

Season 2: Episode 13-24

Guides directly from:

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Episode 13: Los Moscos

Directed by Jeremy Podeswa

Written by Daniel Knauf

"Run you coward, run as your father did."

Summary: The words of Brother Justin's homily ring out over California's airwaves as a furious Ben strangles Lodz. "As God tested Job, so too have we been tested, brothers and sisters," Justin says to his radio listeners. And, at the moment Ben squeezes the life out of Lodz, Ruthie springs awake from her comatose state.

Staring in disbelief at his own hands, Ben accuses Management of engineering Ruthie's attack and killing Lodz. "Lodz was a traitor," the voice behind the curtain says. "He meant nothing to me." Ben is shaken, and turns to leave the terrible scene in the trailer when a decrepit hand shoots out from behind the curtain and grabs him.

Immediately, he has entered a vision: He stands alone in a vast, silent desert. A warning horn sounds, followed by a flash and a tremendous nuclear explosion. Devastation spreads as far as the eye can see. And there, braced against the waves of dust and debris he sees another figure crouching: Brother Justin.

Back in the trailer Management explains the vision. "A weapon," he says. "A false sun wrought by the hands of men." To stop it, Ben must destroy the preacher he sees in his dreams, find Scudder and bring him to Management. "What is he to you?" Ben asks. "He is to me what the preacher is to you," the voice replies. Management then explains that his own name is Lucius Belyakov, and that he is the Russian soldier Ben has seen mauled in his foxhole dream.

The information is too much for Ben and he takes off. "You can't run from this-- millions will die!" Belyakov calls out, in futility. "Run you coward, run as your father did!"

Across the yard, the rest of the troupe is fiercely fighting the fire in Apollonia's bus, but the blaze is out of control. Jonesy barrels out of the inferno with Sophie, who screams for her mother. "She's gone, Sofie..." Samson says, but the girl knows better. "No, she's not, she's screaming," she says of the voice in her head. "Mother stop it...just die!" And suddenly, her expression changes. The silence, and its significance, overwhelms her, and she collapses.

Management enlists Samson to dispose of Lodz's body, and forces him to call

the sheriff and let him know that the fugitive Ben Hawkins died in the bus fire. Apollonia's remains are produced as proof. He also demands that Samson again serve as a liaison to Ben. "The boy mustn't set foot in this trailer again," Management says. "He...tempts me."

At home after his sermon, Brother Justin falls asleep in a chair and dreams of a twisted and barren tree on a hill. He is met by a man with an elaborate tree tattoo-"the Usher"-who bleeds a strange color when cut. Awakening, he shares a long look with a half-dressed Iris before heading out into the dark, and an assignation in Chinatown.

Soon after, Justin is called to the bedside of Reverend Balthus, who has had a stroke on his way to district office of the church. Pulling Justin aside, Bishop McNaughton shows him a letter, in which Balthus accuses Justin of demonic possession. Later, alone with his paralyzed, onetime father figure, Justin murmurs smoothly that, "It should never have come to this."

Driving home from the hospital, Justin sees the tree from his dream and tells Iris to pull over. He climbs to the tree and gazes over an empty valley. "Here I will build my temple," he says.

Justin's congregation is humming along smoothly. Donations are rolling in, his schedule includes lunches with Congressman, and a new radio deal with William Randolph Hearst is pending. But radioman Tommy Dolan pulls Justin aside to warn him that people are looking into the deadly fire at his orphanage. A car like Justin's was seen leaving the scene, he says, and though he knows there was no malfeasance, "People hold their prophets to high standards--even in California."

Justin tells him to conduct a full investigation, no matter what it leads to. Iris, noticing the private conversation, is perturbed.

At the Carnivale, relations are frosty between the devastated Sofie and Jonesy, who has been checking in on her recuperation. When Sofie tries to apologize for her antics the night of the fire, he cuts her off. "I'm sorry, you're sorry, the whole goddamn world is sorry," he says, sounding truly regretful. "It don't mean a goddamned thing."

Ben now understands what he needs to do, and returns to the Templar Hall where he and Samson had been stonewalled. He breaks in, but as he searches files, is surprised by Mooney, who tries to brain him with a pool cue. Ben gets the better of him, and demands to know where Scudder is. Mooney denies knowing anything, but as Ben becomes more vicious, he relents. Scudder had been there 12 years ago, Mooney says; he gave "the sign" and was welcomed by the hall. Scudder became friendly with the chaplain, Kerrigan, but ended up fleeing after stealing "gospels" from the library. "If you find Scudder, for God's sakes don't tell him you talked to me," Mooney begs. "He ain't human."

Walking out, Ben notices a painting of a bestial looking man with a tree tattoo; the picture is signed by the old chaplain. "What happened to Kerrigan?" he asks the gasping Mooney, who tells him that the man is institutionalized in Alamogordo.

Brother Justin is about to deliver another of his sermons when he is confronted by a nervous little man who says he is looking for "the Usher." Reaching out his hand in introduction, the man slashes Justin's palm, but seems shocked at the result. Justin becomes enraged and grabs him, and suddenly the two stand inside Justin's vision, beside his tree. "You bleed like a man," the terrified man tells a black-eyed Brother Justin. "It means he's still alive." According to the Book of Matthias, the man says, Justin must kill Henry Scudder. "Then you'll be the prophet. The usher," the man says.

As Justin's sermon goes out on the airwaves, the radio engineer mentions that the signal seems to be transmitting far beyond the equipment's capacity. Many miles away, as a prison guard listens to the program, Varlyn Stroud, an inmate, listens as well. But as Justin preaches, Stroud hears a raspy command. "Varlyn Stroud," the voice says. "Follow me..."

Returning home to his room, Justin seems to be debating something, and eventually tries Iris's door. She has locked herself in.

He retires, undressing and combing his hair. But his comb sticks, and, yanking, he pulls a piece of flesh from his scalp. Inspecting his head, another piece comes off. And another, and another, until his face is coming off in chunks in his hand. Finally shredding the mask of his skin from his head, he sees another head beneath. "Who are you," he shrieks at the ghoulish sight.

Smiling back at him from the mirror is a bloody face. The face of Ben Hawkins.

Episode 14: "Alamogordo, NM"

Directed by Jack Bender

Written by William Schmidt

"You must walk your own path..."

Summary: "Though I am alone, I feel you with me." The words of Brother Justin again fill the airwaves. But for one distant listener, the prisoner Varlyn Stroud, the message is something different. "Varlyn Stroud, I need you," he hears in the radio broadcast that rings through the cellblock. The prison guard, too, is drawn in. In a trance, he hands his keys to Stroud and leans his head back. The prisoner deftly produces a shiv and slits the guard's throat. Walking out of confinement, Stroud hears his orders, "Find Henry Scudder..."

Ben Hawkins arrives at the institution that holds Father Kerrigan, but seems unclear how to proceed. Drifting upstairs he finds a chapel; up front, a supplicant priest is deep in prayer. As the murmurs of a Latin chant are heard, a statue of the baby Jesus tilts his head to look at Ben. "Are you Ben Hawkins?" a voice behind him says. Turning, he finds a nurse. "Father Kerrigan will see you now." Asking how she knew his name, he is informed that he is on the authorized visitor list. "It's a very short list, just your name and one other." Let me guess, Ben offers: Henry Scudder.

Kerrigan's room is filled with hundreds of drawings and paintings--all representations of the tattooed man. Sitting on the floor, Kerrigan mutters and compulsively crosses himself over and over again. Ben pulls down a drawing. "Who is he," he asks, trying to get the man to listen to him. "What did Scudder do to you?" Grabbing the man, he is thrust into a vision of a ritual. He sees a maniacal Scudder biting the head from a huge snake and drawing signs on the ground in blood.

After the vision, Kerrigan is more at peace. Ben asks to take one of the drawings and leaves.

At the Carnivale, life is slowly returning to normal, though Sophie is still missing. Ruthie sees that an old boyfriend, Skeeter Lewis, has joined the rousties, and makes a date to meet him later. And Lila, moping in Lodz's trailer, accidentally finds his wallet and soon realizes that he did not bring his stake with him, wherever he went.

Hundreds of miles away, Justin breaks ground on his new temple and dedicates it to the child martyrs of the Dignity Ministry. Tommy Dolan continues his investigation of that tragedy, learning that only "Miss Iris" was in the dormitory when the fire broke out.

In Oklahoma, Varlyn Stroud is fast on Scudder's trail. He locates the abandoned Hawkins farm, and soon finds his way to the Donovan place in Tipton, where he finds a postcard from Scudder postmarked "Babylon." He has also acquired a gun and a badge, murdering Lyle Donovan in the process.

