where did you get that thing?

Rebecca Miller: Apple store.

Actor: The mask.

Rebecca Miller: Dekker. It's tied to his thesis, of course. Native America I think. So kind of spirit thing. He told me but I don't remember.

Actor: You don't remember the story behind a gift he gave you?

Rebecca Miller: With as much as he rants you think I could retain anything? I pick and choose at this point. I'm just glad this gift won't get me arrested. Working on a new song?

Actor: Yeah, it's about a girl but this one is about how I'm mad at her.

Rebecca Miller: [On Why She Decided to Do the Film] I'm doing the film because I really enjoyed this story after reading it. I really enjoyed the character. She's kind of a little bit like me really artsy sweet free spirit and I think it'll be really fun to portray her, especially in a horror film. I think it would be awesome experience and I've always really wanted to in a horror film. So I get to die and come back to haunt people. It's going to be loads of fun.

Director: How would you compare this to, say, the stage work you did on *The Crucible*.

Rebecca Miller: Well, definitely the rehearsal process is going to be a little different and I'm definitely going to be a little dirtier. But compared to working on *The Crucible*, it's going to be a lot more acting as opposed to...more like interpretative like...not dance. It was kind of like using movements as symbolism in the play to add to the atmosphere. Instead I'm going to be that person in the atmosphere as opposed to be the atmosphere.

Actor: [Scene Read Through] Let me ask you something. Don't get pissed, but what do you think of Madeline-.

Rebecca Miller: Well.

Actor: -and me hooking up with her.

Rebecca Miller: What?

Actor: [scene cut] -and then I find her head not seven inches for my crouch. I'm just saying.

Rebecca Miller: Look, I know her pretty well and I know you. You 're my friend and I love you but your kind of an asshole.

Actor: My God Dekker, your Kate impersonation is spot-on.

Rebecca Miller: And I'm the one who has to live with her. Your track record is not great.

Actor: OK, name one girl.

Rebecca Miller: Me.

Actor: Well, if you're going to be specific.

Rebecca Miller: [On Being Featured on the Film's Poster] Oh, it's so cool. I'm so excited. It's fun because I mean obviously by looking at it at first glance you don't know that it's me. I mean, I know that it's me and when we were taking the photographs I think my favorite reaction where the people that were watching us coming out of the woods as I was covered in like fake blood and dirt. It's just, it's really cool to be on the posters and I know it's me.

Rebecca Miller: [What Follows is a Scene with the Cast] Apple store.

Michael Martin: The mask.

Rebecca Miller: Dekker. Inspiration, I guess. Some sort of Native American spirit or something.

Michael Martin: Or something.

Rebecca Miller: Got it from a second hand store for case studies. At least this won't get me arrested. Still working on it I see. Knowing you it's about some girl.

Michael Martin: Yeah but this one is about how I'm mad at her. Seriously though, what do you think about Maddie-

Rebecca Miller: Uh-.

Rebecca Miller: -and me hooking up with her.

Rebecca Miller: What?

Alma Hill: He's kind of a creep.

Jessyka Blanco: Really?

Alma Hill: Yeah. Yeah, I really think so. I think the entire lo-fi, sleepy artist crap is a front and then when you get right down to it he's actually a major pretentious asshole. Why are you asking me this? Oh, oh God...don't tell me-.

Jessyka Blanco: What you say?

Alma Hill: Tim? Really? That guy?

Jessyka Blanco: I didn't say I was interested I just find him interesting.

Alma Hill: That makes sense.

Jessyka Blanco: What?!

Alma Hill: You were all over him this morning, girl. Resting your hand on him.

Jessyka Blanco: Please!

Alma Hill: Sleeping on his chest. Don't think I didn't see that.

Jessyka Blanco: Oh, I'm sure. I'm sure that...that doesn't even register.

Alma Hill: Okay.

Michael Martin: And then this morning I find her head not seven inches from my crotch.

Rebecca Miller: Mmhmm.

Michael Martin: Just saying.

Rebecca Miller: Look, I know her pretty well and I know ,and I love you but you're kind of an
asshole.

Michael Martin: Oh God Dekker, your Kate impersonation is ravishing.

Rebecca Miller: And I'm the one who has to live with the fallout. Your track record is not great.

Michael Martin: Oh, come on. Name one girl-.

Rebecca Miller: Me!

Michael Martin: Well, if you're going to be specific.

Rebecca Miller: You totally used me. Thank Christ we had similar taste or we wouldn't have ever talked again. I'm just saying it's a bad idea.

Michael Martin: Well, I don't need your permission. Do I?

Rebecca Miller: Looks like you made up your mind. I mean you're going to have to live with the fall out. I wash my hands of it. You'll gonna have to deal with Joan.

Michael Martin: I'm not scared of Joan. I'm going to see what's Dekker's doing.

Jessyka Blanco: He's a musician.

Alma Hill: Ability to play guitar and scream incoherently does not a musician make. Plus he has this rep with girls. You should hear some of the shit that Kate was telling me and then...Listen, I'm trying to watch out for you. I don't want to see you get hurt again.

Jessyka Blanco: No worries. Nothing is probably going to happen anyway.

Alanna Flores: [In a Bid to Raise Funds for the Film a Promo Shoot was Organized] I do remember though at certain times the camera budget was more, which I was kind of frustrated about and I remember saying at the time, "Great you can have an amazing camera to film it but if there isn't anything to put in front of the bloody camera then what are you going to do"? (Laughs) Not that I'm bitter about it I guess but, I guess I just wasn't as vocal as other department heads. Or maybe as ambitious, I don't know.

Director: [Discussing Shooting on the RED Epic]. Originally Blackwater was going to be shot on the iPhone, like this footage right here being shot the iPhone. This is of course before 4 k became the standard on the iPhone . Jeff Gross, cinematographer at the time, had been seeing a lot of footage shot on the iPhone and really liked the results and he thought I would pay to be a (inaudible) of the film as laid out. I agreed, I thought it was a really good idea as a really interesting way of selling the film as an iPhone film made by this generation on a digital format, which I felt was very conducive to what the program was about. It was this shot on digital. Released digitally. All these things. And I thought what a great idea. Now, somewhere between let's shoot the film on the iPhone it became let's shoot this film on the RED Epic, the most high quality camera at the time, and I personally at the time did not feel that the film was conducive to shooting on the RED. It's not what the aesthetic was. It's not the aesthetic that had place down originally, it was not conducive to the films we were watching to the time as examples of how we wanted the film to look. But I at the time let it go because I was like well there's no problem testing it. So for the test footage just shoot use the red to test this footage. I now of course

realize that that's when I should have put my foot down. That should have been the first mark to say no we're not going to do this. There's no point to spend money on testing if we know we're not going to do this but I allowed it to go anyway and there I feel it's my real fault as a director. It's my first allowance of an inch. Now being a director is about you know, making all kinds of decisions. Some you know are cooperative. You discuss with the cinematographer for how you want something to look and then you guys have a discourse and then ultimately a compromise is chosen. You know you talk with the cast. They said they give a suggestion. You take that suggestion. You decide what works and what doesn't work. But there are certain marks that should automatically be for the director to put his foot in the sand say no this is my film. This is what we're going to do. I'm sorry it doesn't work with what you want to do with it right now but this is how it has to be and that's probably should have been mine because everything after that became, you know like, well Mike gave a little bit of room on the RED. Maybe he'll give a little bit of room on this. Maybe he'll get a little room on that. It poisoned the well essentially as the term goes to getting the film made because when you allow one thing to get past you everything else came too.

Director: [On the Promo Shoot Footage] A lot has been made about the promo shoot. With the little money we made from one fundraising campaign we decided to put it into a promo that we could shop around for investors. This was not really my idea of my acting producer at the time. We decide to rent the RED Epic to shoot these scenes to give the most dynamic look and you know what, for all the fighting and all the arguing we went over this camera, these shots look amazing. This I feel is what best represents the film. If

you could imagine that Blackwater was actually made it would have looked like this. Perfect. Stunning. I look at these scenes and I get very regretful in Regretful because we never got to make the film as we visioned it. Maybe that's the deepest cut of all really, as you put all this hard work into something. You try your best. You line up your ducks. You get the best cast the best crew. Everyone doing their job. And it still doesn't happen. This is the question I constantly ask :why? Why did everything go wrong? I know what went wrong. The cabin was lost. The funding wasn't there. What went wrong with me? Why couldn't I make this film work? Was I not a very good filmmaker after all? Was my love of cinema just that, a love a cinema. Was I, and still am, a failure.

Alanna Flores: [On the Promo Producer] Not very fond of him nor have I ever been. I like to think of myself as a bullshit detector and maybe that's a bit presumptuous of me I guess. Maybe calling myself a bullshit detector makes me seem like a mean person. I don't know. But right from the get-go. The first time I ever met him I felt like he was just very full of himself. And then everybody was talking about him like he was amazing, how he was going to do revolutionary things. And I was like....maybe. I don't know. We'll see. But I kind of felt like everything he did was all an act. But I don't know. Basically I think he tainted it for me. The whole test footage shoot that we did. I felt like people expected me to pull a miracle out of my asshole and I didn't do that.

Director: Did you like how it turned out?

Alanna Flores: I did like how it turned out. I mean, of course there was more money allotted to

the camera budget. It was shot on an Epic RED. So that's cool. It did make everything look beautiful. It made my sort of garbage cheap scrap set look good. But I look at that, by the end of the day that we did the test footage I felt very defeated .

Director: You did have what could be called a set breakdown.

Alanna Flores: I did have a set break down and I feel like maybe what I did on that day kind of scarred people from ever wanting to work with me again. Which is OK, I guess. But essentially, I just started getting frustrated with kind of the way I was being treated and not that it I don't know makes it sound like conditions on the set were horrible. They weren't necessarily it just felt like a very, "Oh the men are talking now" sort of a moment. And I think that's definitely Samuel Butchers.

Director: Your saying the producer made it somewhat problematic.

Alanna Flores: I kind of felt that way. Yeah, a little bit. A little bit sort of like like an instance that really comes to mind. And this is an interaction I had with the assistant director and I at that point had come from a background of working on scenery for a play (for plays). I worked on building sets for plays at school. That's what I was doing and I knew how to build and build scenery and I don't know take like nomadic staple guns and put stuff together and strike a set and you know do that responsibly. So I had this old lumber that I could do whatever I wanted with it. Now I had an idea. But, my first thought was well I need to strip the lumber of any old staples or nails because if anyone steps on that's going

to be super dangerous. So I did that. I put everything together and then I had the assistant director walk up to me and say, "Now is this going to be safe? Are there still staples in here or nails?" And I wanted to say, "Did you see what I had been doing for the past, I don't know 40 minutes?" And stripping the lumber and making sure it didn't have any staples in it so...I don't know. I don't know if I was misconstruing things but felt like an insult to my intelligence. I think I kind of felt like I had this outsider sort of position because mostly everybody was UCF and I did go to UCF, I took some film classes, but I wasn't really part of the gang. And I felt like I wasn't a part of the group in a way. So that could have been it, it may not have been "Oh, because you're a woman thing". It might have been "Oh, you're not UCF. You don't know what you're doing". But that's kind of how I felt during the day. And then it escalated quickly for me. I was told I had spaces to use but then I had the owner of the property all of a sudden like, oh you can't you can't use that and get upset with us. Essentially, what it boils down to, was it was time to have dinner. And I remember telling the director that I wasn't going to eat his damn pizza, not referring to the director...that I wasn't going to eat his pizza. (laughs) It sounds kind of dirty. No. Essentially Samuel butcher, being the producer, paying for the pizza. I was going to eat...I wasn't going to eat his damn pizza.

Director: This is a reading of the butcher letter. This was posted on a well-known social media site. It goes, starts off with "I respect you, so I'm going to throw you my two cents. I do so not under any other reason than I am, to my knowledge the only production partner you had that actually got any footage for the film in the can." That is an honest assertion. "You put together a good tech crew and a good Cast. What went wrong? Production.

Aside from Force Majeure nothing is out of your hands. The only reason is because you gave it away. You handed control of the project to others without any regard for their ability dedication or skill. Some people would say you were too nice". Nice is in quotation marks. "I frankly say you were spineless." We're getting to the meat of it. "You have an AD who question your production, fire the AD. You have a PM who has no idea what he's doing. He's gone . You had an actor that can't commit, recast. Each and every time your production hit a snag you seemed like the world ended. Everyone had to get together, bemoan the issue, then sluggishly pull themselves up and after several weeks compromise something. That's no way for any venue to succeed let alone a film. You have an aim, you create a team you, delegate responsibilities to enact that aim. It really is that simple. Most importantly, you draw a line in the sand and say cross this and you're gone."" I'll get back to that. "No exceptions. Making art isn't a means to make friends, especially in a medium where art meets technical ability. You gave away control of your project. You listen to too many people and try to go into too many different directions. You said no to saying no and you said yes far too much and maybe far more". Which is a weird thing. "End of the day though. It's your project and the blame is with you. You aren't stupid but you are too risk adverse. Above it all though I say again you're lazy". And I got it framed.

Director: I don't know. I think maybe he's fifty percent right. I mean, I ultimately was the authority on the film. Some of the decisions I made I would have not made if I could do it again. I made them at the time because I felt they best suited the film. His assessment of the UPM and the production manager at the time were pretty honest, even though both

those people deserve all the praise they can get. I don't know. I mean the biggest thing is that letter was the quandaries. Well, there's two major statements made: 1) I'm lazy and 2) I'm risk averse. And risk averse I'll easily say, I'll own that, I am. And perhaps that doesn't do me any favors when it comes to film. Lazy, that's a darker one because I do have a certain, I guess, laid back quality that is essential lazy. I mean. I don't know. It's weird to have someone critique it to such a degree that it questions your filmmaking abilities. And makes me wonder just if I'm not cut out to be making films at this point in my life. Where if I was ever qualified to make film. The argument can be made that you know no one is ever ready to make a film. They just make it and you know it comes out in the end. But yeah you can read all the books, you can plan all you want, you can't have everything ready to go. And then one thing falls apart and the entire foundation crumbles. And he seems to feel that I allowed this foundation to crumble beneath me and just refuse to pick up the pieces. Is that true? I don't know, maybe. The biggest issue he had, I feel, was that I wasn't more thorough with pre-production or preproduction for the test footage as it were. Because this is why he was the producer, for this test footage. But here's the thing, that asshole wanted me to spend two thousand dollars on test footage for our film that he claimed he had three backers that were just going to throw money at it from Hollywood. I never met these backers. I never talked to these backers but he wanted to spend two thousand on a RED Epic to shoot a micro-budgeted digital film. Who the fuck does that? You know? This is a short, we shot the damn test footage on the RED Epic. The problem is that no one trust(ed) in my ability and thus no one trust(ed) the film was going to get done. That's why the test footage failed because I had people fighting amongst themselves. Now, I'm the ultimate authority. I get to I decide who goes, who

stays, and how things go along. So if anything he is right and the assessment that I didn't kick out people I should of. And the first person I fucking should of kicked out was him.

Director: [On the Loss of the Cabin] Then comes you know the first kind of hit and that, by the way you can't shoot out of state. We want you to shoot in state, which I don't remember being part of the criteria. I remember the criteria was shot on digital, self-funded. The school isn't going to find any money to it. The school doesn't own the film and there had to be a low budget, which at the time I believe was under fifty thousand.

Alanna Flores: I had, by that point, I myself started to sort of just fall apart. I felt like a failure but I definitely felt stressed out. I felt everybody else was stressed by it and my being stressed out I'm sure probably influenced other people and how they felt.

Director: And that was just so critical to the film of what the film was. You know, like this was like getting of one of my characters . Just like one of the characters, one of the major characters. Like, I had problems with the cast and the sense when I started casting. You know some people I liked and the people we did like couldn't do it. People we hired all of a sudden, you know, no one could do the film for reasons. We had decided we were going to hold off on filming and wait for them to be able to film, which we did for one person in particular because I really, really wanted this cast member but you know the location was a bigger deal. You know, it was the set piece and without it the film didn't work at its core but we still try to find a location in Florida. Proved ultimately very unsuccessful. I mean we just couldn't find anything in the state that was not just available

the way that that cabin would have been but also in the spirit of what it represented. Which was, you know, like the South is really weird. It has an obsession with supernatural details, loves a good ghost story but it also generally believes that ghost story in some weird strange way. It almost facilitates itself, which is really what the script is also about that you know stories and myth and ghost are only really what you put into them. So that just you know like the cabin itself, which was it did not have a history but the area did and now that alone was enough to really make it something. To kind of force it into another package just because we wanted to stay local took something away from it. And this is when I found that a lot of people around the state, especially in Central Florida did not want to work with certain filmmakers. I guess there had been bad blood between past student productions, not just with UCF but just with other film schools that were located here and just people are very unwilling to work with anyone and it was supercritical to the budget.

Alanna Flores: Meanwhile, cut to trying to find cabins in Florida where maybe you wouldn't necessarily have to have the money to have people stay places because they could just you know go home at the end of the day. But you try to find a place to let you film and they want to have you pay exorbitant amounts of money to do it. And either that or they had trouble in the past with you know film students from other schools, I won't necessarily name, giving film students a bad name and they won't let you film there. So it was definitely a struggle to try to find the place.

Director: It got to the point where it was discussed "OK, maybe you need to think about not

being a cabin and what if it's a campground. Wonder if they're camping and something happens. What if they're you know like in a van?" And this thing, when you cut the legs off your script to such a degree and it's not even looking anything like the film you set out to make, what's the point anymore. It's like...this is not the story I want. I don't want to tell the story of a bunch of kids getting killed in a van. I want to tell a story about legend and how it affects us in the modern sense. And that really was when everything really started to fall apart. The insane thing is after that mandate was made other people were allowed to shoot out of state, like someone in my year that I was in the program shoot their film out of the state of Florida (in and the City of Philadelphia).

James Stephenson: I've ever seen anybody, I don't think I've ever seen you as disappointed and discouraged in my life. You know and you definitely went into a deep depression because it was it was a done deal and we walked away with ready to go. And then all of a sudden they said you couldn't shoot it out of this state. I still have people calling me saying why is Michael coming down to this shoot that film. We'd love to do it. I still think it's a viable deal.

Michael Martin: Yeah, I don't know. Every single shoot I've been on. It's come down to the budget really, and it's come down to just not having enough money when it gets down to the wire. So there's always going to go wrong. You're going to have to pay for a contingency. It's always more costly. So it's always the budget seems to get overlooked. So hopefully.[Points at Camera]

Director: [The Director Sleeping on a Couch] After the film fell through, and I knew I wasn't going to make it, I fell into I guess what you would you call an existential funk. OK, Who am I kidding, I was depressed. Seriously depressed. It was months before I even wanted to talk about what happened. I just didn't want to deal with film anymore.

Director: [Director Reviewing Footage] Finally, when I got back up on the horse and started looking at the footage again I started to piece together what the film could have been. And I found that we did have a lot more than I ever thought we did. And that's when the idea of this documentary came together. Could I pieced together what could have been the film and make the film. No, I couldn't of. There wasn't enough there. We had a lot but not enough. But then I found this one test scene we shot, that I had forgotten about.

Karlyn Koebe: [Joan Sits by the River. Lynn enters Frame] Hiya. I didn't get to introduce myself earlier.

Monica (Test Joan): I know.

Karlyn Koebe: So thank you for-

Monica (Test Joan): You really could have gotten hurt out there you know. First off, faking a drowning isn't fucking cool. You scared everybody. What made you think that be funny? There are graveyards full of people who died from shit they thought was funny. I know, I've read the statistics. To letting me give you mouth to mouth, and chest compressions, is

not only dangerous to you and your lungs and your sternum but it puts me in the awkward position of being liable for any possible damage. Know what the Good Samaritan laws are? Well, I don't feel like testing them in Southern Court. I have a funny feeling I wouldn't win. See what I'm saying?

Karlyn Koebe: Dekker was right. You are wound up way too tight girl. [Lynn Hands Joan an Open Bottle of Wine. She takes a swig.]

Monica (Test Joan): So...I'm guessing you're a local.

Karlyn Koebe: You don't know how local I am. [Takes Back the Bottle and Takes a Long Chug] So how'd you know that C.P.R. stuff?

Monica (Test Joan): I used to want to be a nurse. High school classes. Stuff like that.

Karlyn Koebe: What changed your mind?

Monica (Test Joan): Time. Money. Passion. A lot of things I suppose. You know how it is, you get old. You get real. You get into something a little more probable.

Karlyn Koebe: Dreams die.

Monica (Test Joan): I wouldn't be that fatalistic. Dreams get re-prioritize.

Karlyn Koebe: God, you talk like a college student to. Nauseating.

Monica (Test Joan): What? What do you mean? [They Sit in Silence as Lynn Drinks] It's so beautiful here.

Karlyn Koebe: Fuck! Do you know how many times in my fucking life I've heard "It's so beautiful here and you must love it so much. You live this quaint, simplicity life." Fuck you, you know this place is purgatory. People were born here and they die here and they don't know shit about anything else. Everyone here is such a fucking coward. They're just afraid of...yeah, you pity me. The smart, tough Yankee pities the poor white hick chick. I know, I get that one too. You want to know what it's like living here? You know that bridge you cross over? Every now and then some simple, quaint unburdened soul goes down into that bridge and blows their Goddamn brains out. See, they know. They recognize what everybody else realizes but it's too chicken shit to deal with. That's what this town is all about. That's where all the roads lead to. That's the way out of all this "beauty", under a fucking bridge. [Lynn gets up and leaves] Fatalistic enough for you?

Alanna Flores: I think now I've reached a point in my life where I've I'm going to not be scared by failure anymore, which is hard. But I don't know, just because you fail at something doesn't mean you can't stop trying. So I think I'm interested in filmmaking still but just maybe being a director. I don't know. What are the greatest movies of all time? Movies that people love. What are people's favorite movies? And I'm sure that whatever their

favorite movie is helped shape them as a person, about who they are. They can't help but not. You have art imitating life and life imitating art. It goes both ways. So I feel that maybe when Art starts to reflect a more graceful attitude. That it could, it could have the ability to change the world. Maybe, I don't know. That's, that sounds like. That's very Gwyneth Paltrow...of me.

Director: Well there it is. So, who's wrong? Was I wrong? And Butcher was right and my procrastination ultimately did us in? Was it wrong for UCF to not give us the cabin even though we had it free of charge? Maybe it was the fund raising? Maybe we just didn't have the money for it. Maybe it was the crew? I don't know. Because ultimately this examination didn't answer any of the questions I wanted it to answer. But it really just made me realize that this has been an experiment in failure. That's the thing. Failure is always an option because we can learn from failure. And that's the most important thing. See this doc, I originally thought it was going to be about me trying to re-explore the things I loved. But it's not about me. It's not for me it's for everyone else who's been in the same position as I have, who to make a film and didn't happen for them. So, learn from this. Use this as a tool to kind of explore the ideas of how, if you're not careful with your production or if you plan everything correctly, things will just go wrong and you need to figure out what to do about it. I do have one regret and that's not going back to the cabin. I really wanted, I really wanted to explore it one more time to see what it looked like. But it just wasn't in the cards. That being said, we do have time for one more VHS tape.[VHS Footage of the Cabin Sitting on the Blackwater river].

CHAPTER FOUR: MARKETING AND RELEASE

Introduction

Marketing is one of the most important elements in a film post-production strategy. It can honestly make or break a narrative film. For independent films the importance of marketing and word-of-mouth is multiplied substantially. With the amount of entertainment content being produced by mainstream studios, upstart production entities, and online aggregators it makes it that much harder for a filmmaker to have his film been seen by his intended target audience.

What has made it easier for independent filmmakers in the modern online age has been the domination of streaming online. The day of going to the theater or film festivals has been waning for the best decade with larger age groups, usually a filmmaker's target audience, deciding to stay home to stream media with ease. Film studios have answered this stream-at-home desire by creating content specifically to be released online, forgoing the traditional theatrical route. (it should be clarified that when refereeing to "online" we are referencing content uploaded onto the Internet with "streaming" referring to the delivery of said content).

Audiences turning to online for their media watching allows the independent content creator to reach directly to their projected audience. Film marketing in the past needed to make audiences aware that a film would be available for a limited time in a specific arena (i.e. Theaters, Festivals, etc.) where marketing in the online era could be as simple as letting a target audience know that a film is available to view instantly. The issues that come with this model turn from mass market appeal to standing out in a greater saturated market.

Film Festival Strategy

Once filming was completed the idea was to enter *Blackwater RD.* first at several higher tier film festivals. These festivals are a breeding ground for exciting, new films while also acting as a connection to distributors, who actively shop at such festivals. Many of these well-known festivals programs, such as South by Southwest or Sundance, require being a film's premiere while others allow previously screened films to show outside of competition. While these notable festivals would certainly help bring a considerable amount of attention to *Blackwater RD.*, and perhaps increase hopes of gaining the attention of distributors, they were not the only festival venue that we aimed for.

Another film festival circuit would have been those geared towards horror conventions and larger horror specific festivals. These conventions are a gathering place for many of the original targeted audiences that we were reaching for and its specific purpose is to gain this attention, building the approval of fans and preparing them for any future theatrical/video releases. Harking yet again to its success as an example, Paranormal Activity started its life on the horror festival circuit by screening at the ScreamFest Horror Film Festival. Here it was seen by an assistant at the Creative Arts Agency that would go on to shop the film around to several distributors, ultimately settling with Dreamworks.

While the film festival circuit was always an avenue for the original narrative film it is no longer an avenue we are interested in for the documentary film. While there are many film festivals geared specifically toward documentary films, with many major film festivals also having documentary categories for both feature-length and short subjects, we have chosen alternative screening methods for the finished documentary.

Target Audience

Discovering a target audience for your film is not as easy as it may seem. While things like broad groups and niche audiences are easier to decipher, and have been a focal point since a project's inception, it is this core audience that will continue to bring recognition to a film even after the first wave has moved on to something else. A core audience is a small section of a niche audience that will find your film particularly resonating to them. These target audiences do not necessarily need to belong to the same niche audiences that may have spawned them but come together to rally around your film for whatever reason. Maybe it says something to them or covers a topic that they hold dear. For whatever reason, it is these audiences that filmmakers must reach out to cause not only would they celebrate their films but would promote itself.

Regarding *Whatever Happened to Blackwater RD.?*, an unconventional documentary film based around the concept of learning from failure, the target audience would be an offshoot of several genre groups as well as niche audiences. The core audience for the film would be those of the documentary genre who not only seek out independent doc films but also have an interest in the sub-category in the genre that deals with what has generally been identified as participatory archival-based documentary film.

This interest in this kind of film is associated with audiences who have an interest in thought collage filmmaking, the act of taking found footage and assembling it to weave together an established narrative. The personal, participatory, aspect is also engaging to an audience interested in connecting with the filmmaker assembling the narrative. Another associated audience that has the possibility to be interested in this film would be those who seek out films that were created with digital technology, specifically mixed-media digital, as it was recorded

using multiple digital cameras. This audience, seeking out the more tech-variant filmmaking, have an interest in seeing how consumer grade cameras can be used to facilitate storytelling.

Original Narrative Market Strategy

While many times the specific marketing aspect of a film is left up to the distributor and the filmmaker has little or no influence on the selling of the film to the audience but when following the independent marketing model it becomes critical for the creative entity to decide what hook should be used to reach the target audiences. In the case of *Blackwater RD.* the marketing of film would have tie directly into the touring of the film as well as the use of community partnerships and transmedia marketing.

Community partnerships are a great way of both sub lamenting aspects called for in the budget as well as a clever marketing device. For *Blackwater RD.* one of the major visual entities of the film was a shirt worn by one of the characters advertising the fictional band No Hope. This both represents not only a band that many of the characters would have listen to and would have fictitiously featured in the film's soundtrack by a real band, but also represented a focused idea of the film as a whole. This t-shirt, and many others seen in the film, would have been a perfect idea to utilize as a merchandise article while also serving as an advert of sorts for the film itself. The first community partnership could have been a local silk printing company that would assist in not only making transfers of the shirts that could be sold and distributed but also could have created silkscreen poster prints that could be handed out at screenings as well.

The idea of transmedia marketing is also an ever-expanding forum of interest to the independent film industry. Transmedia, also known as cross media or expanded storytelling,

involves a narrative thread taken from the film and expanded upon in various other medias. Transmedia has also been used in “viral” marketing, one glaring example being *The Blair Witch Project*. The transmedia elements of Blair Witch concerned the idea that the film itself was real and the cast were missing (presumed dead) and what was being seen were their last moments. The website for the film never claimed the film as a narrative feature, purposely leaving the nature of the footage vague. Several marketing techniques used were the poster art which featured a missing poster of the three cast members as well as a “documentary” featurette that tied into the history of the Blair Witch. This led many to believe that the film was a legitimate documentary without ever claiming to be one.

With *Blackwater RD*, the transmedia planned elements would have concerned what happens “after” the film. This idea is that once the film ends the world continues on and includes a fictional book written about what happened in the woods of Blackwater, brochures for guided trips to where our characters had died, and even a fictional film made about the murders/disappearances (which all of these would have their own planned fake website). The idea is that the legend of what happened in the woods had gained a cult like status and now there was an influx of interest in the Blackwater area (thus continuing the cycle). An idea thrown around included a giveaway of t-shirts with the words “I lived the Blackwater Legend” not just as an advert for the film but as a tourist like connection to the film.

New Marketing Strategy

With the changing of the narrative film to a documentary film the marketing strategy changed dramatically. It was decided that this film, while addressing issues that would draw a

target audience as outlined above, would not be conducive to a festival or touring strategy. This documentary concerns personal failure and learning from that experience. While this is a topic many can relate to I felt that such a topic was ultimately a personal one, and thus viewed in a more personal manner. I wished for myself and the viewer to have a personal connection, as if I was giving a lecture or conversation about the failings of filmmaking. To exhibit a film this personal in a theatrical experience of any kind would take away from this proposed intimate discourse between the audience. I ultimately decided to release the film online on a streaming platform, allowing the viewer to watch in their own space at their leisure. This would allow the target audience to have a more direct experience with the material.

