

FADE IN:

SC 1- 14 EXT. SOMEWHERE IN STORYLAND- VARIOUS ILLUSTRATIONS

Soft white clouds with subtle pastel colors swirl and sparkle. They dissipate; revealing an illustration #1 on worn parchment, medieval in style. It features a stylized image of Equestria - patchwork fields and colorful pockets of forest at the base of a tall purple mountain with a white castle embedded in its side.

1 PRINCESS CELESTIA
Once upon a time, long, long ago,
in the magical land of Equestria,

We dissolve to a new illustration #2. This one depicts 2 elegant, winged unicorns with long flowing hair. One is white, and one is dark, and they are vaguely posed like a yin/yang symbol.

2 PRINCESS CELESTIA (CONT'D)
There were two regal sisters who
ruled together and created Harmony
for all the land.

Close up on the white unicorn. (illustration #3)

3 PRINCESS CELESTIA (CONT'D)
To do this, the eldest, wise and
beautiful, used her unicorn powers
to raise the Sun at dawn, and set
it at dusk.

Close on the dark.(illustration #3)

4 PRINCESS CELESTIA (CONT'D)
The younger, lovely but sad,
brought out the Moon to begin the
night, and lowered it at daybreak.

We pull back out to the painting of the two sisters, now joined by illustrations #3 of the sun and the moon.

5 PRINCESS CELESTIA (CONT'D)
Thus the two sisters maintained
balance for their kingdom and their
subjects, all the different types
of ponies.

Illustrations #4 of Pegasus in Cloudsdale, rain falls from the below the clouds, sunshine and rainbows form above.

6 PRINCESS CELESTIA (CONT'D)
Winged Pegasus Ponies, who's gift
for flight granted them power over
the weather, creating rain or
shine, warmth or cold.

Close on an illustration #5 of Earth Ponies in medieval
structures tending to fields and animals.

7 PRINCESS CELESTIA (CONT'D)
Hard working Earth Ponies who care
for the plants and animals, for no
living thing in Equestria can
thrive without a pony's care.

An illustration #6 of Unicorn ponies in stately structures in
the mountains. Some look at the sky through telescopes.

8 PRINCESS CELESTIA (CONT'D)
And Unicorn Ponies, whose magical
horns help them steer the stars and
guide the seasons.

Ponies playing and working happily during the
day.(illustration #7)

9 PRINCESS CELESTIA (CONT'D)
Many years passed and Harmony was
maintained. But as time went on,
the younger sister became
resentful. The ponies relished and
played in the day her elder sister
brought forth...

Ponies sleeping at night.(illustration #8)

10 PRINCESS CELESTIA (CONT'D)
...but shunned and slept through
her beautiful night.

The darker sister sits on a cloud in the dark night sky, the
ponies on the ground below are frightened and
confused.(illustration #9)

11 PRINCESS CELESTIA (CONT'D)
One fateful day, the younger
unicorn refused to lower the moon
to make way for the dawn!

The white Unicorn confronts the dark one. (illustration #10)

12 PRINCESS CELESTIA (CONT'D)
 The elder sister tried to reason
 with her, but it was too late.

A swoop of purple smoke fills frame and reveals illustration of Night Mare. (illustration #11)

13 PRINCESS CELESTIA (CONT'D)
 The bitterness in the young one's
 heart had transformed her into a
 wicked mare of darkness, NIGHT
 MARE! Night Mare vowed that she
 would shroud the land in eternal
 night! Reluctantly, the elder
 sister harnessed the most powerful
 magic known to ponydom: the
 Elements of Harmony!

Close on 5 golden necklaces, each with a differently colored
 gemstone embedded in it. (illustration #12) A white burst
 card wipes screen and reveals the next illustration #13, a
 close on the white sister with a jeweled crown on her head
 and a determined expression on her face.

14 PRINCESS CELESTIA (CONT'D)
 Using the Magic of the Elements of
 Harmony...

Truck out from the illustration to reveal that the white
 sister is using the jeweled crown to direct a bright and
 beautiful rainbow at Night Mare, who is clearly hurt by the
 blast! (illustration #13 A - with rainbow beam)

15 PRINCESS CELESTIA (CONT'D)
 ...the elder sister defeated Night
 Mare and banished her permanently
 in the Moon.

Wipe to a new illustration #14 of the elder sister. She
 looks ahead in a stately manner, standing on an equine
 throne. As we slowly truck out, we see the Sun and the Moon
 are to either side of her, and as we truck out further, that
 the ponies of the land are once again happy.

16 PRINCESS CELESTIA (CONT'D)
 The elder sister took on
 responsibility for both sun and
 moon, and Harmony has been
 maintained in Equestria for
 generations since.

Suddenly, the parchment illustration is turned toward the
 camera like a page.

SC 15 EXT. CANTERLOT COURTYARD - DAY

We reveal that the story of the Elements of Harmony is, in fact, being read from a book by Twilight Sky. She is lying on the grass, leaning over the very large book, with a very serious expression on her face.

17 TWILIGHT SKY
Elements of Harmony, hmmm.... I
know I've heard of those before,
but where...

She stands up and using her mouth, puts the enormous book in a courtly-looking saddle bag slung over her pony back. She is about to dash off when...