Driving home, Ben is somewhat dazed, and finds himself reciting words-a poem?-he heard from Father Kerrigan. Seemingly in the middle of nowhere he thinks he sees an image of the tattooed man. But it is Sophie who appears, walking barefoot, as though in a trance, alongside the road. Ben reaches out to hold her, and she slaps him, but eventually gives in to his healing embrace. When she returns to her senses, she says that she no longer belongs with the troupe, that she can't make her way.

Back at the camp, Samson tells her that she can stay in Lodz's trailer.

Later, Samson tells Ben that the poem Kerrigan was muttering was written by Charles Ingram; Management says that they have to head to Ingram, Texas to "find an old lady." Most importantly, he says that Management wants to see him. "When I gave him that picture, he got all stewed up," he says.

"You've seen the usher? The tattooed man?" an obviously upset Management asks Ben. The man is "Lord of Shadows...the usher of destruction," he says. "It means the end times aren't near, they are upon us. You'll never be prepared in time. We are lost."

Ben begs Management to let him heal him, and the decrepit figure is tempted. "You know what's at stake," Ben says, reaching out a hand. "No! Get back," says the voice. "My time has passed. It's your battle now, Ben Hawkins."

Outside, a dolled-up Ruthie waits for her date, but when Samson asks her about it, he is mystified. Skeeter Lewis, he says, has been dead for five years.

As the sun rises, the tents come down, and Sofie looks out at the world that has been hers. Walking over, she joins the workers loading the truck. Soon Carnivale is rolling toward Texas.

Brother Justin is finishing a long night of his own in Chinatown. As a woman crawls off of his back, he walks, gingerly, to the mirror. The woman helps him slide out of his robe to see his reflection, and her handiwork. Covering his body is a massive tattoo. The gnarled and bare limbs of a tree. Brother Justin is the tattooed man.

Episode 15: "Ingram, TX"
Directed by John Patterson
Written by John McLaughlin

"In a single coast to coast broadcast, I will speak to more souls than Our Lord did in his entire lifetime..."

Summary: After nearly a week in tiny Ingram, Tex., the night is quiet in the Carnivale camp, until Sofie wakes up, believing she smells smoke. Ben helps her look, but there is no sign of any fire.

The next day, Ben asks Sofie to read his Tarot cards, but she dismisses the idea, says she has no ability and angrily tells him to burn the deck. She has been having trouble sleeping and doesn't believe that the smoke she smelled was a dream.

Ben has difficulties of his own. Despite pressure from Samson and Management, he has been unable to find any clues in a week of driving around the roads of

Ingram. "Kerrigan didn't give me a road map," he says. Samson understands, but knows that unease is mounting. "Watch your back," he warns.

In Mintern, a huge encampment has grown around the future home of the Temple of Jericho. Tommy Dolan complains that many of the supplicants are only there for a hot meal. "Then they will be fed," Justin says expansively. "They've come because they were called, Mr. Dolan. I need them all."

Later, as Justin addresses his radio congregation, Iris glances at his notes for the sermon and discovers only a page of grotesque doodles, dismembered eyeballs and female genitalia.

On the road, the tracker Varlyn Stroud has found his way to Babylon. With a Babylon Mining Company accounting book in his hand, he compares names against the names on a memorial to those who perished in the cave-in of '21. Crossing off the names of the dead in the ledger, he is left with just one: Henry Scudder. Still dressed as a cop, he heads to the telegraph office to wire Brother Justin that he is heading for New Mexico.

At the Carnivale, things are not right in Ruthie's world. She awakes one morning to see Lodz outside her curtain, but finds no one there when she rises. Her snakes have been skittish lately, biting and killing each other. Then, during a performance, one of her them wraps itself around her neck and tries to strangle her; she is saved when Gabriel arrives. "Kill it, kill it," she screams, and her son batters the snake to a bloody pulp.

Ben accedes to Sofie's wishes and burns her Tarot cards. But as he stares into the fire, he sees one that stops him in his tracks. Sitting in the middle is a card with an image of the Tattooed Man, on a Tarot marked "Le Passeur." He pulls it from the blaze and shows it to Sofie, but she says it's not a true Tarot card. "I've seen 'em all a thousand times," she says. "That's not one of them."

At the cooch tent, Stumpy has Rita Sue and Libby working overtime with the johnnies. He's also pulling out all of the fundraising stops, including blow-off shows for kids. Later, when a rough character shows up to collect money from Stumpy, he tries to pass him off as an old friend, but Rita Sue is suspicious, and Libby overhears the man threatening Stumpy.

Reverend Balthus, still incapacitated by stroke, is wheeled into Justin's home. "Welcome home, Norman," Justin enthuses, and he is soon spooning baby food in his old mentor's mouth while tormenting him with his plans for the future.

Justin's cohort Tommy Dolan continues his investigation of the fire at the Dignity Ministry. A waitress who saw Justin's car leave the scene is unwilling to talk, but Tommy wins her over with a heartbreaking story. He learns that the person driving the car was slumped down. "Could it have been a woman?" Tommy asks.

"Might have been," the witness says.

Driving the ranch roads around Ingram, Ben is stopped by a tree in the road and discovers a nightmarish camp. Positioned throughout are strange and decrepit artifacts-mangled mannequins, parcels of insects, literature about artificial human eyes. Searching, he trips a crude alarm and is quickly set upon by stooped men, howling like monkeys. One is firing rusty bolts from a slingshot. Ben fights, but is soon overcome as more men arrive.

Hanging upside down, Ben is viciously flogged, while two tattered women go through his possessions. Finally, the moonshine-swilling leader calls out, "Leave some for the worms," and tells the man beating Ben to go bury him.

Justin continues his psychological torture of Balthus, inducing the toothsome maid Celeste to service him while the paralyzed reverend watches. "I will show you things," he purrs. "Wonderful, terrible things."

At the strange camp, Ben's captor finishes burying him alive as the others divide his paltry belongings. But when the leader sees Scudder's Templar watch fob, he leaps up and scrambles desperately to the burial spot. Frantically digging Ben out, they find him still alive. "This yours?" the man asks, holding out the fob. "We've been waiting for you."

Back at the Carnivale, Ruthie again sees Lodz and follows him back to his trailer. But when she opens the door, she sees only Sofie, asleep. Ruthie tucks her in and leaves, not noticing the knob of the radio as it slowly rotates to tune in Justin's sermon. As his voice is heard in the night, Sofie's eyes slowly open.

Episode 16: "Old Cherry Blossom Road"

Directed by Steve Shill

Written by Dawn Prestwich and Nicole Yorkin

"Always room for kin at the table."

Summary: Still bound, Ben is led by his captors, but the brutal treatment has eased. Only Lee still feels compelled to abuse him. "We shoulda left him in the ground," he snarls, but the others seem terrified that "she" will see.

Reaching a decrepit old house, the men approach a more senior man on the porch and show him the watch fob they have taken from Ben. "She wants to see you first, Lee," he says. As Ben waits, surrounded by filth and the stench of cats, he hears Lee's screams from upstairs. Soon, his tormentor comes down, crying and clutching his mouth.

Next it's Ben's turn, and he is thrown into a room and locked in. Turning in the

dark and sordid quarters, he sees ghoulish pictures on the wall, including a photo of a lynched man; an old lady faces away from him. As he approaches, she grabs Ben's arm, overwhelming him with surprising strength. Ben sees that the woman's eyes are scarred and skinned over. "Why'd you make me wait so long," she coos.

The old hag introduces herself. "I'm your grandma," she says. She tells Ben that the men downstairs are his cousins and that they want him dead, but she is clearly entranced by him, petting and embracing her grandson.

At Carnivale, Samson warns Stumpy that there are to be no more tittie shows before sunset, but Rita's husband still seems bent on every moneymaking approach he can come up with, and it is wearing on the family.

The rousties complain bitterly about working with "a split tail," and when Jonesy finally hears enough, he grabs a shovel and tells Sofie to dig the latrine. With Sofie toiling in the sun, the men make bets on how long she'll go before collapsing.

Ruthie continues to see visions-- this time a figure in black-- and, like Sofie, believes she smells smoke when no one else does.

In Mintern, Justin dresses, merrily humming a hymn. Bumping into Iris, he mentions that their new maid Celeste is "not working out," and when Iris enters the young woman's room, she finds her naked, crazy-eyed, scratched and bloody on the floor, crying.

Later, discussing the fire at the Dignity Ministry, Justin is dismissive of Tommy Dolan's concerns about Iris. "I need more than just the word of two women," he says.

Back in Texas, Sofie's digging is taking a toll, and Samson tries to talk her out of it, but the girl seems determined to start a new life. "I'm not here to prove anything," she says. "It beats curlin' up and dying, which is what I'd have to do if I went back to reading those goddamn cards."

Across the camp, Lila gathers a group of men, showing them Lodz' abandoned stake. She thinks Samson did Lodz in, she says, and is looking for help.