Release

Another decision I made with releasing the film online was to make the film free of charge. With the rise of streaming services like YouTube or Vimeo the expected value of content has changed. A filmmaker now has the power to place his own value on their films. Documentary filmmaker Robert Greenwald explained the importance of shared media as “the audience votes with their ‘forward’ button. If they see a video that they think has something to say, they forward it” (75). To release a film for free the creator gains the ability to decide how a viewer interacts with the media. I feel this film was a learning experience for me and thus should act as a learning tool for others. The film will be available streaming online, in full, on the film’s website (using a third-party streaming service to host the video). By gifting the film I have created a contract with the audience that they should feel free to share the documentary with other people without fear of litigation, creating a larger audience and spreading the film outside

its target demographic. Now, this method of gifting content does not build a target audience overnight.

While I originally planned to recoup the expenses while drafting the narrative film I no longer feel that recouping is the primary goal. The experience making this documentary has enlightened me to the fact that there are various distributed methods available to the present digital filmmaker. No longer are we limited to the traditional marketing and distribution routes if they don't fit our model. The most important goals for these content creators now is reaching their target audience in the best way possible.

Film Poster

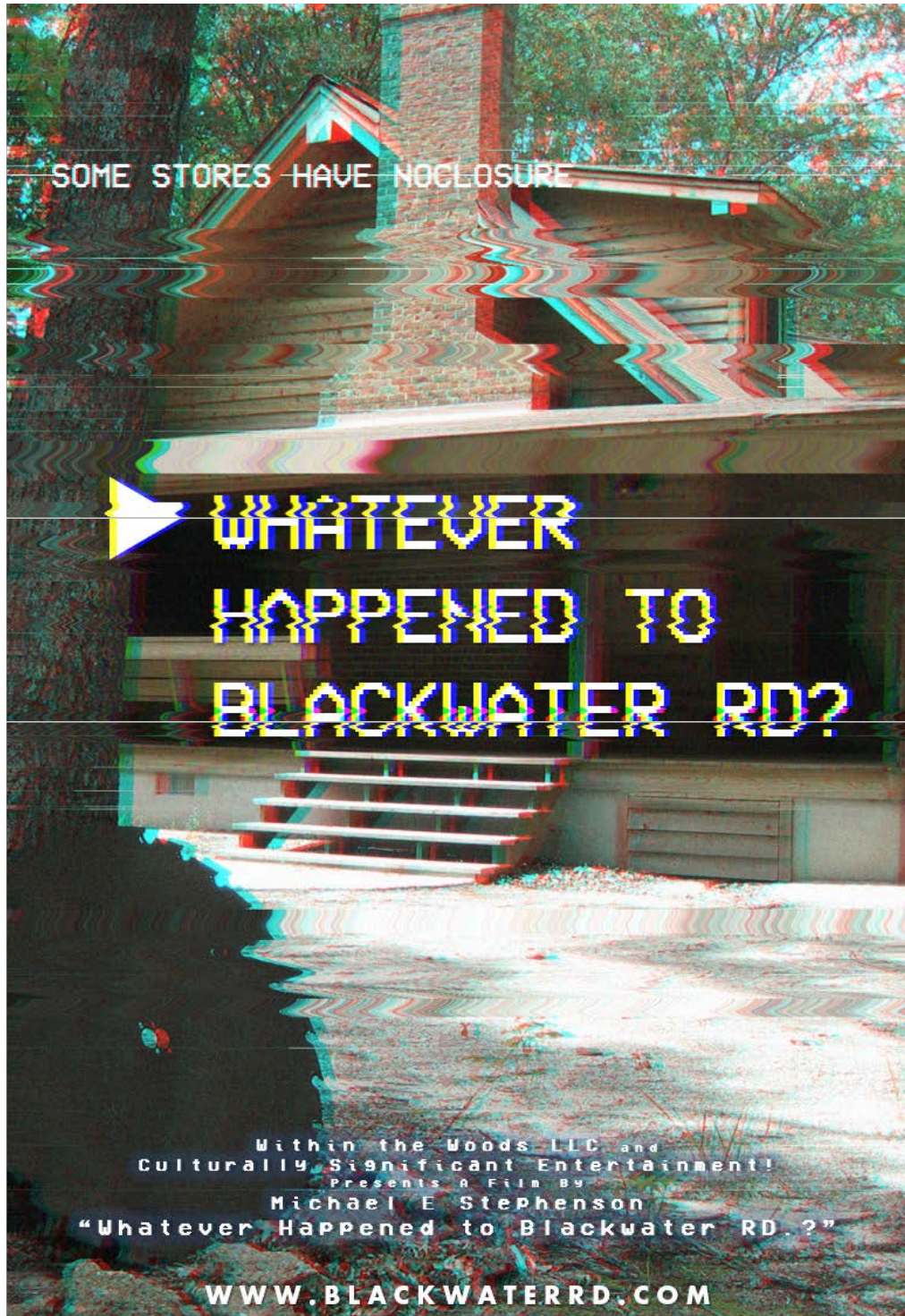


Figure 8: Film Poster

**APPENDIX A:
DOCUMENTARY BUDGET**

BUDGET TOPSHEET				
Production Co.	Withing the Woods, LLC		Producers	Alanna R. Flores
Project Title	Whatever Happened to Blackwater RD.?		Union/Non	N/A
Budget Date	08/26/2017		Prepared by	Michael E Stephenson
Shoot days	N/A		Locations	Orlando, FL
ABOVE THE LINE				
10-00	Development Costs	1		150
11-00	Story & Rights	1		10
12-00	Producer Unit	1		0
13-00	Director & Staff	1		0
14-00	Cast	1		0
15-00	Travel & Living	1		100
Total Above the Line				260
PRODUCTION EXPENSES				
20-00	Production Staff	2		0
21-00	Extra Talent	2		0
22-00	Set Design	2		0
23-00	Set Construction	2		0
24-00	Set Pre-rig & Strike	2		100
25-00	Set Operations	2		499.12
26-00	Set Dressing	2		0
27-00	Property	2		0
28-00	Wardrobe	2		0
29-00	Electric	2		733.95
30-00	Camera	2		1769.93
31-00	Production Sound	2		668.99
32-00	Make-up & Hair	2		0
33-00	Transportation	2		100
34-00	Locations	2		0
35-00	Picture Vehicles & Animals	2		0
36-00	Special Effects	2		0
37-00	Visual Effects - Post	2		156

38-00	Film & Lab	2		0
39-00	BTL Travel	2		0
Total Production				4027.99
POST-PRODUCTION EXPENSES				
45-00	Film Editing	3		156
46-00	Music	3		0
47-00	Visual Effects	3		0
48-00	Post Production Sound	3		0
49-00	Post Production Film & Lab	3		0
Total Post Production				156
OTHER EXPENSES				
55-00	Publicity	4		0
56-00	Legal & Accounting	4		0
57-00	General Expense	4		0
58-00	Insurance	4		0
Total Other				0
Bond Fee	0%			133.3197
Contingency	10%			444.399
GRAND TOTAL				\$5,021.71
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**APPENDIX B:
DOCUMENTARY ASSUMPTIONS**

SCHEDULE AND BUDGET ASSUMPTIONS

DIRECTOR NAME: Michael E. Stephenson

PRODUCER NAME: Alanna R. Flores

FILM TITLE: Whatever Happened to Blackwater RD.?

BUDGET AMOUNT: \$2,000.000

LOCATION(S) OF SHOOT: e.g. Orlando, Melbourne): Orlando, FL / Clearwater, FL / Windsor, VA

SHOOT DATES: TBA

5 OR 6 DAY WEEKS: 5

NUMBER OF SHOOT DAYS: 10

FORMAT (HD, DV, etc.): HD (Cannon DLSR 70D / Cannon EOS M3 / iPhone 6S)

NUMBER OF SPEAKING PARTS: 3 - 4

NUMBER OF BACKGROUND ACTORS TOTAL: N/A

HOW MANY SAG PLAYERS? 0

HOW MANY LOCATION(S): 3 - 4

HOW MANY SETS? N/A

ANY STAGE WORK? IF SO, WHERE? N/A

ANY SET CONSTRUCTION? IF SO, WHERE? N/A

NUMBER OF CREW: 2

ARE ANY CAST OR CREW BEING PAID? NO

ARE YOU USING A PAYROLL COMPANY AND IF SO, WHO IS IT? No

WHO IS YOUR INSURANCE BROKER? N/A

WHO IS YOUR LEGAL ADVISOR? N/A

STUNTS, EFFECTS, MINORS, ANIMALS, PYRO, ETC? EXPLAIN: N/A

DIRECTOR OF PHOTOGRAPHY IS: Michael E. Stephenson

PRODUCTION DESIGNER IS: Alanna Flores

1ST ASSISTANT DIRECTOR IS: N/A

WHAT IS THE BIGGEST CHALLENGE(S) OF YOUR PRODUCTION?:

Assembling footage to help string together the events that lead to the dissolution of the original narrative film while also explore the nature of failure (and deciding how to move on from it).

**APPENDIX C:
DOCUMENTARY CREW LIST**



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

CREW LIST
 "Whatever Happened to Blackwater Rd.?"

TITLE	NAME	PHONE/EMAIL
DIRECTOR	Michael E Stephenson	[REDACTED]
PRODUCER	Alanna Flores	[REDACTED]
EXECUTIVE PRODUCER(S)	James K. Stephenson Jeanne K. Stephenson	[REDACTED]
DIRECTOR OF PHOTOGRAPHY	Michael E Stephenson	[REDACTED]
1 ST ASSISTANT CAMERA	Alanna Flores	[REDACTED]
DIGITAL ASSET MANAGER	Michael E Stephenson	[REDACTED]
EDITOR	Michael E Stephenson	[REDACTED]

**APPENDIX D:
DOCUMENTARY INTERVIEW LIST**



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

INTERVIEW LIST
"Whatever Happened to Blackwater Rd.?"

NAME		PHONE/EMAIL
James K Stephenson	NEW INTERVIEW	██████████
Alanna Flores	NEW INTERVIEW	██████████
Jeanne K. Stephenson	NEW INTERVIEW	██████████
Alma Hill	VINTAGE INTERVIEW	██████████
Michael Martin	VINTAGE INTERVIEW	██████████
Karlyn Koebe	VINTAGE INTERVIEW	██████████
Rebecca Miller	VINTAGE INTERVIEW	██████████

APPENDIX E
DOCUMENTARY WEEKLY REPORT

WEEKLY REPORT
“WHATEVER HAPPENED TO BLACKWATER RD.?”
(Formally WHATEVER HAPPENED TO HOLLYWOOD EAST?)
DOCUMENTARY

DATE RANGE: 12/11/17
REPORT #: 16

DIRECTOR – Michael E Stephenson	
ACCOMPLISHED THIS WEEK:	Edited a Fall cut to show to thesis committee. Comments were made to perhaps focus on personal reflection rather than the Hollywood East history. Film will be redirected to meet the committees comments.
WITHIN NEXT 48 HOURS	Re-edit film to reflect this new direction. Plan new interviews.
NEXT WEEK GOALS:	Work on setting-up interview subjects
PRODUCER – Alanna R. Flores	
ACCOMPLISHED THIS WEEK:	Viewed director’s latest cut. Gave notes.
WITHIN NEXT 48 HOURS	Decide who needs to be interviewed. Send Emails to interview participants.
NEXT WEEK GOALS:	Draft list of new milestones.

**APPENDIX F:
DOCUMENTARY CALL SHEET**

DAY/DATE: 02/26/2018		CALL SHEET "Whatever Happened to Blackwater RD.?" Documentary			CREW CALL: 8:00am					
PRODUCTION DAY: 10 OF ∞					BREAKFAST @ SET: 7:00 am SHOOTING CALL: 7:30 am LUNCH: 12:00 pm					
DIRECTOR: Michael E. Stephenson		SUNRISE:	SUNSET:	MOON PHASE:						
1st A.D.: Alanna Flores		WEATHER:								
SET PHONE: (727) 460-4292		SET LOCATION: 2677 Redford Ct West Clearwater, FL 33761			NEAREST HOSPITAL TO LOCATION: Mease Dunedin Hospital, 601 Main St, Dunedin, FL 34698					
PRODUCTION OFFICE: 7510 Sun Key Blvd Apt 3312 Winter Park, FL										
Quote of the Day:										
SHOOTING SCHEDULE										
Scripted Location	Scene #	Description	D/N	I/E	Cast #	Page Count	Time Needed to Shoot	Set Location		
Interview A.R.F	n/a	Interview with Art Director	D	I	3	n/a	1 Hour	Stephenson House		
Interview J.K.S	n/a	Interview with Director's Mother	D	I	2	n/a	1 Hour	Stephenson House		
Interview J.K.S. II	n/a	Interview with Director's Father	N	I	1	n/a	1 Hour	Stephenson House		
B-Roll	n/a	n/a	D/N	I/E	n/a	n/a	1 to 2 Hours	Stephenson House		
***TOTAL NUMBER OF SCENES: 4 TOTAL NUMBER OF PAGES: N/A ***										
TALENT										
#	Scripted Name	Talent Name	Pick-Up	Arrive Location	Into Wardrobe	Into Make-Up	Ready on Set	S/W/H/R/T/r/f	Notes	
1	n/a	James K. Stephenson	n/a	n/a	n/a	n/a	9:00 am	M		
2	n/a	Jeanne K. Stephenson	n/a	n/a	n/a	n/a	11:00 am	M		
3	n/a	Alanna R. Flores	n/a	n/a	n/a	n/a	5:00 pm	M		
ATMOSPHERE: Director's Childhood House								SCENES NEEDED FOR:	CALL TIME: 8:00 am	WHERE TO REPORT TO:
SPECIAL DEPARTMENT INSTRUCTIONS										
Art:										
Props:										
Camera:										
Grip:										
Lighting:										
Locations:										
Make-up:										
Production:										
Sound:										
Transportation:										
Wardrobe:										
ADVANCE SCHEDULE:										
Scripted Location	Scene #	Shots	Description	D/N	I/E	Cast	Pages	Time	Set Location	
Rest Stop	n/a	3	Visit to Rest Stop used in Promo	D	I	0,3	n/a	11:00 am	Rest Stop, Orlando	
Car Ride	n/a	3	Discussing film in car	D	I	0,3	n/a	12:00 pm	I-4, Orlando	
***TOTAL NUMBER OF SCENES: 2 TOTAL NUMBER OF PAGES: N/A ***										

	DAY OF	00/00/0000	
CREW CALLS			
Department/ Position	Name	Phone #	Call
Production			
Director			
Producer			
1 st Assistant Director			
2 nd Assistant Director			
Production Assistant			
Production Assistant			
Production Assistant			
Production Assistant			
Script Supervisor			
Locations			
Location Manager			
Camera			
Director of Photography			
1 st Assistant Camera			
2 nd Assistant Camera			
Art			
Production Designer			
Art PA			
Art PA			
Art PA			
LOCATION MAP & DIRECTIONS			
TO LOCATION FROM PRODUCTION OFFICE			
	Directions to		
	<i>From the Production Office:</i>		
	Directions to		

Director

Producer

**APPENDIX G:
DOCUMENTARY FINAL COST REPORT**

Final Cost Report				
Production Co.	Withing the Woods, LLC		Producers	Alanna R. Flores
Project Title	Whatever Happened to Blackwater RD.?		Union/Non	N/A
Budget Date	03/17/2018		Prepared by	Michael E Stephenson
Shoot days	12		Locations	Orlando, FL / Clearwater, FL
ABOVE THE LINE				
10-00	Development Costs	1		100
11-00	Story & Rights	1		10
12-00	Producer Unit	1		0
13-00	Director & Staff	1		0
14-00	Cast	1		0
15-00	Travel & Living	1		100
Total Above the Line				210
PRODUCTION EXPENSES				
20-00	Production Staff	2		0
21-00	Extra Talent	2		0
22-00	Set Design	2		0
23-00	Set Construction	2		0
24-00	Set Pre-rig & Strike	2		50
25-00	Set Operations	2		499.12
26-00	Set Dressing	2		0
27-00	Property	2		0
28-00	Wardrobe	2		0
29-00	Electric	2		733.95
30-00	Camera	2		1769.93
31-00	Production Sound	2		668.99
32-00	Make-up & Hair	2		0
33-00	Transportation	2		100
34-00	Locations	2		0

35-00	Picture Vehicles & Animals	2		0
36-00	Special Effects	2		0
37-00	Visual Effects - Post	2		
38-00	Film & Lab	2		0
39-00	BTL Travel	2		0
Total Production				3821.99
POST-PRODUCTION EXPENSES				
45-00	Film Editing	3		156
46-00	Music	3		0
47-00	Visual Effects	3		0
48-00	Post Production Sound	3		0
49-00	Post Production Film & Lab	3		0
Total Post Production				156
OTHER EXPENSES				
55-00	Web Site Operations	4	\$14.00/yr	168
56-00	Streaming	4	\$10.00/yr	120
57-00	General Expense	4		200
58-00	Insurance	4		0
Total Other				488
GRAND TOTAL				\$4,675.99
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**APPENDIX H:
LLC CERTIFICATE OF STATUS**

Certificate of Status

I certify from the records of this office that WITHIN THE WOODS, LLC, is a limited liability company organized under the laws of the State of Florida, filed electronically on August 17, 2012.

The document number of this company is L12000106003.

I further certify that said company has paid all fees due this office through December 31, 2012, and its status is active.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

Authentication Code: 120817090941-800238603588#1

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Seventeenth day of August, 2012



Ken Detzner
Ken Detzner
Secretary of State

**APPENDIX I:
NARRATIVE SCRIPT**

Blackwater RD

By

Michael E. Stephenson

09/06/2012

Laudpoeum Picture Company
2012
Within the Woods LLC
2012

stephenson.m@knights.ucf.edu

TITLE/COLD OPENING

SHERIFF COFFY V.O.
Let me tell you a story.

INT. VHS CAR - DAY

BEGIN 80'S FOOTAGE SCENE:

The familiar grain and noise to anyone who grew up in the 80's of a VHS video comes to life. It's shaky, a sign of it's amateurish nature and home video quality. We can barely make what is being filmed as if someone is fumbling with the camera. A beautiful woman, SARAH, looks into the camera, upside down. She mouths some words and turns the camera away from her. We see that she's sitting in a car shooting outside the window. Trees move in the distance as the car drives by them. A time stamp on the video identifies the date as 6/14/1987.

SHERIFF COFFY V.O. (CONT)
It's about a girl.

Sarah turns the camera toward the driver's seat where ROB, a bearded young man is driving. He smiles and mouths something. He laughs at his own joke. The camera pans to the back where three young people sit squashed together. BETSY, a pretty girl with brown hair, obscures her face with a book titled "*CROSSING THE TREELINE: GETTING LOST IN AMERICAN FOLKLORE*". She looks up for a minute, waves to the camera, and returns to her book. Next to her is a handsome young man, BRUCE, with his arm a very pretty brunette, ELLEN. Bruce puts up his hand and mouths a greeting.

The camera zooms on Ellen's face. She gives a little smirk that quickly develops into a giant simile, one of those smiles that melts your heart. She wears a small crucifix around her neck.

MONTAGE:

EXT. VHS MONTAGE DINER - DAY

Rob outside a diner drinking a cup of coffee. Timestamp:
6/15/1987.

EXT. VHS MONTAGE ROADSIDE ATTRACTION - DAY

Bruce stands next to a garish roadside attraction.
Timestamp: 6/15/1987.

EXT. VHS MONTAGE FOREST - DAY

Ellen sits under a large tree. She reads to the camera from a leather bound bible. The light seems to stream through the trees and highlights her angelic face. Timestamp: 6/16/1987.

EXT. VHS MONTAGE RIVER - DAY

Sarah, wearing a sexy but modest swimsuit, sticks her foot in a small river then pulls it out immediately. Timestamp: 6/16/1987.

EXT. VHS MONTAGE CAMPSITE - NIGHT

Ellen, Sarah, and Betsy sit around a campfire.

SHERIFF COFFY V.O. (CONT)
You see, this girl and her friends
decide to go camping in the woods.

Ellen says something that causes Betsy to let a slight smile slip. Timestamp: 6/16/1987

EXT. VHS MONTAGE FIELD - DAY

Rob and Bruce play fight in a field. Rob and Bruce seconds later embracing then skipping together through the field. Timestamp: 6/17/1987

EXT. VHS MONTAGE GAS STATION - DAY

The group is outside a gas station. Bruce is filling the tank. Betsy is talking excitedly to Ellen and Rob. Timestamp: 6/18/1987

SHERIFF COFFY V.O. (CONT)
They were suppose to be gone for a
couple days, but then their
families didn't hear from them.

Ellen listens with a unsure look on her face. She shakes her head and mouths something. She looks to Sarah, behind the camera, and then to Rob who nods his head in agreement. Betsy looks excited, Ellen worried.

3.

INT. MONTAGE CAR - DAY

The group is back in the car. They're all searching out the windows driving down a country road. Timestamp: 6/18/1987

SHERIFF COFFY V.O. (CONT)

A manhunt finds nothing, no trace.
Then, days later, the girl
reappears.

Betsy sees something and points out the window. The camera lingers for a moment on Ellen, who has a very disquieted look on her face.

EXT. VHS COUNTRY ROAD - DAY

The group stands by a country road by a COUNTY ROAD SIGN. The three girls stand together with Bruce. They embrace as a group and mouth something to the camera. Timestamp: 6/18/1987

The camera zooms from the group to the road sign. It lingers on the sign, identified as BLACKWATER RD. The image suddenly is overtaken by a moment of static, a subconscious face seems to flash for a minute in the white noise, then goes to black.

CUT TO BLACK.

END OF 80'S FOOTAGE.

SHERIFF COFFY V.O. (CONT)

Now tell me, what happened out at
Blackwater Road?

A heavy sigh is heard.

FADE IN.

EXT. HIGHWAY - NIGHT

An aged Jeep Cherokee truck travels down a dark highway only made visible by the headlights. All is silent as the outline of trees and shrubs pass by. Ahead is endless road.

DEKKER (O.S.)

Do you believe in God?

TIM (O.S.)

Never met him.

INT. TRUCK - NIGHT

TIM, 22, is behind the wheel. Dressed in flannel with a wool beanie and short beard, Tim has the appearance of a hipster lumberjack. He rubs his eyes as he stares out at the dark road.

TIM

I think I'm getting road blindness.
We better stop for coffee or
something soon.

He looks over to the passenger seat. A figure in a faded black hoodie is obscured by a distressed hardbound book. The book is an aged copy of "*CROSSING THE TREELINE*", seemingly the same copy that Betsy was reading all-be-it older and worse for wear.

TIM (CONTD)

OK, thanks for the advice. I'll go
ahead nod off for a few minutes. Oh
look, a big tree. I'll just wrap
the truck around that one and kill
us all.

The figure pulls down the book.

DEKKER

What about ghosts?

Sitting in the passenger seat is DEKKER, 24, a crust punk who could be mistaken as an extra from *The Road Warrior*. His hair is shaved short on the sides with a mass of unkempt curly hair on top of his head, surprisingly he is clean shaven despite his disheveled appearance. He is wearing a pair of headphones attached to a medium sized silver "vintage" boom box.

TIM

Serious?

DEKKER

I'm never not.

TIM

Yes. No. I don't know.

DEKKER

I'm going to classify that as
undecided.

Dekker writes in a notebook that has papers, documents, and newspaper clippings pouring out the sides.

DEKKER (CONT)

What's the worst thing you've ever done?

TIM

Why are you asking me all this?

DEKKER

Because I want to understand you better Timothy, I want to know the true you. What you would be capable of in an extraordinary situation. Will you rise to the occasion or would you revert back to your more basic instinct. Man or animal.

TIM

I assume this has a point.

DEKKER

I've been thinking, what made the first "Crossing the Treeline" so engaging?

TIM

An already outdated sense of new age logic and run on sentences.

DEKKER

Besides that.

TIM

I don't know. It a lot of first person "look inward" shit. About her experiences.

DEKKER

See, that's it. The personal connection. It's just not a collection of essays about folklore and myths, it's a writer's reflections on how upon entering the wilds and searching for their meaning she "gets lost" and finds that the stories end up defining her journey.

TIM

I see.

DEKKER

It's all bullshit but If I coming to pull all this together I need to have a more profound experience.

TIM

But we haven't done anything.

DEKKER

We saw some interesting state parks and got drunk in them. I wouldn't say that's a total loss.

TIM

Man face it, this "research" trip is going nowhere. Why don't we just head home before we hit rock bottom?

Dekker puts the book down and takes off the headphones, low music killing the silence.

DEKKER

Before we hit rock bottom? I wasn't aware we were close to "hitting rock bottom".

Dekker throws his notebook in his lap and turns to Tim aggravated.

DEKKER (CONT)

How long has this feeling been shared? Does everyone else feel the same? I know Kate doesn't, she loves it, and I know Joan can't quit. That leaves you and Madeline. Is that it? Congrats, your on the same level as a marketing major earning assistant credit. Bravo.

TIM

I'm just tired.

DEKKER

Well if you're so tired why don't you do what you've wanted to do since we started and sleep with the kid?

TIM

What? Who?

DEKKER

Don't fuck we me man, we've all seen that ass in those shorts.

TIM
Joan?

DEKKER
No, not Joan, Madeline! I- wait,
have you been staring at Joan's ass
too?

TIM
No!

DEKKER
So we agree then, the kid.

Tim looks in the rear view mirror to see the backseat and the three sleeping forms. He stares at MADELINE, 21, who has her head propped up against a window. It sways slightly with the movement of the truck, her pale face has a almost cherub' like quality framed by black hair and white headphone earbuds.

TIM
So what? She's cute. She's funny.

DEKKER
(interrupting)
Aha.

TIM
She's- shut up- She's cool. So
yeah, ok, I've been looking.
Ya-fucking-hoo, that still doesn't
mean anything.

DEKKER
I understand, your saying you can't
close the deal.

Tim gives Dekker a sideways glance.

DEKKER (CONT)
It's fine, it's fine. It's all
good. Out of your league. You're,
eh, more use to the
Williamsberg crowd. That's cool, I
understand. I think it's good when
we realize our limitations.

Dekker goes back to writing in his notebook. Time stares back at the road.

DEKKER (O.S.)
what about your belief in a bigfoot
like creature?

Tim closes his eyes-

INT. TRUCK - DAY

-and opens them again to find it's morning. He's laying in the backseat, staring up at the ceiling. The truck has stopped. He sits up half-way and finds Madeline fast asleep on his chest, earbuds still in place. He smiles slightly. It fades as he looks to a unmoving Dekker slumped over the wheel, a lit cigarette dangling from his mouth. Slowly a form rises from below the passenger side window near Tim's head wearing a crude wooden mask. It suddenly BANGS at the truck window-

KATE
Tim!

-causing Tim to jolt up-

TIM
Fuck!

-which shakes the entire truck, including the sleeping Dekker. The figure, KATE, 22, lifts up the mask and taps the window.

KATE
Morning.

Tim lays back down, his hand to his face as Madeline rubs her eyes.

TIM
Thanks Kate.

EXT. GAS STATION - EARLY DAY

The truck is parked at a lonely gas station/general store that has seen better days. A dirty dirt bike sits against the store's side chained to a water pipe with a red helmet hanging from the handlebars. No other cars are in the parking lot.

INT. TRUCK - DAY

Kate opens the truck door and digs into a bag on the seat, her mask still hanging on her head. Kate has the aura of a art school hipster meets hippie sporting thick black frame glasses and an Native American style headband. She's dressed in a torn white cardigan sweater that is two sizes too big for her. She smiles.

KATE
what's wrong champ, did I scare
you?

TIM
what me? No, I thought I saw a bee.
Fuck yeah you scared me. With a
cheap fucking scare too.

KATE
Dreamland has made you bitter.

Kate pulls a plastic toy camera from her bag. Tim sees this.

TIM
Fucking hipster.

KATE
Look who's talking My Morning
Jacket.

Tim begins to protest but then shrugs in acceptance. Kate shuts the truck door. Tim and Madeline smile at each other as she removes her headphones.

MADELINE
(yawning)
Sorry, didn't mean to-

TIM
No, no it's fine. I've been told
I'm quite comfortable.

MADELINE
By who?

TIM
Well, I mean, not literally. I was
just-

She laughs softly at his pandering.

MADELINE
I was kidding. Relax.

She looks out the window as he pounds his head in embarrassment.

MADELINE (CONT)
So where are we?

A mysterious form rises wrapped in a blanket from the very back seat.

JOAN (V.O.)
Check the schedule-

The blanket is pulled back. JOAN, 23, a young black woman with dark brown eyes looks tired. She attempts to smooth back her disheveled curly black hair.

JOAN (CONT)
-we should be outside of Virginia? .

Dekker stretches behind the wheel and searches around the dash littered with papers.

DEKKER
I threw it out.

JOAN
Wait, you did what?

Dekker looks back to Joan.

DEKKER
I threw out the schedule. I decide to go off the grid.

JOAN
I made that schedule. I mapped out those courses. I spent hours doing the research report. For fuck shakes Dekker, we got the grant because of that report.

DEKKER
And it's worked out great so far.

TIM
Wait, so where are we?

DEKKER
No idea.

Everyone is dumbfounded.

DEKKER
Exciting, isn't it?

TIM
Oh, what the fuck man?

JOAN
You asshole.

DEKKER
Don't shit a brick, where is your
sense of adventure?

JOAN
Doctor Hoffer is expecting those
locations.

DEKKER
Speaking of which, I need to check
in with the good doctor. Black
bitch, phone.

Dekker puts out his hand to Joan.

JOAN
Dekker, you call me black bitch one
more time-

DEKKER
Phone!