18 UNICORN 1
There you are Twilight!

She runs right into a group of friendly, young Unicorn ponies like herself.

19 UNICORN 2
Moondancer is having a little get-
together in the west castle
courtyard, wanna come?

Twilight tries to disguise her disinterest as politely as possible, smiling best she can.

20 TWILIGHT SKY
Sorry girls (gestures toward her
book) got a lot of studying to
catch up on!

She turns away from them and runs off. The Unicorns look at each other, disappointed and maybe just a little annoyed.

21 UNICORN 3
Does that pony do ANYTHING except
study?

22 UNICORN 1
I think she's more interested in
books than friends.

Cut back to Twilight, galloping somewhere with determination.

23 TWILIGHT SKY
I know I've heard of the Elements
of Harmony!

Our OPENING THEME MUSIC swells as we follow Twilight as she makes her way through the grounds of Canterlot Castle, past regal white and lavender marble structures, grand fountains, regal stair cases, intricate bridges and beautifully manicured topiaries. All the while, ponies that see her smile or wave to greet her, but she runs right past them.

24 MLP OPENING SONG
My Little Pony, My Little Pony...

As the song wraps up, Twilight approaches the base of a long, narrow tower and begins her ascent up the staircase that winds around the outside. She disappears through a doorway towards the top.

SC 16 INT. TWILIGHT'S DORMITORY

Spike the Dragon walks toward the door carrying a little wrapped gift. He approaches the door when... BAM! It flies open, knocking him out of frame! Twilight stands at the entrance, calling out...

25 TWILIGHT SKY
Spike! Spiiii-iiiike! (looking
around) Spike?

She looks down.

26 TWILIGHT SKY (CONT'D)
There you are!

Spike the Dragon is laying splayed out on the floor, stunned. He sits up, his head spinning. Twilight runs past him towards her work area. Compared to the rest of her room, which is tidy, her work area is messy and surrounded by piles and piles of books.

27 TWILIGHT SKY (CONT'D)
Quick---

Spike the Dragon reaches under his butt and pulls out his smashed present.

28 TWILIGHT SKY (V.O.) (CONT'D)
Find me that old copy of
"Predictions and Prophec---

Twilight sees the smashed gift.

29 TWILIGHT SKY (CONT'D)
What's that for?

30 SPIKE THE DRAGON
Well, it was a gift for Moondancer,
but...

But Twilight has already moved on. She flips through some of her books.

31 TWILIGHT SKY
Oh Spike, you know we don't have
time for that sort of thing.

32 SPIKE THE DRAGON
But we're on break!

Twilight does not respond. Not finding what she needs, she looks up up up at the high bookshelves in her multi-level tower dorm. Her horn sparkles and immediately after, we see several books fly from the shelves and down to Twilight. They hover in the air before her as she inspects the spines.

33 TWILIGHT SKY
No. No. No. No. Ugh! Spi---

34 SPIKE THE DRAGON (V.O.)
It's over here!

Swish pan to Spike the Dragon. He's already up on a ladder pulling the huge volume from the shelf.

35 TWILIGHT SKY
Ah!

The floating books merely drop to the floor with her change of attention. Spike the Dragon appears and hands her the book.

She takes it in her mouth and exits excitedly. Spike the Dragon looks to the books on the floor...

36 SPIKE THE DRAGON
<sigh>

...and begins to pick them up. Twilight already has the book on her desk, which, to a constantly standing pony, looks a lot like a big, wooden music stand. Her horn sparkles once again and the book flies open, pages flipping frantically.

37 TWILIGHT SKY
Elements, elements, e, e, e.. Ah
ha!

The pages flipping stops.

38 TWILIGHT SKY (CONT'D)
 "Elements of Harmony: see, Mare in
 the Moon?"

Cut to Spike the Dragon struggling up the ladder with an
 armful of books. We hear pages flipping off-screen.

39 SPIKE
 "Mare in the Moon?" But that's
 just an old pony's tale!

40 TWILIGHT TWINKLE
 Mare, mare, m, m, m... Ah ha!

The book stops once more. Twilight observes an illustration
 of the Moon, but instead of the dark areas making up the face
 of a man, they make up the shape of a Mare.

41 TWILIGHT SKY
 (reading aloud)
 "The Mare in the Moon. Myth from
 olden pony times. A powerful pony
 who wanted to rule Equestria.
 Defeated by the Elements of Harmony
 and imprisoned in the moon. Legend
 has it that on the longest day of
 the thousandth year, the stars will
 aid in her escape, and she will
 bring about night-time eternal."
 Gasp! Spike! Do you know what
 this means??

Spike the Dragon teeters on tip toe on the ladder as he tries
 to put the books away.

42 SPIKE THE DRAGON
 No....ooo.. whooooah!

He loses his balance and falls straight down..

43 SPIKE THE DRAGON (CONT'D)
 Oof!

..and lands on Twilight's back, where she was waiting for
 him. She has a feather pen and an un-rolled scroll in her
 mouth. He takes it.

44 TWILIGHT SKY
 Take a note please, to the
 Princess.

Spike the Dragon slides down her tail and readies himself for
 dictation.