The tracker Varlyn Stroud has made his way to the Templar Hall where Ben learned of Father Kerrigan. Gaining entrance using his badge, he is not inside long before he strides out to make a collect call to Justin. "Scudder's got a boy after him," Stroud says, as the Templar Hall explodes behind him. Justin orders him to follow the boy.

Ben's grandmother leads him on a tour of the family graveyard, explaining his

history as she goes. His grandfather, she says, was a powerful grand dragon and one of the founders of the Klan. "Died before his time, bless his soul, they all did," she says, and Ben realizes that all of his uncles died on the same day as his grandfather.

Later at the house, the old lady tells Ben she has a surprise for him and roots in a drawer for something. Ben, waiting, comes across a plaster mask. It is, his grandmother explains, Henry's death mask. Ben is outraged that she hadn't told him sooner that Scudder was dead. Looking at the mask, the eyes suddenly blink and Ben drops it in surprise.

"You broke it!" the old lady screeches, laying her hands on the knife she had been looking for. She tells Ben to close his eyes for the surprise as she draws back the blade. Then, she simply hands it to him. "You'll need this where you're going," she says.

As Ben clasps the gift, Brother Justin has a vision a thousand miles away: Ben is plunging the knife into his chest. Collapsing in the middle of his sermon, he murmurs to Iris: "He means to kill me..."

Convalescing later, Justin refuses details to Iris, and she becomes incensed that he is keeping secrets from her. "I will not be sacrificed," she says. Late that night she drives off into the country to burn some clothes, tailed by Tommy Dolan.

Ben asks the men he now knows as cousins why they keep their grandmother locked up. "That woman up there," replies one, "she's crazier than a shithouse rat." The night Ben's father was born, the man explains, she took a boning knife and killed all of Henry's brothers as well as her own husband. When she was done, she clawed her own eyes out.

As Ben leaves his "family," he sees the reason for Lee's earlier screams: his mouth has been sewn shut. Making his way back to the carnival, Ben tells Management that Scudder is dead, but Management dismisses the notion, infuriating Ben.

Nearby, Sofie and Jonesy have a heart-to-heart, and Jonesy learns the reason for her need to start a new life that has nothing to do with her mother. "She tried to kill me, Jonesy," Sofie says. "She set the fire; she was holding me...she wanted me to die. What did I do to make her hate me so much?"

Episode 17: "Creed, OK"

Directed by Jeremy Podeswa

Written by Tracy Torme

"We both know, wherever it is you're headed, it's likely gonna be a one-way trip..."

Summary: The night is still as Ben wanders through camp; everywhere there is black ash. Venturing into Management's trailer, he tentatively pulls back the curtain, and a tattooed Brother Justin leaps out - and Ben is jolted awake.

Arriving at their destination in Oklahoma, the rousties set up, and all talk is of the upcoming "fight of the century" between the Joe Louis and Max Baer. A confident Stumpy tells the crew to put everything they got on the German.

At breakfast, Ruthie sees Apollonia sitting across from Sofie, and finally works up the nerve to talk to the girl about it. "I ain't crazy," she tells her, and explains that she sees dead people all over, ever since she was bitten by the snake. "You told me once you thought your momma had one foot in this world and one foot in the other," she remembers. Now, Ruthie feels the same.

In Mintern, Brother Justin's ministry is more sprawling than ever, with the road backed up for miles with the devoted. Dolan arrives as Justin and Iris look over the blueprints for his temple, and Justin asks Iris to excuse them. Dolan explains that he has been following Iris and witnessed her burning her clothes. "She did it Justin. She burned down the mission. She killed those kids." Balthus looks on.

Staring out the window at a group of children at play, Justin responds. "I always said I'd follow the truth, no matter where it led," he says.

Ben finds his way to the house of Evander Geddes, the man who made the death mask of Scudder which Ben found at his grandmother's home. Sitting down to hot cider, Geddes is loquacious. "Hack Scudder. We had quite a time in the old days," he recalls. When Ben asks, impatiently, about the mask, the man laughs. "It wasn't a death mask I made for Henry. He's very much alive."

The mask was a gift for his blind mother, Geddes says, "Even a hard heart has soft spot for mom..." Ben, suddenly growing woozy, urges Geddes to find an address for Scudder, but the smiling man seems more interested in Ben's face. He examines it lovingly as Ben passes out on the couch.

When he awakes, he is in Geddes' workshop, strapped to a table and surrounded by dozens of masks of children's faces. "My objective is to capture the soul," Geddes says, approaching the table with a ghoulish cherub mask strapped to his face. Ben struggles, but is injected with a paralytic. Soon, Geddes is slathering plaster over his faces (face), covering his nose, smothering him...

With a start, Ben awakes, back on the couch in the sitting room. He interrogates his host, but there is no evidence of foul play, and the man placidly denies all as he paints the face of a china doll.

Ben drives away from the house, and as he leaves, Geddes rises and turns on his radio. Brother Justin's voice speaks of "a world of pain and despair."

In the Crowe household, Justin confronts his sister. "Why are you doing this? I've given you everything," Iris says. "You needed martyrs. I gave them to you."

Justin appears to be wrestling with his decision. "If you want me to do this, you're going to have to ask," Iris says, coldly. "Go ahead, Justin, ask me: Ask me to turn myself in."

A thousand miles away, the Carnivale has an uninvited visitor: Justin's minion Varlyn Stroud, who is making the rounds inquiring after a boy named Scudder.

Rita Sue asks Stumpy how much money he's lost, and after some goading, he admits that he is in for over \$400. His wife is horrified, but pulls together every dollar she has saved for him to pay his debts. "I oughta have my head examined," she says.

That night, the Louis fight proves to be one of the most lopsided in history, and Max Baer is knocked out. Stumpy fesses up to betting on the fight, but claims he backed the winner.

Striking out with Jonesy, Stroud tries to shake some information out of Samson, smiling badgering and insulting him. Samson is unfazed, and unimpressed by the policeman act, and suggests Stroud look at The Daily Bros. Show. Stroud reacts menacingly.

Later, when the midway is closed, Stroud comes face to face with Ben, and the two share a smoke outside the gate. Ben denies working at the carnival but the tracker seems suspicious.

Seeing Ben, Sofie tells him that she has given in and wants to try to read his cards.

The first is the Two of Wands. "A lord looking over his dominion as he turns away," she says. "Ashes, agony, disfigurement." As she speaks, Ben has a flickering vision of Scudder in his top hat and tails.

The second card is The Lovers. This time it is Sofie who has the vision, of the two of them kissing passionately in the wake of a bomb blast. "The Lovers. Attraction. Passions. Trials conquered," she says.

The last card is The Moon. Immediately, Ben sees a wolf and a screaming man with a disfigured face. "Don't you want to know what it means?" she asks as Ben leaves. "I think I know," he says.

Alone in the trailer, Sofie hears a voice behind her. "You were always the one who read the cards," it says. Turning, she sees her mother, veiled in black.

Late at night, Samson and Ben look at a picture of Damascus, New Mexico, the location of Ben's visions. "Reckin that's where Scudder is?" he asks. "I'll tell the man."

In Mintern, Iris gives her statement to Tommy Dolan, describing the details of her arson. Tommy is rattled. "Why?" he asks her. "I fell under a shadow," she says, looking at Justin.

Rising calmly, Justin kisses his sister's cheek. "You are forgiven," he says, and leaves.

Later, Justin receives a special delivery package and inside finds the plaster mask of Ben's face. Putting it over his own face, he is jolted when the eyes pop open, and Justin is suddenly seeing the world through Ben's eyes. He watches the Carnivale pack up for the road to Damascus until Ben looks into a mirror, and the two adversaries are connected. Jerking the mask from his face, Justin flings it. Ben's mirror shatters, and the broken likeness of his face oozes blood onto Justin's floor.

Episode 18: "The Road to Damascus"

Directed by Tucker Gates

Written by Nicole Yorkin and Dawn Prestwich

"Damn, if that ain't a lucky thing you came by."

Summary: Asleep in Lodz's trailer, Sofie rolls over to find a ghoulish bed partner: Inches from her face, Apollonia stares at her, her eyes wide with horror. Sofie jumps up and goes outside. The caravan is lining up to leave town.

Sofie takes a seat in Ben's truck, and as the Carnivale pulls away into the dark, she implores him to run away with her. "I can't," Ben tells her. "There's something I need to do, and it's that way."

Asked what he has to do, Ben explains that he has to find his pa. "If I met my father, I'd kill him dead," Sofie says. "He raped my ma. That's why she hates me." Ben tells her affectionately that no one could hate her.

In Mintern, Justin sits beside Norman Balthus, wrestling with himself over Iris's fate. "I am a man of God," he says out loud as though trying to convince himself. "I am a man of God." Finally he seems to have come to a decision. "Only through sacrifice comes redemption...she must learn."

He kisses the paralyzed Balthus as he leaves. After, his old mentor slowly turns his head and stares at the door.

