

# SHIPPER SEASON NINE

## “What Separates Us I”

Production #XWP184/SS50

Episode #9.03

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### Logline

Xena and Gabrielle join a very unlikely ally in order to protect a colony against familiar invaders and in the process, Ares is faced with the realities of his lover being mortal, bringing to light the barrier that is between him and Xena.

### Airdate

March 8, 2005

## TEASER

### **FADE IN**

On a battle. Roman soldiers are fighting against a group of barbarian warriors in animal skins who look much like the ones we saw earlier in "Sisterhood". Swords clash, soldiers cry out on both sides as men are struck down.

Zoom in on a Roman who looks quite a bit older than his comrades, with thinning and graying hair, but is fighting as fiercely as the younger man. He strikes down a sword-wielding barbarian and starts to fight another, not noticing that yet another enemy is approaching from behind. As he spars with the barbarian in front of him, the one behind him hits him in the back with a club and the Roman falls to the ground.

The two barbarians grins, one raising his sword, the other his club.

The man who is holding the sword suddenly has it knocked out of his hand with a powerful blow of another sword. He whips around only to be downed with a swift kick to the chest and then knocked unconscious with another kick to the head. The club-wielding barbarian swings his club. The camera pulls back to show a woman with a sword, wearing Roman armor and a helmet. Her sword slashes at the barbarian's right hand, wounding him. He snarls and nearly drops the club but manages to swing it at the woman. She spins around with a furious yell and knocks the club from his hand, then kicks out both legs, using her sword as a pivot, and knocks him down just as the Roman starts scrambling to his feet.

Pull over to show the woman's face. It's Eve.

**ROMAN** (hoarsely):

Thank you.

Eve nods in acknowledgment, then looks across the battlefield, obviously searching for someone. The camera follows her gaze to show Xena fighting.

**CUT TO**

Gabrielle and Haimon fighting in another part of the battlefield.

**CUT TO**

Eve running toward another area of the battlefield, only to stop short.

A woman warrior in gold armor stands in her path--a tall, beautiful black woman with wavy brown hair and a long scar across the right side of her face. She is pointing a sword at Eve.

**WOMAN** (sneers):

Well, if it isn't my old friend--*Livia*.

**CUT TO**

Xena goes up against one of the stronger and more commanding barbarians, a powerfully built man with a long beard. He snarls at her and she snarls back with an equally deadly stare before he attacks her. She meets his sword several times and flips over him, preparing to stab him from the back. But he is one step ahead of her and he grabs her arm and spins her around so she is facing him again. She kicks him in the gut but he is unfazed. She swings her sword at him and he knocks it out of her hand. She staggers for a moment but quickly regains her footing. The barbarian attacks again.

Xena repels his attack, knocks him to the ground and runs her sword through his chest as he bellows in mortal pain. Breathing hard, she looks around the battlefield, the camera following her gaze. We see Gabrielle and Haimon fighting in another part of the battlefield, and then Eve, fighting again.

Xena stands frozen for a moment, looking troubled and distracted.

A group of Visigoths are running up behind her, their leader swinging his sword.

Pan to Gabrielle and Haimon, who are fighting in another part of the field. Gabrielle is armed with a sword. She repels a barbarian's attack with her sword, then downs two more with a series of swift kicks.

The attack momentarily stopped, Gabrielle pauses to take a deep breath. Then she turns and looks toward where Xena is fighting.

Close-up on Gabrielle's face. She looks alarmed.

**GABRIELLE** (shouts over the noise of the battle):  
*Xena!!!*

Fade to black as everything goes completely silent for a moment.

**DISSOLVE TO**

We hear cheering and clapping. The screen lightens up from black onto a view of the Coliseum in Rome in the bright sun of daylight.

Writing fades onto the screen: ***Two Weeks Ago***

The cheers erupt again.

**CUT TO**

Inside the Coliseum. The seats are filled with people, all cheering. The camera pans around to get a view of the crowd, then zooms in on the Imperial Box where the emperor sits. He is a man in his thirties with ash blond hair and a plump build, dressed in purple and gold robes. Several Roman senators and officials dressed in white sit behind him. He looks out over the cheering crowd, surveying the scene, looking very pleased. The crowd is clearly anxious for the gladiatorial games to begin.

The camera pulls back to show a soldier approaching the imperial box.

**SOLDIER** (nervous):  
Vitellius--emperor. We have a problem.

The emperor doesn't face them and continues to look at the crowd, but he looks annoyed.

**VITELLIUS:**  
What's the delay?

**SOLDIER:**  
Devlin, the new prisoner from Gaul who was supposed to fight--he's dead. (off Vitellius's angry look) Stabbed himself with his own sword just as he was about to be led out on the arena, Emperor.

**VITELLIUS:**  
So now the people of Rome are left without entertainment?

The soldier swallows nervously. An official behind Vitellius speaks up.

**OFFICIAL #1:**  
We'll just find someone else to take his place, Emperor. We have no shortage of--

**VITELLIUS** (turns around and snaps at the official):

Someone? This was supposed to be a special treat, not just one of your run-of-the-mill gladiators.

**OFFICIAL #2** (off-camera):

I know about someone who could give us a special treat.

The emperor turns back to look at the official.

**OFFICIAL #2:**

Zenobia.

**VITELLIUS** (thinks):

Zenobia... The one who led an attack against Rome under Augustus?

**OFFICIAL #2:**

The same.

**VITELLIUS** (surprised):

She's alive?

**OFFICIAL #2:**

Augustus sentenced her to life in prison when she refused to fight in the games.

**VITELLIUS:**

What makes you think she'll fight now?

**OFFICIAL #2:**

A month ago, she asked to be brought out into the arena. (chuckles) After eight years in a dungeon, I'd imagine she was starting to miss the fresh air. She's been training ever since.

**VITELLIUS:**

What makes you think she'll fight now?

**OFFICIAL #1** (anxiously):

You think she's ready?

**VITELLIUS:**

Ready or not--she'd better give us a good show.

**CUT TO**

Close-up of the woman we saw confront Eve in the teaser--Zenobia. Only the right side of her face is lit by daylight coming in from a window. She has a hard, determined look. The camera pulls back to show her holding a sword, pointing it in front of her. She's wearing a leather tunic. She is in a small nearly bare room, practicing battle moves.

Sounds of the door opening. Zenobia looks up. Pan to a guard standing in the doorway.

**GUARD:**

It's your lucky day. You're on.

**ZENOBIA** (flippant):  
Short notice, isn't it?

**GUARD:**

The emperor himself wants to see you fight. (menacingly) So you better not give us any trouble.

**ZENOBIA** (with an enigmatic smile):  
No trouble at all.

**DISSOLVE TO**

The Coliseum. The audience is clearly getting restless. Four gladiators, two armed with swords, one with a mace and one with a trident, are waiting in the arena. Pan up to zoom in on an annoyed-looking Vitellius.

Pan down to the arena. The doors to the arena open and the crowd stands up, clapping and cheering.

Zenobia, now wearing gold armor and a dark brown leather skirt and carrying a sword, comes out into the arena and stands expectantly. Her commanding presence silences the crowd for a moment. Then cheers erupt again.

Vitellius stands up and raises his hand. The spectators fall silent and take their seats.

**VITELLIUS:**

Citizens of Rome! Today, for your pleasure, we will have a battle between four of the best gladiators in Rome and a ferocious warrior woman--Zenobia of Palmyra.

Close-up of Zenobia's face as she sneers slightly.

**VITELLIUS:**

This woman once led an attack against the empire. She has been captured and held in prison since then. Now it's time for her to show us how good she really is-- (he pauses) and whatever made her think she could go up against Rome.

The crowd erupts in laughter. Close-up on Zenobia again as her expression hardens, then pan up to Vitellius as he raises his hand.

**VITELLIUS:**

Let the games begin!!

Vitellius sits back down. The four men and Zenobia stare hard at each other and then the fight begins. The four men advance on Zenobia, trying to surround her. One of them charges her but she avoids the blow and their swords clash. Zenobia does a dazzling spin and kicks the trident out of another gladiator's hand even as she runs through the man who charged her. He falls down dead.

The crowd cheers. Zenobia snarls and attacks the other three men. The man who was wielding the trident bends to pick it up but she cuts him down just as he starts to raise it; then she spins around and delivers a kick in the gut to the man with the mace, making him stagger. He charges her again, as does the remaining swordsman. She leaps and kicks out her feet, sending both men to the ground. The cheers of the crowd grow louder and louder. The man with the mace gets up and swings at

Zenobia. Vastly superior in skill, she deftly avoids his blows, then charges and thrusts her sword forward, running it through his gut. He screams and falls dead.

The last man standing looks at Zenobia, clearly frightened. He's breathing heavily; sweat is running down his forehead.

The cheers get louder. Close-up of the emperor, who looks pleased.