45 SPIKE THE DRAGON
Ooooookee dokee...

Twilight paces the floor frantically.

46 TWILIGHT SKY
"My dearest teacher, my continuing studies of pony magic have led me to discover that we are on the precipice of disaster!"

47 SPIKE THE DRAGON
Hold on... preci.. Preci..

48 TWILIGHT SKY
Threshold.

49 SPIKE THE DRAGON
Thhhhhhhh....?

He looks at her helplessly.

50 TWILIGHT SKY
Brink?

Spike the Dragon stares at her and blinks, totally clueless.

51 TWILIGHT SKY (CONT'D)
<sigh> "...that something really bad is about to happen."

Spike the Dragon brightens and continues writing. Twilight starts pacing again.

52 TWILIGHT SKY (CONT'D)
"...for you see, the mythical Mare in the Moon, is in fact NIGHT MARE! And she's about to return to Equestria and bring with her eternal night! Something must be done to make sure this terrible prophecy does not come true!!"

Spike the Dragon scribbles frantically, his tongue out in concentration as Twilight finishes.

53 TWILIGHT SKY (V.O.) (CONT'D)
"... I await your quick response. Your faithful student, Twilight Sky."

54 SPIKE THE DRAGON
Twiiiiii lllight... Twaaa ink
 ull...." Got it!

He rolls the scroll with a satisfied smile.

55 TWILIGHT SKY
 Great, send it.

Spike the Dragon's face sinks.

56 SPIKE THE DRAGON
 Now?

57 TWILIGHT SKY
 Oh course!

58 SPIKE THE DRAGON
 I don't know Twilight. Princess
 Celestia's a little busy getting
 ready for the Summer Sun
 Celebration. I mean, she raises the
 sun every day, but now she has to
 make the sunrise for an *audience of
 thousands!* And it's, like, the day
 after tomorrow!

59 TWILIGHT SKY
 That's just it Spike, the day after
 tomorrow is the THOUSANDTH YEAR of
 the Summer Sun Celebration! The
 longest day of the year!!! It's
 imperative that the Princess is
 told right away!

Spike the Dragon gets a blank look on his face again.

60 SPIKE THE DRAGON
 Impera.. Impeeeerrr...

61 TWILIGHT SKY
 (yelling so shortly, she
 knocks Spike over)
 IMPORTANT!!!

Spike the Dragon rolls across the room. When he finally
 unfolds, he relents.

62 SPIKE THE DRAGON
 Ok ok!

He sits up and holds the scroll before him. He takes a long
 deep breath and purses his lips together.

As he exhales, a short stream of fire bursts forth from his mouth and incinerates the scroll. It dissolves into bright orange and red sparkles which spiral together then fly out the window with a whoosh!

63 SPIKE THE DRAGON (CONT'D)
There. It's on it's way, but I
wouldn't hold your breath.

Twilight paces back and forth with urgency.

64 TWILIGHT SKY
I'm not worried Spike. The
Princess trusts me *completely*. In
all the years she's been my mentor,
she's never once doubted me!

Suddenly Spike the Dragon's cheeks fill with air as if he needs to burp. When he lets loose, another, slightly less controlled stream of fire bursts forth, and from it a new scroll is conjured.

65 TWILIGHT SKY (CONT'D)
See! I knew she would want to take
immediate action!

Twilight looks smug with importance. Spike the Dragon opens the scroll, but before he begins to read, he puts on a strange air, his hand daintily on his chest, his nose high in the air, eyes half-lidded, lips pursed.

66 SPIKE THE DRAGON
(very poor imitation of
the princess of England)
"My dearest, most faithful student
Twilight, you know that I value
your diligence and that I trust you
completely."

Twilight nods proudly.

67 SPIKE THE DRAGON (CONT'D)
"...But what in Equestria have you
been reading?"

Twilight's smug expression is immediately replaced with one of shock as her jaw drops in disbelief.

CUT TO BLACK

END ACT I

ACT II

SC 17 EXT. SKY - PONYVILLE - DAY (MAP OF EQUESTRIA?)

We witness a birds-eye view of the landscape of Equestria as it pans below us. Misty clouds whiz by in the foreground, indicating that we're moving at an accelerated speed.

68 SPIKE THE DRAGON (V.O.)
(still reading with bad
princess Elizabeth
imitation)

"...my dear Twilight, there is more to a young pony's life than studying. You are in need of a break, so I'm sending you as my royal representative to supervise the preparations for The Summer Sun Celebration in this year's location: **Ponyville**... And I have an even more essential task for you to complete..."

We cut from our view of the land to Twilight and Spike the Dragon standing inside a royal Canterlot chariot that is flown by 3 Royal Guard Pegasus. Spike the Dragon seems to be enjoying the ride, but Twilight leans over the edge, her head in her hooves, sulking.

69 SPIKE THE DRAGON (CONT'D)
"...make some *friends*."

70 TWILIGHT SKY
<grrroooooaann.....>

71 SPIKE THE DRAGON
Look on the bright side Twilight. The Princess arranged for you to stay in a *library*. Doesn't that make you happy?

Twilight doesn't answer at first, then.