Joan reaches into her pocket and removes a cell phone. She almost throws it at Dekker. He goes to grab it, fumbles for a minute, and saves. He smiles.

DEKKER (CONT)
Thank you Joany.

Joan rolls her eyes as he exits the truck.

TIM
(to Joan)
I forget again, when are your guys
save the dates going out?

Madeline chuckles as Joan exhales loudly and lays back down.

EXT. GAS STATION - EARLY DAY

Dekker dials the cellphone as he searches through his pockets.

DEKKER
Hey, it's Dekker. Yeah, let me talk to her.

He finds what he was looking for, a small prescription bottle. He twist off the top, takes about three pills into his hand, and shallows them dry.

DEKKER (CONTD)
Well hello Katherine, how are you this morning?

A faint voice can be heard on the other end.

DEKKER (CONTD)
What? You didn't get them? The signal is so bad out here I guess, I guess those pages just didn't send. I'll try again later.

The voice comes across again.

DEKKER (CONTD)
Listen doctor Hoffer, I'm not trying to screw you or the grant committee here. I'm trying. You want good book material or not? I need more time.

The voice answers back.

DEKKER (CONTD)
Yes, I remeber the deal we-

The voice interructs.

Dekker (CONTD)

OK, OK fuck. Five more. Give me five more days and you'll get a fucking story you won't forget.

He hangs up the phone. He opens the pill bottle again and downs another three pills.

INT. TRUCK - EARLY DAY

Dekker reaches over and picks up the copy of *Crossing the Treeline*. Tim notices this and shakes his head.

DEKKER

I'm going to grab some more beer
too. Throw in.

Tim, Kate and Madeline all reach into their pockets and bags, pulling out crumpled dollars and loose change. Dekker collects the money.

DEKKER (CONTD)

I'm getting NPR unless anyone wants
anything more nourishing?

MADELINE

Get some Savage Orange energies. I
don't think they're illegal yet
here in Virginia.

TIM

Just don't steal anything. We don't
need to spend our last day in
Mayberry prison.

DEKKER

Don't have a "reaction"-
(slaps Tim)
-and try not to look suspicious.

Tim grimaces as Dekker walks towards the store front. Dekker, against his own advice, puts on a black jean vest covered in various patches and silver studs with a large green skull on the back. Dekker turns around before entering and throws up devil's horns.

TIM

We are fucked.

INT. GAS STATION/STORE - EARLY DAY

Dekker enters the empty store. The only person inside is a young female clerk, LYNN, 20, standing behind the counter reading a magazine. With messy platinum blond hair pulled into a ponytail and a speckle of body glitter, Lynn is attractive in a club kid by way of the Mason-Dixon line kind of way. Dekker heads toward the back aisle, nodding to Lynn who smiles and goes back to reading. Once, seemingly out of view, he begins slipping items into his jacket vest.

EXT. GAS STATION/STORE - EARLY DAY.

Tim exits the truck with his guitar and begins strumming as he leans against the truck. Kate comes by wearing the mask again while playing with her smart phone and leans against the truck.

TIM
Where did you get that anyway?

KATE
Apple store.

TIM
The mask.

Kate removes the mask.

KATE
Dekker. It's tied to his thesis of course. Native American I think. Some kind of spirit thing. He told me but I don't remember.

TIM
You don't remember the story behind a gift he gave you?

KATE
With as much as he rants you think I can retain everything? I pick and choose at this point. I'm just glad this gift won't get me arrested. Working on a new song?

TIM
Yeah, it's about a girl-
(in a Child-like inflection)
-but this one's about how I'm mad at her.

He fakes a angst-ridden pallor and strums a chord. He looks up and returns to normal.

TIM (CONTD)
Let me ask you something. Don't get pissed, but what do you think of Madeline-?

KATE
well...

TIM
-and me hooking up with her?

KATE
What?

INT. TRUCK - EARLY DAY

JOAN
What?

MADELINE
Yeah.

JOAN
Honestly, I think he's kind of a
creep.

MADELINE
Really?

JOAN
Yeah, I think the whole low-fi
artist crap is a front when in
truth he's a pretentious asshole.

Joan wraps a red scarf around her curly black hair while
Madeline stares down at her smart phone.

JOAN (CONTD)
Why you asking? Oh God, don't tell
me.

MADELINE
(smiling)
What did I say?

JOAN
Tim? Really?

MADELINE
I didn't say I was interested. I
just find him kind of interesting.

JOAN
Well, that makes sense.

MADELINE
What!?

JOAN
You're all over him this morning
girl. Resting your head on him.

MADELINE
Oh, I'm sure. That doesn't even
register.

EXT. GAS STATION/STORE - EARLY DAY

TIM
-and then I find her head not seven
inches from my crotch.

KATE
Mnhmm.

TIM
I'm just saying.

KATE
Look, I know her pretty well and I
know you. You're my friend and I
love you, but you're kind of a
asshole-

TIM
My God Dekker, your Kate impression
is ravishing.

KATE
-and I'm the one who has to live
with her. Your track record is not
great.

TIM
Name one girl I-.

KATE
Me!

Tim is struck speechless for a minute.

TIM
Well...if you going to be specific.

KATE
You totally used me. Thank Christ
we had similar taste or I don't
think we would of talked again.
(pause)
I just think it's a bad idea.

TIM
Really? Well I really don't have to
ask your permission, do I?

Kate is slightly taken aback, but steels herself.

KATE
Well now, sounds like you made up
you mind. I wash my hands of it
then because whatever happens
you'll have to deal with Joan.

TIM
I'm not afraid of Joan.

As he says her name he looks to the truck to see Joan
staring daggers at him from inside. He quickly averts his
gaze as Kate smiles.

INT. GAS STATION/STORE - EARLY DAY

Dekker, jacket now full of stolen items, goes to the
counter. Under his arm are two cases of *Norman's
Philadelphia Red* beer, one six pack of *Savage Orange*
alcoholic energy drink, and *Crossing the Treeline*. He sets
the beer on the counter.

DEKKER
Morning.

LYNN
Morning.

DEKKER
Uh, just the beer, a pack of
clover's filtered, whatever is on
pump-

He looks toward the lone gas pump.

DEKKER (CONT)
one, and-

LYNN
You want to include the stuff in
the jacket or keep it separate?

DEKKER
Uh...

Lynn smiles at Dekker, who in turn smiles back.

EXT. GAS STATION/STORE - EARLY DAY

A police cruiser pulls into the gas station. Sheriff Coffy emerges from the car and heads into the store.

TIM
-it's not like I killed anyone. I
just enjoy-

Tim sees Coffy enter into the store.

TIM (CONTD)
-Oh shit.

INT. TRUCK - EARLY DAY

MADELINE
-and he's a musician.

JOAN
Playing six chords on a guitar and
screaming does make him a musician.

Madeline seems crestfallen, looking like a sad puppy.

JOAN
Listen, I'm just trying to watch
out for you and make sure you don't
get hurt.

MADELINE
Don't worry, nothing's probably
going to happen anyway.

Madeline puts the earbuds back on and stares out the window, a small smile on her face. Joan sighs.

INT. GAS STATION/STORE - EARLY DAY

Dekker is leaning on the counter with Lynn listening in.

DEKKER
So, after about an hour into the
reading the cafe owner comes up and
says "Sir, you're being too loud."
Well, I naturally tell him to fuck
off. That's when he grabs my arm
and I headbutt him.

LYNN
Wow. Really?

DEKKER
So I'm being dragged out by the
blood-drenched cafe owner and
his barista stormtropper and yell
"What cop's dick did you suck to
get this-"

Sheriff Coffy enters the store. Dekker turns pale. He averts
his eyes and stares at the counter.

SHERIFF COFFY
Morning Lynn. How's it going?

LYNN
Morning Sheriff. Usual poison?

SHERIFF COFFY
Yep-
(He walks past Dekker and goes
for the coffee machine.)
-a large and a pack of Clovers.
Unfiltered.

Lynn reaches into the cigarette bin as Coffy moves behind
Dekker. He stares at the neon grinning skull on Dekker's
back, then to the large stack of liquor, and then eyes the
back of Dekker's head. Dekker is frozen. Lynn hands him the
cigarettes.

LYNN
Anything else I can get ya today?

SHERIFF COFFY
Nope, I think that will be it.

He lays down some cash, takes one last look at Dekker, and
heads for the door.

SHERIFF COFFY (CONTD)
See ya later Lynn.

LYNN
Bye Sheriff.

He exits and Dekker breathes again.

LYNN (CONTD)
(smiling)
So, you were saying?

Dekker smiles. He picks up his book.

DEKKER

Let me ask you, do you know
where... Surry is?

LYNN

Yeah. Oh my Gawd, you're not
looking for the Woodsman are you?

DEKKER

Maybe. Is that a common question?

LYNN

Yeah. Ever since that movie came
out, uh...*the woods* something...
anyway, everyone has been traveling
to trace the steps of the Woodsman.
Most of the time they get lost and
come here trying to find their way
back. Half of our business comes
from that. Fuck Surry though,
that's nothing. You want something
really fucking creepy? I know of
something creepy.

Dekker leans closer.

LYNN (CONTD)

Ever hear of Blackwater?

EXT. GAS STATION/STORE - EARLY DAY

Later, Dekker walks out of the store carrying two cases of
beer and the cans of *Savage Orange*.

KATE

You get me my licorice boy?

Dekker digs into his jacket and throws a bag of red rope
licorice to Kate.

KATE (CONTD)

Thanks babe.

TIM

Well, you find out where we need to
go.

DEKKER

Oh sir, you have no idea.

They all climb back into the truck while Sheriff Coffy watches from his cruiser. He watches as they pull out, but not before he enters the license plate into his dashboard computer.

EXT. MAIN ROAD - DAY

As they leave the city and travel further down the large farming fields start to become more overgrown, transforming into massive woodlands.

INT. TRUCK - DAY

MADELINE

Where are we going then?

JOAN

Home?

DEKKER

OK, so I was reading about this area in the book and apparently it has quite a history.

TIM

What are you talking about?

DEKKER

Apparently the woods around this river called Blackwater have been the subject of many mysterious events over the years.

MADELINE

Like what?

DEKKER

Strange sounds, missing livestock, missing persons,-

(turns to Madeline)

-Unsolved murders.

Madeline shrinks.

DEKKER (CONTD)

Yep. Every couple of years some poor bastard goes missing. Mostly strangers. The locals are scared shitless of it and never investigate.

TIM
Bullshit, why wouldn't they go
searching? That makes no sense.

DEKKER
I'm just relaying the information
as it was told to me.

TIM
I thought you read about it?

DEKKER
I meant as presented, asshole.

Tim shakes his head in doubt but Madeline seems uneasy.

DEKKER (CONTD)
All I know is that as of right now
we are now heading into the fucking
eye of a supernatural maelstrom-

TIM
Oh God.

EXT. COUNTRY ROAD - DAY

The truck turns down a small, desolate road identified by
a sign as BLACKWATER RD.

EXT. BLACKWATER ROAD - DAY

They descend deeper and deeper into the backwoods. The
further they travel, the darker it seems to become as trees
begin to block out sunlight.

They come upon an aged cement bridge covering a brackish
river, beginning of the infamous Blackwater river.

INT. TRUCK - DAY

DEKKER
Something interesting about this
bridge-

Dekker turns to talk but receives a look from Joan.

DEKKER (CONTD)
-but I think we can wait to tell
that story later.

EXT. BLACKWATER ROAD - DAY

As the car travels over the bridge Joan attempts to look underneath it, but all she sees is darkness.

The woods give way to sporadic open fields of high cornstalks.

One field is divided by a rusting gate that protects a path that leads into a wooded field. Dekker pulls up beside the gate.

INT. TRUCK - DAY

TIM
OK...so?

DEKKER
Watch.

Dekker exits and walks to the chained gate.

TIM
(to Kate)
What's he doing?

EXT. BLACKWATER ROAD - DAY

He hunches over the padlock as the group watches from the car. He eventually gets the lock off and opens the gate.

INT. TRUCK - DAY

TIM
Oh, I'm not crazy about this.

EXT. BLACKWATER ROAD - DAY

He heads back into the truck, the now broken padlock swinging from the chain.

INT. TRUCK - DAY

Dekker climbs back into the truck.

TIM
(to Dekker)
Where are we going?

He gives a evil smirk as turns the jeep down the narrow path.

EXT. DIRT PATH - DAY

The truck jumps and jerks down the dirt path in the middle of a dense forest of trees. The woods finally empty out into a landing where the lodge looms in the distance.

EXT. LODGE - DAY

The hunting lodge is centered in the landing with a large river behind it. Trees dot the perimeter, almost to not let one forget that they are still deep in the woods. The lodge is massive, made of aged wood. The truck comes to a stop as everyone proceeds to exit. They all stretch and rub their joints, as if suddenly becoming heavier since setting foot on the ground, while staring up at the lodge.

JOAN
No fucking way.

DEKKER
What?

JOAN
We are not staying here.

DEKKER
What's wrong? Looks fine to me.

JOAN
Friday the 13th, Last House on the Left,-

MADELINE
Deliverance.

DEKKER
OK, all those movies had one thing in common...they're fucking movies.

JOAN
Oh God, we're going to get raped and eaten.

Dekker digs into the backseat and pulls out the silver boom box. He pulls a cassette tape labeled "No Hope" from his jacket and sticks it in the cassette player. Joan comes around the corner.

JOAN (CONTD)
Were not staying here? This is
someone's house.

Tim comes from the other side.

TIM
I agree. This is fucked up. What if
we get shot for trespassing by the
owner?

DEKKER
(pointing to Joan)
Uh one, this is a lodge not a
house.
(pointing to Tim)
Two, It's common land, so for all
intent and purposes it's owned by
no one.

JOAN
I don't like any of this-

DEKKER
(exaggerated)
Oh, big shock!

Joan gives Dekker a death stare. Dekker puts up his free
hand.

DEKKER (CONTD)
OK, maybe you're right.
(turns to Tim)
Timothy, should we call this whole
thing off and head back? I mean
there wasn't anything new you were
looking to do? No mountains to
conquer?

Dekker nods slightly to Madeline and smiles at Tim. Tim
looks to Madeline then to Dekker then back to Joan.

TIM
Yeah, I'm sure it'll be fine. It's
just for a night.

Joan rolls her eyes and sulks away. Tim turns to a smiling
Dekker and gives an acknowledging smile.

Back in front of the truck Madeline tries to make a call on
her phone.

MADELINE

Hello?

A MALE VOICE answers on the other end, but it's all gargled.

MALE VOICE (O.S.)

Hello?

This is followed by nothing but gargling and static.

MADELINE

Hello?

(to Joan)

I can't get a signal out here.

(to phone)

Hello?

(to Joan)

We're dead, we're all dead.

She hangs up.

MADELINE

How I'm I suppose to call my dad to tell him where we are?

KATE

How am I going to check my updates?

(to phone)

Best service my ass.

Joan shakes her head.

KATE (CONTD)

It looks like we have reached the end of the earth.

Loud music pours from the stereo as Dekker leads the way up to the wooded porch. Tim stares conflicted up at the lodge. Dekker opens the door as a rush of stale air exits from inside.

INT. LODGE - DAY

The inside of the lodge matches the outside. A large fabric couch sits near a fireplace with a mantle covered with various souvenirs and knick-knacks such as wooden ducks, oil lamps, coonskin caps, and shotgun shells. Several framed photos of past guests also take up space. Joan tries the lights, but nothing happens. Dekker puts his radio down and heads back out the door. Madeline inspects a photo showing a group of hunters posed with a large buck, each smiling as they hold the dead animal by its antlers.

EXT. LODGE - DAY

Dekker follows the porch to the side of the lodge where a large generator lies dormant. Dekker pulls on the starter as it tries to come to life.

INT. LODGE - DAY

The deer from the photo is mounted over a staircase leading up to the second floor. Tim stares at the deer. Suddenly the lights flicker on as he passes it up the stairs. He now see the layer of dust that covers the head.

INT LODGE SECOND FLOOR - DAY

Tim looks out over the second floor landing, getting an overlook of the entire lodge. He turns to look out the window overlooking the Blackwater river.

INT. LODGE KITCHEN - DAY

Joan opens the fridge and finds it is empty except for an old box of baking soda. Dekker moves around her carrying the cases of beer and malt drink, which he throws in the fridge.

INT. LODGE LIVING ROOM -DAY

Dekker jumps on the couch and stares at the rabbit-eared TV. He picks up the remote control from the pelt covered table and turns on the TV. Nothing but static.

He goes to play with the TV's antennas when he notices a black and silver case laying under the couch. Dekker go back and pulls the case out. He sets it on the table in front of him and opens the case. He stares into the case.

DEKKER
Marty fucking McFly

Inside the case, beautifully nestled in the case's foam, is a old VHS camcorder.

INT. LODGE UPSTAIRS HALLWAY - DAY

Kate walks down the hallways, opening every door she passes. She opens another door to a small bedroom. She opens another to find a pale white bathroom with tub. She reaches the end of the hall and opens the final door.

INT. LODGE LIVING ROOM - DAY

The same door opens from a grain POV. Dekker has hooked up the camcorder to the TV and is watching a home movie left in the device.

On the screen Sarah is laying on a bed, dressed in a oversize t-shirt. The camera zooms in on her as a voice comes from behind the camera.

ROB (O.S.)

So, let me ask you, what do you think of the lodge?

SARAH

Oh, I love it?

ROB (O.S.)

Oh yeah, tell me what else do you love?

Dekker watches as he lights a cigarette.

DEKKER

Hey hey.

Sarah begins to remove her shirt-

INT. MAIN BEDROOM - DAY

That same large bed now sits in the middle of the room empty.

KATE

(yelling)

I found my room.

She plops down on the bed and looks to the ceiling to see a large, radiating brown stain.

INT. LODGE LIVING ROOM- DAY

Dekker Continues to watch the video. Rob enters from out of frame and joins Sarah on the bed. They proceed to make-out.

INT. LODGE PORCH - DAY

Joan has ventured out into a small sun porch that looks onto the lake. She stares at a large wooden dock that sits at the lake's edge. She turns to see a small chair made of some kind of animal pelt. She plops down as a cloud of dust flies up. She sighs.

INT. LODGE LIVING ROOM -DAY

Madeline exits from the kitchen.

MADELINE

There are two bedrooms down here.
What about upstairs?

Dekker answers her, but tries to keep watching.

DEKKER

No idea.

Madeline heads to the staircase, passing the TV and shaking her head as she heads upstairs. Dekker mutes the TV and stands up. He turns to inspect the lodge for the first time. In the background the video plays on as the woman is suddenly thrown across the room by a unseen force. Dekker, without looking, cuts the TV off.

INT. LODGE STAIRCASE - DAY

Madeline climbs the stairs, eyeing the deer head much in the same way that Tim had. Tim passes her coming down the stairs.

TIM

Hey.

MADELINE

Hi.

They stand there for awhile saying nothing.

TIM

I think Kate is in the bedroom at
the end of the hall.

MADELINE

Thanks.

She continues on up the stairs as he watches her pass.

INT. MAIN BEDROOM - DAY

Madeline finds Kate still lying on the bed and lays down next to her. They both stare at the water stain.

KATE (O.S.)

I see a bunny.

MADELINE (O.S.)

I see a mold problem. .

KATE

Why so moody all of a sudden?

MADELINE

I don't know, I've felt weird ever since we got here.

KATE

How do you mean?

MADELINE

I can't explain. This place just makes me feel really uncomfortable.

KATE

Why should we be uncomfortable?
We're just crashing in a apparently
abandoned hunting lodge in the
middle of nowhere.

Kate gets up and leaves the room leaving Madeline to stare at the large, ugly stain.

INT. LODGE LIVING ROOM - DAY

Later, Joan, Madeline and Tim are sitting on the couch. Kate enters the room balancing four cups of coffee.

KATE

What were we talking about?

TIM

Best shows.

Madeline picks up her coffee and walks to the kitchen.

INT. LODGE KITCHEN - DAY

Madeline takes a sip of her coffee.

DEKKER

Listen, I'm not going to have this argument with you-

There is movement outside the kitchen window, a form stumbles out from behind a tree.

DEKKER (CONTD)

-no contest, hands down the best Green Ghost show was at the Urbane, July 9 1997.

It's Lynn the gas station worker. Her dressed is torn and she's bleeding from her head. She shambles like a zombie, as if she's not quite sure where she is.

DEKKER (CONTD)

Only eight people were there and it was like a second coming.

No one seems to notice as Lynn wanders past the window.

TIM

Wasn't that the show where the speakers blew ten seconds into their first set?

Lynn walks past the kitchen window, not looking inside. She's starring out, focused on the river.

DEKKER

Doesn't matter. That was like the Pistols playing Manchester. Every one who was there went out and started a band after that.

Madeline takes another sip and finally catches sight of Lynn.

KATE (O.S.)

Agree to disagree, best show goes to Medical Emergency at Diver's with Snake Mountain as the opener.

She continues to watch in stunned amazement as Lynn walks out onto the dock; still staring out onto the horizon.

MADELINE

Hey.

TIM (O.S.)

Ooh, damn. I was at that show. That was a good show-

Lynn climbs onto the dock waiting and stares down into the water below.

DEKKER

The T.V. Version show there was better.

Lynn turns around and stares at Madeline, acknowledging something else for the first time.

TIM

-but best of all would have to be December 5 in the year 2001, No Hope at the Daylight Lounge.

Lynn looks at Madeline like a child who has lost her parents.

MADELINE

Are you guys seeing this?

DEKKER (O.S.)

We're not talking about No Hope shows. We're talking about "also ran" shows. Hope shows are different animals completely.

MADELINE

What is-

From Madeline's vantage point, she sees tears streaming down Lynn's face. Lynn closes her eyes -

MADELINE (CONTD)

Oh, my God.

-and proceeds to fall backward

TIM (O.S.)

Sorry, I didn't know their were fucking rules to this game.

Madeline watches as Lynn falls into the river with a large splash.

MADELINE
(yelling)
Oh God!

Everybody turns around as Madeline rushes the glass door leading to the sun porch.

TIM
What?

MADELINE
She fell in! She just fell in!

TIM
What?!

INT. LODGE SUN PORCH - DAY

Madeline presses herself against the glass. She sees no life from the water. Tim and Dekker run out on the sun porch.

TIM
What are you talking about?

MADELINE
Th...This girl. She just...she's in the lake.

TIM
What?!

MADELINE
She's in the river!

Tim looks out to the river and runs back into the lodge.

TIM
Fucking hell!

INT. LODGE LIVING ROOM - DAY

Kate and Joan, still sitting on the couch, watch as Tim races past towards the front door. Dekker runs behind him.

KATE
What's going on?

DEKKER
Someone's in the river!

Madeline quickly runs behind Dekker and Tim, both out the door. Kate and Joan follow.

EXT. DOCK/RIVER - DAY

Tim runs onto the dock with Dekker and Madeline close behind. He looks over the rail into the water for any sign of Madeline's woman in distress. Dekker runs up next to him.

DEKKER
(breathless)
See anything?

TIM
No.

DEKKER
You sure she's right?

Madeline runs up on them.

MADELINE
There! That's where she went in.
(points to the river)
She fell in! Where is she?!

TIM
I don't see anything. You sure...

MADELINE
She...she jumped! She...

TIM
There's nothing.

MADELINE
(screaming)
She's gonna drown!

Tim grabs hold of Madeline.

TIM
There is no one there.

Tears stream from Madeline's face. Joan and Kate run out on the dock to join them.

TIM
(to Madeline)
There's nothing.

Madeline looks to the river. Nothing. Suddenly, from under the dock, Lynn floats out.

MADELINE

Look!

Madeline points to the floating body of Lynn. Everybody stares in shock. Tim hands Madeline off to Kate and jumps the rail toward the river's edge.

DEKKER

Fuck!

EXT. BLACKWATER RIVER - DAY

Tim enters and wades toward Lynn's body. The rest watch from the dock. Tim pull's Lynn to the shore.

EXT. DOCK/RIVER'S EDGE - DAY

Tim drags Lynn up from the water. Dekker and Joan hop over the dock and help him. Dekker runs to help Tim carry her.

JOAN

Is she breathing?!

Tim and Dekker lay her down. Dekker attempts to listen for a breath.

EXT. DOCK/RIVER'S EDGE - LATE DAY

Watching from the dock, Madeline cries into Kate's chest who comforts her. Dekker rears up from Lynn's mouth.

DEKKER

I...I think she's dead.

Joan pushes him aside -

JOAN

Move! I'm starting CPR.

when suddenly Lynn's eyes open wide.

JOAN (CONTD)

Shit! Holy Shit!

TIM

Fuck!

Madeline releases a cry of relief. Dekker cradles Lynn's head.

DEKKER

Lynn. Lynn, can you tell us what happened?

Lynn, shaking with chill turns her glare to Tim. She grabs the collar of his shirt and pulls him close.

LYNN

I...I...it...-

Joan leans down to hear Lynn's faint voice.

LYNN (CONTD)

It was some kind of...-

Lynn's eyes widen.

LYNN (CONTD)

-demon bear.

Lynn closes her eyes and goes limp. Tim stares for a minute; suddenly it dawns on him. A "fainted" Lynn begins to grin. Tim looks to Dekker.

DEKKER

Tell me, what are you thinking right now?

All gather around stunned.

JOAN

What?

DEKKER

(to Tim)

You can feel it now, right? The rush of adrenaline mixing with the fear of the unknown which creates-

MADELINE

(scream)

Fuck You!

Madeline storms back to the lodge. Kate chases after her.

KATE

Mads. Wait. It's okay.

Joan stands up and storms off much in the same way.

JOAN

Jesus Christ. You asshole.

Tim, still kneeling, stares at the ground. Lynn jumps up, rings her hair of water.

LYNN

Yeah, well, I'm gonna go get my stuff and take a shower.

She walks to a familiar dirt bike leaning against the lodge to retrieve a bag from which she removes a towel and wipes off the fake blood from her head while heading toward the lodge.

LYNN (CONTD)

Oh, nice meeting you Tim.

Tim watches Lynn walk away and looks back to Dekker.

DEKKER

So?

Tim is unable to answer, utterly flabbergasted.

EXT. SWEAT HOUSE - DAY

Madeline storms toward a large wooden structure wiping tears away from her face. She hears Kate calling her, but hides so not to be seen. She wipes tears and notices the structure, a old fashion sweat house. Madeline turns to leave, but stops when she sees a a rotting deer head resting on one of the overhead beams, it's skin having begun to peel off to reveal the skull underneath. A hand touches Madeline's back causing her to jump.

TIM

Hey, you OK?

MADELINE

Yeah, I just-
(looking at the rotting head)
-I'm fine

TIM

Are you sure? Listen, that was really fucked up what happened back there. I felt like beating the shit out of him.

MADELINE

No, it's-

TIM

No, the entire time he's been messing with you, trying to freak you out. You know it was all bullshit right. This place apparently is owned by that chick from the gas station or something. It's all OK.

MADELINE

Yeah, I know. Actually-

She wipes a tear from her eye.

MADELINE

-it was pretty fucking clever.

TIM

You're kidding?

MADELINE

That took a lot of work, a lot of set up. That's commitment. Got to give him credit.

TIM

Wow, didn't expect that response.

MADELINE

I'm tougher than I look I guess.

They laugh and start strolling down the dirt path.

TIM

It's strange, we should be a lot more jumpy after that but I feel good.

MADELINE

Maybe it's the adrenaline.

TIM

Maybe.

They stand there for a moment.

TIM

Can I ask you something?

MADELINE

Yeah.

TIM

You don't seem like the woodsy type, so why did you come?

MADELINE

I'm starting to ask myself that same thing.

She walks toward a fence lined with empty Jack Daniels bottles.

MADELINE

I just needed to get away or I was going to lose my mind. But being here isn't really helping. You know, it reminds me of when I would visit my Grandfather.

TIM

Really?

MADELINE

Yeah. He loved telling campfire stories. He really loved scaring the hell out of us. One story that always scared me was about him walking home alone in the dark one night. He was on a desolate back road with nothing but the moon to let him see. All of a sudden he sees someone appear on the opposite side of road. Well, this thing starts walking towards him, real jerky as if there was something wrong with it.

Madeline plays with one of the empty bottles, staring into the distance.

MADELINE (CONTD)

Finally my grandfather is able to tell that this thing is a man, only he can't see his face. It's too dark. So my grandfather, nervous, but still trying to be polite, nods to the man as he passes him. The stranger doesn't respond, doesn't acknowledge my grandfather, he just keeps walking. My grandfather says he's a little off-put but keeps on walking. Eventually though curiosity gets the best of him and he turns around and-

Madeline turns and stares at Tim.

MADELINE (CONTD)
-the guy is gone. Disappeared.

She turns back to the bottle she had begun to peel the label off.

TIM
Whoa.

MADELINE
The thing is, according to my grandfather, as the years past and the more he thought about it the more he realized that he begun to recognized the other man all those years ago.

Madeline stares into Tim's eyes.

MADELINE (CONTD)
It was him. He had past his own ghost.

Tim tries to act shocked but his face soon changes into a grin. Madeline smacks him in the chest.

MADELINE (CONTD)
(laughing)
You jerk.

TIM
I'm sorry, I'm sorry. It's just that everyone's heard that story before. It's a classic. Somebody's cousin or whatever swears it happened to them.

MADELINE
Well I know that, but I didn't know that then. That scared the hell out of me. Can you imagine what that did to me as a kid?

They draw closer to each other, about to touch when the sound of FOOTSTEPS comes from behind. Tim turns to see Joan walking up. Tim sighs in frustration. Joan joins them and puts her arm around Madeline.

JOAN
Are you OK?

MADELINE

I'm OK. I'm fine. Really

They stand there in awkward silence.

JOAN

So, about going back inside?

MADELINE

Yes. Please.

The girls walk towards the lodge. Tim is left alone, staring at the rotting deer head.