The man turns to flee from Zenobia. The crowd boos loudly. Zenobia flips over the man and lands in front of him. He looks terrified and offers only a feeble defense as she charges. They spar briefly before she disarms him and knocks him down with a kick, then slowly moves the tip of her sword to his throat. A close-up on the man's face. He trembles, terrified.

Zoom in on Zenobia as she looks up at the emperor. Extreme close-up of Zenobia and then of Vitellius as their eyes meet.

The camera pulls back to show the crowd, which is cheering Zenobia and jeering her opponent. A chant of "Kill him! Kill him!" goes up.

The emperor slowly begins to extend his hand out, his thumb starting to go down.

Pan to Zenobia as she glances down at the whimpering warrior at her feet, then up at the emperor. She bends down and reaches into her boot.

Pan up to an extreme close-up of the emperor's hand with the thumb pointed downward. A thud and a choked gulp is heard, and the emperor's hand drops limply.

Pull back to show the hilt of a small dagger protruding from Vitellius chest, right over his heart. His eyes glaze over and he slumps over, dead, blood seeping from around the blade. The senators and officials behind him gasp and leap to their feet.

Pan to a medium close-up of Zenobia as she lowers her arm, a satisfied smirk on her face. An eerie hush falls over the crowd. A wide shot of the amphitheater, with Zenobia standing in the middle of the arena and the officials and senators hovering over the dead emperor.

## ***DISSOLVE TO***

Inside the Imperial Palace, in a large, open room decorated with marble busts of past emperors and generals. A group of Roman senators and officials, including the ones who were in the imperial box with Vitellius, are standing around. Among them is a middle-aged man with rugged features and graying hair, dressed in white and gold robes.

### **MAN:**

So, then, Vitellius--

### **SENATOR #1:**

Vespasian, there was no saving him. The bitch got him right in the heart (shakes head) --perfect aim.

### **VESPASIAN:**

And Zenobia has escaped.

**SENATOR #2:**

We have people looking for her all over Rome. She couldn't have gone very far, but-- (he spreads his arms apologetically)

There is a long pause.

**SENATOR #1:**

Rome can't remain without an emperor for long, especially not after all the turmoil we've been through these past months. (looks at Vespasian) The empire needs a man like you at the helm. The Senate will back you up.

**VESPASIAN:**

If duty calls, I'll answer. Vitellius has neglected too many important things--like the threat from the Visigoths.

**SENATOR #3:**

So far they've only attacked a few small villages in the Dalamatia province--but we've received reports that they're setting their sights on Moesia.

**SENATOR #1:**

Our largest and wealthiest colony on the Adriatic--Vespasian, if they take it--

**VESPASIAN (grimly):**

They won't take it. (he stares into the distance) We have to act now--before they can become too powerful.

Close up of Vespasian's face as we:

***FADE OUT***

**ACT ONE**

***FADE IN***

On a high cliff overlooking a lush green valley below, a small farming village in the distance on the horizon. Bluish clouds, glowing silver in the sun, are gathering at the horizon. The camera pulls back to show Xena sitting at the edge of the cliff, staring out pensively at the clouds. A small smile touches her lips.

**XENA:**

Don't tell me you're enjoying the peace and quiet.

There is a flash of light behind her and Ares materializes, sitting on the grass. He puts his hand over hers.

**ARES (grins):**

Are you?

Xena smiles and lightly rubs his fingers, then looks ahead thoughtfully.

**XENA** (sighs):

No, just wondering-- (she trails off)

**ARES:**

--what Gabrielle is up to? (she looks away and he chuckles) Well, I believe she's off on a date with Mr. Goody-Two-Shoes. So... (he looks up, pretending to think) I imagine they're sitting somewhere gazing into each other's eyes, holding hands, watching sunsets... (makes a face) ...that kind of thing.

Xena gets up slowly and turns around, her expression turning to a mischievous grin.

**XENA:**

Are they, now. (teasingly) Not your idea of a date, huh?

**ARES** (grins):

Definitely not. (insinuating) Now, what were *you* going to suggest?

**XENA:**

Oh--so we're on a date, now?

**ARES:**

I hope so.

**XENA** (suavely):

Well--there *is* something we haven't done in a long time--

Ares raises an eyebrow at her and she gives him a teasing smile.

**CUT TO**

Two swords clashing, hard enough to make sparks fly.

The camera pulls back to show Ares and Xena sparring enthusiastically. They parry each other's blows while they dance around each other, gracefully yet powerfully--two warriors fighting as one, each knowing the other well enough to anticipate each other's moves and counter them with agility and grace.

A small drizzle starts, but Xena and Ares are too preoccupied to pay attention.

Xena swings at Ares but he vanishes suddenly. She stands on guard, her sword at the ready, breathing hard as she looks around.

**XENA** (raises her voice in mock annoyance):

You're not playing fair, Ares.

**ARES** (off camera):

The God of War doesn't *have to* play fair.

Two strong gauntleted arms wrap around Xena's waist; the camera pulls back to show Ares behind her, holding her tight.



Xena lowers her sword, throws her head back and sensuously runs her tongue over her lips. Ares is distracted for a moment--long enough for Xena to spin around, grab Ares' arm and throw him down on the ground. Xena plants her foot down on his chest, looking down at him.

**XENA:**

Neither does a warrior princess.

Ares lifts his hand and touches Xena's leg just above the rim of her boot, then slowly runs it up her thigh. Xena gasps a little, her lips parted in a sigh of pleasure.

Close-up on Ares' hands as he yanks hard at Xena's legs, tipping her over as he jumps to his feet. Xena lands hard on the ground with a small grunt. She rolls over instantly, going for her sword, but Ares swoops down and pins her to the ground, grinning.

**ARES (cocky but tender):**

Two can play that game.

They kiss passionately, their eyes closed. Slightly out of breath, Ares pulls back. We see a bleeding cut above Xena's right eye, the blood trickling down her face. Ares frowns as he props himself up on an elbow and touches the cut. Xena winces slightly.

**ARES (concerned):**

How did that happen?

**XENA (casually):**

Just a piece of rock that got in my way.

Ares rises to his feet, as does Xena. She sees the troubled look on his face.

**XENA:**

Oh come on, Ares--it's no big deal. (flippant) I've had worse.

**ARES (serious):**

I've always treated you as my equal, Xena. But--

**XENA (with sudden vehemence):**

You should. I'd accept nothing less.

**ARES:**

You're still mortal.

Xena shakes her head.

**XENA (wryly):**

What are you, worried that you might get too rough with me one day and accidentally kill me?

**ARES (quietly):**

I did once...

**XENA:**

Only because I let you.

They stare at each other quietly, their eyes soft. Ares lightly caresses Xena's face, wiping off the trickle of blood. Xena catches his wrist and holds his hand, pressing her lips to his palm.

The rain starts to come down harder and there is a distant rumbling of thunder.

Xena lets go of Ares' hand. He shapes his features into a half-grin, adopting his usual bravado to lighten the mood.

**ARES** (teasing):

So you think you can keep up with the God of War, do you?

**XENA** (huskily):

I guess we'll see.

They kiss tenderly and passionately as the rain starts to pour, drenching the ground. Xena is getting soaked but Ares stays completely dry. A bright flash of lightning illuminates them as they kiss, their silhouettes stark against the bright bluish-white light. A loud crash of thunder follows but it barely fazes Ares and Xena. Finally Ares pulls back and moves Xena's now-dripping hair off her face.

**ARES:**

We better get someplace dry. Wouldn't want you catching a cold.

**XENA** (mockingly):

Oh, don't tell me--now you think a cold might kill me.

**ARES** (smirks):

No, but it'll make you cranky. That's bad enough.

He puts his hands on her shoulders and they disappear in a burst of blue light that merges with another flash of lightning.

### ***DISSOLVE TO***

A rainy night in a village. Occasional flashes of lightning illuminate the dark sky; distant rumbles of thunder are heard. Through the veil of rain, we see a rider approaching. As he enters the village, two female sentries armed with spears step out from under a wooden covering. The rider slows down. A long shot of him talking to the sentries.

### ***CUT TO***

Inside a hut. Eve and Klymene are sitting at a table; Klymene is reading a scroll.

**KLYMENE** (looks up at Eve):

So your mother actually died.

**EVE** (chuckles):

More than once.

**KLYMENE** (after a brief silence):

Do you ever worry that some day, she--won't come back?

**EVE** (growing serious):

We're all mortal, Klymene. Even Xena. (she smiles slightly) Though I'm sure some would argue otherwise.

There's a loud knock on the door. Eve and Klymene turn toward the door, startled.

**EVE** (raises her voice):

Come in!

The door is pushed open and Myopi comes in. She is drenched.

**MYOPI:**

Queen Eve. There's--a *man* here to see you. (She stresses the word "man," in a none too friendly manner)

**EVE** (surprised):

At this hour?

**MYOPI:**

He says he's a friend of yours. (The camera zooms in on her and we see Virgil behind her. He also looks drenched.) He also says he has an urgent message.

**EVE** (rises):

Show him in.

Virgil comes in, shaking himself off.