Upstairs in her room, Iris prays passionately to save herself. "Please do remember me," she begs, kneeling in a pile of broken glass.

As the sun comes up, the Carnivale pulls up on a strange parade in the road: some beaten down trucks, an elephant, a fat lady in a cart and a hard-done-by string of freaks and attractions. "Them sons of bitches burned us out," one of them says. "The Daily brothers, for the insurance, sure as hell," says another.

Samson's old friend, the "wild man" Charlie Lewis explains that they are all that is left of The Daily Bros. Amusementorium, following a fire. Samson decides to make camp and feed the desperate-looking crew.

Sofie, looking in the rearview, sees the figure of a child in the road, away from everyone. "Sweetie, you lost?" she asks. But as the little girl turns, Sofie sees that she is no ordinary kid. "Every prophet in her house," she says in a supernatural voice. Sofie is stunned. "...mother?" she says, horrified, and runs back to the truck, shaking.

Later, Sofie again talks to Ben, telling him she's leaving and urging him to come with her. "You don't belong here, no more than I do," she says.

All seems perfect in bright and sunny Mintern, as Tommy Dolan tells Justin that everything is ready for his big tent sermon. "And the authorities?" Brother Justin asks. "I've contacted the county prosecutor, he'll be there," Dolan says.

Dolan promises that they'll get Iris a top lawyer and that she'll never see the inside of a courtroom. "They don't hang women in California," he says. Justin seems pleased.

The Carnivale troupers and the remnants of the Daily Bros. party it up in a much-needed break, with hooch, marijuana, gossip and dancing to pass the night. When Burly gets abusive to Libby, Jonesy intercedes and ends up punching the roustie out.

Still in the truck, Ben asks Sofie if she'd like to join the party, but the girl says she feels "safer here." She and Ben dance outside in the dark, and in the quiet afterwards, they kiss. During the embrace, however, Sofie has vision of the Usher raping her mother. "Mother!" she screams. "She's right there!" Ben holds her face, and suddenly the vision is gone. "What did you do," Sofie says, looking at his hands. Embracing, the two kiss passionately.

Giving away their clothes to celebrate Stumpy's boxing winnings, Rita Sue finally

gets her husband to admit that he lost her savings. Stumpy, completely broken, walks back to the tent. Inside, everyone is flirting and whooping it up, and even Jonesy is dancing, with Libby. The sight enrages Stumpy and he ends up punching Jones.

As the two slug it out, Ben and Sofie grow increasingly intimate in the truck. "First time I saw you I knew you were different," she says. "You ain't really going to leave, are you?" Ben asks.

Soon, the two are kissing and making love, and in a climactic moment, a clap of thunder and bolt of lightning launch a deluge. Jonesy and Stumpy fight and struggle in the mud outside the tent as a crowd cheers. Finally, with Stumpy defeated, Rita Sue steps up. "I'm just defending my family's honor," Stumpy says. "That's a good one," Rita Sue replies.

With the storm bearing down, Jonesy finds Sofie and Ben in the truck, and Ben leaves to help batten down the camp.

A huge tent glows in the field of Justin's ministry. Iris is now composed. Accompanied by The Battle Hymn of the Republic, the prosecutor and police join the crowd of worshippers. "I have an important announcement to make," Justin says, explaining that he has made it his holy mission to bring justice to the murdered children of the Dignity Ministry. Now, he says, a confession has been signed. The killer is "not a stranger, but one of our own."

Iris prays as Tommy Dolan takes the pulpit and Justin stands at her side. "On the evening of September 8, 1934," Dolan reads. "I entered the dignity ministry, poured gasoline on the floor and set fire to the orphanage..." As the crowd grows restive and cops swarm the lectern, Tommy struggles to set the record straight. "No," he yells "...it was Iris..." but looking down, he sees his own signature on the confession. "You set me up," he yells, as he is hauled away.

Somewhere between Ingram and Damascus, Sofie stands in pouring rain, turning round and round as the radio plays. And as Justin's voice suddenly rings out, the rain stops as if turned off at the source. Sofie turns to the sound of the radio. "The instant you yield, God's plan for salvation is thrown into gear..." Justin's voice says.

Lila, expecting Charlie for a romantic visit, instead finds a dripping Ruthie at her door. Looking up, Ruthie has Lodz's milk-white eyes, and when she speaks, her voice is not her own: "Where's the boy?" Then she collapses.

When day breaks after the long night, Samson strikes a deal for the Scorpion Lady to join their show. Her husband, a poor-man's "he-she" comes along in the deal. "By the way, who told you Ray and Dil burned us down," she asks Samson after an agreement is reached. "There was a bald-headed fella nosing around.

Had a badge, but he weren't a cop."

Samson rushes to discuss the news with Ben, who decides to head out to Damascus alone and try to beat Stroud to Scudder. On his way out, he asks Samson why he believes the woman and learns that they were married for nine years.

Kissing the sleeping Sofie goodbye, Ben hits the road. But watching from a bluff is Stroud himself. "Didn't I tell you boys the best way to follow somebody is to get ahead of them," he exults, but his conversation partners, it turns out, are the Daily Brothers, who have long since had their throats slit and are "stinkin' up the Dodge."

Later, as what's left of Daily Brothers show moves on down the road, the Carnivale rolls out in the other direction. And, sitting under a tree and watching them leave, is Sofie.

Episode 19: "Damascus, NE"

Directed by Alan Taylor

Written by William Schmidt

Some people are meant for this life, and some ain't.

Summary: Brother Justin is fitted for new suit, with Iris assisting. In a mirror, Justin catches the image of the Colossus Ferris wheel. Iris points out that there is an open seam in Justin's trousers. "That's how we fit a corpse," the tailor replies. "It's a funeral suit." The room darkens, and Iris's face is now a death mask; reaching down, she picks up a dagger and plunges it into Justin's crotch...

Justin wakes up from the dream shouting. Calming down, he notices the ambulance that pulls away from the house just as Bishop McNaughton arrives. "Our new maid," Iris tells the Bishop. "Bad case of nerves."

Over breakfast, McNaughton explains the reason for his visit. Members of the supervisory committee are disturbed by Justin's ideology and would like him to submit his radio sermons to them in advance. After a long moment, Justin agrees that it's a splendid idea.

Up in his room, Norman Balthus summons all of his will to make it out to the Bishop but collapses on the floor. Iris helps him back into bed, explaining that Justin is too busy to worry about the two of them, but that she'll "do anything not to be left behind."

Far away, on the road to Damascus, Ben eyes a Tarot card on the seat next to him: Le Lune, the moon. Entering town, he begins seeing the vision of the man

with the shredded face, screaming. Then, Scudder appears, in evening clothes and slips into a slaughterhouse. Although Ben can find no trace of him, through a crack in the door he sees two letters from a sign: HS. Opening the door, he sees that the sign promotes the Hotel Astoria.

At the Carnivale, Jones is upset by the departure of Sofie, and the troupers debate how she will live outside. Libby and Rita Sue continue to snipe at each other. Pinning up the laundry, Sabina describes married life with Samson and informs her that "not everything on him is small."

The desk clerk tells Ben that Henry Scudder used to live at the Hotel Astoria, but that he snuck out owing eight weeks' rent. "A freak," is the man's assessment. "Nothing but a freak." Without a better idea, Ben decides to look at Scudder's old room and finds three shopworn prostitutes there. "Buyin' or lookin'," one asks lazily, but Ben's vision is now overwhelming him. He sees a man with rubber gloves stick his face in hydrochloric acid several times. Then screaming in pain, the man douses his face with vinegar.

Recognizing the man, Ben turns to the door and suddenly is face-to-face with Varlyn Stroud. Stroud grabs him, but Ben is able to twist away, and Stroud drives his hand into a mirror.

Striding back to the desk, he grabs the phone from the double-crossing desk clerk and heads into a room where a man faces away from him. The clerk yells and calls the police, but Ben slams the door on him.

"Henry Scudder," he says to the back of the man's head. "Who?" the man replies, as he turns and reveals his horribly scarred face. "You're him," Ben says calmly.

As Stroud begins breaking down the door with an axe, Ben confronts the mutilated man and tells him that he is his son. Placing his hands on the man's face, his scars begin to heal, and Scudder's face is revealed. At that moment, the desk clerk and Stroud find themselves suddenly gasping desperately for breath; in a circle around the hotel men have been knocked to their knees in agony. Half a continent away, Brother Justin vomits violently.

Later in Mintern, a huge, cheering crowd greets Brother Justin in the revival tent. He begins his sermon with the approved script, but is only a few lines into it when he stops and rips it loudly in front of the microphone. "That is the sermon that other men would have me deliver," he tells his followers, as well as the supervisory committee that has gathered around the radio to listen. "I now realize that you are not here to hear the words of other men. You are here for me. So that I am not alone in the garden."