EXT. LODGE - LATE DAY

The sun is beginning to set over the Blackwater river. Light bounces off the water and dances, making strange moving shadows.

INT. LODGE LIVING ROOM - LATE DAY

Tim is attempting to light a log aflame in the fireplace. Kate sits on the floor and watches.

TIM

I can't believe he did that.

KATE

Come on, you have to appreciate the absurdness of all of this.

Tim looks over Kate's shoulder.

TIM

Tell that to Maddy.

Kate looks behind her. Madeline is out on the porch talking to Dekker.

KATE

Oh, he's weaving a lovely tapestry of bullshit right now. In a few minutes she'll be thanking him for making her realize "her true inner-self".

Joan comes over and hands Tim and Kate a beer.

TIM
Thank you.

KATE
Thanks.

TIM
(to Joan)
I assume that his mind tricks have
no effect on you?

JOAN
You would be right, sir. Listen,
what you did out there. Jumping in
to save that girl. That was-

TIM
Yeah, I'm pretty surprised at
myself as well. I guess it was just
a reaction.

JOAN
Well, whatever it was, it was
pretty impressive.

TIM
Thanks.

Dekker and Madeline enter and join them around the
fireplace.

DEKKER
OK everyone, listen. I may have
brought you all up here to...assist
me with my thesis but I also wanted
to have a fucking awesome weekend.
We have one more day so lets make
it last.

Lynn exits down the stairs, her hair still wet from the
shower.

DEKKER (CONTD)
And let's start by giving it up for
the best scream queen since Jamie
Lee Curtis - Miss Lynn Ann Jones .

Dekker claps while Lynn bows. Everyone else sits quietly.

LYNN
Thank you, thank you.

Dekker sits down next to Kate and is joined by Lynn, who sits a little too close to Dekker. Kate looks displeased at Lynn.

LYNN (CONTD)

I hope I didn't give none of ya'll a heart attack.

(looks to Madeline)

You especially, darlin'. You can't believe how bad I felt about doing that to ya.

Madeline fakes pleasantness.

MADELINE

Oh, I can believe it.

LYNN

It's just the way you reacted -

TIM

(interrupting)

Uh, Lynn? So you're from around here?

LYNN

Yep, born and raised. Been working in my daddy's store since I could walk.

TIM

So is Windsor always this exciting?

LYNN

Hell no. That's why when this maniac told me what he was planning I jumped at the chance.

KATE

(to Dekker)

When did you come up with the whole, "you can't believe what the clerk told me" story?

LYNN

I was the one who told him.

JOAN

You know what, get off it. We're done.

DEKKER

I swear she's telling the truth.

MADELINE

So there really is something in the woods.

TIM

Dekker -

LYNN

I don't know about something in the woods but there are certainly weird things that happen out here.

MADELINE

Like what?

LYNN

Well, my daddy don't like talkin' 'bout it -

TIM

Lord.

LYNN

-- but a lot of people claim to have heard things at night. Like people crying and stuff.

Joan rolls her eyes.

LYNN (CONTD)

People go missing, too. About three years ago two campers disappeared. They searched and searched, but all the sheriff could find was their gear.

JOAN

Really? Why didn't we hear of it?

LYNN

(indignant)

Maybe you did. Who pays attention anymore? You'll probably see a tiny report about "hikers in the woods" but didn't bother to remember the name of the town.

(staring at Madeline)

No one cares about small towns. You'll just think we're all a bunch of dumb hicks who are afraid of the

(MORE)

LYNN (cont'd)
 dark, but we live here. The woods,
 and the things, that live in it,
 are fucking scary.

The room is tense. Kate shifts uncomfortably next to Dekker.

LYNN (CONTD)
 Ya'll know that bridge you passed
 over? Every year or two someone
 kills themselves down there.
 Sometimes it's a homeless person,
 sometimes it's some stranger. Other
 times though, it's just some poor
 farmer. A guy that everybody knows.
 A regular church goer. They go down
 there to be alone.

(smiles at Madeline and Joan)
 I heard my daddy say once, "Ya got
 to wonder, what do they know that
 we don't?"

EXT. LODGE - NIGHT

Loud music comes from inside the Lodge.

INT. LODGE LIVING ROOM - NIGHT

The boombox screams out a rock song by No Hope (think about a nautical themed folk/punk ensemble by way of Nick Cave) in the darkness of the cabin. Standing by the fireplace is Kate, Dekker, and Lynn singing along with the radio at the top of their lungs, a beer in each of their hands. Joan nurses her own beer on the couch, watching the white folk making fools of themselves.

INT. LODGE KITCHEN - NIGHT

From the table Madeline watches the group dance by the fire when Tim sits down next to her, handing her a Savage Orange.

TIM
 Another?

MADELINE
 Thank you.

Dekker and Kate sing to each other dramatically. Madeline and Tim laugh at this.

TIM
You finally feeling better about
coming?

MADELINE
No-
(she raises her drink)
-but this is helping.

He does the same with his beer and they toast followed by a
quiet moment.

MADELINE
I want to thank you.

TIM
What?

MADELINE
For, you know, the whole..."save
her."

TIM
Oh, yeah, yeah sure. Uh, no
problem.
(a nervous chuckle)
Anytime.

MADELINE
You really just jumped in there
without a moments notice.

TIM
Yeah, pretty much.

MADELINE
That was very cool.

TIM
She wasn't even drowning though.

MADELINE
Doesn't make it any less heroic.

TIM
I'm no hero. In fact, I'm not even
a decent person. I'm more of a
shitty person.

MADELINE
(leans her head on Tim)
Yeah, but you're my favorite shitty
person.

Tim turns and goes in for a kiss when Madeline's arms shoot up in a drunken cry.

MADELINE (CONTD)

Woooo!

Madeline stands up and wobbles toward the fireside dancers. Tim gets up and follows her.

INT. LODGE LIVING ROOM - NIGHT

Madeline embraces Kate by the fire in an attempt to steady herself. Tim comes next to Dekker and puts his arm around him. They all drunkenly sing into the night. Joan takes a photo of them.

INT. LIVING ROOM - NIGHT LATER

Madeline is now passed out and sleeping on Joan's shoulder. Kate sits in a chair also nodding off. Lynn swaggers drunkenly to the music by the fire. Dekker passes by all of them as he heads for the front door.

EXT. LODGE - NIGHT

Tim is smoking on the front porch, strumming his guitar when Dekker stumbles out.

TIM

Where you going?

DEKKER

Gonna go walk around. Absorb the energy.

Tim checks his watch.

TIM

It's almost one.

DEKKER

Thanks mom.

Dekker drinks the last little bit of beer in his can and throws it over his head as he disappears into the forest. Tim throws his cigarette out and goes back in.

EXT. WOODS - NIGHT

Dekker lights himself a cigarette, but stops suddenly when he hears a rustling of leaves.

He sees a bush moving slightly. He closes in on it. He's right on top of it when it stops moving. Silence again. Just then he hears more rustling behind him. He turns around. Now the rustling is to the right of him. He then hears what sounds like a woman crying in the distance. He sees nothing.

The crying grows louder as it turns into a guttural growl. Dekker begins to walk backwards. The growl goes quiet. He continues to back out when he falls backward. He has tripped over a log. He picks himself up.

DEKKER

Fuck.

A SCREECH, a unearthly mixture of crying and growling, comes from the darkness. Dekker runs as the SCREECH chases after him. He sees the light of the lodge ahead of him, but the SCREECH is almost on top of him.

EXT. LODGE - NIGHT

Dekker runs for the front door as the SCREECH screams above him

INT. LODGE LIVING ROOM - NIGHT

Dekker bursts through the door and slams it behind, waking the girls in the process.

TIM

What...

Dekker puts his finger to his mouth as he braces against the door. He listens for any sound. A moment passes...nothing.

TIM

Hey.

Dekker doesn't react.

TIM (CONTD)

Dekker--

Dekker turns to see that everybody is staring at him.

TIM (CONTD)

-What?

Dekker finally moves away from the door.

DEKKER

Uh...

TIM

Did you see anything?

DEKKER

(thinks for a minute)

No. No, nothing. I...I guess
nothing is going on tonight.

Kate throws her arm over Dekker.

KATE

Let's hope that doesn't last. See
you guys later.

Kate pulls Dekker up the stairs. He turns to stare at the
front door.

INT. LODGE DOWNSTAIRS BEDROOM - NIGHT

Lynn is asleep in the spare bedroom.

INT. LODGE UPSTAIRS BEDROOM 1 - NIGHT

Madeline and Joan sleep in a double bed in one of the
bedrooms on the second floor.

INT. LODGE LIVING ROOM - NIGHT

Tim is asleep on the couch, the light from the dying fire
barely illuminating the room.

INT. LODGE UPSTAIRS BEDROOM - NIGHT

Kate is fast asleep, her arm draped over an awake Dekker. He
stares at the ceiling. He slowly moves her arm, as not to
wake her, and tip toes to the door.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Dekker creeps down the hallway, moving slowly as not to wake the others.

INT. LODGE LIVING ROOM - NIGHT

Dekker moves down the stairs and around the sleeping Tim. He picks up the camcorder behind the TV, rewinds it and presses play. He watches the footage of three women, a BLOND, 21, and two BRUNETTES, 21, standing in front of a large wooden hunting lodge. The time period, based on dress, is the early 80's. Two YOUNG MEN, 22, enter the frame from behind the camera and sandwiches themselves between the girls.

BRUNETTE 2

OK? Ready?

BLOND

Ready.

BRUNETTE 2

1...2...3...

ALL

Spring Break nineteen-eighty one !

Dekker fast forwards. He plays again, their now in the lodge's den or living room. The mood is drastically different.

YOUNG MAN 1 (O.S.)

What the hell was that? Did you see that?

The first brunette is on the couch in the fetal position. The second brunette is by the window, looking out into the dark.

The man aims the camera towards the darkened forest, the glass reflecting his image.

YOUNG MAN 1 (O.S.)

What the hell was that?

BRUNETTE 2

(breathless)

It's the woods. They're-

She is interrupted suddenly by the sound of glass BREAKING from outside the frame. The camera pans to the sound.

BRUNETTE 2
It's coming through the window!

INT. LODGE MAIN BEDROOM - NIGHT

Kate is suddenly awakened by the sound of scratching in the darkened bedroom. She sits up and switches on the side table light, but nothing is there. Just the wooden mask sitting on the night stand. She notices that Dekker is no longer there and lays back down, switching off the light. She stares in the dark at the large stain on the ceiling. The sound of scratching returns and she watches as shadows move on the wall. She goes to hit the switch of the light but is suddenly pulled off the bed, dragging the lamp with her. The mask falls off the table and hits the floor, a large crack splitting down the mask.

INT. LODGE KITCHEN - NIGHT

Dekker watches the screen as the same screech comes from the camera.

BRUNETTE 2 (O.S.)
What the hell is that?!

Dekker watches, but notices that the screech sounds more and more like SCREAMING. Screaming coming from up upstairs.

INT. LODGE LIVING ROOM - NIGHT

Tim is awakened by the sound of a female SCREAM from one of the bedrooms. Dekker walks in and heads toward the stairs followed by Tim.

INT. LODGE UPSTAIRS BEDROOM 2 - NIGHT

LYNN is awakened by the sound of SCREAMING and struggling coming from the hallway.

INT. LODGE UPSTAIRS BEDROOM 1 - NIGHT

Madeline and Joan wake up with a shock to the sound of a SCREAM, almost as if it was coming from right outside the door.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Joan opens the door and looks down the hall. The screams are coming from the main bedroom. Madeline pushes her head out the door as well. Lynn peeks out from behind her door investigating the noise as well.

MADELINE

Kate?

The door to the main bedroom is slightly ajar. The light from the fallen lamp is casting shadows against the far wall. The only sound is a muffled whimpering mixed with the sound of someone in a struggle.

MADELINE

Kate?

In that moment Madeline sees Kate thrown across the room through the open gap of the door. Kate screams out in pain.

MADELINE

Kate!?

Madeline runs to push the door open in just enough time to see Kate being spun around mid-air-

KATE

Help!

-only to have the door slam shut as a earsplitting SCREECH rings out. Madeline tries the knob, but it refuses to turn. The SCREAMING continues. Joan joins her as Tim and Dekker turn the corner. Lynn is now half out her bedroom door.

LYNN

What the hell is going on?

TIM

Mad, are you-

MADELINE

Kate, Kate are you OK in there?

TIM

What the hell is going on? Was that Kate?

JOAN

I don't know.

TIM

Wait-

Dekker bangs on the door.

DEKKER

Kate? Kate open the door. What the fuck is going on in there?

TIM

-maybe we should-

The sound of Kate struggling around the room is interlaced with her cries.

KATE (O.S.)

Oh God, help!

DEKKER

I'm coming in.

He goes for the doorknob.

LYNN

Wait! You don't know what-

Dekker tries to open the door, but something is forcing it closed.

KATE (O.S.)

It burns! Help!

The group listens in horror as the sound of Kate being thrown around the bedroom with a invisible attacker. Kate's screams are echoed with the sounds of a familiar SCREECH as a light dances wildly under the door.

MADELINE

Kate!

DEKKER

Someone fucking help me!

Tim goes and helps Dekker push against the door but it won't budge.

KATE (O.S.)

Help! Help me!

JOAN

What do we do? What's going on in there?

DEKKER
Fucking push!

MADELINE
Kate!

Kate's screams are now deafening, there intensity matching that of the unholy SCREECH. Lynn covers her ears to drown out the cries of pain.

KATE (O.S.)
Oh God!

MADELINE
Kate!

Kate's body is thrown against the door with such intensity that it jolts Tim and Dekker away from the door. The light from under the door strobes as Kate's screams build and blend into the SCREECH. Then silence.

The group listens, staring at the door. Dekker attempts to open the door, which opens with ease. The room is trashed with things strewn about, but otherwise empty. Nothing. They enter and search for Kate.

DEKKER
Kate!

There is no trace of Kate. Nothing.

MADELINE
Kate!

Lynn looks back to the door.

LYNN
What the hell?

They look to where Lynn is looking. A stain, in a shape not unlike the stain on the ceiling, of blood is dripping down the door where Kate was thrown.

EXT. LODGE - NIGHT

Tim and Dekker burst through the front door and look to the roof. There is no sign of Kate. Madeline exits with Joan following.

DEKKER
Kate!

TIM
Where is she!? She...she-

DEKKER
Kate!

TIM
What the fuck?! What the fuck?!

Dekker runs out and looks to the roof, then the woods.

DEKKER
Babe!

JOAN
This is impossible.

Lynn runs up to Dekker.

LYNN
Dekker, I...I think I should go.

Dekker ignores her and he stares into the woods fearfully.

LYNN
Yeah, so I should go. I shouldn't
be here.

JOAN
What happened to her?

MADELINE
She's gone. She's gone.

LYNN
Shut up, she's not gone!
She's...she fell out the window!

MADELINE
No, she's gone. It took her. She's
gone.

DEKKER
Shut the fuck up!

MADELINE
(whispering)
She's dead.

DEKKER
I said shut the fuck up! She's out
here somewhere! Kate?

MADELINE
She's dead.

JOAN
Maddy.

LYNN
Make her stop!

MADELINE
She's dead!

LYNN
Stop it!

Tim grabs a near hysterical Lynn who breaks down.

LYNN
I want to go home!

INT. LODGE LIVING ROOM - NIGHT

Madeline is sitting on the couch. From a distance Lynn can be seen sitting at the kitchen table drinking coffee, her legs shaking at a frantic speed. Dekker paces back and forth. Joan tries to make a phone call with no service.

INT. TRUCK - NIGHT

Tim tries to start the truck, but it refuses to turn over. He gives up and hits the dashboard.

INT. LODGE LIVING ROOM - NIGHT

Tim enters from outside. Joan hangs up the phone.

JOAN
You're not going to believe this.

TIM
No way.

JOAN
Phones aren't working.

TIM
Truck won't start either.

JOAN
You sure?

TIM
Pretty fucking sure.

Tim fishes in his pocket for his cell phone.

TIM (CONTD)
Anybody got any bars?

Everybody but Madeline checks their phones.

JOAN
No.

Dekker and Lynn shake their head in agreement.

JOAN (CONTD)
It's all completely dead.

LYNN
How can every cell not be working?
There are, like, towers everywhere.
Satellites and...and. They're
enlarging that wi-fi signal, I read
that. We are not alone, OK. We're
not alone out here.

Dekker looks to the door.

TIM
I'm gonna try the truck again.

DEKKER
I don't think it's going to work.

TIM
We've got to try something. Maybe I
can get it to work. Drive to town
for help.

DEKKER
No, there's no point. The truck's
not going to start.

TIM
Why?

DEKKER
Does any of this seem...familiar to
anyone?

TIM

What are you talking about?

DEKKER

Like you've seen, or read, this somewhere before? Look at the facts: the phones aren't working, the cells aren't working, the truck's not starting and our friend is missing.

TIM

We need to stay-

DEKKER

Were you about to fucking say calm? You fucking kidding? No ones phones are working, the truck's not starting and their is blood on a door upstairs that may belong to my girlfriend and you want me to remain calm? Kate has just disappeared from a locked room, attacked by who knows, and your sage advice is to stay calm?

Dekker looks around with his arm open.

DEKKER (CONTD)

You don't think that it's a little fucking strange?!

Tim bristles while Madeline whimpers slightly.

TIM

(serious)

I think you need to step outside and take a breather.

DEKKER

You really don't think this is all a little...cliched?

TIM

What? wait, what does that mean?

DEKKER

Everything going on-

TIM

(to Dekker)

Are you doing this?

JOAN
What?

TIM
(to Dekker)
Is this part of your project?

DEKKER
-it's like it's already happened.

Tim stands up and approaches Dekker.

TIM
I swear to God Dekker-

JOAN
Tim. Stop.

TIM
No, don't you see? This is
perfectly Dekker. We're all just
part of his "over arching
aesthetic". Aren't we?
(Dekker doesn't respond)
Aren't we?!

Lynn throws her coffee cup against the wall.

LYNN
Shut up! Shut the fuck up!

Everyone stares at her.

LYNN
Fuck all of you, I'm out of her.

Tim tries to grab Lynn as she goes for the door.

LYNN
Let go of me!

TIM
You're not going anywhere.
(to Dekker)
You happy? This what you want?
(to Lynn)
You can't leave yet. Not until we
find out what happened to-

DEKKER
Let her go, fuck. It's her fault
we're here anyway.

JOAN

What?

DEKKER

Oh yeah, you don't know. She's the one who suggested we come here. She said she knew about it.

TIM

What?

Lynn becomes very uncomfortable.

DEKKER

All her. The book didn't have shit about this place. Said it's been abandoned for years. No one comes here.

(looking at Lynn)

Because "everyone knows better."

Madeline gets off the couch and approaches Lynn.

MADELINE

You, you sent us here?

LYNN

Shut up.

MADELINE

It's because of you that were stuck here now?

LYNN

(crying)

Shut up! It was a joke. It was all suppose to be a joke.

JOAN

What about all that stuff you told us, about the shit that happens in here.

LYNN

Those are fucking stories. I didn't think anything-

JOAN

You fucking bitch!

Madeline lunges for Lynn, grabbing her and shaking her violently. She throws her to the ground and starts smacking her. Tim runs over and pulls Madeline off her. He goes to pick up Lynn.

LYNN
Don't fucking touch me! Don't any
of you fucking touch me.

A low CRY comes from the background, which stirs Madeline.

MADELINE
Shhh-
(no one hearing over the
struggle)
-hey.

Madeline looks to the ceiling, where the crying seems to be coming from. Lynn seems to hear it as well.

MADELINE
Hey! You hear that?

Everyone grows quiet as they listen. A soft cry is coming from above.

MADELINE
It's Kate!

Dekker bolts up the stairs with Madeline and the rest behind him.

INT. LODGE MAIN BEDROOM - NIGHT

Dekker enters the bedroom.

DEKKER
Kate?

No one is there, but the crying continues. The rest pile in frantically.

MADELINE
Kate? Kate? Kate, where are you?

They search the room but find no trace of her. Tim listens as he seemingly follows the sound of the crying-

TIM
It's moving.

-and chases after it.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

They follow the crying through the hall as it moves from the ceiling to the wall. Madeline pushes her body against the wall.

MADELINE

You hear that? It's Kate. She's trapped. We need to find a way to get her out.

(banging on the wall)

Kate!

Joan pulls a now manic Madeline from the wall.

MADELINE (CONTD)

Kate, don't worry. We're going to get you out.

(to Joan)

Can't you hear it? It's Kate.

Tim pushes up against the wall as well, his ear against the frame.

JOAN

Tim, is it-

TIM

I..I don't know. I think.

(yelling at wall)

Kate, if you can hear us. Let us know you're OK.

A SCREAM of pain comes from the wall that shoots back to the ceiling and down the opposite side to the floor.

TIM

She's moving downstairs.

They head for the stairs.

INT. LODGE LIVING ROOM - NIGHT

They spread out searching for the origin of the disembodied screams.

LYNN

She's over here.

Dekker calls from the other side.

DEKKER
No, I think she's over here.

TIM
She keeps moving.

DEKKER
Kate!

They listen as the sound of Kate's screams crawl over the ceiling and suddenly stop. A small, rust colored stain begins to grow on the ceiling. They all gather around, Lynn staring up right into it.

LYNN
Kate?

The pooling stain begins to take the form of the stain in the bedroom when-

LYNN
Ka-

-a gusher of blood and viscous gore rushes from the pool, drenching Lynn. She screams frantically as everyone stares in absolute horror. Kate's glasses lie in a small puddle of blood to the side.

INT. LODGE STAIRS - NIGHT

Tim and Dekker are sitting on the stairs. Tim's head is resting in his hands while Dekker stares ahead through the stairs railing. At the top of the steps is Madeline slumped against the banister, her eyes red with tears.

INT. LODGE BATHROOM - NIGHT

Lynn sits in a fetus position in the tub. She clutches Kate's glasses in her hands, the look on her face is one of a catatonic. Joan kneels next to her, washing her back with a washcloth. Lynn doesn't respond to Joan's presence. Joan washes a bit of residual blood from Lynn's face and strokes her hair much like a mother would to a child. She stands up and turns on the faucet before turning to leave. Lynn continues to stare like a statue.

INT. LODGE STAIRS - NIGHT

Joan walks down the stairs, past Tim and Dekker, and sits on the step. A silent moment passes.

TIM
(Addressing Dekker)
I want you to be honest with me.
For the love of God and everything
that is holy, please tell me this
is something that you're doing.
Please tell me this is still part
of your joke.

Dekker doesn't respond. Tim nods to himself and buries his head into his hands.

TIM (CONTD)
She is dead, isn't she?

Dekker turns to stare at Tim then back through the stairs at the living room. At the large pool of blood in the middle of the room with footprints leading to the stairs. No response is necessary.

JOAN
What are we going to do?

TIM
I don't know.

JOAN
I mean, what are we going to do
about Lynn?

TIM
I don't know.

INT. LODGE BATHROOM - NIGHT

Lynn is very much how Joan left her, unmoving. The clear water pouring from the faucet stops for a minute, the pipes creaking and turning.

INT. LODGE STAIRS - NIGHT

JOAN
We've got to do something for her.

DEKKER
Not to sound like a asshole, but
she's beyond our help.

INT. LODGE BATHROOM - NIGHT

The water begins flowing after a second, but is now black colored. The dirty water begins to fill the tub. Lynn is unfazed.

INT. LODGE STAIRS - NIGHT

JOAN
We can try the truck again.

Dekker almost laughs at this suggestion.

DEKKER
You don't seem get it do you?

JOAN
Will you shut the fuck up.

TIM
She's right, we've got to do
something about Lynn.

DEKKER
The truck is not going to start.
The phones are not going to work.
We are not going to be OK. We are
officially fucked.

The door to the bathroom suddenly, and violently, slams shut.

JOAN
Lynn?

INT. LODGE BATHROOM - NIGHT

The dirty water has now almost filled up the entire tub. Lynn stares into the sludge.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Joan goes for the bathroom door, but it won't open.

 JOAN
Lynn?
 (knocking)
Lynn open the door.

INT. LODGE BATHROOM - NIGHT

The tub is now filled with black, disgusting water. Joan calls from the other side of the door.

 JOAN (O.S)
Lynn. Sweetie, open the door for me.
Lynn.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

 TIM
What's wrong?

 JOAN
I don't know. She's locked herself
in.
 (to Madeline)
Lynn. Open the door.

 TIM
You sure she locked it?

Tim knocks on the door.

 TIM
Lynn. You're going to have to open
the door for us.

Dekker leans against the hallway wall, uninterested or unsurprised.

 DEKKER
You'd think we'd learn our lesson
by now and take all the doors of
their hinges.

INT. LODGE BATHROOM - NIGHT

The black water begins to churn and spin with movement, as if something was just under the water.

TIM (O.S)
Lynn? Lynn, can you hear me?

Lynn watches as a grimy hand rises up from the water to the grasp the side of the tub.

TIM (O.S.)
Are you OK in there?

INT. LODGE UPSTAIRS HALLWAY - NIGHT

TIM
Something's wrong. Dekker, get over here.

DEKKER
What do you want me to do?

TIM
Help me get her out.

DEKKER
You still don't see a pattern developing here?

TIM
She's just scared
(to Joan)
Here, try and get her out. I'm gonna go find something to open the door.

Tim moves out of the way as Joan knocks on the door.

JOAN
Lynn, please open the door for me.
Please. Sweetie-

Joan's look of concern turns to contempt.

JOAN (CONTD)
Open the damn door you dumb bitch!

INT LODGE BATHROOM - NIGHT

Lynn shakes in fear as a grime covered face comes up from the water. It's Kate. She smiles, showing dirt and mud in her teeth as another hand comes up and takes the glasses from Lynn's hand and puts them back on Kate's face.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Tim pulls Joan out of the way.

TIM

Lynn, we're coming in. Stand back.

Tim has a axe in his hand and sizes up the door. He pulls back and hits the door square in the middle. He hacks away at the door.

INT. LODGE BATHROOM - NIGHT

The sound of loud banging comes from the door. Lynn turns to face the door, but a hand guides her attention back down to the submerged Kate. The hand pulls Lynn's head down towards Kate's face.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Tim continue to chip away at the door. It refuses to give in. He leans against the door and out of breath, as if overcome with a sudden heaviness. Dekker cracks his neck, looking tired as ever. Tim takes a heavy breath and stands up, brings up his foot, follows through to the dead center-

INT. LODGE BATHROOM - NIGHT

-and smashes the door open. Tim enters. Lynn is face down in the clear bath water, unmoving.

TIM

Oh God.

JOAN

Lynn!

Tim runs over and pulls Lynn up from the water. She is limp as he carries her up and lays her on the tile floor. He checks for a pulse.

JOAN
No. No. No.

Madeline and Dekker stand in the doorway. Tim attempts mouth to mouth. He breathes in and then pumps her chest. He does this again. And again. Finally he gives up. Lynn is dead. He sits down on the tile floor and kicks the sink cabinet in frustration.

TIM (SCREAMING)
Fuck! Fuck!

A small amount of black water drips from Lynn's open mouth.

EXT. LODGE BEDROOM - NIGHT

Tim carries Lynn's body, wrapped in a shower curtain and lays it on the bed. The group watches from the hall. Joan wipes a tear from her eye.

INT. LODGE LIVING ROOM- NIGHT

They all walk, zombie like to sit in front of the almost dead fire.

MADELINE
Are we just gonna sit here till we
all die?

TIM
We're not going to die.

MADELINE
How the fuck do you know? You don't
know shit!

TIM
I know that yelling at each other
won't do anything.

MADELINE
What's happening? What pulled Kate
into the ceiling? What killed Lynn?

TIM
Lynn killed herself. And Kate, Kate
was attacked by-

MADELINE
By what? Say it, by what? Explain
it to me.

Dekker is standing near the stairs, thinking to himself.

TIM

Lets just sit here for a minute,
and, think of something to do.

They all sit by the fire, uncomfortable in their silence.

INT. LODGE - NIGHT

Joan slaps Madeline hard across the face. She pulls back, but stops half way down. She freezes. She is now standing by the stairs, as are Tim and Madeline. Dekker is nowhere to be seen. They all look around at their sudden new position, it's as jarring to them as it is for us.

TIM

What...do you-

Joan, her hand still in the air, slowly lowers it. Madeline rubs her red cheek.

TIM

How the hell did we get over here?

They all stare at each other.

DEKKER (O.S.)

Creepy, isn't it?

They all turn to face the sound. It comes from the kitchen. Dekker exits from the shadow cracking his neck. He looks weathered, tired.

DEKKER (CONTD)

Yeah, you really don't get used to
it.

JOAN

What's happening to us?

MADELINE

I'm leaving.

DEKKER

You can't leave, none of us can-

TIM

Look, someone is messing with us. I
know how that sounds, but what else
can it be?

JOAN
Like, like a psycho or-

DEKKER
(to himself)
-ah, here comes the attempt to
reason this out, first this
hypothesis will be denied-

MADELINE
There was no one up there with
Kate. I saw it. She was being
thrown around by herself.

TIM
We need to think of something.
Someway to contact somebody.

DEKKER
(to himself)
-someone takes charge.

MADELINE
I'm leaving now. Give me the keys.

DEKKER
And then the first of a series of
bad decisions is made-

Madeline goes for the keys lying on the side table but Joan
pounces and swipes the keys up.

JOAN
You can't, remember? The truck
won't start.

MADELINE
How do you know-
(points to Dekker)
-cause he said so? For fucks sake,
we didn't even try it. Stop
listening to him. He is full of
shit.

Madeline turns and heads to the door.

MADELINE (CONTD)
You're all so full of shit. Like
Lynn.

DEKKER
(to himself)
Wait, oh my God.

(giggling)
I should of realized this earlier.
Lynn was acting as a threshold
guardian.