**EVE:**

Virgil. (She looks at him with an uncertain smile)

**VIRGIL:**

Eve.

**EVE** (to Myopi):

Thank you, Myopi--you can leave us now.

Myopi bows slightly and leaves.

Virgil comes up to Eve, reaches out and takes her hands.

**VIRGIL** (smiling):

It's good to see you.

**EVE:**

You should change into something dry... (after a brief pause) You have a message?

**VIRGIL** (his smile fading, he lets go of her hands and takes out a scroll tucked in behind his belt):

It's from Orphelia. I was passing through Moesia and I saw her.

Eve takes the scroll, looking worried.

**KLYMENE:**

Who's Orphelia?

**EVE:**

The woman who raised me...she was-- (hesitates briefly) like a mother to me.

She unrolls the scroll and starts to read it.

**KLYMENE:**

Is she all right?

**EVE** (looks up worriedly at Virgil):

I have to go to Moesia. (thinks a moment) I have to get word to Xena and Gabrielle.

Close-up of Eve, then Virgil exchanging worried looks.

**CUT TO**

Xena, Gabrielle and Haimon are riding through the countryside.

**HAIMON** (glances at Gabrielle, who seems lost in thought):

A dinar for your thoughts.

Gabrielle glances at him distractedly.

**XENA** (to Haimon, with a mischievous smile):

Oh, I can tell you what Gabrielle's thinking about. Or should I say--*who*.

**HAIMON** (smiles at Gabrielle):

I'm sure Darion misses you a lot.

**GABRIELLE:**

I wonder how much he's grown... (she pauses, lost in thought again, then glances at Haimon uncomfortably as if trying to cover a mistake) I'm sure he misses you, too. You--you two get along really well.

There's a brief, awkward silence. The camera pulls back to show someone approaching on horseback.

**GABRIELLE** (puzzled):

That looks like one of the Amazons.

As the rider gets closer, we see that it's Myopi. She slows down and stops, as do Xena, Gabrielle and Haimon.

**GABRIELLE:**

Myopi. What are you doing here? Did Eve send you out to meet us?

**MYOPI:**

Gabrielle. (bows her head slightly) I have a message for you--and Xena.

**XENA** (with a touch of anxiety):  
Is Eve all right?

**MYOPI:**  
The message is from Eve. She left this morning, alone, to go to Moesia.

**GABRIELLE:**  
Moesia! (gasps slightly) That's where Orphelia lives. (Off Haimon's questioning look) She was sort of a--surrogate mother to Eve. (to Myopi) Has something happened to her?

**MYOPI:**  
Moesia's in danger.

**XENA** (brusquely):  
From what?

**MYOPI:**  
A barbarian tribe from the north. The Visigoths.

### ***CUT TO***

A large camp. The people walking around are dressed in rugged clothing, with long beards and shaggy hair. The camp looks somewhat similar to the Ostrogoth camp in "Sisterhood" but it looks wealthier--clearly the looting has paid off. Some of the warriors are wearing clothes and armor that have a Roman look.

Zoom in on several men in pairs sparring with each other. The camera pulls back to show a powerfully built man with a neatly trimmed beard and long dark wavy hair who is surveying the exercises.

**VISIGOTH #1** (off-camera):  
My lord Alaric-- (Alaric turns to look at the Visigoth coming toward him) --there is someone here to see you.

**ALARIC:**  
Who is this someone?

**VISIGOTH #1:**  
Don't know, sire--she's a warrior and she says she wants to speak with you.

**ALARIC** (interested):  
She?

**VISIGOTH #1:**  
Yes, sir.

**ALARIC:**  
Bring her here.

The Visigoth bows and heads off. Moments later, he is seen walking toward Alaric with Zenobia at his side. They walk up to Alaric. Zenobia looks at him firmly.

**ALARIC:**

And you are...

**ZENOBIA:**

A woman who could be very useful to you. You have a grudge against the Romans? So do I.

**ALARIC:**

I have a whole army at my fingertips. What makes you think you'll be of any use?

**ZENOBIA:**

Only the fact that I've dealt with the Romans before.

Alaric looks curiously at her.

**[FLASHBACK]**

A large city stands in the middle of a dry, desert-like landscape.

***DISSOLVE TO***

A magnificent palace in the center of the city made of hardened sandstone, with flags posted in the turrets, blowing in the breeze.

***CUT TO***

A palace balcony. Zenobia, without the scar on her face, wearing gold armor rather similar to the one she's wearing now, stands looking out pensively at the city.

A dark-skinned man in silver armor comes up behind her.

**GENERAL:**

My Queen--

Zenobia turns. The general gets down on one knee.

**GENERAL:**

The men are ready.

***CUT TO***

A large square in Palmyra. Zenobia, mounted on a beautiful, sleek black horse, rides out in front of her assembled troops. She stops and raises her hand high in the air.

**ZENOBIA:**

Warriors of Palmyra! Today is the beginning of our fight for freedom. Some of you may never see your home again. But I know the courage in your hearts--otherwise you wouldn't be here, riding with me this day. We all want the same thing--to be free from the Roman Empire, to live our lives the way we choose. If we don't stand up for ourselves, no one else will. I promise you, this city will be free again one day. It may be later rather than sooner, but it *will* happen. As your queen, I will fight for you as

long as I'm alive. Whether we win or lose--we will always hold our heads high and believe in freedom for all.

The men cheer. Close-up of Zenobia's face as she smiles proudly.

**[END OF FLASHBACK]**

***DISSOLVE TO***

A close-up of Zenobia's face in the present, her eyes now filled with bitterness and rage.

Alaric looks at her, clearly interested.

**ALARIC** (realizing):

I know who you are. You're Zenobia... (Off her slow nod of acknowledgment) I've heard about you. You're the warrior queen who led her people against the might of Rome itself.

**ZENOBIA:**

And I intend to do it again. Trust me--you'll do much better with me on your side than without.

Alaric looks at her with an appreciative grin.

**ALARIC:**

Very well. We obviously want the same thing.

**ZENOBIA:**

The fall of Rome.

They clasp hands as we:

***FADE OUT***

**ACT TWO**

***FADE IN***

Eve and Virgil are riding through the forest. It is getting dark, the trees casting shadows on the forest. They ride in silence, the hooves of their horses hitting the ground rhythmically and kicking up dirt is the only sound that can be heard.

Eve has a far away look on her face as she stares ahead. The forest in front of her begins to fade away and we are taken in to a:

**[FLASHBACK]**

A small, half-dark room in Orphelia's house. Orphelia is sitting in a chair looking out of the window. Her eyes are reddened from prolonged crying, her hair looks disheveled.

A teenage Livia, wearing a simple knee-length light brown tunic, walks into the room and stops. She looks as if she wants to say something, but doesn't.

**ORPHELIA** (glances at Livia and then turns away; coldly):  
So you're leaving.

**LIVIA** (just as cold):  
Yes.

**ORPHELIA:**  
You're going to Rome. (in a taunting voice) What do you think you're going to find there?

**LIVIA:**  
Only my destiny. You think I was meant to spend the rest of my life in this backwater?

**ORPHELIA:**  
Fine. Go. Do whatever you want. (looks away)

**LIVIA** (her voice and look suddenly softening):  
I'm sorry--about Larus. I know how much he meant to you... He loved you so much--

**ORPHELIA** (keeping back her emotions):  
Don't. It doesn't matter now. Larus is dead.

**LIVIA** (tears up a little):  
Orphelia--I loved him too... I couldn't have loved him more if he was my blood brother...

**ORPHELIA:**  
Are you going or not?

Livia begins to lose control as anger fills her face and tears roll down her cheeks.

**LIVIA** (shouting):  
I was never here. I was never a part of this house--of this family!

Livia storms out the door. The camera zooms in on Orphelia's stricken face.

**[END OF FLASHBACK]**

Eve rides along the path, lost in thought. Virgil rides next to her.



**VIRGIL** (concerned):

What are you thinking about?

**EVE** (softly):

The day I left Moesia and went to Rome... Going back there brings back a lot of memories.

They ride in silence for a while.

**VIRGIL:**

Can I ask you something?

**EVE** (glances at him, startled out of her thoughts):

Yeah?

**VIRGIL:**

Why didn't you reply to any of my letters? (Eve looks away) You did get them, didn't you?

**EVE** (quietly):

Yes. (glances at him) Virgil...I'm a queen. I haven't--had a lot of time to sit down and write letters.

**VIRGIL:**

Eve, we haven't seen each other in months...

**EVE** (softly):

And I could see from your letters that you were happy--that you have a good life.

**VIRGIL:**

It would have been better with you around. (quietly and tenderly) I've really missed you, Eve.

**EVE** (almost a whisper):

I've missed you, too. (looks at him) I meant to write you back, Virgil, I did. But... (sighs) it's very complicated for an Amazon to get close to a man. Especially an Amazon queen.

**VIRGIL** (shakes his head and gives her a probing look):

Is that the only reason?