72 TWILIGHT SKY
(curt)

Yes. Yes it does. You know why? Because I'm right! I just know it! I'll check on the preparations as fast as I can, then get to the library and find some proof of Night Mare's return!

73 SPIKE THE DRAGON
Then when will you make friends
like the Princess said?

74 TWILIGHT SKY
She said to check on preparations.
I'm her student, and I'll do my
royal duty but the fate of
Equestria does not rest on me
making friends.

The pegasus chariot lands. Twilight and Spike the Dragon get out...

SC 18 EXT PONYVILLE STREETS

75 TWILIGHT SKY (CONT'D)
Thank you sirs..

76 SPIKE THE DRAGON
Maybe the ponies in Ponyville have
interesting things to talk about!

At that very moment a pretty pink pony with extremely curly hair bounces happily toward them.

77 SPIKE THE DRAGON (CONT'D)
Come on Twilight just try!

The pink pony approaches Twilight who tries to force a smile.

78 TWILIGHT SKY
Uuuuuh... hello...?

The pink pony stops in her tracks, seemingly stunned at the sight of Twilight.

79 PINK PONY
(extremely over the top)
<GAAAAAAASSSSPPPP!!!!!!>

...then completely inexplicably, turns tail and runs!

Twilight and Spike the Dragon are left dumbfounded, blinking and speechless. After an awkward beat, Twilight glowers at Spike the Dragon.

80 TWILIGHT SKY
Well *THAT* was interesting alright.

Twilight exits frame, clearly dreading her stay. Spike the Dragon looks up helplessly and sighs before following.

DISSOLVE TO:

SC 19 EXT. BIG APPLE FARM - LATER

Close on a list written on parchment in calligraphy, the top showcases the Canterlot Royal Seal with Spike the Dragons' little purple thumbs holding it. Spike the Dragon reads:

81 SPIKE THE DRAGON (V.O.)
 "SUMMER SUN CELEBRATION, OFFICIAL
 OVERSEER'S CHECKLIST. Number one:
 banquet preparations; Big Apple
 Farm."

The paper moves offscreen and reveals a homey, happy, red barn-style home surrounded by white picket fences, a pretty trellis and fields of home-grown vegetables. The whole place is encircled with fields and fields of beautiful apple trees.

Suddenly we hear a loud **WHAM!!** off-screen. Spike the Dragon and Twilight look over and see APPLEJACK She rears up on her hind legs, cycling them in the air...

82 APPLEJACK
 Yeeeeee-haw!!

...and then bolts forward. At the last moment she swivels around and bucks the trunk of an apple tree with her back legs, **WHAM!!** shaking it so forcefully that all the apples come cascading down into bushels waiting below. One bonks her on the head.

83 TWILIGHT SKY
 <sigh> Let's get this overwith...

Twilight approaches the orange pony very formally.

84 TWILIGHT SKY (CONT'D)
 Good afternoon. My name is Twilight
 Sky---

Before Twilight can finish, Applejack interrupts, grabbing her by the hoof and shaking it vigorously--- very vigorously.

85 APPLEJACK
 Well howdy do, Miss Twilight! A
pleasure making your acquaintance!
 I'm Applejack! We here at Big
 Apple Orchard sure do like making
 new friends!

86 TWILIGHT SKY
 (being shaken)
 F-f-fre-inds? Ac-tu-ally I---

Applejack stops shaking, but still interrupts.

87 APPLEJACK
So what can I do you for?

Twilight is a bit of a mess from the shaking. Spike the Dragon covers his mouth, trying not to laugh. Trying to hide her irritation, Twilight tries to pull herself together and continues.

88 TWILIGHT SKY
A-hem, ah. Well. Ok. Um, well I am, in fact, here to supervise preparations for the Summer Sun Celebration. And you're in charge of the food...?

89 APPLEJACK
We sure as sugar are, would you care to sample some?

90 TWILIGHT SKY
As long as it doesn't take too lon--

Before Twilight can finish, Applejack runs over to a huge rusty triangle hanging from a nearby tree. She takes the metal beater in her mouth and rings the triangle like crazy, dropping the beater and yelling...

91 APPLEJACK
SOUP'S ON EVERYPONY!!!!

Suddenly, we hear the sound of hundreds of pounding hooves. Twilight and Spike the Dragon look around quick, but they disappear in a cloud of dust when a herd of farm ponies stampede through the frame. They are then deposited, completely disoriented, eyes spinning in their heads, at one of dozens of picnic tables.

92 APPLEJACK (CONT'D)
(to Twilight and Spike the Dragon)
Now, why don't I introduce y'all to the Apple family?

93 TWILIGHT SKY
Thanks, but I need to hur--

Quickly, the a whole slew of country ponies (all sporting apple-themed color palettes and cutie marks) start darting in and out of frame, each time returning with a freshly baked dish to toss on the table as Applejack introduces them.

94 APPLEJACK
(faster and faster as she
goes on)

This here's Apple Fritter, Candy
Apple, Apple Dumplin, Apple
Bumpkin, Apple Blossom, Sour Apple,
Red Gala, Red Delicious, Golden
Delicious, Carmel Apple, Apple
Strudel, Apple Tart, Apple Sauce,
Baked Apples, Apple Brioche, Apple
Cinammon Crisp....<wildly extreme
inhale.....>

The camera slows down for a moment on 3 particular
characters.