Shredding his script, he rails against the church leaders, calling them arrogant,

"fat, filthy pawns of the merchant regime." Tossing the pieces in the air, he fairly roars. "Where Jesus had twelve at his side, I will have 12,000!" he says. "You will hear the voice of one man...And that is the sound that they will fear!"

Alone in a field near the Carnivale, Libby and Jones make love on a blanket, and Libby tries to give Jonesy treatment unlike the service she provides "the johnnies." Across the camp, Samson and Sabina also seem to be renewing their acquaintance.

Ben brings Scudder to Management's trailer and the father tells his son that he is glad they had a few hours together. Ben says there will be plenty more, but Scudder is unconvinced. Taking a breath, he approaches the curtain and speaks to his enemy. "Belyakov," he says. "I'm not part of this. I never was...I just want to live my life in peace."

But Belyakov grabs him, causing him to writhe in pain. "Alexi, Alexi," Scudder says. "No! He is the boy's opposite. And he has a man looking for me. And he's not dead."

A horribly mutilated Belyakov springs from the platform and attacks Scudder, and the two struggle as objects fly in the trailer. Ben yells at him to stop, and as Scudder reaches an arm out to him, Ben reaches for the dagger and plunges it into Belyakov. Again and again he stabs him.

Across the camp, Samson learns that Management ordered Sabina to keep Samson from interfering. "What have you done?" he asks, horrified.

In Management's trailer is his answer: Belyakov, on the floor, bleeds a pool of blue blood. With a gasp, he reaches up and grabs Ben's throat.

Episode 20: "Outskirts, Damascus, NE"
Directed by Timothy Hunter
Written by Daniel Knauf

He just had to put the pieces in place.

Summary: Dying on the floor, Belyakov grabs Ben by the throat, and the two are transported to the site of the tree. A suddenly younger Belyakov intones: "Behold, the Usher, a dark heart dwells where the branches meet. Anointed dagger, plunge thee deep." And stabbing the dagger into a fork in the tree, he releases blue blood from the branch.

Belyakov places his hand on Ben's head, and the young man screams. Across the country, Justin gasps in a fit, twisting his Bible in his hands and falling to his knees. As Balthus looks on, gurgling in an attempt to speak, and Iris and the maid stare in horror, Justin rears up, his eyes completely black, and collapses.

"Accept your fate," Belyakov says to Ben, his last words before dying. The pool of blue blood draws back into the knife, and Ben realizes that Scudder has disappeared.

Wandering through the carnival, Scudder makes it to the parked cars before collapsing. There, he is greeted by Varlyn Stroud. "You led me on a merry chase," Stroud says. "I got a friend who's just dying to meet you." And with that, he plunges a syringe into Scudder's neck.

Searching, Ben runs into Samson. "Something bad happened," he says. "Something terrible bad."

In town in Damascus, Jones and Libby are singing, stumbling drunk and embracing in the street. "Hey, I got an idea," Jonesy says, and the two are off.

Iris takes care of Justin, who wakes in his bedroom with a start from his fit and won't allow her to undress him. Afterward, the maid pulls Iris aside. "Did you see? The devil in him; I saw the devil in him," the woman says. But Iris chides her. "You know Justin is a man of God."

A burly man named Bud gets rough with Stumpy trying to collect his gambling debt, but Rita Sue is straight with him. "If you want to slap him around, have at it," she says. "But if you want your dough, you best come talk to me." The two come to a payment arrangement.

Samson is completely stunned by the scene in Management's trailer. "Goddamn Scudder, he finally did it," he says. But Ben explains that it was in fact him. He tells Samson that Belyakov had orchestrated the entire thing, that he was never searching for Scudder, he was just keeping tabs on him. He brought them all together in the trailer because he knew that Ben could never kill him, except to save his father.

"He had to die," Ben says. "And he had to be sure that I was the one that killed him." He explains to Samson that Management was a prophet, and that he died so that Ben, a prince, could rise. "Everything he was, everything he knew, everything he believed he gave to me," Ben says, in order to stop the Usher-Alexi Belyakov, Management's son.

Samson, shocked and upset, declares it all "bullshit."

Later, Ben goes looking for Sofie and is stunned to find out that she has left.

From a gas station on the road, Stroud reports to an agitated Justin that he has managed to find Scudder and that he will be in Mintern in two or three days. Stroud's hand, injured in his fight with Ben, is in bad shape.

Alone, Ben spreads his arms and listens. A buzzing noise?-points him in a certain direction. "West," he mutters. "West."

He tells Samson that they have to head west, but the man is not interested. "You're so powerful, you bring him back," he says. Ben presses him, but Samson, holding Management's empty shroud, wants to know where the body is. Ben tells him Management "ascended."

Samson is irate. Holding the shroud with its Christ-like image, he lashes out. "You killed him...look at what you killed. Don't you see what he was?"

But Ben is resolute. "I know what he was, cause that's what I am," he says. Samson is unmoved. "I'll tell you what, Prince. I'll give you all the help you want, as soon as you bring him back."

In Mintern, Justin convinces Templeton that he has more than enough supporters to get him elected to Congress. He tells the man that he is planning a sermon on the mount for a new America, and he would like Templeton to be a keynote speaker at the candlelight sermon. Pointing out to a valley full of his followers, Justin makes his pitch. "Over 17,000 souls. We provide them with food...blankets...medicine...Who do you suppose they'll vote for, come November."

Rita Sue is furious when she learns that Jonesy and Libby have been married, and the couple seem a little sheepish themselves. But as Libby packs up to move out of her parents' tent, she has more disturbing news: she's quitting the cooch.

Samson discovers that Ruthie is not working and finds her holed up in her trailer. She tells him that she has discovered that she has had "the sight" ever since her snake bite, and tells him that she even saw Scudder the other night being hustled into a car. Samson's ears perk up when he hears this. Samson explains to her that Scudder isn't dead, and that he really was on the midway and tells her he needs to know exactly what she saw.

Over a "family" dinner, Rita Sue and Jonesy argue over Libby's future until she finally puts and end to the discussion. "You can't tell me what to do, and you can't neither," she says. "I'm going to dance the cooch, but no blow off and no tricks. And that's the way it's going to be."

Justin talks to Smith about his fit and shows him that the tree tattoo on his body has now burned into a scar. "Your enemy has received his boon," Smith says. "But what concerns me more is this business you told me about the dagger." He explains that if his enemy has the dagger in his possession "along with his boon, he not only has the strength, but the means to destroy you."

He also asks that Justin call him when Scudder arrives, saying that he has unfinished business with him.

At the Carnivale, the colossus Ferris wheel comes apart in a huge disaster and broken bodies litter the ground. In the chaos, Ben goes to help, and finds a mother and son. The boy is dead, and the mother, trapped, is muttering, over and over: "Please, God, take me and not my son Please God..." Ben takes a long look, then gently touches the mother's cheek. She grows quiet, and her son rises, calling for his momma.

Later, with the injured off to the hospital, the troupe hastens to make a run for the state line before a mob shows up. Samson, rushing around, comes across the mythic Baggage trailer. "What the hell..." he mumbles, entering.

Inside are relics of Belyakov. Samson walks among them and stops at his death shroud, staring into the image of his face before leaving. He walks out and finds Ben. "Sorry about your friend, it was the best I could do," Ben says, and Samson, looking behind him, sees that the trailer is gone. "I'll help you, but it's going to have to be a different deal," Samson says. "No secrets and no lies."

He tells Ben about Scudder and Stroud, and Ben is disturbed. "He's got a car and a full day's lead on us. We haven't even started and we're already lost." But Samson bets him that it's not over yet.

In his house at the Temple of Jericho, Justin is morose, looking through the broken death mask that had offered him a vision of his enemy, but he sees nothing. Limping up the stairs, he takes solace looking lasciviously at his new maid. And as she rises from her work, we see the face of the woman he covets: It's Sofie.

Episode 21: "Lincoln Highway"

Directed by Rodrigo Garcia

Written by William Schmidt

Everything's impossible. Til it ain't.

Summary: Clutching his throat, Justin runs fearfully through a cornfield, when he looks up and sees a spider's web. The center of the web glows in the shape of a five-pointed star, and then turns into a Ferris wheel...and Justin jerks awake in his chair.

Later, Iris hears him talking to Balthus about his dreams, which, he says, are like those he had as a child. "The carnival hides my enemy, even as he draws closer," he tells his onetime mentor. "He means to destroy us."

Arriving in Wyoming, the Carnivale begins setting up camp for the night. Jones, scrounging among the wreckage of the Colossus, finds a clue: a wooden dowel where a metal pin should be. Someone has made a tragic error in judgment.

Ben wants to know why the caravan has stopped, and Samson tells him that the troupe needs rest, at least until morning. "I know you got the eagers," he says. "And I ain't gonna lose that bet."