**EVE** (looks down, quietly):

No...

**VIRGIL:**

Eve...I thought we had put the past behind us.

**EVE:**

I'm sorry. (long pause) This is a bad time to talk to me about the past.

**CUT TO**

Gabrielle, Xena and Haimon are sitting at a campfire in the forest, staring into the fire.

**HAIMON:**

So you've fought these--barbarians before.

**GABRIELLE:**

We fought another Goth tribe--the Ostrogoths. They attacked the Amazons, just before-- (she pauses) just before we went up against Sabina at Corinth. We were able to beat them back; their leader, Euric, was killed. But it obviously hasn't dampened their appetite for conquest.

**HAIMON:**

What are they like?

**GABRIELLE:**

Ruthless...smart... (her voice drops a little) ...pretty scary. We lost a lot of people trying to stop them. (She picks up a stick and pokes at the fire, making sparks fly up) I can't say I'm looking forward to fighting them again.

**XENA** (looks up at her sharply):

Who says we're fighting them?

**GABRIELLE:**

That's what it looks like, doesn't it? Eve went there to protect Orphelia. We're going there to help Eve. If the Visigoths really are coming--

**XENA** (brusquely):

Then we're getting Orphelia out of there and heading back. I'm not helping the Romans fight their battles. (looks away, her voice dropping) Not this time.

**GABRIELLE:**

Even if innocent people are going to die?

**XENA:**

Rome has enough legions to protect its colonists. It isn't *our* responsibility.

**HAIMON** (shocked):

I can't believe you're saying that. If we're in a position to help, that makes it our responsibility. Just because you have--

Gabrielle puts a hand on his arm and gives him a warning look.

**GABRIELLE** (gently):

Xena--you have a lot of reasons to hate Rome. We both do. But you've never hated all the Romans.

**XENA** (vehemently):

It's not a question of hating *anyone*! We've gotten involved with the Romans before, Gabrielle. Look how it's turned out.

**GABRIELLE:**

Maybe this time our luck will change.

**XENA:**

Do you really want to gamble our lives on that? (pauses, looking from Gabrielle to Haimon and back) *All* our lives.

The three of them exchange silent, troubled looks.

***DISSOLVE TO***

Montage shots of Eve and Virgil riding over various landscapes--forests, valleys, streams--and then of Xena, Gabrielle and Haimon riding over the same landscapes. Faded over this montage is the image of the sun moving across the sky, rising and setting, indicating the passage of time.

***DISSOLVE TO***

Long shot of a town in a large open valley, enclosed by grayish-white stone walls. Outside the wall, there are a few scattered farms and villas. There are vineyards to the right of the town walls, a forest on the left. Behind the town is the ocean. It looks like a very peaceful place.

Long shot of Eve and Virgil riding along a road toward the town. They turn off the main road and head toward a villa outside the town walls.

***CUT TO***

The garden in Orphelia's villa. It is lush and green, with flowers blooming everywhere and a ripe grape vineyard in the distance. Orphelia sits on a bench by a marble fountain, busy with her embroidery. In the background a serving girl is seen watering the flowers. Another serving girl approaches.

**SERVING GIRL:**

My lady... (Orphelia looks up) You have visitors.

Orphelia smiles, with joy and obvious relief. Pan to Eve and Virgil coming up the garden path. Eve smiles warmly as she sees Orphelia.

**EVE:**

Orphelia!

Orphelia rises and walks toward them. They stand still for a moment looking at each other; then Orphelia hugs Eve.

**ORPHELIA:**

You made it. (to Virgil) So you got her my message. (indicates the bench) Please, sit down. Are you hungry?

**EVE:**

Thanks--not right now.

Orphelia, Virgil and Eve sit down; the serving girl leaves.

**EVE (anxiously):**

Any news of the Visigoths?

**ORPHELIA:**

Only rumors. It's said they attacked a village two days' journey from here, and slaughtered everyone. (Off Eve's horrified look) No one knows for sure--but the people here are scared. The

commander of the Roman troops stationed in town came to see me and said he'd sent to Rome for reinforcements. That means there's trouble.

**EVE:**

Are they sending reinforcements, then?

**ORPHELIA:**

They should be. But who knows how long it'll take, with everything that's been happening in Rome.

**EVE** (puzzled):

Happening in Rome?

**ORPHELIA:**

So you don't know... The emperor's been murdered.

**VIRGIL:**

Otho? That was more than two months ago. Just like Galba before him.

**ORPHELIA:**

Not Otho--his successor, Vitellius. Rome has gone through three emperors in the last few months.

**EVE:**

Another assassination?

**ORPHELIA:**

Not exactly. He was killed by a gladiator during the games--a ferocious warrior woman who showed no mercy in battle. She threw a dagger from the arena and killed him instantly.

Close-up on Eve; she looks shocked.

**ORPHELIA** (continues):

I've heard that she also killed at least a dozen Roman soldiers in her escape.

**VIRGIL** (glances at Eve):

Could it be that woman you told me about--Sabina?

**EVE** (shakes her head):

I don't think so. (to Orphelia) So who's the new emperor?

**ORPHELIA:**

My cousin--Flavius Vespasian.

**EVE** (digests this a moment):

Your cousin is the new emperor... Is that why the local Roman commander came to see you?

**ORPHELIA** (shakes her head):

That wasn't the only reason. He came because he wanted to see you.

**EVE** (speechless for a moment):

*Me?* (after a brief pause) *Why?*

**ORPHELIA:**

He said (awkwardly) he used to be your teacher.

Eve stares at her in helpless shock. Virgil gives her a troubled look.

**EVE** (whispers):

Nymphidius?

**ORPHELIA:**

That was his name.

Eve stares ahead as we:

**DISSOLVE TO**

**[FLASHBACK]**

A small arena in Rome. A teenage Livia is standing in the arena in simple, brown leather armor. Her hair is up in the same way it was in LIVIA and EVE. She is holding a sword at the ready. In front of her is a shirtless man, also with a sword. They are facing each other. Pulling back, we see a Roman in his forties wearing an outfit of a high-ranking officer. This is the Roman we saw fighting the Visigoths in the teaser, only younger.

**ROMAN OFFICER:**

Begin.

Livia and the young man attack each other. There is focus in Livia's movements. Their swords clash a few times before the young man gets the upper hand. When she goes to swing at the young man's stomach, he parries her movement with his own sword and is able to side swipe her, causing her to lose balance. She tries to regain her footing but stumbles and falls.

The young man grins. Livia snarls at him.

**LIVIA** (looks up, determined):

I know I can do this, Nymphidius. I *know* I can. Let me try again.

**NYMPHIDIUS:**

All right.

**LIVIA** (gets up and looks at the young man):

Ever lost before?

**YOUNG MAN:**

No.

**LIVIA** (sneers):

Well, there's a first time for everything.

She charges him and they battle it out. Their swords clash again. They seem evenly matched, but then the young man makes a couple of ingenious moves and succeeds in knocking the sword out of Livia's hand. Breathing hard, Livia glances at Nymphidius, then starts to back away. Nymphidius looks disappointed--but his expression changes to amazement when Livia lunges forward with a ferocious scream, leaps and flips over the young man's head, and then gives him a hard kick in the back, sending him sprawling on the ground. In a swift move, Livia picks up her sword. When the young man tries to get up, he finds her sword pointed at his throat. She smiles in triumph. Applause is heard and Livia looks at Nymphidius.

**NYMPHIDIUS:**

Well done, Livia. (He comes toward her as she lowers her sword) That flip. Where did you learn it? Did someone teach you how to do that?

**LIVIA** (momentarily confused):

I...don't know. It just came to me.

**NYMPHIDIUS:**

Well, I hope it comes to you again.

**LIVIA:**

I know it will.

Nymphidius looks pleased.

***DISSOLVE TO***

Montage of images, each one dissolving into the next:

\* Livia training in the arena, battling different opponents--some with swords, clubs and spears--and Livia winning against all of them. Her fighting ability only improves with practice, as does the flip that she performed on her first lesson.

\* Nymphidius watches during these practices, smiling like a proud father.

\* Livia is fighting in a bigger arena, now with a crowd of spectators. Cheering and clapping erupts as Livia plants her boot on the chest of a vanquished opponent, putting her sword to his throat. Smiling gleefully, Livia looks around. She sees Nymphidius in the front row, applauding her. She gives him a small smile and a nod. Then her eyes rest on Ares, who is standing on the side of one of the seating rows, watching her intently. Their eyes meet and Livia's lips are parted in a sensuous, triumphant smile.

**LIVIA** (in a breathy whisper):

Ares...

***DISSOLVE TO***

A back room behind the arena. Livia takes off her armor and puts it down on a bench, then pours herself some water from a pitcher into a mug. She takes a drink.

**NYMPHIDIUS** (off-camera):

Livia!

Livia whips around, grinning at him.

**NYMPHIDIUS:**

You were great.

**LIVIA** (grins):

So, you think I'm ready to go out into the field?