TIM
What?

DEKKER
The threshold guardian. It's an
archetype. In the hero's journey?

They all stare at him blankly.

DEKKER
You all took basic English classes
I assume.

He goes to a ratty bag laying on the floor and pulls out a
book.

DEKKER
It's a classic character that comes
up in literature over and over
again, a plot device. They lead the
hero into the mouth of hell? Makes
more sense really. It was her after
all that planted the idea. But that
would mean she was in league with
the shadow, the antagonist.

JOAN
What are you talking about?

DEKKER
It's like it's following the
narrative story playbook, it fits
if you look close enough. the
shadow represents the utter
darkness of the other and we have
to assume that the other is coming
from outside making whatever is
attacking us the ultimate other.

Tim walks up to Dekker.

TIM
Dekker...

DEKKER
I'm parted with this knowledge
though. That would makes
me...mentor? Narrator? Super
exposition guy?

TIM
Are you OK?

DEKKER
I see it now. This is the classic trope. People in a confined place, kids in the woods, going at each other throats. It's so fucking cliché. I had hoped better from it. That means it's not over. It's not over. Someone else is going to die tonight

TIM
I think you need to take a rest man. You're not making any sense.

DEKKER
(to himself)
Yes, yes I will need to think on this.
(To Tim)
Excuse me.

Dekker walks past all of them and heads up the stairs, into one of the bedrooms. Madeline heads for the front door but is grabbed by Madeline.

JOAN
Mads, please. Let's try to think things out.

TIM
Yeah, let's try to remain-

He stops himself, realizing the absurdness of what he was about to say.

TIM (CONTD)
Let's just stay together.

Madeline twists away from Joan.

MADELINE
Let me go! Leave me the fuck alone. I am not going to die here.

Tim and Joan grab her.

MADELINE (CONTD)
Fuck you! Fuck all of you! I'm not going to die. I'm not gonna die, not here. Oh God, not here.

INT. LODGE DOWNSTAIRS BATHROOM - NIGHT

Joan washes Madeline's face, wiping away the tears as she calms down.

INT. LODGE LIVING ROOM - NIGHT

Tim sits in a large chair, staring into space. He gets up and wanders up the stairs.

INT. LODGE DOWNSTAIRS BATHROOM- NIGHT

Joan brings up Madeline's head from the water. Madeline puts her hands up.

MADELINE

I'm fine. I'm fine.

Joan let's go of her.

MADELINE (CONTD)

I'm fine now. Leave me alone.
You're not my fucking mother.

Madeline grabs a towel and heads for the door. She wipes her face.

MADELINE (CONTD)

Joan, I'm sorry.

Joan turns to look at her.

MADELINE (CONTD)

I'm just, I'm just tired.

She heads out the door. Joan breathes a heavy sigh. She rubs her neck and cracks it. She looks into the mirror and unties the headband that covers her hair. She soaks it under the facet and pats her face.

She looks up into the mirror and notices something. A strand of her hair is discolored. Bright blond, and slightly straightened. She examines this, pulling the lock taught. It's slightly longer than the rest of her hair. She smooths it back and ties the headband back around her hair. She washes her hands furiously, talking to herself.

JOAN

It's OK. It's OK. It's going to be OK.

INT. LODGE MAIN BEDROOM - NIGHT

Dekker is in the main bedroom. He paces, reading from his book when he kicks something under the discarded bed sheet. He throws it away to find the cracked wooded mask. He throws his book aside and picks up the mask. He studies it and then turns to stare at the far wall. He looks around the scattered items around the room and finds a marker. He walks to the wall and moves a side table out of the way. He stares at the mask and then writes the word "Kate" in the middle of the wall.

INT. LODGE UPSTAIRS HALLWAY - NIGHT

Tim stumbles down the hallway to the bathroom.

INT. LODGE BATHROOM - NIGHT

Tim turns on the light and stares at himself in the mirror. He goes down to wet his beard and then lathers it with shaving cream. He begins to shave his beard when half-way done he stops and looks at himself, like he just recognized his reflection, unsure of what he is doing. He looks around as a sleepwalker would upon waking. He touches the shaven side of his face and stares in the mirror.

INT. LODGE DOWNSTAIRS BEDROOM 1 - NIGHT

Joan enters into the bedroom to find Madeline lying down on the bed.

JOAN

You OK?

Madeline shakes her head no.

JOAN (CONTD)

Me either, but try to get some rest. We're gonna try to figure out what to do. OK?

Madeline shakes her head in agreement. Joan heads for the door.

MADELINE

It's a trap.

JOAN

What?

MADELINE

This place. It's a trap. We're never going to leave.

Joan turns off the lights and closes the door but Madeline lays awake.

INT. LODGE LIVING ROOM - NIGHT

Joan sits down on the couch and stares at the TV. She picks up the remote and turns it on. The voice of the second brunette from the camcorder is heard.

BRUNETTE 2 (O.S.)

What is it?

On the screen the image goes to static. Then an image of a close-up of the second brunette screaming with her hand to her eye and covered in blood. Joan stares in amazement. She fast forwards for awhile and hits play. The first brunette is shown sobbing in the corner of a dark bedroom crouching in the fetal position rocking back and forth.

BRUNETTE 1

Go away. Please go away.

From outside the frame a loud BANG can be heard against a door. The brunette screams and buries her head into her chest. A second louder BANG occurs as the door flies open off screen, flooding the room with light. The blond screams as the camcorder footage warps, turning the audio into a high pitch SCREECH. Then the screen turns to static.

Joan, amazed at what she just saw, stares in bewilderment. Just then the lights flicker followed by a sound in the kitchen, the sound of hooves on tile. Joan looks to the kitchen as the lights flicker again. She fails to notice the missing deer head from the wall near the stairs. She heads toward the sound, peeking around the corner. She sees a slight glimpse of movement just out of sight.

INT. LODGE KITCHEN - NIGHT

She enters the kitchen just as the sound ends. She looks around, but finds nothing. She goes to open the fridge door. Inside is the rotting deer head from outside. It snorts at her as she screams and shuts the door.

TIM

Whoa.

JOAN

Ah.

They are both taken aback.

TIM

What are you doing?

Tim looks at the fridge and goes to open it.

JOAN

Don't.

He opens it to find only empty beer cans.

TIM

What?

JOAN

I...there was a-

She stares at Tim, strangely.

JOAN (CONTD)

Did you shave?

INT. LODGE MAIN BEDROOM - NIGHT

Dekker is looking haggard, staring at the large wall covered in writings, labels and doodles that all radiate from a central point. He focuses on one particular entry: "Tim & Joan?".

INT. LODGE LIVING ROOM - NIGHT

Tim and Joan are gathered around the TV, watching as they reach the end of the tape again.

JOAN

Well?

Tim sits down in the chair, his hands to his head.

TIM

I don't know. I don't know.

JOAN

This isn't some killer or some locals messing with us. This is something else, like-

TIM
What? Ghosts? Demons? The bogeyman?
God, you're starting to sound like
Dekker.

JOAN
Well, what else could it be?

TIM
I don't know.

They sit in silence.

DEKKER (O.S.)
I do.

TIM
Wait, you know what's doing this to
us?

DEKKER
It's the legend.

TIM
What legend?

DEKKER
The legend. The legend of the area.

JOAN
What is it?

DEKKER
Nothing. We not being hunted by
something that is a legend, we're
being hunted by the idea of legend
itself.

Tim and Joan look on dumbfounded.

DEKKER (CONTD)
We're in a folk story. An
cautionary tale. An urban legend.

TIM
That doesn't make sense.

DEKKER
Think of it like a force of nature,
a perfect storm. As the years go on
it gathers more and more strength
through reenacting the same
situation over and over again. It's
(MORE)

DEKKER (cont'd)
not attacking us, it's feeding on
us.

JOAN
Feeding on us?

DEKKER
A story is only as strong as it's
current incarnation. It's created
the narrative and we're playing all
of our parts perfectly.

JOAN
I'm not playing a part.

DEKKER
You sure of that? Like all good
stories it needs two things,
characters and conflict. It
provides the conflict and we become
the characters. We stopped being
ourselves the minute we set foot
here.

TIM
That's bullshit. I'm me. I decided
what to do, not...

The static from the T.V. give way to more of the tape. The
man is standing in the Lodge's living room.

CAMERA MAN 1
That's bullshit. I'm me. I decided
what to do, not something in the
woods. There's nothing out there.
Nothing is after us.

Tim is concerned.

DEKKER
Don't feel bad, we're all stuck. At
least you get to play the hero's
part.

(points to Joan)
Caring mother figure, though sadly
not strong enough to carry a story
herself. There was Lynn the
threshold guardian but she is long
out of the picture, not sure about
Madeline yet-

(pause)
Kate, the first victim, to create a
seeping wound-

(points to self)
-and the mentor. Cursed
with knowledge but unable to act
to save himself.

TIM
Why do you know all this?

DEKKER
Cause it wants me to.

JOAN
Why, why torture us? Why not just
kill us?

DEKKER
Stronger the emotion, better the
story. Better the story, the more
likely it will be remembered.

TIM
So, how do we escape?

DEKKER
You mistake my purpose. This wasn't
meant to help you, this was just
exposition. It's already won.
(smiles)
We're part of the legend now.

Dekker heads back upstairs.

TIM
You really think that we're all
going to die?

DEKKER
If I was the author that's how I
would write it.

Tim stares at Joan. Joan rubs her eyes-

INT. LODGE UPSTAIRS BATHROOM - NIGHT

-and washes the soap from her eyes. Joan puts her head under
the shower as she runs her fingers through her hair. She
suddenly stops and looks around her. She seems confused,
unsure of where she is or how she got there. She turns off
the shower and pulls back the curtain. On the floor of the
bathroom is the cracked wooden mask staring up at her,
watching her.

She grabs a nearby towel and quickly dries herself off. She brings up the towel and finds a brown stain on it, much in the pattern of stain on the ceiling. She looks to where the stain could of come from and notices a blotch on her back. She inspects it and sees that is a light color, what you would call "Caucasian" even. She begins to touch the spot but stops short and wraps the towel around her body.

INT. LODGE BEDROOM - NIGHT

She open the bathroom door to find Tim lying on the bed, his hands covering his eyes.

TIM
You know what time it is?

JOAN
No.

TIM
We're been here for what has to of been almost twenty fucking hours yet according to every clock in this place it's only three.

He rub his neck as she sits down on the bed.

TIM (CONTD)
I've been walking around for at least two hours, not doing anything, just walking. Every one and awhile I try to open the front door but I can't. I can't do anything. What kind of "hero" can't even go outside?

Joan stares at the floor.

JOAN
I can't stop thinking about everyone. Kate. Madeline. About how things got so fucked up. I was thinking about poor Lynn, how she was so scared. I felt so bad.

Tim sits up and stares at her.

JOAN
But what if these aren't my feelings?

TIM
You know that's not true.

JOAN
No, I think I feel bad because I'm supposed to. Madeline is my best friend, but I would kill her myself if only I could get out of here. What does that say about me? This thing has me acting more human than I ever really was.

Joan breaks down crying, as Tim puts his hand on her shoulder.

TIM
It says that you're a survivor and your do anything to live. Nothing can change that. Your fate is your own.

JOAN
How do you know?

The two begin to kiss passionately. They fall back on the bed. Tim moves his hands up her body.

JOAN (CONTD)
Oh, Tim.

He caresses her back, rubbing the splotch of pale white skin.

TIM
I think I love you Joan.

Joan stops. She pushes Tim off her, a look of disgust on her face. Tim looks perplexed, but then realizes what is happening. Joan wipes her mouth and leaves the room.

INT. LODGE LIVING ROOM - NIGHT

Tim descends the stairs and grabs a flashlight from the table. He turns to find Madeline standing in the darkness.

MADELINE
Where are you going?

TIM
To find some help.

MADELINE

Take me.

TIM

No, I'm going to try and make it out myself. You stay here with Joan. I'll be back in the mor...I'll be back.

MADELINE

No-

She runs and grabs Tim's arm.

TIM

I'm not going to die here and neither are you.

MADELINE

Please take me.

She pushes her body against him. She strokes his arm.

MADELINE (CONTD)

Please, take me. I want you. I'll make it worth it.

She guides his hand over her stomach and under her shirt. She begins kissing his neck.

MADELINE (CONTD)

I'll let you do anything you want. Anything.

She grinds into him. He closes his eyes.

MADELINE

Just take me with you.

He opens his eyes and pushes her away. He turns and heads for the door.

MADELINE

Stop. Please stop. Don't leave.

She falls to the ground as he closes the door.

MADELINE

Don't leave me!

INT. LODGE UPSTAIRS BATHROOM - NIGHT

Joan is sick in the toilet. She is sweating profusely. She stands up, desperately trying to steady herself. She stumbles to the sink. She looks into the mirror. There are more blond streaks. She stares at herself and suddenly begins to dry heave. She puts her head down and spits up bright red blood. It circles the drain. She looks up into the mirror. Her left eye, once a dark brown is now a brilliant blue. She stares, terrified as the lights flicker on and off.

INT. LODGE BEDROOM - NIGHT

Joan crosses the room and grabs a pile of clothes as the lights flicker again and then die.

INT. LODGE LIVING ROOM - NIGHT

Joan flies down the stairs to the darkened living room.

MADELINE (O.S.)

I want the keys to the truck.

She turns to see Madeline standing alone in the dark.

MADELINE (CONTD)

I want the keys to the truck. I'm driving out of here.

Joan races past her heading to the parch.

JOAN

The truck still doesn't work. There is no point.

MADELINE

Doesn't matter, I want the keys.

JOAN

Let's get Tim and-

MADELINE

Tim is gone. He left.

JOAN

What? Where?

MADELINE

Screw him I want the keys.

INT. LODGE UPSTAIRS BEDROOM - NIGHT

Dekker is staring at the wall of writing, studying it like a puzzle. He hears the argument from downstairs. All of a sudden, as if hit with a burst of inspiration, he frantically searches for the book on story archetypes that he earlier discarded.

DEKKER
 (to himself)
 Wait, Lynn wasn't the threshold guardian. She brought us here. She was the herald. That means that Kate had to be.

He crosses Lynn's name next to the headline "Threshold guardian" and draws a line to Kate's name. He traces a imaginary line from Kate to his name then to "threshold guardian" to another title that he circles. He panics.

DEKKER
 No, no no no.

He puts his hands to his head.

From behind him a form descends, it's dirty bare feet dripping mud mixed with blood onto the floor. It steps toward Dekker, each footstep leaving a blood/dirt footprint. From over Dekker's shoulder we can't focus on the figure's face, only it's form.

KATE (O.S)
 Oh Dekker.

Dekker closes his eyes, refusing to turn around.

KATE (O.S.) (CONTD)
 You won't believe how lovely it is here. It's like living in a fire, but you don't burn.

The form is wearing a blood soaked shirt still wet with grue.

EXT. LODGE PORCH/DOCK - NIGHT

Joan exits the lodge onto the porch. She heads to the generator and begins to pull the starter. Madeline is right behind her.

MADELINE
I want those keys. You can't stop
me from leaving.

JOAN
Wanna bet?

INT. LODGE UPSTAIRS BEDROOM - NIGHT

KATE (O.S.)
Don't you see, it needs us? We fuel
the fire.

Dekker opens his eyes and stares at the wall.

DEKKER
No no no.

KATE (O.S.)
We are all part of something that
has been burning for so long.
Wouldn't you want to be a part of
that?

She approaches behind him, wrapping him with her arms.

EXT. LODGE PORCH/DOCK - NIGHT

Madeline grabs Joan and spins her around.

MADELINE
I want those fucking keys!

JOAN
Fuck off!

Madeline fights back by shoving Joan to the far edge of the dock porch. The force of the shove forces Joan to take a knee. All of a sudden a hand rises from under the porch and grabs Joan's leg. She falls to the ground as the keys fly from her hand and hit the porch. Madeline backs against the glass door. Another hand rises from under the porch and pulls Joan closer to the rail.

JOAN
Help! Maddy!

Madeline is petrified against the glass. She sinks to the ground.

INT. LODGE UPSTAIRS BEDROOM - NIGHT

Dekker hears the cries of Joan from outside.

KATE (O.S)
 (whispering)
 Wouldn't you like to be here with
 me? I want you here so badly. It's
 so bright here. Don't you still
 love me?

Dekker opens his eyes. A look of horrible determination on his face. He stares at the wall. The headline "Shadow=antagonist" is circled.

KATE (O.S) (CONTD)
 Finish the story.

EXT. LODGE PORCH/DOCK - NIGHT

Another hand is now pulling Joan. She frantically claws at the wooden floor. She out reaches to Madeline.

JOAN
 Maddy, please!

Madeline slowly reaches her hand out, as if to help her friend, but then inches closer to the keys. She picks them up and open the glass door.

JOAN (CONTD)
 No! Maddy! Help me!

Madeline looks back.

MADELINE
 I'm sorry. I'm sorry.

She walks back in, closing the door behind her.

JOAN
 Help me!

Joan losses her grip but grabs a board. The hands pull at her as she kicks wildly. She finally loses her grip as she is pulled into the darkness.

EXT. LODGE - NIGHT

Madeline runs to the truck and jumps in. It turns over with a simple twist of the key. She puts it in drive and races into the darkness of the woods.

EXT. WOODS - NIGHT

Tim is following the dirt path in the road. He hears something behind him. He turns to see the truck speeding down the path. He waves his arms.

TIM

Hey.

The truck comes straight at him. He jumps out of the path as it passes him speeding. He waves widely as it disappears.

TIM (CONTD)

Hey! Hey! No!

INT. TRUCK - NIGHT

Madeline looks back to see the fading Tim in the distance she turns back to the road. The truck races down the path to the front gate. Madeline, panicked behind the wheel, searches for the opening. But it doesn't seem to come. She finally stops the truck. She jumps out and looks in front of her.

EXT. WOODS - NIGHT

The path goes on for what seems like forever. She turns back to see where she has just come from. She is no longer able to see the faint lights of the lodge or Tim. She walks a little down the path but it's hopeless, the only light comes from the rear lights of the truck.

MADELINE

Fuck!

She turns to head back into the truck, but she stops when she sees a figure in the back seat facing forward. She looks at it, frozen in fear. It finally turns its head to reveal a blood and black grime-caked Lynn. She smiles as the doors close and the inside goes dark. Madeline watches in horror as the truck drives away with fading of the taillights glow leaving her alone in the dark. She breaths deeply in the emptiness as the SCREECH violently hits, it's high pitched cry mixing with Madeline's final SCREAM.

EXT. WOODS - NIGHT

Tim pushes through brush and debris, around broken limbs and fallen trunks. The only light comes from his flashlight. As he continues on he begins to hear something following him. He turns, but nothing is there. He continues on, ignoring the sound of BRAKEING BRANCHES behind him. As he moves further into the forest the less reliable the light becomes, flickering and dying out. A large branch SNAPS as Tim spins around. Nothing.

TIM
 Fuck you. I'm not playing this
 game.

Just then, Tim's lights dies. He hits it, but it's useless. He throws it down in disgust, but hears MUSIC in the distance. He runs towards it.

Tim finds a spot of earth with MUSIC and light coming from it. He digs around to find it's source, discovering a lifeless hand clutching a mobile phone. It's Madeline. The phone continues to ring as Tim pulls it from her hand and answers it.

TIM (CONTD)
 Hello?

A FEMALE VOICE responds on the other end.

FEMALE VOICE (O.S.)
 Hello?

TIM
 Hey, hey you got to help us! We're
 trapped in the woods! Call 911!
 Hello!

Tim listens as he realizes that it's Madeline's voice.

MADELINE (O.S.)
 Hello? I can't get a signal out
 here. Hello? We're dead. We're all
 dead.

Tim ends the call. A SNAP comes from the woods. Tim sees a form move in the dark. He looks on the phone and presses a button. The phone's flashlight comes on. Tim points the beam toward the sound but sees nothing.

In a flash the form, a bloody and dirty Tim doppelganger, races past Tim and back into the woods. The SCREECH rings out from the darkness as Tim runs forward.

He runs for what seems like miles. He finally stops and collapses. He looks up.

TIM

Fuck.

He looks ahead of him to see the faint light of the cabin. Hopeless, he walks toward it.

INT. LODGE LIVING ROOM - NIGHT

Tim enters the deathly still lodge.

TIM

Hello?

Tim heads upstairs. The T.V. turns one, the camcorder video playing back from the very beginning. The youths trapped in the 80's gather together again.

ALL (O.S.)

Spring Break nineteen-eighty one!

INT. LODGE HALLWAY - NIGHT

Tim starts down the pitch black hallway. He sees a dark form at the end of the hall.

DEKKER (O.S.)

I was wrong.

TIM

Christ Dekker. Madeline is dead.
Where's Joan?

DEKKER (O.S.)

You can't fight it Tim. You have to
let things play out. You got to
face your antagonist.

TIM

There's no way out of here.

DEKKER

Yes there is. Finish the story.

The lights flicker on as Tim sees Dekker wearing the split wooden mask and holding the axe. Tim backs down the hallway.

TIM

Dekker?

Dekker approaches him, raising the axe. He swings at Tim who barely misses the downward stroke. Tim falls backward as Dekker strikes again. Tim kicks out Dekker's leg which sends him reeling. Tim makes an exit toward the stairs as he's tripped by Dekker. Tim tumbles down the stairs.

INT. LODGE LIVING ROOM - NIGHT

The lights flicker on and the off again as Tim lies at the bottom of the stairs clutching his side. He looks up to see Dekker descending the staircase with axe in hand. He manages to get to his feet and makes his way to the kitchen.

INT. LODGE KITCHEN - NIGHT

Tim hides near the kitchen door as he watches Dekker in the living room searching for him. He watches as Dekker walks into the one of the bedrooms. Tim edges toward the doorway. He looks at the still playing TV. On the TV one of the 80's men is holding a tin box. They open it and examine a small revolver handgun. Tim looks to the mantle, the same box sits among the collected trinkets. Tim edges a step closer to the door, sure to make sure Dekker is not around the corner. He's not, as he has appeared behind Tim, his axe raised.

Tim turns in time to barely miss the the axe again as it slices into his arm. He fights with Dekker for control but is pushed away. Tim plants a swift kick into Dekker's mid-section as he runs for the mantle.

INT. LODGE LIVING ROOM - NIGHT

Tim grabs the tin box and opens it to find the same gun as on the video. He goes to pick it up but is tackled by Dekker. the gun falls to the ground as Dekker drags Tim to the porch door. Tim desperately tries to reach the gun but it's out of reach.

Dekker throws Tim out onto the porch as he picks up the axe.

EXT. LODGE PORCH/DOCK - NIGHT

Dekker slowly stalks Tim as he crawls on the floor.

TIM
Dekker. Stop.

Dekker slowly raises the axe. When a loud POP rings out.

INT. LODGE LIVING ROOM - NIGHT

Smoke rises from the barrel of the handgun as a mud covered Joan slightly shakes, two brilliant blue eyes staring out from the muck and grime on her face.

EXT. LODGE PORCH/DOCK - NIGHT

Dekker drops the axe and examines the blood spreading from his chest. He turns to see Joan still holding the gun and looks back down to his blood-covered hand.

DEKKER
Huh.

He staggers as he falls toward the porch's edge, tumbling over the side and into the Blackwater river below. Tim rises up and looks over the edge but it's too late. Dekker is gone. Joan joins him as they look into the murky nothingness.

INT. LODGE BEDROOM - NIGHT

Back in the bedroom Tim lays on the bed clutching his wounded arm. Joan sits on the other side, still covered in mud. They sit in silence. Joan finally rises.

JOAN
I'm going to get a shower.

TIM
OK.

INT. LODGE BATHROOM - NIGHT

Joan lets the fresh water wash away the dirt as she stands under the shower head. She rubs her neck as Tim stands up, letting the water catch his back. The two seem surprised for a minute but that passes as they embrace and kiss, sharing the small shower.

EXT. LODGE - MORNING

The sun begins to rise from the Blackwater river, illuminating the water with a rust colored glow.

INT. LODGE KITCHEN - MORNING

Joan is seated at the table while Tim stands by the counter with his coffee. He takes a sip and looks to Joan. He gives her a nod. Tim turns back to stare outside at the River.

TIM

Ready.

Joan nods and they both get up and walk outside. They walk over to the edge of the porch and look at each other. Tim is the first to step up on the railing and gives his hand to Joan to climb up as well. They stare off into the distance, not looking into the water below. They look at each other one last time. Joan takes Tim's hand and smiles. They both fall forward.

FADE OUT.

EXT. BLACKWATER RIVER - DAY

FADE IN.

The river is quit except for a few birds in the background. Suddenly a form shoots up from the still river, two forms. Tim and Joan breath for air, as if coming up from baptism. They start swimming frantically to the shore.

EXT. BLACKWOOD FOREST - DAY

Tim and Joan exit the river and run straight into the massive forest. They race and dodge through the tall trees and broken branches, unable to see what lies ahead of them or what was behind them. Joan follows behind Tim, using Tim as a guide to weave her way through the trees. They hear the SCREECH behind them, chasing them, it's shrieks loud and piercing. Joan looks back to see the violent movement behind her as the SCREECH closes in on them. Suddenly she trips and falls to the ground. She turns over and tries to jump to her feet but is unable to rise. She sees the movement come closer.

Tim looks back to check on Joan and sees her lying on the ground. He thinks for a minute, looking ahead at his escape, but turns and runs to Joan. The SCREECH cries as Joan closes

her eyes, seemingly accepting her fate, when Tim grabs the back of her blouse and drags her up. Tim runs faster than he ever has in his life pulling Joan and himself through the forest. They run for what seems like a eternity with the SCREECH always keeping up, but just out of reach. All of a sudden they push past the edge of the corn and trip on the edge of the Blackwater road, falling backwards on the pavement.

Joan is first on her feet and grabs at Tim's shirt, much as Tim had done for her, to pull him up but he stops her as they turn to face the empty forest, which has become silent. They watch for any sign of the SCREECH but the only movement is cornstalks blowing gently in the wind. Tim slowly gets to his feet as Joan slowly takes a step forward.

TIM

No.

Joan peers into the forest, but nothing occurs. She turns back to Tim.

JOAN

I-it's gone. It's gone. We got away.

Tim stares dumbfounded.

TIM

We didn't get away, we just took ourselves out of it's equation.

She turns to look at Tim and smiles.

JOAN

I really, really don't like you.

Tim looks at her confused, but slowly realizes what she is saying. He smiles.

TIM

You...are a fucking bitch. You know that?

Both begin to laugh enthusiastically. Joan falls to her knees and begins to cry, her tears are those of exhaustion and joy. Tim screams in the air.

TIM (CONTD)

Thank you. Thank you God. Yes. Fuck.

Tim grabs up Joan and spins her around. They embrace as both cry into each other. Joan comes up to wipe her tears, but Tim takes his hand and wipes them for her. They stare at each other for a moment as they slowly go in for a kiss. Tim's eyes go wide.

TIM (CONTD)

Oh no-

It's too late. Tim is violently pulled into the forest by a invisible force as the SCREECH screams louder then ever before. Joan is able to grab Tim's hands but the force is so strong that it pulls her along. Tim screams for help turn into screams of pain as blood begins to come from his nose and mouth. A flashing of light comes from the direction of where Tim is being pulled.

JOAN

Tim!

Tim's hands slip from Joan's as he disappears into the dense brush. Joan stumbles backwards into the street.

JOAN (CONTD)

Tim!

A rumble starts to rise. Joan sense that it's not coming from the trees but from the road ahead of her. She turns, shaking, to face whatever monster approaches in the distance. The low growl becomes the chucking engine of a truck that circles the bend. Joan shakes as the truck comes to a stop in front of her. Joan, finally to much for her, breaks down and begins to sob openly.

INT. POLICE INTERROGATION ROOM - AFTERNOON

Joan is sitting in a bare and white walled interrogation room. She has a blanket wrapped around her and stares at the top of the metal table she's sitting at. A Styrofoam cup of coffee goes untouched in front of her. Across from the table sits a INTERROGATING OFFICER. He is making notes on a stencil pad.

INTERROGATING OFFICER

I know this must be very trying for
you miss, but you have to help us
help you.

A SECOND OFFICER sits at the table, staring a Joan.

INTERROGATING OFFICER (CONTD)
Can you tell us where you came
from? Do you know where you are?
Did something happen to you?

Joan's hand is freshly bandaged.

INTERROGATING OFFICER (CONTD)
(pointing at Joan's hand)
How did you get those cuts? Were
you hurt by someone?

Joan raises her hand. There's a large mirror at the far end
of the small room. She stares at her reflection. Her hair is
almost completely blonde and her eyes are bright blue.

INTERROGATING OFFICER (CONTD)
Please miss, if you just tell us
what happened we can make a record
of your attack, maybe investigate.

Joan looks at the speaking officer.

INTERROGATING OFFICER (CONTD)
Were you attacked in the woods?

Joan goes to speak but stops. She closes her eyes.

INT. LODGE BEDROOM WALL - NIGHT

Dekker's wall of theories and conclusions is extensive,
enough to write a full novel. One line particular stands out
"It lives cause we let it. Stories must be told."

INTERROGATING OFFICER (O.S) (CONTD)
Tell us what happened?

INT. POLICE INTERROGATION ROOM - AFTERNOON

Joan opens her eyes and looks at the officer.

JOAN
I got lost.

The two officers shift in their chairs.

JOAN
I was, I was camping. Hiking. In
the woods and I must of gotten
turned around. I finally found my
way back to the road.

SECOND OFFICER
What about your injuries?

JOAN
Must of cut my hands. I don't
really remember it all. I was out
there all night.

SECOND OFFICER
Didn't you have a map or a guide or
anything like that.

JOAN
No. I wondered out there alone.
(laughs)
Looking for a good story I guess.

INTERROGATING OFFICER
So, your official story is that you
went hiking alone in the woods? No
one else? No one harmed you?