95 APPLEJACK (CONT'D)
...Big Apple, Appleseed aaaaand...

A big red clydesdale-style horse, a tiny green filly and...

96 APPLEJACK (CONT'D)
Granny Smith!

The camera pans to a withered, green, bun-donning, little-old
-lady pony.

97 GRANNY SMITH
<sssnnoooooooooorrree.....>

She awakens with several sleep-apnea induced snorts.

98 GRANNY SMITH (CONT'D)
<snort- snort> Wha? Huh? Whozza?

99 APPLEJACK
Up and at-em Granny Smith, we got
guests!

Spike the Dragon waves warmly as Twilight smiles awkwardly.
Applejack wraps her arm (front leg) around her shoulders and
gives her a friendly shake.

100 APPLEJACK (CONT'D)
Why, I'd say they're already part a
the fam'ly!!

SPPIIIITT! Twilight, who was drinking, spit takes all over
Spike the Dragon at the sound of becoming a member of this
boisterous family! She gets up with a start, grabs Spike the
Dragon and excuses herself, walking backwards away from the
table.

101 TWILIGHT SKY
Ha, heh heh... Well I can see the
food situation is handled, so we'll
be on our way...

Eyes wide and shining like a puppy's, and heartbreakingly
hopeful, Appleseed says...

102 APPLESEED
Aren'tcha gonna stay for brunch?

103 TWILIGHT SKY
(pained)
Sorry, but we have an awful lot to--

The whole Apple clan sinks in disappointment.

104 APPLE FAMILY
Aaaaaaaaawwwwwwwwwwwww....

Twilight scrunches up her face, clearly torn by guilt. She
plops back down in her seat, clearly hating it.

105 APPLE FAMILY (CONT'D)
YAAAAAAAAYYYYYYYYYY!!!!!!

CUT TO:

SC 20 EXT. PONYVILLE STREETS- LATER

The list comes back into frame. Spikes hand checks off
"Food." We cut and watch him walk.

106 SPIKE THE DRAGON
Food's all taken care of. Next is
weather.

Pan over to reveal Twilight several steps behind him, her
belly bulging and distended. She can hardly carry her own
weight.

107 TWILIGHT SKY
Uuuuughhh. I ate too much pie...

108 SPIKE THE DRAGON
There's supposed to be a pegasus
pony named Rainbow Dash clearing
the clouds.

Twilight looks up. The sky is full of clouds.

109 TWILIGHT SKY
Well she's not doing a very good
job, is she?

WHAM!!!! Twilight is knocked clear out of frame by
something. Next we see her, she's flat on her back in a
puddle, covered d with gooey brown mud. Lying on top of her
is an equally mud-covered RAINBOW DASH She flashes a
sheepish grin, her white teeth contrasting the dark goo
hiding the rest of her face.

110 RAINBOW DASH
(embarrassed, but amused)
Heh heh... uuuuuuh.... Excuse me?
Heh heh....

Twilight can only burn slow.

111 RAINBOW DASH (CONT'D)
<stifled laugh> Umm, hhhmmmm hmm,
here, uh <laugh> lemme help you...

She flies off screen in a flash and returns all clean. She
places a little cloud right above Twilight. Cut in close as
she hops up and down on it. Rain flows out.

She peeks over the edge. Reveal that Twilight is clean but
sopping wet and still scowling!

112 RAINBOW DASH (CONT'D)
<stifled laugh> Oops. Guess I over
did it. Uuuuuuhhhh-- how 'bout
this?!

With a whoosh, she flies dozens of super tight circles around
Twilight who disappears in the mini rainbow-colored cyclone!!
We stay on Rainbow when she's done.

113 RAINBOW DASH (CONT'D)
See? My very own patented Rain-
Blow-Dry!! No, no, don't thank me.
You're quite welcome!

Reveal Twilight, scowling harder than ever, dry and clean,
but with a huge, frizzy, afro-like mane and tail! The
pegasus' eyes water and her face contorts. She can't hold
back any longer.

114 RAINBOW DASH (CONT'D)
<snn--nnnoorr--tt-tt-> BWA HA HA HA
HA HA HA HA HA HA HAAAAAA!!!!

She falls on her back shaking with hysterics! Twilight flashes a look at Spike the Dragon. He's covering his mouth, at first, but then he lets loose too.

115 SPIKE THE DRAGON
HA HA HA HA HAAAAA HA HA!!!

He collapses onto Rainbow in an idiotic embrace, convulsing with laughter. Twilight continues to slow burn.

116 TWILIGHT SKY
Lemme guess. You're Rainbow Dash.

Rainbow flutters into the air, hovering like a humming bird, suddenly done laughing and ready to show off.

117 RAINBOW DASH
The one and only!! You heard of me?

118 TWILIGHT SKY
I *heard* you're supposed to be keeping the sky clear. I'm Twilight Sky, and the Princess sent me to check on the weather.

Rainbow sinks, annoyed with her lack of fame. She flips up onto a low cloud and reclines, disinterested.