**NYMPHIDIUS:**

You certainly are. (He puts a paternal hand on her shoulder) I wouldn't be surprised if, in a short time, I see you in command of a legion.

**LIVIA** (looks up at him, raptly and gleefully):

A legion! *All* the legions.

**NYMPHIDIUS** (taken aback):

You're...nothing if not ambitious.

**LIVIA** (determined):

I know what I want, Nymphidius. And someday I'll have it.

**NYMPIDIUS** (half-joking):

Well, Livia, when you have the entire empire at your fingertips, don't forget your old teacher.

**LIVIA:**

I won't.

**[END OF FLASHBACK]**

Clearly troubled, Eve looks at Orphelia, then at Virgil.

**EVE:**

Virgil--stay here and make sure Orphelia's all right. I'm going to town.

Orphelia and Virgil look at her questioningly.

**CUT TO**

Eve rides through the crowded shop-lined streets of Moesia.

**CUT TO**

A small, sparsely decorated room in the Roman military headquarters building. Nymphidius sits at a desk looking over some scrolls. There is a knock on the door and a soldier comes in.

**NYMPHIDIUS** (looks up):

Marius. What news? Have you heard anything about reinforcements?

**MARIUS** (salutes):

No, sir. But there's someone here you'll want to see.

Nymphidius looks past him; his face lights up with an incredulous smile.

**NYMPHIDIUS:**

Livia!

Eve steps forward, smiling uncertainly.

**NYMPHIDIUS** (to Marius):

Leave us.

As Marius salutes and leaves, Nymphidius rises. He and Eve stare at each other.

**EVE** (gently):

Nymphidius... My name is Eve.

**NYMPHIDIUS:**

Oh yes, so I've heard. But to me, you're Livia--and always will be.

Close-up on Eve's troubled face.

**CUT TO**

A long shot of a courtyard in the Roman barracks in Moesia. The soldiers are lined up in several rows.

Eve and Nymphidius walk in front of the lines of soldiers; they salute and cheer.

Close-up of cheering soldiers. Nymphidius looks proudly and affectionately at Eve. There is a momentary gleam in her eye. Then she looks away.

**CUT TO**

Eve and Nymphidius walking down a hallway in the Roman headquarters building.

**NYMPHIDIUS:**

Some of them served under you. They're still loyal.

**EVE** (uncomfortable):

I'd rather not talk about that, Nymphidius. (after a moment's pause) So that's all the men you have.

**NYMPHIDIUS:**

As you see. If my scouts' reports about the Visigoths are correct, we're outnumbered about two to one. If they attack before the reinforcements arrive...



They walk on in silence for a few moments; then Nymphidius continues.

**NYMPHIDIUS:**

But now that you're here--we have a chance.

**EVE** (looks at him in dismay):

Me? I'm only one woman.

**NYMPHIDIUS:**

Not just any woman. You're Livia.

Eve stops abruptly and whirls around to face him.

**EVE** (brusquely):

Livia is dead, Nymphidius. I'm Eve.

**NYMPHIDIUS:**

Yes, I know. You're an Amazon Queen now. (sighs, disappointed) Do you really think that's a better title than "Champion of Rome"?

**EVE** (firmly):

It is to me.

**NYMPHIDIUS** (shakes his head):

You were formidable. Respected by our allies, feared by our enemies--the troops loved you more than any commander I can remember. And then you threw it all away. After everything you did for Rome--

**EVE** (interrupting):

What *did* I do for Rome? Cater to her worst instincts--greed and the lust for power? Kill and plunder in her name?

**NYMPHIDIUS:**

You did what you had to do as a Roman general.

**EVE** (shakes head):

No, I did a lot more. You don't know about all the things I've done, Nymphidius. I went out of my way to be cruel and ruthless. It was my choice--no one forced me to be that way. But now--I've made different choices.

**NYMPHIDIUS** (glances at her):

And what choice will you make now?

**EVE:**

I'll do what I have to do to help you protect Moesia. (reluctantly) I'll fight by your side. But that's it.

**NYMPHIDIUS:**

You can do more than that.

**EVE** (nervous):

What do you mean?

**NYMPHIDIUS:**

You still outrank me, Livia. And with you in command, every soldier we have in the field would be worth two or three men.

**EVE** (looks at him in shock):

You want me to lead Roman troops into battle.

**XENA** (off-camera):

The answer is no.

Eve turns around abruptly to see Xena and Gabrielle standing behind her. Xena looks very grim; Gabrielle looks worried as we:

**FADE OUT**

**ACT THREE**

**FADE IN**

On the same scene as before. Xena stares grimly at Eve and Nymphidius; Gabrielle looks worried.

Close-up on Eve as she looks at them in alarm.

**EVE:**

Mother! Gabrielle... What are you doing here?

**XENA:**

Orphelia told us where you were.

**EVE** (stammering a little):

Th-this is Nymphidius. He used to be my teacher--many years ago.

**XENA:**

Well, *this* lesson's over. Come on, Eve. (she puts her hand on Eve's arm) We're getting out of here.

**NYMPHIDIUS:**

You're making a mistake.

**XENA** (narrows her eyes at him; icy voice):

No, the mistake's all yours.

**EVE:**

Mother, wait. I promised I'd protect Orphelia. I have to--

**XENA:**

Don't worry about Orphelia. We'll get her to safety. You have no other business here.

**NYMPHIDIUS:**

What about you, Xena?

**XENA** (almost snarling):

What are you talking about?

**NYMPHIDIUS:**

I thought *your* business was to protect innocent people. There are five thousand people living in this colony--and not enough soldiers to protect them from being slaughtered.

Xena looks at him hesitantly, then her face hardens again.

**XENA:**

I'm sure Rome can take care of its own.

She turns around and starts to walk away, then stops and looks back.

**XENA** (irritably, to Gabrielle and Eve):

Are you coming?

Gabrielle and Eve exchange hesitant looks.

**NYMPHIDIUS** (to Eve):

If you're going away--I suggest that you ride west, and stop to look at a village called Calpa. It's only two days' ride from here. You'll have a chance to look at the Visigoths' handiwork.

As he speaks, we:

**DISSOLVE TO**

The remnants of a small village, burned completely to the ground. All the buildings have been flattened and all that remains are piles of charred wood, some still smoldering from the fire. Bodies of men, women and children strewn all over the place, many of them are bloodied, battered and bruised and others charred badly from the fire.

**NYMPHIDIUS** (voice-over):

Out of nearly two hundred villagers--not one man, woman, or child left alive.

The image of the destroyed village...

**DISSOLVES TO**

...a close-up of Xena's anguished face, Eve's equally anguished face superimposed on it.

The camera pulls back to show Xena staring at Nymphidius.

**XENA** (turns to Eve):

How do you know this is true? All you have is his word--and he wants you to stay and lead his troops.

**EVE** (firmly):

I know Nymphidius, Mother. He wouldn't lie to me. (She turns to Nymphidius) I'm staying. I'll fight by your side--but they're your men. You lead them.

Nymphidius nods slowly. There is a long pause. Xena is stone-faced; Gabrielle's face reflects mixed emotions. Finally Xena speaks.

**XENA:**

Then we stay too.

**EVE:**

You don't have to. I can handle this on my own.

**XENA** (sarcastic):

Haven't you heard your teacher? I have to stay--it's my job.

Eve looks at her uneasily.

**DISSOLVE TO**

Alaric's tent in the Visigoth camp. Alaric is reclining on some furs sipping wine from a goblet. A Visigoth warrior peers into the tent.

**VISIGOTH WARRIOR:**

Sir?

**ALARIC:**

What is it, Herman?

Herman comes in and bows.

**HERMAN:**

There are rumors...

**ALARIC:**

Rumors about what?

**HERMAN:**

That Xena, Warrior Princess, Gabrielle the Battling Bard and Livia of Rome are inside the walls of Moesia--working with the Romans.

**ALARIC** (sits up):

Xena, do you say? (rubs his beard) And Livia of Rome--also known as Eve of the Amazons. They fought with the Amazons when my brother Euric was killed. (grins) Maybe it's finally time for them to lose a battle.

**HERMAN:**

You want to attack--now? With Xena there, they'll be ready for us.

**ALARIC:**

And we for them. (thinks a moment) I think we would do well to--think small.

Herman gives him a puzzled look.

### ***DISSOLVE TO***

A large room in the Roman military headquarters. Xena, Gabrielle, Eve, Haimon, and Nymphidius along with two other Roman officers are standing around a large table with a map laid out on it.

### **NYMPHIDIUS:**

My scouts tell me the Visigoth camp is right here (points to a spot on the map), in the Alconne Forest. So if they attack, they should be coming from this direction. If we--

He is interrupted by the door flying open. A Roman guard rushes in. Nymphidius looks up as the guard stops and places his fist on his chest in an official salute.

### **GUARD:**

Commander--we've captured a Visigoth spy scouting out the town.

### **NYMPHIDIUS** (interested):

Bring him here.