JOAN
Just me.

Joan looks back in the mirror. The reflection has changed. She now has her black hair again and her eyes have returned to brown. She smiles slightly.

A knock comes from the opposite side of the mirror. The two officers stand up and leave the room, closing the door behind them. Joan sits in silence.

After awhile the door opens again and sheriff Coffy enters.

SHERIFF COFFY
Thank you for your corporation
miss, this won't take much longer.

The sheriff sits down at the table laying several manila folders down.

SHERIFF COFFY (CONTD)
I just need to ask you some
questions. Now I know you stated
that you went into the woods alone
but were you earlier in the company
of a Mister-
(Looks at the contents of one
of the folders)
-Greggory Dekker?

Joan sits up.

SHERIFF COFFY (CONTD)
see, we know that you and several
other folks were seen with Mr.
Dekker at a local gas station early
yesterday morning. The stations
owner's daughter is missing, Lynn
Marshall? She was seen talking to
Mister Dekker earlier in the day.

Joan stares at the Sheriff.

SHERIFF COFFY (CONTD)
You know Lynn Marshall as well?

JOAN
Uhh...I don't-

SHERIFF COFFY
Miss Belfield, we found the body
this morning-

EXT. BLACKWATER BRIDGE - DAY

Cops move about under the small bridge on Blackwater
road. A body lies lifeless in the river channel. It wears a
wooden mask. An officer lifts the mask.

SHERIFF COFFY (O.S) (CONTD)
He was under the Blackwater bridge.

It's Dekker, his calm and emotionless face smeared with mud
and blood.

INT. HOSPITAL ROOM - DAY

SHERIFF COFFY (CONTD)
What we need to answer now-

A tear falls from Joan's eye.

SHERIFF COFFY (CONTD)
-is what led to his death. And to
be honest I think you know what
happened.

Joan stares at her bandaged hands.

SHERIFF COFFY (CONTD)
Ma'am.

A red stain, much like the stain on the lodge ceiling, has developed on the palms of Joan's hands creating a subliminal stigmata.

SHERIFF COFFY

Now tell me, what happened out at
Blackwater Road?

Joan's disposition is calm now. She sighs.

JOAN

They're dead.
(She looks up to address
Coffy)
I killed them.

If Coffy is shocked he doesn't register it.

JOAN

We went into the woods, to go
camping. We were alone, isolated. I
had thought this out. I was in
total control, I'm always in
control. I murdered them. Kate,
Madeline, Lynn-
(pause)
-Tim. Even Dekker.
(stares back at wall)
The rest, the rest are still out
there. Waiting. You may find them,
you may not. It was me, only me. It
was always me.
(pause)
Well, now what?

Coffy sighs heavily. He gets up and leaves the room.

EXT. POLICE CAR - EVENING

Joan is slumped in the back while Coffy drives. Joan stares
out the window as tress pass by. Coffy looks at Joan through
the rear-view mirror.

SHERIFF COFFY

So, let me ask you-

Joan turns to stare back into the mirror.

SHERIFF COFFY (CONT)

Why?

JOAN

What do you mean?

SHERIFF COFFY

Let me tell you a story. It's about a girl. You see, this girl and her friends decide to go camping in the woods. They were suppose to be gone for four days, but then their families didn't hear from them. Then one day, that girl emerges from the woods and, upon questioning, admits to killing not only her friends but a local girl as well. No ryme no reason, just pure mayhem. Have I outlined the most current events pretty well?

Joan just stares.

SHERIFF COFFY

Now I ask you, would you believe that story? Cause I'm having a hard time rationalizing it. It sounds like a tired old plot, too familiar for comfort if you get my drift. Like it was made up. See, I'm having trouble rationalizing how a kid like you, never had any trouble before this, decides one day to kill her friends.

Joan looks at the window.

JOAN

It's amazing what you find yourself doing to live.

SHERIFF COFFY (O.S.)

Jesus girl.

Joan watches as the trees past by, the sun setting in the distance.

SHERIFF COFFY (O.S)

Well, I can tell you one thing-

Joan looks toward Coffy.

SHERIFF COFFY (O.S) (CONT)

Would of made one hell of a book.

Joan looks down. She can't help but smirk at this bit of backwards irony.

101.

SHERIFF COFFY (O.S)
I got a feeling you're going to
make our little backwoods very
famous. In a few weeks everyone
will know about Blackwater.

Joan's eyes widen with uncertainty.

FADE OUT.

THE END.

**APPENDIX J:
NARRATIVE BUSINESS PLAN**



Within the Woods LLC

Business Plan

Copy Number _____

This business plan (the "Business Plan") is for information only and is not an offer to sell or 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 contained herein, in part or in whole, without the express written consent of Michael E Stephenson. The Business Plan is the property of Michael E Stephenson and by accepting the Business Plan the reader agrees to immediately return the Business Plan to Michael E Stephenson.

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Table of Contents

Information and Risk Statement	1
Executive Summary.....	4
Company Description.....	7
Product Description.....	9
Industry Overview.....	11
Market Analysis & Marketing Strategy.....	14
Key Art.....	20
Motion Picture Distribution.....	21
Financing.....	24
Financial Projections.....	26

For Information Only

This business plan (from now on known as the "Business Plan") is for information only and is not an offer to sell or a solicitation of an offer to buy securities. The Business Plan is not a prospectus and is not a private placement memorandum. The Business Plan and its contents are not to be construed as legal, business, or tax advice.

The membership units discussed in the Business Plan will not be registered under the Securities Act of 1-933. The exemption from registration will be claimed under Regulation D created by the Securities and Exchange Commission.

The membership units discussed in the Business Plan will be registered in accordance with the blue sky laws of any state with blue sky laws applicable to the membership units described in the Business Plan.

The membership units discussed in the Business Plan will be restricted and as such will be prohibited from resale or distribution.

Any prospective purchaser of the membership units described in the Business Plan will be required to demonstrate that (1) he or she has the sophistication, or has retained the services of an investment adviser with the sophistication, necessary to evaluate the membership units described herein, and that (2) he or she can afford the total loss of his or her investment.

Risk Factors

Roughly 60%-70% of major movies lose money and roughly another 10% break even. Furthermore, using averages to predict the performance of a film, as this business plan does, is ineffective. The box office gross for a single film is absolutely unpredictable, regardless of financial model used or the film's budget, genre, cast, time frame, etc. It is box office gross that drives the financial success or failure of a film. The statistical measurement of deviation from the mean, known as variance, is infinite for film box office gross. Thus, once can make a prediction

about the box office gross of a film and one's confidence interval for doing so will be plus or minus infinity. An analogy with a less extreme result would be a campaign poll showing that a candidate currency has 40% (rather than the customary plus or minus 5%).

A single movie's performance, such as that of *Blackwater RD.*, is even less predictable than the public opinion in this sample poll, regardless of method used for prediction. Keep these facts in mind as you read this plan. Also keep in mind, however, that the statements thus far on box office unpredictability are based on empirical research that has not measured film performance as a function of the passion, integrity, and knowledge of the filmmakers coupled with the quality of the script. These are the variables an investor should ultimately consider when deciding to invest in a film. Unfortunately, no research supports this assertion.

Risk involved in the creation and exploitation of *Blackwater RD.* (the "motion picture") can be grouped into four categories: Production, Distribution, Company-specific, and General Economic. Production-related risks include but are not limited: (1) the Motion Picture requiring more financing than was originally anticipated and being unable to complete production until such financing is achieved; and (2) the final version of the Motion Picture being substantially different from and inferior to originally conceived concept.

Distribution related risks include but are not limited to: (1) the Motion Picture being unable to find a theatrical distributor and this being lease; (2) Distribution budget not being met therefore not allowing certain self-distribution approaches to be achieved; (3) the Motion Picture not receiving adequate publicity or exposure for ancillary markets; (4) Inability of the Motion Picture to compete for public acceptance against the likes of other pictures, many of which will be supported by advertising campaigns much larger than that of the Motion Picture; (5) Motion Picture competing against alternate forms of entertainment such as gaming consoles, cable television, and online entertainment.

Company-specific risks include but are not limited to: (1) Within the Woods LLC (the "Company") having only one piece of intellectual property, the Motion Picture, and having no other intellectual property from which to derive revenue; (2)

the Company being a start-up and as such having no operational history; (3) the Company being a start-up and as such being subject to the risks common to all start-ups; (4) the Company relying on the expertise of management to guide it through the marketplace and the dozens of non-management persons (actors, producers, producers of marketing and distribution, postproduction companies) to successfully create and exploit the Motion Picture; and (5) there being no market for and no market likely to every exist for the membership units discussed in the plan.

General Economic risks include but are not limited to: (1) the introduction of new and competing forms of entertainment technologies; (2) the deterioration of general industry and marketplace conditions; (3) unfavorable interest rate movements; (4) unfavorable currency exchange rate fluctuations; and (5) general industry and market uncertainty.

One, many, or none of the risks mentioned above may result in the total loss of investment in the Motion Picture. The risk factors mentioned above do not include all possible risk factors.

Executive summary

Overview

Within the Woods LLC has being formed for the sole purpose of producing and distributing for the full-length feature film *Blackwater RD*. *Blackwater RD*. is a physiological horror film about a research trip into the backwoods which soon becomes a haunting decent into terror when a group of grad students fall under attack by an infamous local legend. Designed to be shot in the span of a month on digital cameras, this film marks the directorial debut of Michael E. Stephenson, a graduate film student at the University of Central Florida's film graduate department.

Management Team

Michael E. Stephenson and James K. Stephenson will share managerial duties of Within the Woods LLC with Michael E Stephenson acting as manager and James K. Stephenson as a managing member. Michael E. Stephenson is a directing student at the University of Central Florida's graduate film program specializing in ultra-low budget and digital feature-length films. James K. Stephenson is a partner of Stephenson and Moore Inc., a lucrative real-estate management company, and will focus on the physical production as well as assisting in managing the production offices.

Product Description

"A horror story".

Blackwater RD. is a physiological horror film about a research trip into the backwoods which soon becomes a haunting decent into terror when a group of grad students fall under attack by an infamous local legend. The catch is that the legend is not a villain of flesh and blood but a narrative idea that feeds on people by making them part of its lore, changing them into characters to act out roles and then destroying them all in the sake of a "better story". The last survivors must

now ban together and resist the urge to give in or become part of the Blackwood legend.

Industry Overview

There has been a recent slump in domestic theatrical numbers for the best couple years with the domestic theatrical box office gross for 2010 at \$10, 565 billion and the DVD/home video market at 18.8 billion. While lower then past years there is seen an increase of viewers looking for films outside the theatrical experience. This puts *Blackwater RD.* in a viable position for competitive advantage over studio films. While it seems that people have forgone the typical domestic theatrical release there is still a desire for independent films through such avenues as digital download or DVD/home video release.

Marketing Analysis & Marketing Strategy

Once it was highly unusual that an independent film would appear in a large-run theater but this has changed in recent years with the success of such films as *The Blair Witch Project* and *Paranormal Activity*, both belong to the horror genre. Both of these films relied on word-of-mouth to propel them to record audience gathering heights. *Blackwater RD.*, a film very much in the vein both films, will utilize this word-of-mouth promotion along with a touring “roadshow” to gather support and a fan base.

Motion Picture Distribution

The classic Hollywood distribution plan involves shopping your film around until a distributor comes usually with an overall deal, one where film receives an advance and forfeits all rights. *Blackwater RD.* will tour the festival circuits like most films, but will also engage it’s audiences through marketing that will feature the selling of merchandise, such as t-shirt, artwork, or DVDs.

Funding Requirement & Project Returns

Within the Woods LLC is seeking 14,406 in equal to finance the entire production with an additional 40,000 raised for distribution for the motion picture *Blackwater RD*. The use of private equity funding ensures that the advantages of making an independent film can be fully realized by keeping creative control centered in the hands of the director and ensures a film free from the divisive influence of too many voices. Low overhead and extreme care in formulating the budget will yield a higher potential return for investors. All profits will be first be returned to investors until their initial investment plus a 20% percentage of return (a so-called “priority return”) is recouped. Payments will be proportionately distributed to investors according to their individual investment size and without preference to all investors simultaneously.

Company Description

Company Description

Within the Woods LLC is a Florida-based limited liability production company founded with the intent to help produce and find distribution for the full length feature film *Blackwater RD.* in association with the Laudpoem Picture Company, an independent production company owned and operated by director/producer Michael E. Stephenson. *Blackwater RD.* is a physiological horror film aimed toward the horror genre with a target audience of 18-to-35 year-old fans of the horror genre. The horror genre finds most distribution in either the independent theatrical realm or home video release which is where Within the Woods LLC will be attempting to shop the finished film. The actualized budget for *Blackwater RD.* will be \$14,406, with an additional \$14,406 to be raised for distribution, which is considered falling into the ultra-low budget racket and much less than Hollywood funded films. Within the Woods LLC will be attached to *Blackwater RD.* through production to distribution, even going so far as to share distribution if partly sold to a distributor.

Company personal

Michael E. Stephenson - Writer / Director / Manager

Michael E. Stephenson is a graduate student attending the University of Central Florida's graduate film program specializing in ultra-low budget and digital feature-length films. Michael is also the head of the Laudpoem Picture Company, an independent production company which will be in association with Within the Woods LLC for the production of *Blackwater RD.* This will be Michael E. Stephenson first full length feature film after creating several short films and working on many independent productions around the Orlando, Florida area.

James K. Stephenson – Managing Member / CFO

James K. Stephenson will serve as a managing member and the CFO of Within the Woods LLC. He is also a partner and co-founder of Stephenson and Moore Inc., a lucrative real-estate management company with a long proven track record. As a managing member of Within the Woods LLC James K. Stephenson will help focus both the physical production of *Blackwater RD.* as well as assisting in managing the production offices

Rebecca Sutter – Producer

Rebecca Sutter has become a fixture in the UCF graduate film community as the partner of Charles Sutter, an established producer and filmmaker, but has chosen *Blackwater RD.* as her producing debut. Previously she has assisted with *The Tailor's Apprentice*, a feature film developed at UCF's graduate program.

Jeffery Gross - Cinematographer

Jeffery Gross has worked on many independent Orlando productions as well as serving as cinematographer for *The Last Two Years of David Brachman s* and *The Happiest Place on Earth*, both UCF feature films.

Product Description

Synopsis

“a horror story”

A trip into the backwoods becomes a haunting descent into terror when a group falls under attack by an infamous local legend which forces them to become part of its own narrative story at the expense of their free will (and their lives).

A group of grad students, having received an exclusive grant, are researching local folklore and legends in the south to accumulate material for a book. Unknown to them is that the group’s head, Dekker, has made a deal to produce dynamic content for the book or risk losing his chance to be published. This annoys Tim, Dekker’s friend, who has tired of Dekker’s antics, and Joan, the second half of the grant team whose scholarship is tied directly into the success of the trip. Things become more interesting when Dekker suggests that Tim should try to sleep with the innocent Madeline, an undergraduate assistant and friend of Dekker’s photographer girlfriend Kate.

While stopped at a gas station Dekker discovers from cashier Lynn that there is previously undocumented legend that most of the locals live in fear of. Dekker decides to change his plan and go explore the fabled Blackwater woods and its infamous past. After a string of strange occurrences the group begins to think that they are part of a large prank set up by Dekker. This proves to be false when Kate disappears after what seems like a violent struggle.

The catch is that the thing that preys on them is not a villain of flesh and blood but a personification of legend that feeds on people by making them part of its lore, changing them in the process and then destroying them all in the sake of a “better

story”. Dekker becomes the first to realize that they are acting out parts, but then points out that the reason he knows is because the legends needs him to. At first Tim and Joan refuse to believe this but soon notices changes within themselves, Tim seemingly becoming a noble hero and Joan finding herself attracted to Tim. The last survivors must now ban together and resist the urge to give in or become part of the Blackwood legend.

Project Details

Blackwater RD. is a physiological horror film with a planned budget of \$14,000 dollars and an aim toward fans of thought provoking independent thrillers as well as followers of the broader horror genre. It was written and to be directed by Michael E. Stephenson while attending the University of Central Florida’s graduate film department, the only film program that produces full length feature films as thesis. Considered an ultra-low budget film, the film was conceived as spring board for many talented but otherwise unknown feature film newcomers. This enthusiastic desire to display such talent not only breeds bravery in independence but also a spirit of creativity, especially in the realm of emerging technology.

This creativity can most clearly be seen in the decision to shoot the film not with expensive film equipment but with cheaper digital cameras. This use of digital will make the workflow of *Blackwater RD.* easier as footage would be transposed every night as the production’s night crew begins to edit on set. The ultimate plan is to having a working assembly cut of the film after wrapping. *Blackwater RD.* is to be planned with a month long shooting schedule on location with the beginning of post-production work occurring on location through the use of personal computer editing software. Once completed and all post-production work is finished *Blackwater RD.* will begin a short film festival run followed by a limited “roadshow” tour.

Industry Overview

Production

Note: This is meant as an explanation of the classic studio system. These production phases, while normally followed by all productions, are not final and should be viewed as basic overview.

There are four steps involved in the creation of any motion picture. These are known as development, preproduction, production (or principal photography), and postproduction. The person who most of the time carries a film through these steps is known as a producer. During the development phase an idea for a movie is thought up. This thought could come from a producer, executive producer or could be adapted from an earlier work (as is the case for remakes and adaptations). This idea is then developed into a screenplay by a screenwriter hired by the producer. The producer then goes about raising money to shoot the film and begins to enter into tentative commitments with crucial members of the cast and crew. These crew members are usually called “above the line” and generally consist of the director, cinematographer, assistant director and line producer (if needed).

After the cast and crew are decided on, a budget is finalized and the screenplay is “locked” what is known as “preproduction” begins. At this time the producer also finalizes the contracts with the cast and crew, decides on locations, and sets the shooting order of the script with the director. Actual shooting of the motion picture is known as production or “principal photography.” Most producers oversee the day-to-day operations of this phase at the film shoot, in a way to ensure that everything runs smoothly (and to make sure production does not go over budget). Once production is wrapped a phase known as postproduction begins that covers the editing, sound design, music accompaniment, and any special effects not captured “in camera”. It is in this phase that the final version of the film is created

in the form of an original negative which all other copies of the movie will be generated from.

Distribution

Once postproduction is completed and with negative in hand the process of distribution begins. When a film is sought out for distribution a company, or companies, pays the producer for the rights to release the movie in a theatrical release. Also dealt with are the right to what are known as “ancillary markets” which consist of DVD/ home video, free TV, pay TV, and digital. The distribution to theaters and ancillary markets occurs both domestically (Canada and the U.S.) and internationally. A domestic theatrical release is usually first with a follow up in foreign markets. What constitutes a domestic release may range from anywhere as 3000 movie screen or as few as one. After the domestic release a domestic ancillary release will follow. As of recent trends there have been better returns in the ancillary release over the theatrical release due to the increase of digital streaming and downloading.

Hollywood - Studio Films vs. Independent Films

When speaking about the major studios, from here on out referred to simply as “studios”, that there are only six major studios. These studios are Sony Pictures Entertainment/MGM, The Walt Disney Company, Warner Bros., Twentieth Century-Fox, Universal Studios, and Paramount Pictures. Studios films have accounted for over 65% of the U.S. box office revenue* and are usually budgeted at well north of \$10 million. For the purpose of this business plan, the movies created with no funding from a studio will be known as an “independent film”. *Blackwater RD.* will be an independent financed through private equity, crowdsourcing, and gift donation.

There are several differences between studio films and independent films. Studio films are almost guaranteed distribution, as many studios are also distributors or have direct contact with distributors. An independent film has to be “shopped” in order to find distribution most of the time with the producer primarily acting as the

seeker. Also, unlike studios, there is no real guarantee that an independent film will find distribution, even if they have played or premiered at major film festivals. Studios also have many divisions and employees that assist in the entire production of the film while independent films have diversely smaller employees and must search out many contacts that studios have long held.

Another major difference between the two is the subject of budget. A studio's budget, while still seen as essential and locked, have been known to employ more financing if a film goes over budget in order to complete filming (and meet their established release date) . Independent film budgets don't have this luxury and if a film goes over budget the producer must seek additional financing, generally known as "finishing finds." If these funds are not reached the film is stalled until the money can be found. Independent films hold no commitments for release dates unlike studio films, whose schedule is almost unwavering at times.

This largely acts as an advantage for independent films as working without a comment allows the film to move at its own pace and not skip what could be important steps in completion. There is also much more creative control in independent films with the producer and director usually not having to answer to faceless board members or shareholders who don't always view films as a combination of art and commerce and simply see business. Why it would seem easier for studios with larger budgets to make films these budgets can reduce the overall final profits due to its inflated size while independent films usually reach profit at a faster rate.

Trends

There has been a recent slump in domestic theatrical numbers for the best couple years. This has been attributed to both the raising of ticket prices and the continued recession. The domestic theatrical box office gross for 2010 was \$10, 565 billion, down from 2009's \$10,595 billion. In the realm of ancillary markets the trend has come from streaming services, such as Netflix, with over 20 million subscribers. While streaming was up the DVD/home video market dipped with 18.8 billion. While lower then past years there is seen an increase of viewers looking for films outside the theatrical experience. This puts *Blackwater Rd.* in a viable position for

competitive advantage over studio films. While it seems that people have forgone the typical domestic theatrical release there is still a desire for independent films through such avenues as digital download or DVD/home video release.

Market Analysis and Marketing Strategy

Exhibitors

When it comes to lower budgeted films there are generally only two times of theatrical distribution, small-run and long-run. Small run theaters are smaller in size, consisting many times of only one to five screens, which focus solely on independent and foreign films that don't generally show in more major theaters. These theaters are usually located in and around cultural centers that have an interest in seeking out films that are considered niche, or aimed at a specific core audience. These audiences seek out independent film because they have a pre-disposition to them as well as a desire to view film not as solely entertainment but as art. Many of these small-run theaters are known as "art theaters" for this very reason.

Long-run theaters are considered major theater chains that have up to 20 screens per location. These theaters also may contain larger IMAX screens or 3D capabilities. These large-run theaters will screen films produced by major studios. Once it was highly unusual that an independent film would appear in a large-run theater but this has changed in recent years with the success of such films as *The Blair Witch Project* and *Paranormal Activity*, both belong to the horror genre. Many studios rely on genre centered films which tend to draw in large crowds. The horror genre is the second most watched genre right after the comedy genre.

Word-of-Mouth

The idea of a film traveling through word-of-mouth is one of the greatest selling points many independent films have. While many independent films may not have the budget to compete with the majority of major motion pictures due to high P&A, known as print and advertising, cost they do have the benefit that word-of-mouth is largely free. This is not to say that simply by having a film that it can gain

attention, but a film with both an interesting plot and a fascinating hook has more of a chance to draw attention away from more mundane films. Let's look at the example of *The Blair Witch Project* again, a film that holds many similarities tonally and physically with *Blackwater Rd.*

The Blair Witch Project was first conceived by two UCF film graduates (after they had left UCF) with nothing else but a 68 page outline and a budget somewhere in the vicinity of \$20,000. The finished film was premiered at the Sundance Film Festival in 1999 after a revolutionary online promotional campaign touted the film as a found footage documentary. This innovative marketing strategy created a tremendous amount of positive word-of-mouth saw the \$20,000 film go on to gross over \$140 million. Word-of-mouth also helped the 2007's *Paranormal Activity*, another supposed found footage horror film made for under \$15,000, gain a gross revenue of \$193 million. In *Paranormal Activity's* case word-of-mouth was intricate to the marketing of the film with the website set up so that users could "demand" the film be shown in their respected cities.

Word-of-mouth is a powerful tool especially in regard to the younger, savvy film goer. Where other marketing techniques may be seen as a blatant selling to the viewer word-of-mouth is generally thought of as an organic process built from positive buzz that is separate from the expensive Hollywood P&A campaigns. Since the target and core audiences for *Blackwater Rd.* consist of these young film goers word-of-mouth has a great potential to generate interest but it must be fostered in order to grow.

General Marketing Strategy

Once filming is complete the idea would be to enter *Blackwater Rd.* first at several higher tier film festivals. These festivals are a breeding ground for exciting, new films while also acting as a connection to distributors, who actively shop at such festivals. Many of these well-known festivals programs, such as South by Southwest or Sundance, require being a film's premiere while others allow previously screened films to show outside of competition. While these notable festivals would certainly help bring a considerable amount of attention to

Blackwater Rd., and perhaps increase hopes of gaining the attention of distributors, they should not be the only festival venue that is aimed for.

Another film festival circuit would be those attached to horror conventions and larger horror specific festivals. These conventions are a gathering place for many of the targeted audiences that we will be reaching for and it's specific purpose is to gain this attention, building the approval of fans and preparing them for future theatrical/video releases. Harking yet again to its success as an example, Paranormal Activity started its life on the horror festival circuit by screening at the Scremfest Horror Film Festival. Here it was seen by an assistant at the Creative Arts Agency that would go on to shop the film around to several distributors, ultimately settling with Dreamworks.

The fact is that independently financed films are getting picked up at festivals less and less; it still stands as an example of how an independent horror film can make a name for itself on its initial festival run. The initial festival run would also be a testing ground for what would become the tour show, an idea outlined more specifically in the distribution section, as well as a way of creating early buzz that would draw more attention to the film outside of its core audience.

Target Audience

Discovering a target audience for your film is not as easy as it may seem. While things like broad groups and niche audiences are easier to decipher, and have been a focal point since a projects inception, it is this core audience that will continue to bring recognition to a film even after the first wave has moved on to something else. A core audience is small section of a niche audience that will find your film particularly resonating to them. These target audiences do not necessary need to belong to the same niche audiences that may have spawned them but come together to rally around your film for whatever reason. Maybe it says something to them or covers a topic that they hold dear. For whatever reason, it is these audiences that filmmakers must reach out to cause not only would they celebrate their films but would promote itself.

Regarding *Blackwater Rd.*, a genre film, the target audience would be an offshoot of several genre groups as well as niche audiences. The core audience for the film would be those of the horror genre who not only seek out independent horror films but also have an interest in the sub-category in the horror genre that deals with what has generally been called existential horror, usually dealing either with a fears of the mind (inside influence) or of the other (outside influence).

This interest in this “intellectual” horror idea could also be sold to audiences who have an interest in thought provoking films. Another audience that could be interested in my film would those who seek out films that were created with the most up to date technology as I have planned my film to be shot on a new media device that has just begun to be explored. So, to combine all these together my target audience would be independent horror seeking fans of thought provoking topics made with the most up-to-date technology.

Specific Marketing Strategy

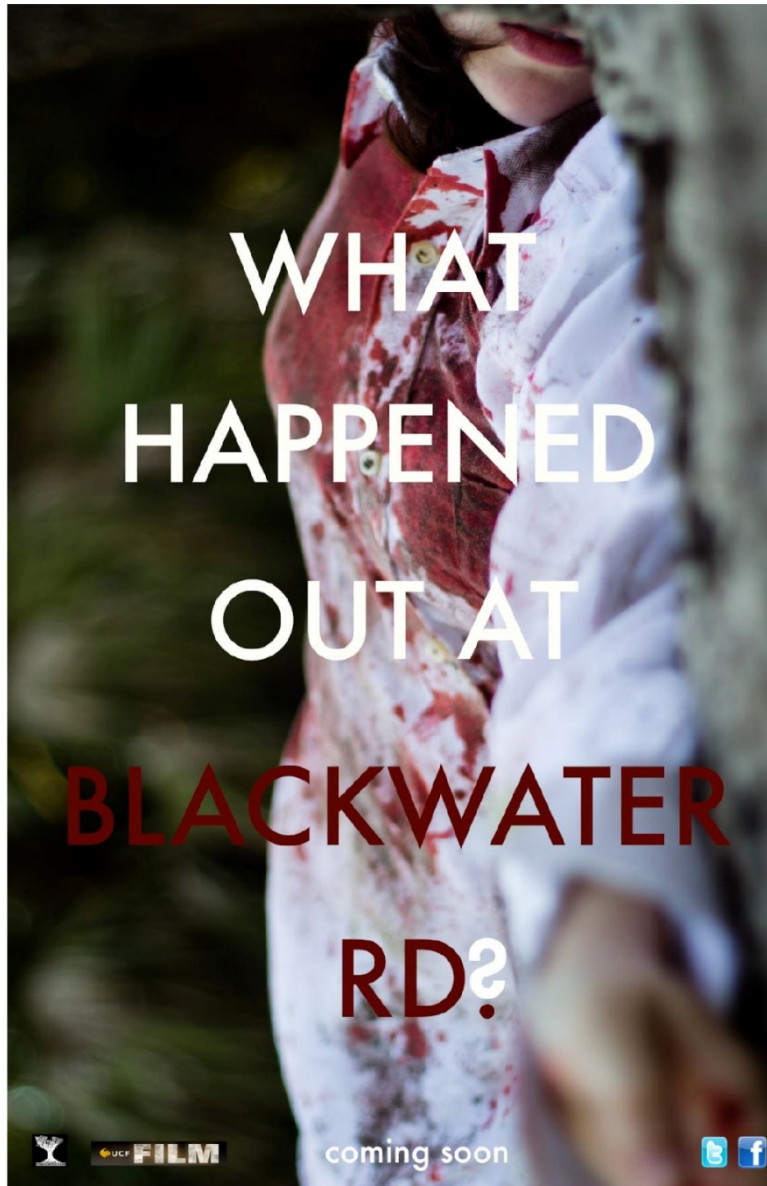
While many times the specific marketing aspect of a film is left up to the distributor and the filmmaker has little or no influence on the selling of the film to the audience but when following the independent marketing model it becomes critical for the creative entity to decide what hook should be used to reach the target audiences. In the case of *Blackwater Rd.* the marketing of film would tie directly into the touring of the film as well as the use of community partnerships and transmedia marketing.