119 RAINBOW DASH
Yeah, yeah. That'll be a snap. I'll do it in a jiffy as soon as I'm done practicing.

120 TWILIGHT SKY
Practicing for what?

121 RAINBOW DASH
The Blue Thunders!!

Rainbow points to a poster on the wall of a nearby building. It depicts several pegasus ponies standing in military formation. They all don blue flight suits with lightening bolt detailing, wind swept hair and highly reflective aviator goggles. They look extremely impressive!

122 RAINBOW DASH (CONT'D)
They're gonna perform at the Celebration tomorrow, and *I'm* gonna show 'em my stuff!

She does several back flips in the air, then goes back to her nonchalant position. Twilight scoffs. She gestures to the poster.

123 TWILIGHT SKY
The Blue Thunders?

124 RAINBOW DASH
Yup.

125 TWILIGHT SKY
The Princess's *exclusive* aerial
acrobatic team?

126 RAINBOW DASH
Yup.

127 TWILIGHT SKY
The most talented fliers in all of
Equestria?

128 RAINBOW DASH
That's them.

129 TWILIGHT SKY
Pshaw. They'd never accept a
pegasus who can't even keep the sky
clear for one measly day!

Rainbow's easy-going expression evaporates. She glares
intensely at Twilight from over the edge of her cloud.

130 RAINBOW DASH
I could clear this sky in 10
seconds flat!!

131 TWILIGHT SKY
(smug)
Prove it.

Rainbow's expression pops from one of anger to one of cocky
defiance. She LOVES a challenge! She coils herself like a
spring on her cloud and extends her wings. She takes off!!
The little cloud she was on disintegrates in her wake!!

Twilight and Spike the Dragon brace themselves as the force
of the wind blows their hair (and scales) back as well! They
look up in awe as she herds the clouds away from the sun. She
blows them away with the wind from her wings, she butts her
head against them to push them away. She leaps from cloud to
cloud, and they disperse under her weight, she even barrels
right through them, causing them to dissolve into thin air.

The sky completely cloud-free, she lands before Twilight and
Spike the Dragon.

132 RAINBOW DASH
 What'd I say? 10. Seconds. Flat.
 I'd never leave Ponyville hanging!
 Ha ha!! You should see the look on
 your face!

Twilight and Spike the Dragon are slack jawed they're so
 impressed.

133 RAINBOW DASH (CONT'D)
 Ha! You're a laugh Twilight Sky. I
 can't wait to hang out some more.

With that, she takes off, flying loop-the-loops away from us.

134 SPIKE THE DRAGON
 Wooooooooowwww. She's amazing!

Spike the Dragon looks at Twilight, sees her hair and has to
 stifle another laugh. Twilight scowls and exits. Spike the
 Dragon follows.

135 SPIKE THE DRAGON (CONT'D)
 Wait. It's kinda pretty once you
 get used to it

SC 21 INT. PONYVILLE TOWN HALL - DAY

Cut to a close up of the list as Spike the Dragon checks off
 "weather." Next on the list is:

136 SPIKE THE DRAGON (V.O.)
 "Decorations..."

He lowers the list and we see a beautiful multi-level round
 hall. A dramatic receiving balcony is at the front
 surrounded by luxurious drapes and curtains. Colorful flags
 with various illustrations hang from the numerous balconies.
 At the height of the room are vast windows showcasing an
 enormous, circular expanse of bright blue sky.

137 SPIKE THE DRAGON (CONT'D)
 Beauuuuutiful...

138 TWILIGHT SKY
 Yes, the decor's coming along
 nicely! This ought to be quick!
 I'll be at the library in no time!
 Beautiful indeed!

139 SPIKE THE DRAGON
 Not the decor, *her*...

At the receiving balcony RARITY is tying ribbons around the drapes using her unicorn magic. She's being persnickity, trying different colors over and over.

140 RARITY
No.... No... oh goodness no.
Hnnnnnnnnnnnn... no!

Twilight starts toward her, but Spike the Dragon stops her, tugging on her tail.

141 SPIKE THE DRAGON
How're my spines? Are they
straight?

He fusses with the pointy plates on his head. Twilight rolls her eyes. They approach the lovely white unicorn.

142 TWILIGHT SKY (V.O.)
Good afternoon---

143 RARITY
Ah-ah!! Just a moment, please.
I'm in the "zone," as it were.

She uses her magic to tie two ribbons into a bow around the curtain, and with a graceful wave of her head, she makes the curtains sparkle and glow. She admires her work, neglecting to turn and face her visitors.

144 RARITY (CONT'D)
Ah yes, sparkle always does the
trick, does it not? Oh Rarity, you
are a talent! Now, how can I help
yo--OOOOHHHH!!!

Smash truck on Twilight as Rarity sees her hair for the first time.

145 RARITY (CONT'D)
My stars!! Darling, what ever
happened to your coiffure?!

146 TWILIGHT SKY
You mean my mane? Well it's a long
story. I'm just here to check on
the decorations and then I'll be
out of your hair.

147 RARITY
Out of *my* hair?! What about *your*
hair?

Rarity drags a nervous Twilight offscreen.

CUT TO:

SC 22 INT. CAROUSEL BOUTIQUE

148 TWILIGHT SKY

Wait... where're we going... help!