The Roman exits and quickly returns with two other Roman soldiers who are dragging a Visigoth, a powerful, bearded man with his hands bound behind his back. He snarls as he looks at Nymphidius, Xena and the others. The Roman soldiers push him down on his knees in front of Nymphidius as the man struggles. He stares up at Nymphidius defiantly.

### **NYMPHIDIUS:**

So. You were stupid enough to get caught. Are you going to tell us everything you know--or are you stupid enough to wait until we make you?

The Visigoth remains silent. Nymphidius slaps him in the face, so hard that he nearly falls. Gabrielle flinches and Eve looks away. Xena's face remains impassive.

### **NYMPHIDIUS:**

What are your friends planning? You know we can make you talk.

The Visigoth remains silent, blood trickling from his cut lip. He glances at Xena, almost as if expecting something.

### **VISIGOTH CAPTIVE:**

I will tell you nothing.

### **NYMPHIDIUS:**

Wrong answer. (To the soldiers) Take him outside.

As the soldiers haul the man to his feet, he glances at Xena once again.

### **XENA:**

I can save you some time.

She comes up to the Visigoth and jabs her fingers into his neck. He starts gasping for breath.

**XENA:**

Let's keep this short. You'll be dead in thirty seconds unless you start talking.

**VISIGOTH CAPTIVE** (gasps):

All right...all right! They're planning the attack tomorrow--at noon.

**XENA:**

From which direction?

**VISIGOTH CAPTIVE** (groans):

From the west...using the woods as a cover...

Xena takes off the pinch. The man takes deep breaths as he glowers at her.

**NYMPHIDIUS:**

Lock him up for now. We'll deal with him later.

**ROMAN SOLDIER:**

Yes, sir.

The soldiers drag the Visigoth away. Xena looks after him thoughtfully.

**XENA** (shakes head):

That was too easy.

**NYMPHIDIUS :**

*That was easy?* (with a grim chuckle) I'd hate to see how you do things the *hard* way.

**XENA:**

No, he's up to something--I can feel it. It's almost as if he expected me to put the pinch on him.

**EVE:**

You think it's a trap? (She thinks a moment) They could be planning to launch a surprise attack before noon. Or come from a different direction.

**NYMPHIDIUS:**

You may be right. We'd better be on guard.

**XENA:**

Or they could use the attack as a distraction and try to break through the gates in a different part of the city. There's a lot of ways to lay a trap, Nymphidius. You're lucky if you can think of half of them.

**NYMPHIDIUS** (looks at her with respect):

We'll try to leave nothing to chance. (To Eve) Come on, Livia--

Quick pan to Xena, who flinches at the name. Eve catches her expression and looks intensely uncomfortable.

**NYMPHIDIUS** (continues):

-- we have to get the troops ready.

Eve looks uneasily at Xena and walks to the door with Nymphidius. Nymphidius stops and turns to Xena.

**NYMPHIDIUS:**

Xena--I know there's been a lot of...bad blood between you and Rome. But I wanted to say--it's an honor to meet you and fight by your side. (looks at Eve) It's amazing how I can see you in her. Even though you look so young, it's easy to forget that you're her mother...

**XENA** (harshly):

You'd better not forget it.

**CUT TO**

A dark room in the Roman headquarters, illuminated only by the moonlight coming in from the outside. Gabrielle stands at the window, staring out at the city where torches and lanterns burn in the night.

**HAIMON** (off-camera):

Gabrielle?

Lost in thought, Gabrielle doesn't hear him. Haimon, shirtless, comes up behind her and puts his hands on her shoulders. Startled, she flinches slightly, then puts her hand over his.

**HAIMON** (gently):

Are you worried?

**GABRIELLE** (sighs):

Of course I am. So many things... Tomorrow's battle-- (she glances uneasily at Haimon)

**HAIMON** (facetiously but with an undertone of annoyance):

Maybe one of these days you'll finally believe that I can take care of myself.

**GABRIELLE** (turns around to face him):

Oh, Haimon, I do! It's just that-- (she trails off and lowers her head, then looks up at Haimon again) There are so many things... The last time we fought the Goth tribes--

**HAIMON** (looks embarrassed as realization hits him):

You were almost killed.

**GABRIELLE:**

The Amazons lost many of their best warriors... (sighs) It's not like they had a lot to spare. (She looks away) But it's not just that... I never thought we'd be fighting side by side with Romans again, after...

**HAIMON:**

We're helping innocent people. Isn't that what it's all about?

**GABRIELLE:**

Yes, but...I'm not sure you understand how this makes Xena feel.

**HAIMON:**

Xena will always do the right thing even if it hurts her. Isn't that what you told me once?

Gabrielle nods slowly. Haimon hugs her and she rests her head on his shoulder. Close-up on her worried face.

**HAIMON** (softly):

It's late, Gabrielle. Come to bed.

**GABRIELLE:**

I think I should go and talk to Xena.

Unseen by Gabrielle, Haimon frowns slightly but looks resigned.

**CUT TO**

Xena's room. Like Gabrielle in the earlier scene, she is standing by the window looking out. Ares materializes behind her in a flash of blue light; Xena does not react to his appearance. He caresses her shoulders. She sighs and leans back into him slightly.

**ARES** (lightly stroking her face and her hair):

Bad time?

**XENA:**

You mean--because I have to watch my daughter lead Romans into battle... (her voice drops) *again*.

**ARES:**

There is that.

He presses his face to her hair, breathing in the scent of it.

**XENA:**

Fighting by the side of men for whom she's still Livia...

Ares continues to stroke her hair.

**XENA** (a bitter smile touching her mouth):

She must have been really something.

**ARES** (pulls back slightly and sighs):

It's always going to come between us, isn't it.

**XENA** (softly and sadly):

I don't want it to...

She sighs, putting her hand on top of Ares' hand as he caresses her face. Looking down to the torch-lit courtyard, she catches sight of two figures walking side by side. It's Eve and Nymphidius.

Xena puts her hand over his and is silent for a moment.



**XENA** (pensively):

The past isn't dead, Ares. It isn't even past.

There is a knock on the door. Xena turns abruptly.

**GABRIELLE** (off-camera):

Xena?

Xena lingers a moment to look at Ares.

**ARES:**

Good luck with the battle, Xena.

He blows her a kiss and vanishes in a flash of light. Xena stands still for a moment, then turns to the door.

**XENA:**

Come in.

The door opens and Gabrielle comes in.

**GABRIELLE** (stops, looking at Xena with concern):

Are you all right?

**XENA:**

Yes. Yes, I'm fine. (looks away) We should both get some sleep.

Gabrielle comes up to her and puts a hand on her arm.

**GABRIELLE:**

I know how tough this is for you.

**XENA** (looks at her):

For both of us.

**GABRIELLE:**

It's not the same. When that man called Eve Livia--

She trails off. Xena's eyelids flicker and her jaw trembles a little but she says nothing.

**GABRIELLE** (continues):

You trust Eve, don't you? (Off Xena's alarmed look) To do the right thing.

Xena sighs, walks over to the bed and sits down.

**XENA:**

I wish I knew what the right thing was.

A brief silence.

**GABRIELLE:**

Xena...are you fighting to help the people in this colony--or to help Eve?

**XENA** (after a pause):

Does it matter? A fight is still a fight.

Xena and Gabrielle look at each other, Gabrielle with anxiety, Xena with grim determination.

***DISSOLVE TO***

Daylight. Romans soldiers are lined up outside the city walls, facing the forest. The camera pans over the faces of several soldiers who stare intently ahead of them, listening for any sign of an attack; then pulls back to show Nymphidius and Eve walking down the line inspecting the troops.

***CUT TO***

Roman soldiers guarding the city gates inside.

***CUT TO***

Roman soldiers guarding another city gate.

***CUT TO***

The Roman lines outside the walls. Close-ups of Xena, Gabrielle, and Haimon staring tensely ahead of them.

Pan to the woods a short distance from the city walls. Movement is seen amidst the trees. Suddenly, Visigoths--some of them on horseback and some on foot--start pouring of the woods.

**NYMPHIDIUS:**

Formation!

The Romans move a square formation, holding up their shields and easily repelling the spears thrown by the Visigoths.

***CUT TO***

A montage of battle scenes:

\* Two Romans fighting a Visigoth with a mace. He manages to swipe one of the Romans and knock him down but the other one runs him through and he falls dead.

\* Eve, on horseback, leads a group of Roman warriors charging into the thick of the Visigoth army.

\* A lone rider, cloaked and helmeted, staying behind the Visigoth troops; the rider's face is hidden by the visor of the helmet.

\* Xena and Gabrielle fighting back to back, performing almost identical moves, as if one were a reflection of the other

\* Haimon stabs a Visigoth with his sword

\* A wounded Roman falls

\* Nymphidius' sword shatters a Visigoth's spear

\* The rider at the back of the Visigoth troop lifts the visor of the helmet; it's Zenobia. She scans the battlefield, a gleam in her eye, and finally zeroes in on Eve, who is fighting off several Visigoths.