Jones confronts Burly about the offending dowel, and the two end up in a fistfight, punctuated by Burly's slurring of Libby's reputation. Jonesy himself is finding that life with an adult entertainer has its conflicts and argues with Libby about her state of dress. It is while watching him snore away that Libby sees someone outside their tent.

Suddenly, a group of men are on them, grabbing and handcuffing Jones. Soon they are miles from the camp. "You don't know me, do you, carnie trash," one man says as he beats Jones. "You're the man that killed my wife with that goddamned Ferris Wheel." Brandishing a tar brush, he brutally slaps boiling tar over Jones and shoves the burning brush in his mouth. He demands that Libby watch: "I want her to see this so she can go back and tell those freaks what happens when you come in and wreck decent folk."

Back at camp, Ben has a dream: In the Cheyenne Motor Courts, Varlyn Stroud pumps morphine into a shaking and disoriented Scudder. Seeing an image of Ben in a mirror, he pulls his gun, but Ben is not there. Waking up from the dream, Ben is sweaty and has a bloody nose—and is disturbed to see his blood is now blue. Finding Cheyenne on a map, he sees that the town is only a couple of hours away, and he determines to try to get the jump on Stroud.

Ruthie, too, has been active in the night. Walking in a trancelike state, with Lodz's milky white eyes, she picks up a lipstick and writes on a mirror. In the morning, Lila, who seems curiously drawn to Ruthie, brings her Lodz's favorite breakfast. Ruthie pushes her out before seeing the message written on her mirror: "Sofie is the Omega," it says. The note is signed "L."

In Mintern, Justin discusses the bible with Norman. "Once you get past the striking repetition, it's really quite banal," he tells him. He can't control his laughter. "Blessed are the meek. Can you imagine?"

Sofie has gotten a lesson on Justin's Spartan nature from Iris. "You serve at my brother's pleasure," she says. But Justin is captivated by his new maid. Holding her hand after she pours the coffee, he seems quite lost. After Sofie has gone, Balthus, in his semi-paralyzed state, snorts in derision, and when Justin turns to him, his eyes are black. Norman struggles, groans and spits out a bloody molar.

In the valley of the Temple of Jericho, Justin's faithful have lined up to register to

vote. "You vote Democrat now," a volunteer says, slipping a registrant a campaign button and a dime. "You vote for Val."

Iris, who has been looking for Eleanor, finally finds her in her tent, shivering and terrified. "I saw the devil," she says. "Brother Justin's eyes were as black as pitch." Declaring her exhausted, Iris takes the old woman on a picnic and convinces her that she is mistaken. Slowly, Eleanor comes around, "What I saw was like a bad dream," she says. But later, when Eleanor laughingly says she looks forward to joking with Brother Justin about her mistake, Iris can take no more chances. She bashes Eleanor with the oar from their boat.

By the side of the road in Wyoming, Clayton Jones is more dead than alive. Blackened and burnt, he is hog tied to a post, and when a devastated Libby tries to remove a speck, she takes off more flesh than tar. Vultures circle the pair as Libby cries. "I'll stop dancing...just don't die."

Driving for Cheyenne, Ben sees the vultures and soon spots Libby. "Jonesy's dying!" she shrieks and begs to get him to a hospital. It's quickly clear, however, that he won't make it to Cheyenne.

Glancing at the carrion birds, Ben drives far off of the road and instructs Libby to shut all the windows, drive like hell and wait for him back at the road. "Something's going to happen here," he tells a stunned Libby. "I don't got time to explain it. But I can't risk you getting hurt. It's the only chance he's got."

Ben squats beside the near dead Jones and puts his head down. Jonesy, barely awake, looks out and sees a vision of himself in all of his splendor from his days in the Major Leagues. "One strike away, Bill" he tells his manager. "I'm bringing it home..." Ben places his hands on Jones charred body.

In Mintern, the faithful have gathered, and Val Templeton offers political brimstone, assailing the President as an "agent of international shylocks." Justin follows with his own vitriol: "blessed are the migrants, the okies, the road-ites, for they are the true Americans!" he says. Norman, watching from the front row, sees an opportunity. Grabbing a revolver from a policeman's holster, he fires a shot at Justin.

The bullet misses, and Balthus is beset by angry parishioners. They swarm and beat him until Justin bellows for them to stop. "Do not touch this man," he says, holding Balthus in his arms. After a long silence, a "praise the lord" is heard, and the crowd erupts. Sofie, watching, is clearly moved, and finds herself applauding as well.

Standing on a Wyoming plain, Jonesy is whole again. "Hawkins?" he asks, confused, and looks down at the tar peeling off his body. Pulling off pieces, he looks around at a ring of dead birds. "You did this...it's impossible...Who are

you?"

Soon, Jones realizes that not only is he alive, his knee is completely healed. Whooping and jumping, he joins Ben to find Libby.

Iris visits a recuperating Balthus in his room. "I was proud of what you did today," she tells him. "Such courage. Only you and I know...We will choose our time, Norman, and we will expose him."

Downstairs, Justin is reading in his robe when Sofie enters. "You took him in your arms. How could you forgive him?" she asks. Soothingly telling her that it is "grace that make us great," Justin asks her to sit beside him. "Sofie, I want you to forgive everyone that's ever harmed you in the past."

When Sofie says she can't, Justin offers to help. He kneels and as Sofie kneels, he takes her hands in his. Faces just inches apart, he begins, "Let us pray..."

Episode 22: "Cheyenne, WY"

Directed by Todd Field

Written by Tracy Torme

You are safe here. What's past is past.

Summary: A naked Lodz crawls, reptile-like through the sleeping Carnivale camp, slithering into his old trailer. Inside, Lila lies asleep and is soon writhing in ecstasy. After her climax, she comes to her senses and warily looks under her covers and sees Ruthie looking up with Lodz's milky white eyes. "There's my buttercup," Ruthie says and the two are soon kissing passionately.

Relaxing with a smoke afterwards, Ruthie/Lodz and Lila talk. "It was the boy Ben Hawkins, he's the one who took me from you," he says through Ruthie. Against Lila's wishes, Lodz takes his leave but tells his lover that he will be seeing her soon. Ruthie, now back in her own body, wants to know how she got in Lila's bed.

Ben is anxious to get back on the road after dropping off Libby and Jones at the carnival. But Jonesy has other ideas. He tells Libby that he is going with Ben and that she should tell her parents that he got liquored up and thrown in jail. Dreading what her mother will say, Libby begs him for a different story, but Jones refuses and makes her promise not to say a word about what happened.

Ben bluntly informs Jones that he doesn't need any company, but Jonesy won't move. "You gonna sit here all night?" he asks, and Ben relents. The pair arrive at the Motor Courts in Cheyenne and Jones arms himself with a pistol. Bribing the desk clerk, they gain entrance to Stroud's room, but he and Scudder are gone.

Jones grows increasingly frustrated as they search the filthy room for clues. Then, Ben sees a newspaper with Brother Justin's picture. "That's the one I gotta stop," he says.

It's the middle of the night when Stroud makes it to Justin's house in Mintern. After an irate Iris leaves, Stroud falls to his knees in front of his master, crying and pressing his cheek to Justin's hand.

With the sun coming up Stroud, Justin and Wilfred Smith make their way to a barn where Scudder is bound and hooded. "This is your prophet?" the preacher asks derisively. "Hardly seems worth it. Foul my hands with the blood of this pathetic creature to receive the boon of an idiot."

Picking up a hand scythe, Justin prepares to slash the life from Scudder, when Smith shouts his objection. His mind must be clear and not drugged during the passage, Smith says, or "the results would be disastrous....madness...death."

Justin roars in fury, but they decide to wait. Stroud puts Scudder in a straight jacket and returns the hood. "You be a good little piglet and sober up," he says. "So we can slaughter you proper."

Smith is badly shaken by Brother Justin's outburst, as he and Justin discuss the best method of obtaining the boon from Scudder. "You'll remember your promise?" Smith asks him afterward, but Justin has no intention of giving him time alone with Hack Scudder. "I could never allow you to take such a risk," he says. "You're far too valuable to me, Wilfred."

Back at the Carnivale, Rita Sue has been lied to too much to believe Libby's story. The two argue violently and trade insults. Later, Rita Sue shares a laugh with Lila over the new story that Libby has concocted. "Hawkins a holy man-that's a rib tickler," Lila says hearing of Jonesy's tarring. But she is clearly rattled by the account.

Later, Samson finds Libby for a talk. Rita Sue has been talking about Jonesy and Hawkins. "She thinks you're crazy," he says. But "I know about Hawkins." Libby is extremely upset with herself for revealing the secret, but Samson tells her that Jonesy won't be mad if she doesn't tell anybody else.

The clerk from Cheyenne soon arrives with a delivery for Samson: the newspaper that Ben found, with Brother Justin's picture circled. It's not long before Samson is telling the troupers that it's time to shake some dust.