Community partnerships are a great way of both sub lamenting aspects called for in the budget as well as a clever marketing device. For *Blackwater Rd.* one of the major visual entities of the film is a shirt worn by one of the characters advertising the fictional band *No Hope*. This both represents not only a band that many of the characters listen to, and will be featured in the film’s soundtrack by a real band, but also represents a focused idea of the film as a whole. This t-shirt, and many others seen in the film, would be a perfect place to utilize as a merchandise article while also serving as an advert of sorts for the film itself. The first community partnership could be a local silk printing company that would assist in not only

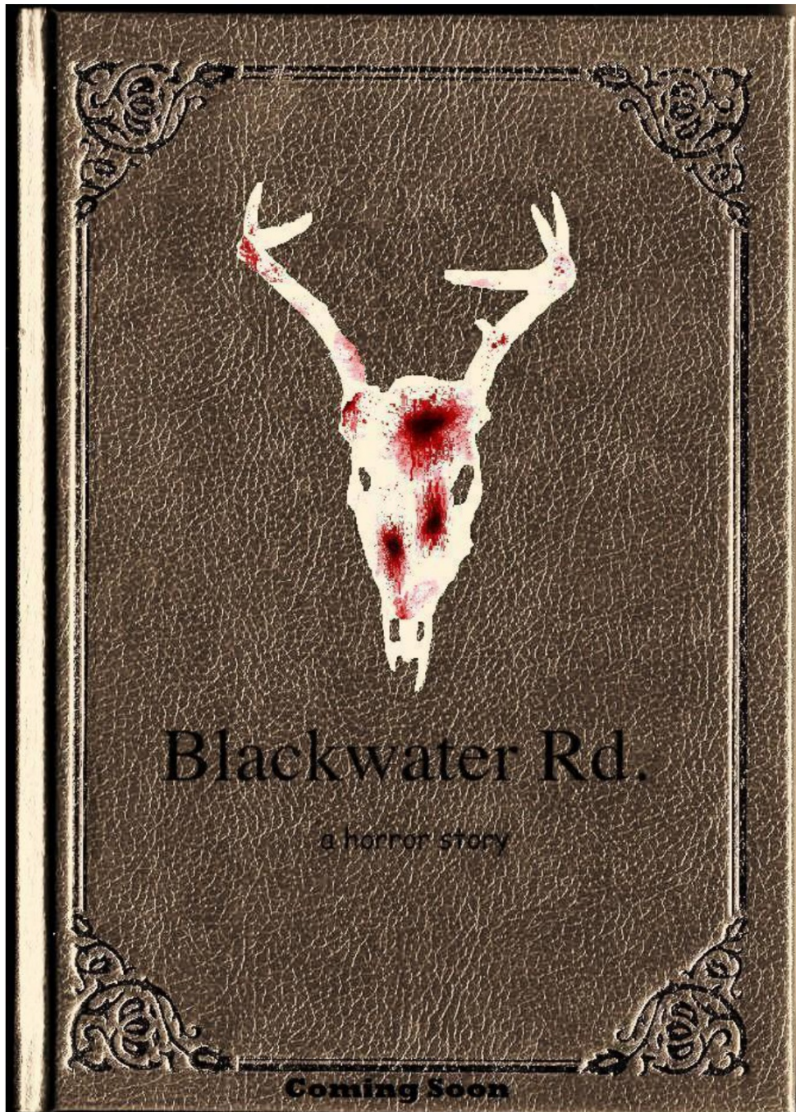
making transfers of the shirts that could be sold and distributed but also create posters that could be handed out as well.

The idea of transmedia marketing is also an ever expanding forum of interest to the independent film industry. Transmedia, also known as cross media or expanded storytelling, involves a narrative thread taken from the film and expanded upon in various other medias. Transmedia has also been used in “viral” marketing, one glaring example being *The Blair Witch Project*. The transmedia elements of Blair Witch concerned the idea that the film itself was real and the cast were actually missing (presumed dead) and what was being seen were their last moments. The website for the film never claimed the film as a narrative feature, purposely leaving the nature of the footage vague. Several marketing techniques used were the poster art which featured a missing poster of the three cast members as well as a “documentary” featurette that tied into the history of the Blair Witch. This led many to believe that the film was a legitimate documentary without ever claiming to be one.

With *Blackwater Rd.* the transmedia elements would concern what happens “after” the film. This idea is that once the film ends the world still continues on and includes a fictional book written about what happened in the woods of Blackwater, brochures for guided trips to where our characters had died, and even a fictional film made about the murders/disappearances (which all of these would have their own planned fake website). The idea is that the legend of what happened in the woods has gained cult like status and now there is an influx of interest in the Blackwater area (thus continuing the cycle). An idea for a giveaway would be t-shirts with the words “I lived the Blackwater Legend” not just as an advert for the film but as a tourist like connection to the film.



Blackwater RD. Teaser Poster



Proposed Teaser Art – *Blackwater Rd.*

Motion Picture Distribution

Overview

Distribution deals primarily with rights. It is these rights that distribution companies are looking to acquire through licensing. The distribution of an independent film involves licensing the rights of a film to a specific distribution company, or in split rights deals, several specialized companies. These rights are licensed for a specified length of time, most of the time 12 to 15 years. It is during this specified time that a distribution company will continue to license the rights of the film to other markets.

Film markets are divided into sections or regions, many times defined by geography. These regional markets are defined as domestic, covering the United States of America and Canada, and foreign, covering every other region. These markets are further separated into formats, a format referring to the a film is viewed or watched, with the most common being theatrical, home video, television and digital. The market of theatrical distribution includes all large run movie theaters and smaller “art house” theaters as well as any venue where the public pays admission to view the film. The home video market includes DVD and Blu-ray discs for sale. This is also where DVD/Blu-ray rentals fall under. The television market includes network TV, premium/basic cable, satellite, pay-per-view, video-on-demand and finally syndication. Digital market has grown rapidly within the past few years as many have begun to view media through digital means such as streaming or downloaded through media devices. These are not the only formats from which rights are licensed, other including soundtrack, novelization, merchandising, and secondary public showings usually not open to the public, such as airlines and armed forces.

When a distribution company finds a film thought to hold high commercial prospects it will typically seek to make an all rights deal where all the rights for all formats are acquired for a disclosed amount. In the Hollywood model, the revenues for all formats in domestic and foreign markets are related to the overall success of a domestic theatrical release. Continuing in this big budget model, a theatrical release in the domestic market is seen as a reasonable investment even though most

of the time profits from this theatrical release are very minimal, if at all. Why release a film theatrically if the return is so unreliable? The reason for this is that major distributor's count on a film's theatrical run as a way to establish a target audience, which will pay forward when the film eventually comes to home video. Both foreign and domestic theatrical releases usually depend on such factors as genre, which plays a part in audience recognition and size.

Film distribution, especially in the domestic market, follows a timed format, one that looks and acts much like a pyramid. This pyramid starts at the top with theatrical release, no matter what kind of theatrical release the form is. It then descends to the next level of home video/DVD release followed by pay-per-view and video-on-demand. Next after that is cable and network with syndication taking up the very bottom. It should be noted that these releases follow a timed order called windows, although the exact times are changing all the time. Format order generally remains the same in these markets with variations occurring in timing and availability.

Distribution Criteria

It is typical for a distributor to seek out films that contain one recognizable cast member. In the big budget Hollywood model this is so this star could be shown on marketing material. For independent films the affordability of a major star is limited by the smaller budgets that most times cannot afford the star's normal rate. When dealing with the horror genre the process is a little different, especially in independent horror films. In independent horror films the concept tends to be the highest selling point rather than the stars that are featured in it. I

In *Blackwater RD*. the cast will be made up of relative unknowns, many with only theatrical stage and independent film credits to their names. This casting of unknowns is strength in the horror genre as it creates an aura of authenticity to the film, a prospect that has proven successful for many of the most recent high earning genre films such as *The Blair Witch Project* and *Paranormal Activity*. So, in essence it is not only the concept and genre of the film that will meet the distributors criteria but the very nature that the cast of the film contains no stars, almost as if the film is a documentary despite its apparent fictional account. This

creative and unique approach would create a new and exciting opportunity that many distributors would find fascinating.

Attaining Distribution

The classic Hollywood distribution plan involves shopping your film around until a distributor comes, usually with an all-rights deal where the filmmaker receives an advance and forfeits all their rights to the distributor. This losing of all rights puts the filmmaker and the investors in the position of waiting for a profit return, largely at the mercy of the distributor. For *Blackwater RD.* a more financially safe approach would be to shop for what is called a “split rights” deal. This would essentially split all the separate rights between different distributors. With the rights split *Blackwater RD.* could be auctioned at different stages. The stages of this would start on the festival run. The festival run is a ground zero of sorts for distributors, many who attend such festivals on the lookout for new films looking for distribution. The festival run is also where *Blackwater RD.* would begin to build buzz, attain further attention, in if that the festival run proves futile then the stage has been set for future distribution routes.

This fabled future would be a small semi-theatrical run that would operate more as a tour rather than a standard theatrical run. This tour would feature the selling of merchandise, such as t-shirt, artwork, or DVDs, as well as perhaps a Q&A or discussion relating to the technology used during production of *Blackwater RD.* This tour would utilize the four wall method of renting theaters to show the film and hopefully selling enough to cover the cost of the seats so that any money from merchandise would go toward covering the film. This tour would not only build a grassroots audience hopefully but also be a second avenue of having reviewers attended to cover the event, much in the way of covering when a media event comes to town.

These tour events could also be captured on video to later be used in promotion and marketing for a future home video release. Returning to the idea of split rights, with the retention of exclusive rights *Blackwater RD.* would be able to distribute its own material, such as merchandise on the official website.

Financing

Risk Statement

Film financing is considered one of the most risky investments one can make. They are subject to any number of risks covering the spectrum of production, distribution, company-specific, and the general economic recession. These risks can vastly hamper the forecasting of their results. Risks that could be associated with *Blackwater RD.* include, but are not limited to:

- Failure to complete production
- Ineffective distribution of the movie by a distributor (if distribution is found)
- Poor tour numbers
- Failure to enter film festivals
- Extreme competition from other movies
- Failure of the public to accept the movie
- Inability of management and other persons to guide the movie through the marketplace
- General economic and market factors

When combined, these risks can drastically change the actual results versus the forecasted results posited in this business plan.

(Note: This list of risk factors is by no means complete)

Method of Financing

Within the Woods LLC is seeking \$28,812 in equal capital (in units of \$14,406/\$14,406) to finance the entire production as well as distribution for the motion picture *Blackwater RD.* The use of private equity funding ensures that the advantages of making an independent film can be fully realized by keeping creative control centered in the hands of the director. This ensures a film free from the divisive influence of too many voices. Low overhead and extreme care in formulating the budget will yield a higher potential return for investors. Greater creative control ultimately yields a higher potential return as well.

Investor Repayment

Money remitted to the LLC will be first be returned to investors until their initial investment plus a 20% percentage of return (a so-called “priority return”) is recouped. Payments will be proportionately distributed to investors according to their individual investment size and without preference to all investors simultaneously. Any remaining profits will be split evenly between Within the Woods LLC and investors. Within the Woods LLC may use portions of its profits (after the split) to pay for profit participations agreed upon between it and various talent or crew, such as actors, composers, or producers.

Distributors and foreign sales agents typically produce accounting statements on a quarterly, or sometimes monthly, basis during the beginning of a distribution term and change to less frequent reports one or two years later. Reports and any concomitant revenues are often remitted to a producer’s rep or producer within 30-45 days of their monthly, quarterly, semi-annual, or annual due date. Within the Woods LLC will deliver accounting statements and appropriate payments to investors within 30 days of the receipt of funds from a distributor, sales agent, or producer’s rep. Producer’s reps of successful films generally remit funds to producers within one to two weeks of their receipt from another party.

Crowdfunding

Private equity will not be the sole means of fundraising. The rise of online crowdfunding, where friends and followers donate funds, has helped the ultra-low budget filmmaking community for the past several years. Within the Woods LLC has setup fiscal sponsorship through Fractured Atlas, who will also be acting as the film’s insurance provider, which allows donators selected tax exemption. This is done through crowdfunding websites such as Indigogo. Also planned to be utilized is other crowdfuding avenues such as Kickstarter and the Enzian Film Fund.

Financial Projections

(Note: The box office gross for a single film is absolutely unpredictable, regardless of the financial model used or the film's budget, genre, cast, time frame, etc. It is box office gross that drives the financial success or failure of a film.)

Domestic Distributor Advances

If distribution I found a domestic distributor takes a keen interest in a film, it sometimes advances future revenues to the producer prior to the commencement of distribution. The advance can be in return for a buyout of all future revenues or only a portion. Public information on the exact details of such arrangements is nonexistent and most often limited to ballpark estimates. As a result, profitability estimates for comparable film and projections for *Blackwater RD.* assume no domestic distributor advances and assume distribution terms less favorable than most producers of a successful film would face at the outset of distribution.

Compare Film

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 are as follows:

- Never achieved beyond 600 screens in domestic (US/Canadian) theatrical releases
- Opened no more than 45 max screens domestically
- Budgets \$1 million or less
- Released domestically sometime between 2000-2004

These films illustrate the profit potential of a film such as *Blackwater Rd.* for several reasons. One is that one of the films, *Baghead* belongs to a label of "mumblecore" films. These films breed an almost rabid fan base that continues to see any films from that independent studio. The film is also a spoof of horror films in a way resembling *Blackwater RD.*'s examination with what horror movie

narratives are. Also, *Brick* was a thought provoking mystery that called back to a more classic, suspenseful method of filmmaking much in the way *Blackwater Rd.* is based around. Additionally, these films demonstrate that even domestic releases that never expand past 600 screens domestic release can be profitable.

Income Projections

Table 2 forecasts three profitability scenarios for *Blackwater RD.* The comparable films table averages illustrate the upper end of revenue potential for *Blackwater RD.* because the majority of the comparable films benefited from strong fan bases and in some cases, critical acclaim. It must be stated that due to *Blackwater Rd.* intellectual narrative and horrific subject matter the degree of audience reaction becomes difficult to predict. Most general fans of the horror genre, which are used to dark subject matter, may be turned off to the existential questions the films attempts to raise. In the same mode, intellectuals may be put out by the horror genre outlay that the film has rested itself in.

As a result, its revenue projections are greatly scaled back from the comparable films table averages. The “Medium Success” scenario is a successful outcome based on XX% reductions to the box office and home video comparable films table averages (domestic pay TV revenues from the box office projection using a licensing percentage). The “Low Success” scenario is constructed on the fulfillment of an investor priority return of XX% and “High Success” is the best-case scenario derived by adjusting the domestic box office and home video revenues upward in amounts equal to the different between their “Medium” and “Low” numbers.

According to the Financing section, the percentage of return recouped by investors after restoration of their initial investment and before profits are split evenly with Within the Woods LLC is to be 20% (a.k.a. the priority return). All projections in table 2 (domestic, foreign, and otherwise) should be taken as estimations only. There is no guarantee that the film will actually meet these projections.

Cash Flow Projections

Here Table 3 is used to predict a rough estimate of the timing and uses of cash from the “medium success” scenario on the income table and how that cash will flow back to the investors. The tables for the “high” and “low” success are available on request. It must be stated that these time tables are partial and dependent on conditions such as current marketplace conditions and contracts with distributors (if a rights deal is made). There is no guarantee of actual performance of these numbers and returns.

Investor Projection

Finally, Table 4 shows the assumed projected return to investors. Some factors are still in the work such as unit price and are up for discussion. Looking at the table shows that the medium success of *Blackwater RD.* would be a \$217,328 return for investors. A high success would see investor receive \$395,410. Once again it must be clearly stated that these numbers are only estimations and are largely dependent on factors concurrent with the state of the marketplace as well as the industry standard at the time.

Table 1: Successful Films Comparable to Blackwater Rd.						
	<i>Baghead</i>	<i>Medicine for Melancholy</i>	<i>Puffy Chair</i>	<i>Brick</i>	<i>Old Joy</i>	Average
DOMESTIC (U.S.)¹						
Box Office Gross	\$140,016.0	\$110,869.0	\$192,467.0	\$2,060,589.0	\$255,352.0	\$551,858.6
Less Exhibitor Share ²	\$70,008.0	\$55,434.0	\$89,497.0	\$958,174.0	\$118,739.0	\$258,370.4
Gross Film Rentals	\$70,008.0	\$55,435.0	\$102,970.0	\$1,102,415.0	\$136,613.0	\$293,488.2
Home Video Revenue	\$321,631.0	\$68,978.0	\$113,682.0	\$2,610,000.0	\$1,260,000.0	\$874,858.2
Pay TV Revenue	\$75,247.0	\$56,695.0	\$101,565.0	\$1,087,378.0	\$134,750.0	\$291,127.0
Gross Ancillary Revenue	\$396,878.0	\$125,673.0	\$215,247.0	\$3,697,378.0	\$1,394,750.0	\$1,165,985.2
Domestic Gross³	\$466,886.0	\$181,108.0	\$318,217.0	\$4,799,793.0	\$1,531,363.0	\$1,459,473.4
Less Distribution Fee (35%)	\$163,410.1	\$63,387.8	\$111,376.0	\$1,679,927.6	\$535,977.1	\$510,815.7
Less Prints & Advertising ⁴	\$39,000.0	\$20,000.0	\$75,000.0	\$429,000.0	\$140,000.0	\$140,600.0
Less Other Distributor Costs ⁵	\$93,377.2	\$36,221.6	\$63,643.4	\$959,958.6	\$306,272.6	\$291,894.7
Net Domestic Receipts	\$171,098.7	\$61,498.6	\$68,197.7	\$1,730,906.9	\$549,113.4	\$516,163.0
FOREIGN						
Foreign Gross⁶	\$1,023,750.0	\$1,023,750.0	\$1,023,750.0	\$1,023,750.0	\$1,023,750.0	\$1,023,750.0
Less Sales Agent Fee & Expenses (35%) ⁷	\$358,312.5	\$358,312.5	\$358,312.5	\$358,312.5	\$358,312.5	\$358,312.5
Net Foreign Receipts	\$665,437.5	\$665,437.5	\$665,437.5	\$665,437.5	\$665,437.5	\$665,437.5
TOTAL						
TOTAL PRODUCER'S REP GROSS⁸	\$836,536.2	\$726,936.1	\$733,635.2	\$2,396,344.4	\$1,214,550.9	\$1,181,600.5
Less Producer's Rep Fee (15%)	\$125,480.4	\$109,040.4	\$110,045.3	\$359,451.7	\$182,182.6	\$177,240.1
TOTAL PRODUCER'S GROSS	\$711,055.8	\$617,895.7	\$623,589.9	\$2,036,892.7	\$1,032,368.2	\$1,004,360.5
Less Negative Cost ⁹	\$25,000.0	\$25,000.0	\$150,000.0	\$500,000.0	\$30,000.0	\$146,000.0
NET INVESTOR/PRODUCER PROFIT	\$686,055.8	\$592,895.7	\$473,589.9	\$1,536,892.7	\$1,002,368.2	\$858,360.5

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' and 'Foreign Gross' is provided by [Data Source].
- *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.
- **'Foreign Gross' is calculated from [Data Source]; 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.
- 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

	Low Success	Medium Success	High Success
DOMESTIC (U.S.)¹			
Box Office Gross	\$192,467.0	\$551,858.6	\$911,250.2
Less Exhibitor Share (46%)	\$92,191.5	\$264,339.8	\$436,488.1
Gross Film Rentals	\$100,275.5	\$287,518.8	\$474,762.1
Home Video Revenue	\$113,682.0	\$874,858.2	\$1,636,034.4
Pay TV Revenue	\$101,565.0	\$290,486.5	\$479,662.6
Gross Ancillary Revenue	\$215,247.0	\$1,165,344.7	\$2,115,697.0
Domestic Gross	\$315,522.5	\$1,452,863.5	\$2,590,459.0
Less Distribution Fee (35%)	\$110,432.9	\$508,502.2	\$906,660.7
Less Prints & Advertising	\$61,784.4	\$177,153.8	\$292,523.3
Less Other Distributor Costs	\$63,104.5	\$290,572.7	\$518,091.8
Net Domestic Receipts	\$80,200.7	\$476,634.7	\$873,183.3

FOREIGN			
Foreign Gross	\$77,800.0	\$126,400.0	\$170,625.0
Less Sales Agent Fee & Expenses (35%)	\$27,230.0	\$44,240.0	\$59,718.8
Net Foreign Receipts	\$50,570.0	\$82,160.0	\$110,906.3

TOTAL			
TOTAL PRODUCER'S REP GROSS	\$130,770.7	\$558,794.7	\$984,089.6
Less Producer's Rep Fee (15%)	\$19,615.6	\$83,819.2	\$147,613.4
TOTAL PRODUCER'S GROSS	\$111,155.1	\$474,975.5	\$836,476.1
Less Negative Cost	\$50,000.0	\$50,000.0	\$50,000.0
NET INVESTOR/PRODUCER PROFIT	\$61,155.1	\$424,975.5	\$786,476.1

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.
- *Foreign Gross figures based upon [Data Source]; 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.

Table 4: Projected Investor Returns from Within the Woods Entertainment LLC				
	Low	Success	Medium	High
			Success	Success
Total Cash Returned to Investors/Producer ¹	\$116,429.9		\$474,656.0	\$830,803.9
Less Negative Cost	\$50,000.0		\$50,000.0	\$50,000.0
Less Investor Priority Return ²	\$10,000.0		\$10,000.0	\$10,000.0
Adjusted Investor/Producer Profit	\$56,429.9		\$414,656.0	\$770,803.9
Investor 50% Share of Adjusted	\$28,215.0		\$207,328.0	\$385,401.9
Plus Investor Priority Return	\$10,000.0		\$10,000.0	\$10,000.0
Plus Negative Cost	\$50,000.0		\$50,000.0	\$50,000.0
TOTAL CASH RETURNED TO INVESTORS	\$88,215.0		\$267,328.0	\$445,401.9
Amount Invested by Investors	\$50,000.0		\$50,000.0	\$50,000.0
NET INVESTOR RETURN³	\$38,215.0		\$217,328.0	\$395,401.9
NET RETURN PER \$50,000 UNIT⁴	#DIV/0!		#DIV/0!	#DIV/0!
NON-ANNUALIZED ROI⁵	76%		435%	791%
ANNUALIZED IRR⁶	#VALUE!		#VALUE!	#VALUE!

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 [Business Entity] 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 \$50,000 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.

**APPENDIX K:
NARRATIVE BUDGET**

BLACKWATER RD	BUDGET DRAFT #2
WRITER/DIRECTOR, MICHAEL STEPHENSON	SEPTEMBER 2012
PRODUCER, REBECCA SUTTER	

		• Budget \$
0100	SCREENPLAY	100
0200	PRODUCERS UNIT	
0300	DIRECTION	
0400	STARS & PRINCIPALS	
	ABOVE THE LINE TOTAL	100
2100	PRODUCTION STAFF	
2600	CAST & DAY PLAYERS	
3100	PRODUCTION DESIGN	
3600	EXTRA TALENT	
4100	GRIP & SET OPERATIONS	1,150
4600	SPECIAL EFFECTS	400
5100	SET DRESSING	1,700
5600	PROPERTY	200
6100	WARDROBE	500
6600	HAIR/MAKEUP	406
7100	ELECTRICAL	300
7600	CAMERA	600
8100	PRODUCTION SOUND	100
8600	TRANSPORTATION	1,400
9100	LOCATION EXPENSES	4,900
9600	TRAVEL & LIVING-CAST/CREW	
9800	VIDEO STOCK & TRANSFER	
	TOTAL BELOW THE LINE	11,656
10100	EDITORIAL	200
10600	POST-PRODUCTION TAPE COSTS	
11100	MUSIC	1,000
11600	POST PRODUCTION SOUND	
	TOTAL POST PRODUCTION	1,200
12100	GENERAL OVERHEAD	450
	TOTAL OTHER	450
	COMPLETION BOND	
	CONTINGENCY	
	INSURANCE	1,000
	TOTAL ABOVE-THE-LINE	100
	TOTAL BELOW-THE-LINE	11,656
	TOTAL ABOVE-AND-BELOW-THE-LINE	11,756
	GRAND-TOTAL	14,406

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0100	SCREENPLAY	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
01-01	WRITER, Michael Stephens.	NO FEE		1						
01-02	COPIES			20	1	5				100
									Sub-Total	\$100
									Total Fringes	
									Total For 0100	\$100

0102	PRODUCERS UNIT	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
02-01	EXECUTIVE PRODUCER, ..	NO FEE		1						
02-02	PRODUCER, Rebecca Sutt..	NO FEE		1						
02-03	ASSOCIATE PRODUCER, ..	NO FEE		1						
									Sub-Total	
									Total Fringes	
									Total For 0102	

0300	DIRECTION	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
03-01	DIRECTOR, Michael Stephe	NO FEE								
									Sub-Total	
									Total Fringes	
									Total For 0300	

0400	STARS & PRINCIPALS	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
04-01	STARS	NO FEE		102	1					
04-02	STARS EXPENSE	NONE								
									Sub-Total	
									Total Fringes	
									Total For 0400	

2100	PRODUCTION STAFF	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
2101	UNIT PRODUCTION MANA.	NO FEE		1						
2102	LOCATION MANAGER, TB.	NO FEE								
2103	PRODUCTION OFFICE	NO FEE								
2104	1st ASSISTANT DIRECTOR.	NO FEE								
2105	2nd ASSISTANT DIRECTO..	NO FEE								
2107	SCRIPT SUPERVISOR, TB.	NO FEE								
2106	Production Assistants, TBD	NO FEE								
									Sub-Total	
									Total Fringes	
									Total For 2100	

2600	CAST & DAY PLAYERS	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
26-01	PRINCIPALS & DAY PLAYE.	NO FEE		27	1					
26-03	CAST GENERAL EXPENSE	NONE								
									Sub-Total	
									Total Fringes	
									Total For 2600	

3100	PRODUCTION DESIGN	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
31-01	PRODUCTION DESIGN, AI..	NO FEE								
									Sub-Total	
									Total Fringes	
									Total For 3100	

4100	GRIP & SET OPERATIONS	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
4101	GRIP DEPARTMENT	NO FEE								
4102	GRIP RENTALS	NO REN..								
4105	CRAFT SERVICES	SNACKS.		23	1	50				1,150
									Sub-Total	\$1,150
									Total Fringes	
									Total For 4100	\$1,150

4600	SPECIAL EFFECTS	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
4601	SPECIAL EFFECTS			1	ALLOW	200				200
4602	STUNTS			1	ALLOW	200				200
									Sub-Total	\$400
									Total Fringes	
									Total For 4600	\$400

5100	SET DRESSING	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
5101	SET DECORATOR, TBD	NO FEE								
5103	SET DRESSING PURCHAS.			1	ALLOW	1,500				1,500
5104	SET DRESSING DAMAGE ..			1	ALLOW	200				200
									Sub-Total	\$1,700
									Total Fringes	
									Total For 5100	\$1,700

5600	PROPERTY	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
5601	PROP DEPARTMENT, TBD									
5603	PROP PURCHASE			1	ALLOW	200				200
5604	PROP DAMAGE									
									Sub-Total	\$200
									Total Fringes	
									Total For 5600	\$200

6100	WARDROBE	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
6101	WARDROBE DEPARTMEN.	NO FEE								
6103	WARDROBE PURCHASE			1	ALLOW	500				500
6104	WARDROBE LOSS, DAMA..									
									Sub-Total	\$500
									Total Fringes	
									Total For 6100	\$500

6600	HAIR/MAKEUP	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
6601	HAIR/MAKEUP DEPARTME	NO FEE								
6602	HAIR/MAKEUP EXPENDAB.			1	ALLOW	100				100
6603	EFFECTS MAKUP EXPEN..			1	ALLOW	306				306
									Sub-Total	\$406
									Total Fringes	
									Total For 6600	\$406

7100	ELECTRICAL	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
7101	ELECTRIC DEPARTMENT	NO FEE								
7102	ELECTRIC RENTALS	NO FEE								
7103	ELECTRIC PURCHASE	MISC		1	ALLOW	300				300
									Sub-Total	\$300
									Total Fringes	
									Total For 7100	\$300

7600	CAMERA	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
7601	DIRECTOR OF PHOTOGR.	NO FEE								
7603	CAMERA RENTALS			1	ALLOW	300				300
7604	CAMERA PURCHASES & E.			1	ALLOW	300				300
									Sub-Total	\$600
									Total Fringes	
									Total For 7600	\$600

8100	PRODUCTION SOUND	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
8101	SOUND DEPARTMENT, TB.	NO FEE								
8102	SOUND RENTALS	NONE								
8103	PURCHASES & EXPENDA.	MISC		1	ALLOW	100				100
									Sub-Total	\$100
									Total Fringes	
									Total For 8100	\$100

8600	TRANSPORTATION	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
8601	AUTO RENTALS			1	ALLOW	700				700
8602	EQUIPMENT VANS									
8606	DRIVERS									
8607	GAS, MAINTENANCE & MIL. BASED ..			1	ALLOW	700				700
									Sub-Total	\$1,400
									Total Fringes	
									Total For 8600	\$1,400

9100	LOCATION EXPENSE	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
9101	LOCAL RENTALS	LOCATI..		1	ALLOW	1,500				1,500
9102	PERMITS & FEES	APPROX		1	ALLOW	500				500
9104	MISC. CONSTRUCTION			1	ALLOW	600				600
9103	MEALS	LUNCH		23	1	100				2,300
									Sub-Total	\$4,900
									Total Fringes	
									Total For 9100	\$4,900

9600	TRAVEL & LIVING-CAST/C.	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
9601	LOCAL CAST	NONE								
									Sub-Total	
									Total Fringes	
									Total For 9600	