We move into a montage of quick cuts of Twilight all done up in several different hairdos and outfits. Twilight looks uncomfortable and we hear Rarity repeatedly change her mind between each shot.

149 RARITY

No. No. Eh-eh. Too green. Too yellow. Too poofy. Not poofy enough. Too frilly. Too shiny.

We finally end on the last outfit. She actually looks really pretty, but *extermely uncomfortable*. Rarity pulls the laces on an extremely tight saddle.

150 RARITY (CONT'D)

Now go on, my dear, you were telling me where you're from.

151 TWILIGHT SKY

(very constricted)

I've... been sent... from... Canterlot to...

Rarity EXPLODES with enthusiasm and squeals!

152 RARITY

CANTERLOT!!!!

Twilight and Spike the Dragon are startled by the extreme exclamation!

153 RARITY (CONT'D)

You're from Canterlot! I am *so* envious! The glamour, the sophistication! I've always dreamed of living there!!

Lost in a dream, she twirls Twilight around.

154 RARITY (CONT'D)

I can't wait to hear ALL about it!!! We're going to be the best of friends you and I!!

Twilight's eyes go wide, but before she can protest, Rarity notices something on Twilight's outfit.

155 RARITY (CONT'D)
Emeralds!! What was I thinking.
Let me get you some rubies...

Rarity prances off screen. Twilight turns to Spike the Dragon.

156 TWILIGHT SKY
Quick! Before she decides to dye
my coat a new color!

She bolts! But Spike the Dragon lingers behind. Little hearts float off of him.

157 SPIKE THE DRAGON
(in love)
<iiiiiiiiggh>

Quickly, Twilight's head pops into frame, grabs him by the back of the neck like a puppy and yanks him offscreen.

CUT TO:

SC 23 EXT. PONYVILLE CENTRAL PARK - LATER

Close on the list again. Spike the Dragon's hand checks off "Decorations."

158 SPIKE THE DRAGON (V.O.)
<sigh> Wasn't she wonderful??

Cut out wide. Twilight's appearance is back to normal. She walks through the trees down a path in the park. She carries the infatuated Spike the Dragon upon her back, as little hearts still float off of him.

159 TWILIGHT SKY
Focus Cassanova. What's next on
the list.

160 SPIKE THE DRAGON
Music. It's the last one!

Twilight brightens at the thought of this. Just then, they hear the loveliest, perfectly melodious chorus of songbirds! They go around a tall hedge to inspect and see FLUTTERSHY. She hovers in the air before a little tree covered with dozens of petite songbirds, tweeting in rhythm as she conducts them.

161 BIRDS
<tweeting MLP theme>

Suddenly, the beat goes a little awry. She stops them.

162 FLUTTERSHY
Oh my! Um, stop please everyone.
Um, Mr. Woodpecker? I mean no
offence, but your rhythm is just a
teeny, tiny bit off.

The woodpecker nods in friendly compliance. Fluttershy begins again.

163 FLUTTERSHY (CONT'D)
Now follow me please, a-one, a-two,
a-one two three...

164 TWILIGHT SKY (V.O.)
Hello!

165 FLUTTERSHY
OH!

Startled by the sudden interruption, the little pegasus shouts and all the birds immediately fly away!! Twilight is a little embarrassed.

166 TWILIGHT SKY
Oh my, I'm so sorry. I didn't mean
to frighten your birds! I'm here to
check up on the music and it's
sounding beautiful!

The little pegasus pony is frozen with shyness. She stands there silently staring at her feet. After an awkward beat, Twilight tries for a response.

167 TWILIGHT SKY (CONT'D)
I'm Twilight Sky, what's your name?

168 FLUTTERSHY
(still staring down)
<quiet mumble>

169 TWILIGHT SKY
I'm sorry, what was that?

170 FLUTTERSHY
<even quieter mumble>

171 TWILIGHT SKY
(leaning in)
Didn't quite catch that.

172 FLUTTERSHY
<barely audible squeak>

Awkward beat.

173 TWILIGHT SKY
Well, um, it looks like your birds
are back...

The birds start perching back on the tree.

174 TWILIGHT SKY (CONT'D)
....so, I guess everything's in
order! Keep up the good work.

175 FLUTTERSHY
....

176 TWILIGHT SKY
Ooooooooo-kaaaaay.

Twilight steps away to Spike the Dragon who's waiting by the hedge.

177 TWILIGHT SKY (CONT'D)
(quietly, pleased)
Well, that was easy!

But then...

178 FLUTTERSHY (V.O.)
(loud!)
A BABY DRAGON!!!

All the little birds take flight once again! The Pegasus flits over to Spike the Dragon!

179 FLUTTERSHY (CONT'D)
Oh I've never seen a baby dragon
before!!! He's soooooooo cute!

Spike the Dragon looks at Twilight smugly. She rolls her eyes.

180 SPIKE THE DRAGON
Well well well.

Fluttershy's so excited she jumps up and hovers like hummingbird!

181 FLUTTERSHY
Oh my he talks!!! I didn't know
dragons could talk!

Suddenly Fluttershy warms up to Twilight--- *really* warms up! She literally nuzzles Twilight, making her very uncomfortable!