In Mintern, Iris and Balthus are hatching a conspiracy, worked out with scrawled notes and whispers. "He won't be that lucky next time, but we must work together..." Iris says. When Justin walks in on them, there is tension in the air, but

he breaks it with false cheeriness. "You two go right back catching up on things," he says.

Later, as Iris tidies up the revival tent she has a heart-to-heart with Sofie, who explains that her mother was "Roma" - a gypsy. Pressing, Iris asks about her life growing up. Sofie talks about the carnival, and about her "proper home" before that in St. Paul. Suddenly, facts line up, and Iris finds herself in a memory-vision, watching a scene from her own days in St. Paul. She sees Justin forcing himself on Sofie's mother and is terribly shaken by the memory.

Varlyn Stroud has assembled some like-minded former inmates to serve as a security force in camp. Justin dubs the group, which now watches all roads and gates, the "Knights of Jericho." Iris is offended by the goon squad.

At dinner, small talk is pained between an obviously distracted Iris and her brother. Finally, Justin lets out a snort. "Did you really think a dried up old spinster and a pathetic delusional cripple could harm me?" he asks, as though the betrayal is a minor irritation.

Justin calls in Sofie and informs her that she is to take over the care of Brother Balthus. Iris excuses herself, but as she heads to her room she is accosted by a randy Stroud, who pins and kisses her. "You disgust me," she says, to which he replies. "Good, that's one thing we have in common." Twisting away, she runs to her room.

Wifred Smith breaks the lock on Scudder's door and begins questioning him about a missing manuscript. Scudder dismisses his questions. "I hope you're still smiling when the Usher begins tearing your soul apart," Smith says. He offers Scudder a deal: if he gives him the information he seeks, he will bash Scudder's head in with a hammer, allowing Scudder to beat the Usher and keep his soul.

Scudder agrees, and gives Smith the location of the manuscript. But Smith reneges. "Sorry, but we'll have to give the devil his due," he says. Enraged, Scudder explodes in a fit. The straight jacket flies off of him, his eyes turn black and he attacks Smith, ripping his organs from his body one by one.

When Stroud arrives to check on Scudder, he finds Smith in his place. Hearing his own car start up, he runs outside, but the car is too far away to get off a decent shot.

Scudder, still black-eyed and crazed, convinces the gate guards to allow him to pass, but as he reaches the open road, the face of Brother Justin appears in his rearview mirror. With a swift blow, Justin slices Scudder's head off of his shoulders. Holding the head by the hair he howls into the rainy night.

Miles away, Ben has stopped for a drink. But glancing up from the pump, he sees a shock in the water: his father's head bobs and bubbles, the mouth open in a silent scream. Ben rushes back to the car. By nightfall, they have reached the gates of Justin's teeming Canaan.

Episode 23: "Outside New Canaan"

Directed by Dan Lerner

Written by John McLaughlin, Teleplay by Dawn Prestwich and Nicole Yorkin

He gathered them together in a place called Armageddon.

Summary: In the shadow of a prison work crew breaking rocks, Stumpy and Samson discuss the carnival's next move, and Stumpy doesn't like the sound of it. The destination, Samson says, is New Canaan, a big Christian camp out in California. "What are me and Rita Sue supposed to do," Stumpy gripes, "Act out bible stories?"

Lila, too, is agitated and willing to confront her boss. "Hawkins killed Lodz, and you covered it up," she tells Samson.

Ben and Jones have managed to fit in with the thousands of migrants entering the camp in New Canaan, which is, as Ben says, battened down tighter than a work farm with armed guards. Jonesy is leaving to bring back the rest of the Carnivale, and he tries to get Ben to promise he won't act alone. The boy refuses: "If I get a chance at 'im, I'm taking it," he says.

Up at the big house, Justin is visited by Val Templeton and his campaign manager, who complain that their opponent is trying to sabotage their political push. An effort is underway to nullify the registrations of the migrants in camp. When Justin seems unconcerned Templeton interjects, and the guests soon find themselves sinking slowly to their knees in prayer. "That's right," Justin says to the kneeling men, "Faith, gentlemen."

Sofie tells Balthus that she is to be baptized by Brother Justin at noon. "I wish you could be there, Reverend," she says. "Maybe it would help you," but Norman turns away.

Ben bluffs his way past the house guards with an armload of wood, and after dumping it off, uncovers a hatchet and Scudder's dagger. Creeping into the silent house, he comes across Balthus, who after a moment, signals upstairs with his eyes.

Ben makes his way through the creaky house, moving upstairs and into Justin's empty office. Finding a piece of the broken mirror, he holds it up and sees a fleeting black figure behind him.

Justin's bedroom is empty, however, and Iris comes up behind Ben, asking what he's doing there. Skeptical of his firewood story, Iris suggests that Ben venture down to the pond to be baptized. Before he leaves, she takes his hatchet-and lays it gently across Justin's pillow.

Waiting in line for baptism, Ben sees Sofie as she reaches Justin. "Sofie, are you in need of a savior," Justin asks. "I am," she replies. But as her head is submerged, she catches sight of Ben. The moment is cut short, however, when the body of Eleanor floats into the proceeding and ends the baptism for the afternoon.

Later, Ben pulls her aside in camp. "It was you," Sofie says, surprised, and the two embrace. "This ain't a good place for you Sof," Ben says to her, but she insists that Brother Justin has saved her.

Ben explains that Justin's not who she thinks he is, that he is Alexi Belyakov and that he intends to kill Ben. But Sofie refuses to believe him.

Back in Nevada, Lila is working to agitate the troupe against Samson, but Rita Sue is more concerned about her own situation. Forced off-stage during their stay in New Canaan, the hooch purveyors will have a hard time paying their violent shylock. Rita Sue tells Samson she needs compensation. "We been through a lot," she says emotionally. "You was the one who took us to Babylon. You owe this family something."

But Samson has nothing to give. "You go into the camp, you go in without us," Rita Sue warns. "You do what you gotta do," he tells her. Rita Sue tells the family that they're pulling up anchor, but Libby informs her that she's staying with her husband. "What husband?" Rita Sue asks, launching a new fight between the two.

At the house in New Canaan, Iris is at work on a scrapbook when Sofie comes in, emotional. She tells Iris about the discovery of Eleanor's body, saying that Brother Justin deemed it a suicide. "He is a good man," Sofie says, seeming upset and a little confused.

Upstairs Justin is dressing when he spots the hatchet on his bed. He picks it up, and it burns in his hand. Calling to Iris, the two have a heated discussion in Russian, which is overheard by Sofie.

Back on the road, Lila continues her complaints about Samson's management, and Rita Sue is soon crying in agreement. The atmosphere changes suddenly, however, when they meet Jones on the highway. Watching Libby embrace her husband in the headlights of the caravan, Stumpy talks to his wife. "You know baby, you're going to have to get over him one of these days."

Jonesy tells Samson that Ben is at the camp and that Justin has himself his own army. "If Hawkins makes a move by himself, he'll get killed for sure."

Later, Jonesy and Samson meet with Iris in the revival tent to make their pitch. They typically charge admission for their show, Samson says, but "sometimes you just have to put the lord first." Iris, excited for the opportunity to provide some fun for the children offers the men an honorarium. "You got yourself a carnival, Miss Crowe," Samson tells her.

But back at the carnival camp, the latest stop outside the circuit seems to be the last straw. When Samson returns, Lila tells him he's not in charge anymore. "Don't work that way," he says. "Management calls the shots."

This time, Lila insists on addressing Management directly, and Samson does nothing to stop her. Sauntering into the trailer, she finds it empty. "There is no Management," she tells the crew, and Samson is forced to explain that Management passed on in Damascus. Suddenly restive, the troupe is clearly verging on abandoning their leader and Ben. "What did Hawkins ever do for us?" they ask.

Libby presses Jonesy to "show them," but Jones tries to hold to his promise not to tell Ben's secret. Only when all seems lost does he finally give in. "You want to know what Hawkins did for me?" he asks, slowly removing his brace. His answer comes as he sprints away and the group watches in awe. Showing his knee, Jones tells the whole story. "He ain't just some kid from Milfay."

Dusting the Crowe household, Sofie looks at the old pictures of Justin, Norman and Iris. She opens a drawer and finds the broken death mask of Ben inside. Suddenly Justin is behind her. "That's mine," he says.

Sofie is shaken. "What are you doing with this?" she asks. Justin says it was sent to him anonymously. Then, after a long look, he speaks. "Wait. You know him, don't you?" Turning gentle, he asks her where he is, but Sofie shakes her head. Justin apologizes. "If you see him, tell him he is safe here. Tell him I pray for him all the time, that this is where he belongs," Justin says.

Later, at an uncomfortable Crowe family dinner, Justin tells Sofie to stop feeding Norman, that he can take care of himself. Afterward, Iris spoons food into Balthus' mouth, explaining at the same time that Sofie is the daughter of "that fortune-teller Justin became so obsessed with in St. Paul."