10100	EDITORIAL	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
10101	EDITOR, TBD									
10103	REVIEW DUBS (CD & VHS)			1	ALLOW	200				200
10104	SUPPLIES & EXPENDABL..									
10105	ROOM RENTAL									
									Sub-Total	\$200
									Total Fringes	
									Total For 10100	\$200

10600	POST-PRODUCTION TAPE	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
10601	FINAL EFFECTS									
10602	TITLE SEQUENCE									
10603	UP-RES TO 35MM	TBD								
									Sub-Total	
									Total Fringes	
									Total For 10600	

11100	MUSIC	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
11101	COMPOSER	NO FEE								
11102	RECORDING			1	ALLOW	1,000				1,000
									Sub-Total	\$1,000
									Total Fringes	
									Total For 11100	\$1,000

11600	POST PRODUCTION SOU..	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
11601	AUDIO MIX & SWEETENIN.	NO FEE								
									Sub-Total	
									Total Fringes	
									Total For 11600	

12100	GENERAL OVERHEAD	Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
12101	LEGAL FEES			1	ALLOW	300				300
12102	CLEARANCES									
12103	MARKETING & PUBLICITY	TBD								
12104	WEB SITE			1	ALLOW	150				150
12105	PRODUCTION OFFICE									
12106	WRAP EXPENSES	TBD								
12107	ACCOUNTING									
									Sub-Total	\$450

(cont)

12100	GENERAL OVERHEAD (co., Note	Fringes	Qty	Unit	Rate	X	Misc	Fringe	Budget
								Total Fringes	
								Total For 12100	\$450

**APPENDIX L:
NARRATIVE ONE LINE SCHEDULE**

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

1

1	INT	VHS CAR	DAY	0 6/8 pgs	9, 21, 22, 23, 24, 26	---
9	INT	MONTAGE CAR	DAY	0 2/8 pgs	9, 21, 22, 23, 24, 25	---
2	EXT	VHS MONTAGE DINER	DAY	0 1/8 pgs	25	---
3	EXT	VHS MONTAGE ROADSIDE ATTRACTION	DAY	0 1/8 pgs	23	---
4	EXT	VHS MONTAGE FOREST	DAY	0 1/8 pgs	24	---
5	EXT	VHS MONTAGE RIVER	DAY	0 1/8 pgs	21	---
7	EXT	VHS MONTAGE FIELD	DAY	0 1/8 pgs	23, 25	---
8	EXT	VHS MONTAGE GAS STATION	DAY	0 3/8 pgs	9, 21, 22, 23, 24, 25	---
10	EXT	VHS COUNTRY ROAD	DAY	0 4/8 pgs	9, 21, 22, 23, 24, 25	---
6	EXT	VHS MONTAGE CAMPSITE	NIGHT	0 2/8 pgs	9, 21, 22, 24	---
End of Day # 1 - Shoot				Monday, December 10, 2012	2 6/8 pages	
18	INT	GAS STATION/STORE	DAY	0 2/8 pgs	1, 5	---
22	INT	GAS STATION/STORE	DAY	0 6/8 pgs	1, 5	---
25	INT	GAS STATION/STORE - EAARLY DAY	DAY	1 7/8 pgs	1, 5, 7	---
End of Day # 2 - Shoot				Tuesday, December 11, 2012	2 7/8 pages	
14	EXT	GAS STATION	DAY	0 2/8 pgs		---
16	EXT	GAS STATION	DAY	0 2/8 pgs	1, 3, 4	---
19	EXT	GAS STATION/STORE	DAY	1 2/8 pgs	2, 6	---
21	EXT	GAS STATION/STORE	DAY	1 3/8 pgs	2, 4, 6	---
23	EXT	GAS STATION/STORE	DAY	0 2/8 pgs	2, 6, 7	---
26	EXT	GAS STATION/STORE	DAY	0 5/8 pgs	1, 2, 3, 4, 6, 7	---
End of Day # 3 - Shoot				Wednesday, December 12, 2012	4 0/8 pages	
13	INT	TRUCK	DAY	0 6/8 pgs	2, 3, 6	---
15	INT	TRUCK	DAY	3 0/8 pgs	1, 2, 3, 4, 6	---
17	INT	TRUCK	DAY	0 7/8 pgs	1, 2, 3, 6	---
End of Day # 4 - Shoot				Thursday, December 13, 2012	4 5/8 pages	
20	INT	TRUCK	DAY	1 1/8 pgs	3, 4	---
24	INT	TRUCK	DAY	0 4/8 pgs	3, 4	---
28	INT	TRUCK	DAY	1 3/8 pgs	1, 2, 3, 4, 6	---
31	INT	TRUCK	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
33	INT	TRUCK	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
35	INT	TRUCK	DAY	0 1/8 pgs	2, 3, 4, 6	---
37	INT	TRUCK	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
End of Day # 5 - Shoot				Friday, December 14, 2012	3 7/8 pages	
61	EXT	SWEAT HOUSE	DAY	4 0/8 pgs	2, 3, 4, 6	---
End of Day # 6 - Shoot				Saturday, December 15, 2012	4 0/8 pages	

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1

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

2

Off Day		Sunday, December 16, 2012				
57	EXT	DOCK/RIVER	DAY	1 2/8 pgs	1, 2, 3, 4, 5, 6	---
58	EXT	BLACKWATER RIVER	DAY	0 1/8 pgs	1, 2, 3, 4, 5, 6	---
59	EXT	DOCK/RIVER'S EDGE	DAY	0 2/8 pgs	1, 2, 3, 4, 5, 6	---
60	EXT	DOCK/RIVER'S EDGE	DAY	2 0/8 pgs	1, 2, 3, 4, 5, 6	---
End of Day # 7 - Shoot		Monday, December 17, 2012			3 5/8 pages	
151	EXT	LODGE	MORNING	0 1/8 pgs		---
27	EXT	MAIN ROAD	DAY	0 1/8 pgs	1, 2, 3, 4, 6	---
29	EXT	COUNTRY ROAD	DAY	0 1/8 pgs	1, 2, 3, 4, 6	---
30	EXT	BLACKWATER ROAD	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
32	EXT	BLACKWATER ROAD	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
34	EXT	BLACKWATER ROAD	DAY	0 1/8 pgs	1	---
36	EXT	BLACKWATER ROAD	DAY	0 1/8 pgs	1	---
38	EXT	DIRT PATH	DAY	0 1/8 pgs	1, 2, 3, 4, 6	---
39	EXT	LODGE	DAY	2 4/8 pgs	1, 2, 3, 4, 6	---
41	EXT	LODGE	DAY	0 1/8 pgs	1	---
62	EXT	LODGE	DAY	0 1/8 pgs		---
40	INT	LODGE	DAY	0 2/8 pgs	1, 3, 4	---
42	INT	LODGE	DAY	0 1/8 pgs	2	---
51	INT	LODGE STAIRCASE	DAY	0 4/8 pgs	2, 3	---
End of Day # 8 - Shoot		Tuesday, December 18, 2012			4 7/8 pages	
45	INT	LODGE LIVING ROOM	DAY	0 5/8 pgs	1	---
48	INT	LODGE LIVING ROOM	DAY	0 1/8 pgs	1	---
53	INT	LODGE LIVING ROOM	DAY	0 2/8 pgs	2, 3, 4, 6	---
56	INT	LODGE LIVING ROOM	DAY	0 2/8 pgs	1, 2, 3, 4, 6	---
63	INT	LODGE LIVING ROOM	DAY	4 0/8 pgs	1, 2, 3, 4, 5, 6	---
End of Day # 9 - Shoot		Wednesday, December 19, 2012			5 2/8 pages	
50	INT	LODGE LIVING ROOM	DAY	0 4/8 pgs	1, 3	---
43	INT	LODGE SECOND FLOOR	DAY	0 1/8 pgs	2	---
46	INT	LODGE UPSTAIRS HALLWAY	DAY	0 1/8 pgs	6	---
47	INT	MAIN BEDROOM	DAY	0 2/8 pgs	6	---
52	INT	MAIN BEDROOM	DAY	0 6/8 pgs	3, 6	---
44	INT	LODGE KITCHEN	DAY	0 1/8 pgs	1, 4	---
54	INT	LODGE KITCHEN	DAY	2 3/8 pgs	1, 2, 3, 5	---
49	INT	LODGE PORCH	DAY	0 2/8 pgs	4	---

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2

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

3

55	INT	LODGE SUN PORCH	DAY	0 4/8 pgs	1, 2, 3	---
End of Day # 10 - Shoot				Thursday, December 20, 2012		5 0/8 pages
11	EXT	HIGHWAY	NIGHT	0 2/8 pgs		---
12	INT	TRUCK	NIGHT	4 1/8 pgs	1, 2, 3	---
87	INT	TRUCK	NIGHT	0 1/8 pgs	2	---
End of Day # 11 - Shoot				Friday, December 21, 2012		4 4/8 pages
64	EXT	LODGE	NIGHT	0 1/8 pgs		---
71	EXT	LODGE	NIGHT	0 1/8 pgs	1	---
69	EXT	LODGE	NIGHT	0 4/8 pgs	1, 2	---
136	EXT	LODGE	NIGHT	0 1/8 pgs	3	---
85	EXT	LODGE	NIGHT	1 6/8 pgs	1, 2, 3, 4, 5	---
112	INT	LODGE	NIGHT	3 7/8 pgs	1, 2, 3, 4	---
End of Day # 12 - Shoot				Saturday, December 22, 2012		6 4/8 pages
Off Day				Sunday, December 23, 2012		
Off Day				Monday, December 24, 2012		
Off Day				Tuesday, December 25, 2012		
65	INT	LODGE LIVING ROOM	NIGHT	0 2/8 pgs	1, 4, 5, 6	---
67	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	1, 2, 3, 4, 6	---
68	INT	LIVING ROOM - NIGHT LATER	NIGHT	0 1/8 pgs	1, 3, 4, 5, 6	---
72	INT	LODGE LIVING ROOM	NIGHT	0 7/8 pgs	1, 2, 6	---
75	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	2	---
78	INT	LODGE LIVING ROOM	NIGHT	1 1/8 pgs	1, 2, 10, 15, 18	---
81	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	1, 2	---
86	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	1, 3, 5	---
91	INT	LODGE LIVING ROOM	NIGHT	0 6/8 pgs	1, 2, 3, 4, 5	---
111	INT	LODGE LIVING ROOM	NIGHT	0 7/8 pgs	1, 2, 3, 4	---
114	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	2	---
129	INT	LODGE LIVING ROOM	NIGHT	0 6/8 pgs	3, 4	---
End of Day # 13 - Shoot				Wednesday, December 26, 2012		5 3/8 pages
120	INT	LODGE LIVING ROOM	NIGHT	0 6/8 pgs	4, 19	---
88	INT	LODGE LIVING ROOM	NIGHT	5 1/8 pgs	1, 2, 3, 4, 5	---
End of Day # 14 - Shoot				Thursday, December 27, 2012		5 7/8 pages
66	INT	LODGE KITCHEN	NIGHT	1 5/8 pgs	1, 2, 3, 4, 5, 6	---
80	INT	LODGE KITCHEN	NIGHT	0 2/8 pgs	1	---
121	INT	LODGE KITCHEN	NIGHT	0 7/8 pgs	2, 4	---
144	INT	LODGE KITCHEN	NIGHT	0 3/8 pgs	1, 2	---
119	INT	LODGE DOWNSTAIRS BEDROOM 1	NIGHT	0 5/8 pgs	3, 4	---

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3

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

4

73	INT	LODGE DOWNSTAIRS BEDROOM	NIGHT	0 1/8 pgs	5	---
74	INT	LODGE UPSTAIRS BEDROOM 1	NIGHT	0 1/8 pgs	3, 4	---
76	INT	LODGE UPSTAIRS BEDROOM	NIGHT	0 1/8 pgs	1, 6	---
83	INT	LODGE UPSTAIRS BEDROOM 1	NIGHT	0 1/8 pgs	3, 4	---
130	INT	LODGE UPSTAIRS BEDROOM	NIGHT	0 7/8 pgs	1, 6	---
End of Day # 15 - Shoot		Friday, December 28, 2012		5 1/8 pages		
90	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 7/8 pgs	1, 2, 3, 4, 5	---
100	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 2/8 pgs	4	---
102	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 5/8 pgs	1, 2, 3, 4	---
104	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 6/8 pgs	1, 2, 4	---
106	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 2/8 pgs	1, 2, 3, 4	---
108	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 2/8 pgs	1, 2, 3, 4	---
113	INT	LODGE DOWNSTAIRS BATHROOM	NIGHT	0 1/8 pgs	3, 4	---
115	INT	LODGE DOWNSTAIRS BATHROOM	NIGHT	0 7/8 pgs	3, 4	---
82	INT	LODGE UPSTAIRS BEDROOM 2	NIGHT	0 1/8 pgs	5	---
132	INT	LODGE UPSTAIRS BEDROOM	NIGHT	0 4/8 pgs	1, 6	---
134	INT	LODGE UPSTAIRS BEDROOM	NIGHT	0 3/8 pgs	1, 6	---
End of Day # 16 - Shoot		Saturday, December 29, 2012		5 0/8 pages		
Off Day		Sunday, December 30, 2012				
77	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 1/8 pgs	1	---
92	INT	LODGE STAIRS	NIGHT	0 1/8 pgs	1, 2, 3	---
94	INT	LODGE STAIRS	NIGHT	0 7/8 pgs	1, 2, 4	---
96	INT	LODGE STAIRS	NIGHT	0 2/8 pgs	1, 4	---
98	INT	LODGE STAIRS	NIGHT	0 5/8 pgs	1, 2, 4	---
84	INT	LODGE UPSTAIRS HALLWAY	NIGHT	3 0/8 pgs	1, 2, 3, 4, 5, 6	---
117	INT	LODGE UPSTAIRS HALLWAY	NIGHT	0 1/8 pgs	2	---
End of Day # 17 - Shoot		Monday, December 31, 2012		5 1/8 pages		
93	INT	LODGE BATHROOM	NIGHT	0 2/8 pgs	4, 5	---
95	INT	LODGE BATHROOM	NIGHT	0 1/8 pgs	5	---
97	INT	LODGE BATHROOM	NIGHT	0 1/8 pgs	5	---
99	INT	LODGE BATHROOM	NIGHT	0 1/8 pgs	5	---
101	INT	LODGE BATHROOM	NIGHT	0 2/8 pgs	5	---
103	INT	LODGE BATHROOM	NIGHT	0 2/8 pgs	5	---
105	INT	LODGE BATHROOM	NIGHT	0 1/8 pgs	5, 6	---
107	INT	LODGE BATHROOM	NIGHT	0 1/8 pgs	5, 6	---

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4

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

5

109	INT	LODGE BATHROOM	NIGHT	0 5/8 pgs	1, 2, 3, 4, 5	---
118	INT	LODGE BATHROOM	NIGHT	0 3/8 pgs	2	---
79	INT	LODGE MAIN BEDROOM	NIGHT	0 2/8 pgs	6	---
89	INT	LODGE MAIN BEDROOM	NIGHT	0 4/8 pgs	1, 2, 3	---
110	INT	LODGE BEDROOM	NIGHT	0 1/8 pgs	1, 2, 3, 4, 5	---
116	INT	LODGE MAIN BEDROOM	NIGHT	0 2/8 pgs	1	---
End of Day # 18 - Shoot				Tuesday, January 1, 2013		3 4/8 pages
shaved						
123	INT	LODGE LIVING ROOM	NIGHT	3 2/8 pgs	1, 2, 4, 11	---
126	INT	LODGE LIVING ROOM	NIGHT	1 3/8 pgs	2, 3	---
141	INT	LODGE LIVING ROOM	NIGHT	0 2/8 pgs	2	---
143	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	2	---
145	INT	LODGE LIVING ROOM	NIGHT	0 2/8 pgs	1, 2	---
147	INT	LODGE LIVING ROOM	NIGHT	0 1/8 pgs	1, 2, 4	---
End of Day # 19 - Shoot				Wednesday, January 2, 2013		5 3/8 pages
137	EXT	WOODS	NIGHT	0 3/8 pgs	2	---
138	INT	TRUCK	NIGHT	0 2/8 pgs	2, 3	---
139	EXT	WOODS	NIGHT	0 4/8 pgs	3, 5	---
140	EXT	WOODS	NIGHT	1 2/8 pgs	2	---
70	EXT	WOODS	NIGHT	0 4/8 pgs	1	---
131	EXT	LODGE PORCH/DOCK	NIGHT	0 2/8 pgs	3, 4	---
133	EXT	LODGE PORCH/DOCK	NIGHT	0 4/8 pgs	3, 4	---
135	EXT	LODGE PORCH/DOCK	NIGHT	0 5/8 pgs	3, 4	---
146	EXT	LODGE PORCH/DOCK	NIGHT	0 2/8 pgs	1, 2	---
148	EXT	LODGE PORCH/DOCK	NIGHT	0 3/8 pgs	1, 2, 4	---
End of Day # 20 - Shoot				Thursday, January 3, 2013		4 7/8 pages
Off Day				Friday, January 4, 2013		
122	INT	LODGE MAIN BEDROOM	NIGHT	0 1/8 pgs	1	---
125	INT	LODGE BEDROOM	NIGHT	1 6/8 pgs	2, 4	---
128	INT	LODGE BEDROOM	NIGHT	0 1/8 pgs	4	---
149	INT	LODGE BEDROOM	NIGHT	0 2/8 pgs	2, 4	---
156	INT	LODGE BEDROOM WALL	NIGHT	0 2/8 pgs		---
150	INT	LODGE BATHROOM	NIGHT	0 2/8 pgs	2, 4	---
142	INT	LODGE HALLWAY	NIGHT	0 6/8 pgs	1, 2	---
124	INT	LODGE UPSTAIRS BATHROOM	NIGHT	0 3/8 pgs	4	---

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5

One Line Schedule - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

6

127	INT	LODGE UPSTAIRS BATHROOM	NIGHT	0 2/8 pgs	4	---
End of Day # 21 - Shoot				Saturday, January 5, 2013		4 1/8 pages
152	INT	LODGE KITCHEN	MORNING	0 4/8 pgs	2, 4	---
154	EXT	BLACKWOOD FOREST	DAY	2 0/8 pgs	2, 4	---
153	EXT	BLACKWATER RIVER	DAY	0 2/8 pgs	2, 4	---
158	EXT	BLACKWATER BRIDGE	DAY	0 2/8 pgs	8, 14	---
End of Day # 22 - Shoot				Sunday, January 6, 2013		3 0/8 pages
157	INT	POLICE INTERROGATION ROOM	AFTERNOON	1 6/8 pgs	4, 7, 8, 14	---
155	INT	POLICE INTERROGATION ROOM	AFTERNOON	0 7/8 pgs	4, 8	---
159	INT	POLICE INTERROGATION ROOM	DAY	1 2/8 pgs	4, 7	---
160	EXT	POLICE CAR	EVENING	1 5/8 pgs	4, 7	---
End of Day # 23 - Shoot				Monday, January 7, 2013		5 4/8 pages

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6

**APPENDIX M:
NARRATIVE DAY OUT OF DAYS**

Day out of Days - Casting - Blackwater Rd.
Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

1

Month/Day Day of Week Shooting Day	12/10 Mon 1	12/11 Tue 2	12/12 Wed 3	12/13 Thu 4	12/14 Fri 5	12/15 Sat 6	12/16 Sun Off	12/17 Mon 7	12/18 Tue 8	12/19 Wed 9	12/20 Thu 10
1. DEKKER		SW	W	W	W			W	W	W	W
2. TIM			SW	W	W	W		W	W	W	W
3. MADELINE			SW	W	W	W		W	W	W	W
4. JOAN			SW	W	W	W		W	W	W	W
5. LYNN		SW						W		W	W
6. KATE			SW	W	W	W		W	W	W	W
7. SHERIFF COFFY		SW	W								
8. INTERROGATING OFFICER											
9. SHERIFF COFFY V.O.	SWF										
10. BRUNETTE 2											
11. CAMERA MAN 1											
13. YOUNG MAN 1											
14. SECOND OFFICER											
15. ALL											
16. MALE VOICE									SWF		
18. BLOND											
19. BRUNETTE 1											
20. FEMALE VOICE											
21. SARAH	SWF										
22. BETSY	SWF										
23. BRUCE	SWF										
24. ELLEN	SWF										
25. ROB	SWF										
26. ROB	SWF										
27. SECOND OFFICER											

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1

Day out of Days - Casting - Blackwater Rd.
 Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

2

Month/Day	12/21	12/22	12/23	12/24	12/25	12/26	12/27	12/28	12/29	12/30	12/31
Day of Week	Fri	Sat	Sun	Mon	Tue	Wed	Thu	Fri	Sat	Sun	Mon
Shooting Day	11	12	Off	Off	Off	13	14	15	16	Off	17
1. DEKKER	W	W				W	W	W	W		W
2. TIM	W	W				W	W	W	W		W
3. MADELINE	W	W				W	W	W	W		W
4. JOAN		W				W	W	W	W		W
5. LYNN		W				W	W	W	W		W
6. KATE						W		W	W		W
7. SHERIFF COFFY											
8. INTERROGATING OFFICER											
9. SHERIFF COFFY V.O.											
10. BRUNETTE 2						SW	W	WF			
11. CAMERA MAN 1											
13. YOUNG MAN 1						SWF					
14. SECOND OFFICER											
15. ALL						SW					
16. MALE VOICE											
18. BLOND						SWF					
19. BRUNETTE 1							SWF				
20. FEMALE VOICE											
21. SARAH											
22. BETSY											
23. BRUCE											
24. ELLEN											
25. ROB											
26. ROB											
27. SECOND OFFICER											

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2

Day out of Days - Casting - Blackwater Rd.
Scene Order - Last updated 8/29/2012 at 3:45 PM PDT

3

Month/Day Day of Week	01/01 Tue	01/02 Wed	01/03 Thu	01/04 Fri	01/05 Sat	01/06 Sun	01/07 Mon
Shooting Day	18	19	20	Off	21	22	23
1. DEKKER	W	W	W		W	WF	
2. TIM	W	W	W		W	WF	
3. MADELINE	W	W	WF				
4. JOAN	W	W	W		W	W	WF
5. LYNN	W		WF				
6. KATE	WF						
7. SHERIFF COFFY						W	WF
8. INTERROGATING OFFICER					SW	W	WF
9. SHERIFF COFFY V.O.							
10. BRUNETTE 2							
11. CAMERA MAN 1		SWF					
13. YOUNG MAN 1							
14. SECOND OFFICER						SW	WF
15. ALL		WF					
16. MALE VOICE							
18. BLOND							
19. BRUNETTE 1							
20. FEMALE VOICE			SWF				
21. SARAH							
22. BETSY							
23. BRUCE							
24. ELLEN							
25. ROB							
26. ROB							
27. SECOND OFFICER							SWF

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3

**Day out of Days Summary - Casting - Blackwater Rd.
Scene Order - Last updated 8/29/2012 at 3:45 PM PDT**

4

	Start	Finish	Total
1. DEKKER	12/11/2012	01/06/2013	20
2. TIM	12/12/2012	01/06/2013	20
3. MADELINE	12/12/2012	01/03/2013	18
4. JOAN	12/12/2012	01/07/2013	20
5. LYNN	12/11/2012	01/03/2013	12
6. KATE	12/12/2012	01/01/2013	13
7. SHERIFF COFFY	12/11/2012	01/07/2013	4
8. INTERROGATING OFFICER	01/05/2013	01/07/2013	3
9. SHERIFF COFFY V.O.	12/10/2012	12/10/2012	1
10. BRUNETTE 2	12/26/2012	12/28/2012	3
11. CAMERA MAN 1	01/02/2013	01/02/2013	1
13. YOUNG MAN 1	12/26/2012	12/26/2012	1
14. SECOND OFFICER	01/06/2013	01/07/2013	2
15. ALL	12/26/2012	01/02/2013	2
16. MALE VOICE	12/18/2012	12/18/2012	1
18. BLOND	12/26/2012	12/26/2012	1
19. BRUNETTE 1	12/27/2012	12/27/2012	1
20. FEMALE VOICE	01/03/2013	01/03/2013	1
21. SARAH	12/10/2012	12/10/2012	1
22. BETSY	12/10/2012	12/10/2012	1
23. BRUCE	12/10/2012	12/10/2012	1
24. ELLEN	12/10/2012	12/10/2012	1
25. ROB	12/10/2012	12/10/2012	1
26. ROB	12/10/2012	12/10/2012	1
27. SECOND OFFICER	01/07/2013	01/07/2013	1

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4

**APPENDIX N:
BLACKWATER RD. CAST LIST**



University of Central Florida
 Film Department
 4000 Central Florida Blvd.



Blackwater RD.

Michael E Stephenson, [Redacted]
 Within the Woods LLC
 [Redacted]

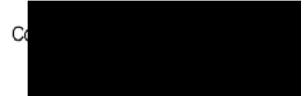
**CAST LIST
 (09/01/2012)**

<u>ROLE</u>	<u>ACTOR</u>	<u>CONTACT INFO</u>	<u>START DATE / DEAL / BILLING</u>
Tim	Michael Martin	[Redacted]	02/05/2011
Dekker	VACANT / TBA		
Kate	Rebecca Miller	[Redacted]	08/15/2011
Lynn	Karlyn Koebe	[Redacted]	12/04/2011
Madeline	Jessyka Jade Blanco	[Redacted]	02/21/2012
Joan	Alma Hill	[Redacted]	02/04/2011
Sheriff Coffy	VACANT / TBA		
Bruce	Steven C. Fox	[Redacted]	02/05/2011
Rob	Flavio Milicchio	[Redacted]	02/05/2011
Sarah	Beatrice Roberts	[Redacted]	12/05/2011
Ellen	Sara Antonio (Tentative)	[Redacted]	TBA
Betsy	Dorthy Chistopher (Tentative)	[Redacted]	TBA

**APPENDIX O:
BLACKWATER RD. CREW LIST**









University of Central Florida
Film Department



CREW LIST (09/01/2012)
"Blackwater Rd."

TITLE	NAME	PHONE/EMAIL
DIRECTOR	Michael E Stephenson	
PRODUCER	Rebecca Sutter	
FIRST ASSISTANT DIRECTOR	Jamesy Pena (Tentative - Possible Conflict)	
SECOND ASSISTANT DIRECTOR	VACANT / TBA	
DIRECTOR OF PHOTOGRAPHY	Jeffrey Gross	
1ST ASSISTANT CAMERA	Devin Keebler (Tentative / In Talks)	
2ND ASSISTANT CAMERA	Jeovan Camacho (Tentative)	
DIGITAL ASSET MANAGER	VACANT / TBA	

EDITOR	Mathew Quitney (Tentative)	
PRODUCER OF MARKETING AND DISTRIBUTION	Dylan Kenyon	
SCRIPT SUPERVISOR	Asia LeMasters (Tentative - In Talks)	
PRODUCTION DESIGNER	Alanna Flores	
ART PA	Chelsea Crews	
PRODUCTION MANAGER/ LINE PRODUCER	VACANT / TBA	
LOCATION MANAGER	VACANT / TBA	
GAFFER	Ben Taylor (Tentative)	
KEY GRIP	VACANT / TBA	
DOLLY GRIP	VACANT / TBA	
GRIP	VACANT / TBA	
SOUND MIXER/ BOOM OPERATOR	VACANT / TBA	
MAKE-UP/HAIR	Kelly Zak	
SPECIAL EFFECTS	VACANT / TBA	

STUNT COORDINATOR **VACANT / TBA**

COSTUMER **VACANT / TBA**

CRAFT SERVICE **Jeannie K. Stephenson**



PA(s) **VACANT / TBA**

**APPENDIX P:
NARRATIVE ASSUMPTIONS**

SCHEDULE AND BUDGET ASSUMPTIONS

DIRECTOR NAME: Michael Stephenson

PRODUCER NAME: Rebecca Sutter

FILM TITLE: Blackwater RD.

BUDGET AMOUNT: \$14,406 (estimate)

LOCATION(S) OF SHOOT: Orlando, Florida. Invesness, FL.

SHOOT DATES: 12/10/2012 - 01/07/2013

5 OR 6 DAY WEEKS: 6

NUMBER OF SHOOT DAYS: 23

FORMAT (HD, DV, etc.): HD - Canon 7D (tentative), Canon EOS Rebel T2i (tentative)

NUMBER OF SPEAKING PARTS: 14

NUMBER OF BACKGROUND ACTORS TOTAL: None

HOW MANY SAG PLAYERS? : None

HOW MANY LOCATION(S): 16

HOW MANY SETS? : 20

ANY STAGE WORK? IF SO, WHERE? : No

ANY SET CONSTRUCTION? IF SO, WHERE? : No

NUMBER OF CREW: 9 - 11

ARE ANY CAST OR CREW BEING PAID? : No (tentative)

ARE YOU USING A PAYROLL COMPANY AND IF SO, WHO IS IT?: No (tentative)

WHO IS YOUR INSURANCE BROKER? : Fractured Atlas

WHO IS YOUR LEGAL ADVISOR? : Michael G. Davis, Attorney

STUNTS, EFFECTS, MINORS, ANIMALS, PYRO, ETC? EXPLAIN:

Bathtub effect (set), Blood effect (set), Axe fight (rubber stunt), Gun shot (prop gun/post-sound effects), and river stunt work (swimming and floating).

DIRECTOR OF PHOTOGRAPHY IS: Jeffrey Gross

PRODUCTION DESIGNER IS: Alanna Flores

1ST ASSISTANT DIRECTOR IS: Jamesy Pena (tentative)

WHAT IS THE BIGGEST CHALLENGE(S) OF YOUR PRODUCTION?:

The biggest challenge, as far as I have perceived, will be pulling off some of the more visceral/complicated effects. I would prefer to create every effect in camera rather than rely on the use of editing effects in post. I also think the actors performance will be a challenge simply due to the emotional response I wish to elicit.

LIST OF REFERENCES

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