**ZENOBIA** (hisses):

Livia...

She rides up closer to the battlefield. A Roman on horseback charges her but she easily cuts him down and his riderless horse gallops off, neighing in fright.

Pan to Eve as she knocks down a Visigoth with a kick, then flips over three other Visigoths who are attacking her and slams two of them into each other, knocking them out.

Close-up of Eve as her eyes meet Zenobia's. She looks shocked, staring at Zenobia as if transfixed. Zenobia stares back, her lips curling up in a sneer.

**NYMPHIDIUS** (off-camera):

Livia! (Eve flinches) Watch out!

Eve is shaken out of her trance, just in time to whip around and avoid the thrust of a Visigoth's sword. The edge of the blade slashes her side just underneath the leather armor, drawing some blood. She and the Visigoth spar briefly before she slashes at his arm, knocks the sword from his hand and delivers a kick that causes him to stagger back. Drawing a dagger, the Visigoth charges at her again but Nymphidius cuts him down.

**NYMPHIDIUS** (to Eve):

Are you all right?

**EVE** (nods):

Yeah. (looks at the cut on her side) It's only a cut.

**NYMPHIDIUS:**

I'm glad I got you to wear the armor. It would have been madness going up against the Visigoths in those Amazon rags. (ignoring Eve's angry look) What happened? It's not like you to get distracted. You looked like you saw a ghost.

**EVE:**

I...I think I did.

**XENA** (off-camera):

Eve!

Xena comes running toward them.

**XENA:**

Are you all right? (moves to look at the cut on Eve's side)

**EVE:**

I'm fine (a little impatiently) --I'm fine, it's just a scratch.

They're interrupted by several Visigoth warriors who come running toward them. Xena, Eve and Nymphidius easily beat them back.

***CUT TO***

The Visigoths are pushed back by the Romans.

A shrill whistle sounds. Pan to Zenobia as she gallops away into the woods, followed by the other Visigoths.

The Romans cheer their victory.

**ROMAN SOLDIER** (off-camera, among the general cheer):

Livia!

Others join in and a chant of "Li-vi-a! Li-vi-a! Li-vi-a!" picks up and grows louder.

Close-up on Xena. Her face is frozen, only her eyes betraying her horror and anguish.

Close-up on Eve, who looks dismayed.

The camera pulls back. Gabrielle looks from Xena to Eve in alarm. Nymphidius looks at Eve as well, his expression mixed feeling--an almost paternal pride, as well as disappointment at her reaction.

Zoom out for an overhead shot of the battlefield as we:

***FADE OUT***

**ACT FOUR**

***FADE IN***

Nymphidius, Eve, and two Roman officers are walking through the battlefield, looking around. Xena, Gabrielle, and Haimon are following them.

**NYMPHIDIUS:**

We've lost fewer than a dozen men. (Shakes his head in surprise) Maybe the tales we've been hearing of the Visigoths and their power were exaggerated. They weren't nearly as formidable as I expected them to be.

**OFFICER #1:**

Nothing but a bunch of pathetic Visigoths.

**XENA** (raising her voice):

Maybe that's what they want you to think. Next time they attack, you'll go in there thinking you're invincible and walk right into a trap.

**OFFICER #1** (chuckles):

Judging by today, I very much doubt that there'll be a next time.

**CUT TO**

A large clearing in the woods. Zenobia rides in, leading the Visigoth attack force in retreat. She brings her horse to a halt.

Alaric, on a spotted gray horse, rides out on the clearing from the opposite direction. He looks expectantly at Zenobia.

**ZENOBIA** (smiles):

It's all going according to plan.

**ALARIC:**

Good. Let the Romans think that just because they've won the battle, they've won the war. (grins) That's exactly what I'm counting on.

**CUT TO**

The walls of Moesia. The Roman troops are going inside the city gates.

**CUT TO**

The courtyard at the Roman military headquarters in Moesia. Xena and Eve are walking through the courtyard. Gabrielle and Haimon are walking ahead of them.

**XENA** (in an oddly expressionless voice):

Come on, let's get that cut of yours cleaned up.

**EVE:**

It's all right. You shouldn't worry about me so much.

**XENA** (smiles thinly):

It's what mothers do.

**EVE** (glances at her guiltily):

Mother...are you angry at me? For staying here to fight?

**XENA** (a little stiffly):

It was your decision to make. I'll always stand by you. (changes the subject) Right now, we need to think about winning this war.

As they continue walking through the courtyard, the camera pulls back to show a group of Roman soldiers standing by the wall, passing around a wineskin.

**EVE:**

You think they'll be back?

As Xena and Eve come near the group of soldiers, one of them, a man in his late twenties, stares at Xena with undisguised hostility, narrowing his eyes.

**XENA:**

There have to be more of them. Eve, we shouldn't wait for them to make the next move. Otherwise, they'll always have us on the defensive. You-- (she pauses) Nymphidius needs to track them down to their camp and attack first.

Close-up of the soldier who's giving Xena a dirty look.

**SOLDIER #1** (calls out):

Xena!

Xena and Eve stop abruptly and turn to look at him.

**XENA** (guardedly):

Yes?

**SOLDIER #1:**

Word is--some four years ago, you and your little girlfriend helped out a bunch of desert-dwelling savages fighting against a Roman legion.

**XENA** (comes closer and gives him an icy stare, her arms crossed on her chest):

What's it to you?

**SOLDIER #1** (his hand on the hilt of his sword):

What's it to me? I'll tell you. My brother was serving in that legion. The animals killed him.

Xena looks regretful for a moment; then her stare hardens.

**XENA:**

Soldiers get killed. It comes with the job.

She turns to walk away.

**SOLDIER #1** (yells after her):

What makes you think we can trust you now?

Xena whips around. Eve looks alarmed; in the background, we see that Gabrielle and Haimon have stopped as well and are watching the scene.

**SOLDIER #2:**

Vitus is right! She's always hated the Romans--everyone knows that! How do we know she won't lead us into a trap?

**SOLDIER #3:**

Yeah! What gives a Thracian thug the right to meddle in Roman affairs?

**XENA** (scornfully):

Trust me, meddling in Roman affairs is the last thing I want. I'm here to help some innocent people protect their homes and their lives from a ruthless invader. (narrows her eyes) Just like I helped those savages (spits out the word with contempt) in the desert.

The soldiers grumble indignantly.

**VITUS** (SOLDIER #1):

You really expect us to believe that you want to help us? You probably *want* the Visigoths to slaughter everyone in this colony!

**XENA:**

Why, you--

She steps toward the soldier in a menacing manner. Vitus draws his sword.

Eve steps between them and glares at the soldiers.

**EVE:**

Enough of this. We have an enemy to defeat--and Xena is *not* the enemy. You may not like her but right now, she's fighting on your side--because it's the right thing.

Close-up on Xena's face. She's keeping her emotions in check but is obviously conflicted.

**EVE** (continues):

Believe me, if anyone has good reasons to hold a grudge against Rome, it's Xena. If she can put it behind her, why can't you?

Soldier #2 looks at Eve, then puts his hand on Vitus' sword arm, restraining him.

**SOLDIER #2:**

Out of respect for you--we will. (He salutes her) I fought under you in Gaul. You were the best commander I ever had.

Eve looks at him silently, clearly troubled. She turns and starts to walk away, Xena walking at her side.

Close-up on Xena's face as she stares blankly ahead.

**DISSOLVE TO**

**[FLASHBACK]**

From "Livia":

Xena is standing with Augustus behind the curtains of the Imperial Box.

**XENA:**

She's a warrior...for Rome!

**AUGUSTUS:**

She's alive. Considering all of Mt. Olympus wanted to kill her, wanted to crush the Bringer of Twilight. What more did you expect?

**XENA:**

I'll tell you what I expected--I expected to raise her myself! To show her a way beyond the blood and the violence!

**AUGUSTUS:**

But you weren't there! She was sent away as a child and raised in the provinces, with every advantage. She had the best tutors, the best training!

**XENA:**

For what? I saw the slaves. She's a monster!

**AUGUSTUS:**

She's the greatest warrior Rome's ever known.

**[END OF FLASHBACK]**

Xena and Eve walk on in a tense silence.

***CUT TO***

The forest outside Moesia. A large Visigoth force is moving through the woods, led by Alaric and Zenobia.

***CUT TO***

The walls of Moesia. Pan up to a guard tower. Zoom in on a Roman sentry as he looks down. His eyes widen in dismay.

***CUT TO***

Eve's room in the Roman headquarters building. Eve is sitting on the bed with her armor and helmet off; Xena is tending to the cut on her side.

**XENA:**

There--that should be all right.

**EVE:**

Thank you. (after a brief silence) I'm sorry about what happened out there.

**XENA (coldly):**

There was no need for you to step in. You could have let me handle it.

**EVE:**

And have you fighting with our men? That wouldn't have done anyone any good.