An electrical storm flashes in the sky as Ben sneaks past the guards and works his way up to the porch where Justin and Sofie sit. "I feel that you haven't quite surrendered to the call," Justin purrs to Sofie, with flashes of lightning lighting his face. "What is it you want," she asks. "I want you to be happy," he replies and is

soon kissing her. Sofie pulls away and Justin grabs her; at the same moment Ben rises and prepares to plunge his knife.

Suddenly Ben is grabbed by Jonesy, who tells him that the time is not right, that to act would be suicide. Looking around, Ben sees mounted guards circling as Sofie rushes inside.

In the morning, Justin nicks himself shaving and sees the blue blood: he has his boon. But feeling drawn to the window, he parts the curtains and looks out uncomfortably. "Isn't it lovely," Iris asks behind him. "Remember how we used to love it so as children." As Justin looks uncomfortably out over his domain, the tents of the Carnivale have begun to rise.

Episode 24: "New Canaan"

Directed by John Patterson

Written by Tracy Torme, Teleplay by Daniel Knauf

When it comes to livin', dying is the easy part.

Summary: Sofie carries laundry out to the line and stops in her tracks when she sees the Carnivale set up in the valley. Glancing over her shoulder at the house, she sees her mother Apollonia in the window, dressed in a funeral veil. "No..."she moans.

Rushing to the house, she enters the room upstairs, but finds Brother Justin dressing, his cassock open to reveal his tree tattoo. Justin asks Sofie to cut an irritating thread from his collar, and hands her a straight razor. Trembling over his exposed throat, she slices the thread. But as she turns to leave Justin speaks, "You really should have knocked..." and the door to his room slams shut in front of her.

Samson and Jones work hard to convince Ben that a suicide mission to take out Justin is not the answer. "The dumbest thing is dyin' when you ain't gotta," Samson says. "Dyin' just because you're piss-poor at livin'." Leaving the trailer, the troupe stands around watching Ben in awe, and Rita Sue tells him that they were wrong about him.

Brother Justin interrogates Sofie: "He's out there with them isn't he--the boy Ben," he demands, but Sofie professes ignorance. "Why do you continue to deceive yourself, " he asks, and roaring at her as his eyes turn black, he tells her it's time to choose. "Go to hell!" Sofie yells, but Justin is nonplussed. "Go? Why? I plan on bringing it here."

Samson suggests to Ben that he can win away Justin's flock by healing the sick. "I can't just conjure up a healing from scratch," Ben says. "It don't work that way."

All I do is move life."

The idea settles in to Samson. "So you heal someone..." And Ben finishes: "...I gotta hurt someone else."

The Carnivale crew hatches a plan. Jones will trap Justin in the Ferris Wheel and Ben will "commence to healin'" person after person. Ben sees that the plan is to siphon life away from Justin. "Tap him dry," he says, nodding.

Valyn Stroud hauls a bound Sofie away to a remote cabin, even as Libby confronts Jonesy about still being sweet on her. But Jonesy, moved by his affection for Libby convinces her that he's happy. "I always know where I stand with you," he says lovingly.

Feeding Norman, Iris does some soul-searching. "I thought I was in service to God," she says of her youth. "I wish I had made better decisions. The children and Eleanor, sins like that are black sins, beyond redemption." But she does not seem upset. "When I die, I'm going to hell," she says dreamily. "I'm very, very fortunate. My brother will be there to embrace me."

Her reverie is interrupted when a group of freaks, led by Samson, rings the doorbell. The motley crew has just accepted its honorarium from Iris when Justin arrives. Startled by the unexpected guests, he questions Samson about Sofie, but Samson plays dumb, and offers the Crowes a pair of tickets to ride the Colossus. Justin seems eager, but Iris demurs, citing her fear of heights.

Back at the camp, Jonesy, Ben and Samson try to figure out what has become of Sofie. Ben suggests looking for her "once the shouting's over." But the others are not sure; Sofie is a part of the family. "What if she's dead?" Jonesy asks aloud. "If she's dead, then God help them all in this valley," Ben says. "Every single last one of 'em."

But Sofie is alive, screaming for help from her cabin prison. Finally sinking to her knees, she looks up to see a series of visions: of Justin paying an unwelcome visit on her mother, of men with tree tattoos, the Templar saying "every prophet in her house," of Libby, Ben, and Lodz; of Justin's kiss on the porch and the fire that almost killed her in her mother's trailer.

Then the black figure of her mother is in the cabin, walking toward her. Sofie scrambles away, but a hand reaches out to her face. When the veil is lifted, Sofie sees not her mother, but her own face, with the black eyes of the demon. "This...is...your...house," the figure says.

When the night finally comes, Samson apologizes to Rita Sue about the cooch tent being dark, and Rita Sue agrees that they can't leave Ben high and dry. Still, she says, her family is scared about the shylock. Samson gives her the

honorarium. "That's the nut," he says. "Two-hundred and fifty bucks. We got to take care of our own."

At the house, Stroud is unhappy about Justin's trip to the carnival. "It's a goddamned set-up," he says. Justin agrees, but says he has to go. "I must ride the Ferris Wheel. It's the only way," he says. Removing his scythe from a drawer, he contemplates the night. "Pain is an unavoidable side effect," he says.

Smoking alone, Ben watches the house and remembers Sofie's words. "People in these towns are asleep," she said. "We wake 'em up."

Samson talks Justin into disarming his guards, and Justin soon pressures Iris to climb aboard the Colossus. With the Crowes onboard, the signal goes out, and Stumpy begins drumming up business for the healer, Benjamin St. John.

Ben halts the music and gets right to business. "Which ones of you need healing?" he asks the crowd. He finds a young boy who is deaf and places his hands on his ears; suddenly Brother Justin gasps and clasps his head. Next Ben cures an old man, leaving Justin gasping on the wheel. As Iris cries for help, Ben touches a woman with TB, and Justin writhes and pulls open his cassock to reveal his tree tattoo.

Stroud rushes forward to stop the Ferris Wheel, but Jones pulls off the controls. "Be still!" Justin shouts, his eyes black, and the Colossus grinds to a halt. Climbing from the wheel he tells Stroud to "take care of the girl."

Samson runs for Ben. "The whole thing's gone in the crapper, kid!" he yells. "Run!" But Justin has arrived at the tent. In the midst of healing Norman Balthus, Ben stops Justin in his tracks, but a demonic Justin slashes his scythe into members of the crowd, regathering his strength as the bodies are impaled.

Balthus intercedes: "The power of Christ compels you!" he says to Justin, but his onetime son runs his blade through. "Holy evil has come," he says.

Ben runs into a nearby cornfield, as lightning flashes and he recalls his past visions of being chased by the tattooed man. Falling down, he pulls his dagger from a boot, but Justin is there and slashes Ben's arm. Ben escapes and, finding a scarecrow, takes its place on the cross. He jumps down on Justin and plunges in his blade, but Justin counters, slashing Ben across the belly. "Look at you, boy, such a sad mess," he says to a prostrate Ben.

"Sofie..." Ben gasps as Justin prepares to finish him off. "Yes, she's waiting for you," replies Justin.

A scene flashes in front of Ben, of the dagger being thrust into the fork of the tree. "My kingdom come," Justin begins, raising his scythe, but Ben stabs his

dagger into the crux of the tree tattoo on Justin's chest. With Justin gasping on the ground, Ben pushes the blade in further. "Plunge thee deep," he says and collapses on his adversary, as the tree explodes into flames in the distance.

Jones, meanwhile, has spotted Stroud leaving and jumps on the back of his truck. Arriving at the cabin where Sofie is held captive, Stroud draws his gun and prepares to enter, and Jones knocks him out with a log. Jonesy finds Sofie inside and frees her. They are close to their escape when Jones realizes that he has forgotten the keys. When he emerges from the cabin, he faces Sofie, her eyes black and pointed a .45 at his chest. "Sofie?" he says. "Don't..."

But Sofie shoots him. Jones slides to the ground, and she picks up the keys and leaves.

With the sun coming up, the Carnivale members search the cornfield and find Justin and Ben in a heap. Checking closer, Samson finds Ben is still breathing. "He's alive!" he says and a group carries Ben out.

Libby refuses to leave without Jones, but Stumpy convinces her that things are going to get very dangerous in New Canaan. "I'll bet old Jonesy's waiting for us out on the road," he says. Sobbing, Libby and Rita Sue load themselves in the truck. Samson, too, is loathe to leave. "Anything?" he asks one of the rousties of Jones. When the answer is no, he drops his head. "Drive."

The troupe has shaken some dust when Sofie arrives at the cornfield. She places her hands on Justin's body. Immediately, stalks of corn wither and fall away, row after row, acre after acre. Miles away, Ben's unconscious body bounces in Management's bed as the trailer heads down the highway.