**XENA** (glances at her in shock):  
*Our men?*

Eve looks away; Xena gets up, walks toward the window and stands still, looking out.

**XENA** (bitterly):  
Maybe that soldier was right. I have no business meddling in Roman affairs.

**[FLASHBACK]**

From "Ashes To Ashes":

Xena is standing in the small house, wearing her simple peasant dress, the imaginary Agrippina in front of her.

**AGRIPPINA:**

A part of you desperately wanted to believe that there was something good in Rome--that the power of the empire could be put to the service of the Greater Good. You thought you could help make that happen.

**XENA:**

And that's supposed to make me feel better? (shakes her head bitterly) I let my guard down and forgot the most important lesson I ever learned.

**AGRIPPINA:**

And what lesson is that, Warrior Princess?

**XENA** (growling):

Never trust a Roman.

Over the flashback, a loud knock on the door is heard.

**[END OF FLASHBACK]**

Xena and Eve turn abruptly to the door. The door flies open and a Roman soldier (Soldier #4) rushes in, slightly out of breath.

**SOLDIER #4:**

Livia--the Visigoths are back...with at least four times the force they had before! They're headed straight for the Western gate!

Xena and Eve exchange concerned looks.

**XENA** (grimly):

Very clever.

**EVE** (picks up her armor and helmet):

Let's go.

Eve walks out. Xena sits still a moment, then heads for the door when Ares materializes in a flash. She stops and looks at him.

**ARES:**

Would you let me help you?

**XENA:**

No. Ares, this is just another battle. I've fought plenty of those without having you bail me out.

**ARES:**

I have a bad feeling about this one. Be careful.

**XENA (brusquely):**

I'm always careful.

**ARES:**

This is much too personal for you. You're losing focus.

**XENA (glares at him):**

I said I'll be fine.

**ARES (reaches out to touch her face; softly):**

No way I'm going to lose you now.

Xena's face softens as she touches his hand.

**XENA (in a softer voice):**

Don't be so melodramatic. (She reaches up and gives him a quick kiss) I've got to go.

She walks out briskly. Ares remains standing there, looking after her thoughtfully.

**CUT TO**

The Romans stream out of the city gates. They look somewhat disorganized, obviously taken by surprise.

Quick pan to the Visigoth force coming toward them.

The two armies clash.

A montage of battle scenes as the Romans and the Visigoths fight. This time they are at least evenly matched. We see both Romans and Visigoths falling in battle.

Zoom in on Nymphidius. He strikes down a sword-wielding Visigoth and starts to fight another, not noticing that yet another enemy is approaching from behind. As he spars with the Visigoth in front of him, the one behind him hits him in the back with a club and he falls to the ground.

The two Visigoths grin, one raising his sword, the other his club.

The man who is holding the sword suddenly has it knocked out of his hand with a powerful blow of another sword. He whips around only to be downed with a swift kick to the chest and then knocked

unconscious with another kick to the head. The club-wielding Visigoth swings his club. The camera pulls back to show Eve. Her sword slashes at the Visigoth's right hand, wounding him. He snarls and nearly drops the club but manages to swing it at Eve. She spins around with a furious yell and knocks the club from his hand, then kicks out both legs, using her sword as a pivot, and knocks him down just as Nymphidius starts scrambling to his feet.

**NYMPHIDIUS** (hoarsely):

Thank you.

Eve nods in acknowledgment, then looks across the battlefield, obviously searching for someone. The camera follows her gaze to show Xena fighting.

**CUT TO**

Gabrielle and Haimon fight side by side.

**CUT TO**

Alaric galloping through the field, surveying the battle.

**CUT TO**

Zenobia, now on foot, emerges from a cloud of dust. She charges forward, cutting through the Roman ranks with ease and slaughtering the soldiers in her path.

**CUT TO**

Eve battling two Visigoths. She knocks the sword from one man's hand, then leaps and knocks him out with a kick to the chest, and almost simultaneously hits the other man in the face with the flat of her sword. He falls.

Eve runs toward another area of the battlefield, only to stop short.

Pan to Zenobia, who stands in Eve's path, pointing a sword at her.

**ZENOBIA** (sneers):

Well, if it isn't my old friend--*Livia*.

**EVE** (looks stricken for a moment but then recovers):

Zenobia.

**ZENOBIA:**

Oh, you remember me. Well, I'm not surprised--I was your first big trophy. You know, in the dungeon where you sent me, I heard rumors that you'd become some kind of pacifist. I guess it didn't take.

**EVE:**

You've joined the Visigoths.

**ZENOBIA:**

And why not? Any enemy of Rome is a friend of mine.

**EVE:**

Zenobia, these people aren't fighting for freedom the way you were. They're fighting for greed and power and conquest...the way I was. You're better than that.

**ZENOBIA** (with a sneer):

After eight years as a captive of Rome, it's a little too late to appeal to my better nature. No more chitchat, Livia. I've waited long enough to cross swords with you again.

Zenobia charges at Eve with a furious battle yell. They fight. Each is able to hold her own against the other as they display a dazzling array of sword moves and kicks.

**CUT TO**

Xena goes up against one of the stronger and more commanding Visigoths, a powerfully built man with a long beard. He snarls at her and she snarls back with an equally deadly stare before he attacks her. She meets his sword several times and flips over him, preparing to stab him from the back. But he is one step ahead of her and he grabs her arm and spins her around so she is facing him again. She kicks him in the gut but he is unfazed. She swings her sword at him and he knocks it out of her hand. She staggers for a moment but quickly regains her footing. The Visigoth attacks again.

Xena repels his attack, knocks him to the ground and runs her sword through his chest as he bellows in mortal pain. Breathing hard, she looks around the battlefield, the camera following her gaze. We see Gabrielle and Haimon fighting in another part of the battlefield, and then Eve, fighting Zenobia.

Xena stands frozen for a moment, looking troubled and distracted.

**[FLASHBACK/VOICEOVER]****XENA:**

She's a warrior...for Rome!

**AUGUSTUS:**

She's the greatest warrior Rome's ever known.

In the background, a group of Visigoths can be seen running up behind her, their leader swinging his sword.

Pan to Gabrielle and Haimon. Gabrielle repels a Visigoth's attack with her sword, then downs two more Visigoths with a series of swift kicks.

The attack momentarily stopped, Gabrielle pauses to take a deep breath. Then she turns and looks toward where Xena is fighting.

Close-up on Gabrielle's face. She looks alarmed.

**GABRIELLE** (shouts over the noise of the battle):

*Xena!!!*

Pan to Xena. She falls to the ground, face down, brought down by a blow to the back from a Visigoth's club. As she starts to scramble to her feet, another Visigoth kicks her in the chest twice; she staggers and reels back, and another kick causes her to fall backwards.

Pan to Gabrielle as she runs desperately toward Xena.

**GABRIELLE** (screams):  
Xena!

The Visigoths surround Xena, blocking her from view. One of them raises his sword and brings it down. Xena's cry of pain is heard.

Gabrielle screams and runs faster.

Ares materializes next to the Visigoths who have surrounded Xena. With a roar of rage, he throws a fireball, killing two of the Visigoths and causing the others to scatter in terror. Ares throws more fireballs after them.

Shouts of panic are heard among the Visigoths:

--Run!  
--They've got a god on their side!  
--He'll kill us all!

The Visigoths start running.

**CUT TO**

Eve and Zenobia stop fighting, their attention drawn by the commotion. Eve sees Ares and looks worried. Close-up on Eve.

**EVE** (whispers):  
Mother...?

Eve races toward where Xena is. Zenobia does not pursue her but stands in one spot, looking after her.

**CUT TO**

Gabrielle and Ares bending over Xena.

She is unconscious and covered with blood. There is a large bleeding gash in her side just beneath the armor, and another wound in her chest.

**GABRIELLE** (terrified):  
Xena...

Ares kneels down and brushes the messy, bloodied hair off Xena's face.

**ARES** (quietly):  
I'm not going to lose you.

The camera pulls back to show Haimon standing behind Gabrielle, looking concerned. Eve runs up to them, out of breath.

**EVE:**

Is she--

**GABRIELLE:**

She'll be all right, she has to be all right!

**EVE** (almost crying):

Mother--

Nymphidius comes running toward them.

**NYMPHIDIUS:**

What's going on?

**HAIMON:**

Xena's badly hurt.

Pan to Xena. She moans slightly and her eyelids flutter but she does not regain consciousness.

**NYMPHIDIUS:**

Livia--come on! Something's made them panic--right now, we've got them on the run. It may be our only chance to push them back. We need you out there!

Eve looks torn.

**HAIMON** (to Eve):

Go on--we'll take care of her.

Eve walks off with Nymphidius, pausing to cast an anguished look back.

Ares picks up the still-unconscious Xena in his arms and stands up, his face grim. He disappears with Xena in a flash of light as we:

***FADE OUT***

**TO BE CONTINUED...**

*[The average life expectancy of Roman emperors continued to decline during the production of this motion picture.]*