182 FLUTTERSHY (CONT'D)
Oh you are so lucky Twilight, none
of my little animal friends talk!
That's just so incredibly
wonderful, I--I--I just don't even
know what to say!

Twilight jumps on this chance, grabs Spike the Dragon and heaves her onto her back.

183 TWILIGHT SKY
Well in that case, we better be
going...

She starts away at a brisk pace, but Fluttershy follows.

184 FLUTTERSHY
Wait, wait! What's his name?

Spike the Dragon sits on Twilight's butt facing Fluttershy. He seems pleased by the attention.

185 SPIKE THE DRAGON
I'm Spike!

186 FLUTTERSHY
Hi Spike, I'm Fluttershy! Wow, a
talking dragon! This is just so
fascinating! And what do dragons
talk about?

187 SPIKE THE DRAGON
What do you want to know?

188 FLUTTERSHY
Absolutely everything!!

Twilight, still walking, slumps her head in exasperation, moaning with a pained exhale. She knows she's in for it.

189 TWILIGHT SKY
Uuuugghhhhh...

190 SPIKE THE DRAGON
Weeeeeeeelllll, I started out as a
cute little purple and green egg...

DISSOLVE TO:

SC 24 EXT. TREE OF KNOWING LIBRARY - EVENING

Twilight drags her feet, exhausted, as she makes her way to the front door of the library. Spike the Dragon (still on her back) and Fluttershy are still full of energy.

191 SPIKE THE DRAGON
And that's the story of my
whoooooole entire life!! Well, up
until today. Do you want to hear
about today?

192 FLUTTERSHY
Oh yes please!

But Spike the Dragon is suddenly whisked out of frame. Having reached the door, Twilight has turned around curtly, trying to hide her frustration.

193 TWILIGHT SKY
(forced politeness)
I'm so sorry! How did we get here
so fast? This is where I'm staying
while in Ponyville, and my poor
baby dragon needs his sleep.

Spike the Dragon tries to peak around her head.

194 SPIKE THE DRAGON
No I don't.

Twilight, holding her forced smile, bucks up her rump just enough to knock Spike the Dragon off her back.

195 TWILIGHT SKY
Aaaaw, look at that. So sweepy he
can't even keep his wittle bawance.

196 FLUTTERSHY
Oh my goodness! Poor thing! You
simply must get him to bed!

Twilight reaches back to open the door.

197 TWILIGHT SKY
Yes, yes, we'll get right on that!
Well, g'night!

She kicks open the door with her back leg and disappears inside, slamming the door.

SC 25 INT. LIBRARY MAIN AREA- NIGHT

It's pitch black. We don't see a thing.

198 SPIKE THE DRAGON
Rude much?

199 TWILIGHT SKY
Sorry Spike. But I have to convince
the Princess that Night Mare is
coming and we're running out of
time! I just need time to be ALONE
and study without a bunch of crazy
ponies trying to make friends all
the time. Now where's the light...

Suddenly, the light snaps on and....

200 CROWD OF PONIES
SURPRISE!!!!!!!!!!

Streamers and balloons fly out at Twilight and party horns
blow in her face! Twilight sinks.

END ACT II

ACT III

SC 26 INT. LIBRARY MAIN AREA - NIGHT - CONTINUOUS

Inside, loud music plays and disco ball lights flutter around
the room. Dozens of ponies are inside. Tables are set up and
covered with sweets and pastries. Streamers and balloons are
strewn throughout.

201 TWILIGHT SKY
What is going on??

202 PINKIE PIE
SURPRIIIIIIIISE!!

The pink pony Twilight met when she first arrived to
Ponyville jumps up in her face bouncing up and down with
excitement!

203 PINKIE PIE (CONT'D)
Hi, I'm Pinkie Pie and I threw this
party just for you!! Were you
surprised? Were you? Were you?
Huh huh huh???

204 TWILIGHT SKY
Very surprised. Libraries are
supposed to be *quiet*.

205 PINKIE PIE
<snort laugh> Well that's silly!
What kind of a Welcome Party would
this be if it were *quiet*? I mean,
duh, booooooring!

Twilight tries to maneuver through the partying pony crowd,
but it's a tight squeeze. Pinkie Pie follows closely,
continuing her upbeat bounce.

206 PINKIE PIE (CONT'D)
(super fast)
You see I saw you when you first
got here-- remember? You were all
"hello" and I was all
<ggggaaaaaaaassssssppppp!!!!>
Remember? You see I never ever saw
you before, and if I never ever saw
you before that meant you're
new....

Cut in close on Twilight. She's about to lose it.

207 PINKIE PIE (CONT'D)
... 'cause I know everypony, and I
mean *everypony* in Ponyville....

Twilight stops cold in her tracks, her eyes wide and slightly
crazed. She clenches her teeth and tries to distract herself
by pouring some red-colored soda (holding bottle with mouth)
as Pinkie goes on and on and on and on.

208 PINKIE PIE (CONT'D)
...and if you're new, it meant you
haven't met anyone yet, and if you
haven't met anyone yet you must not
have any friends, and if you don't
have friends then you must be
lonely, and that made me so so sad,
so I had an idea (that's why I went
<gaaaaaaaassssppppp!!!>)

Twilight dips her mouth into the cup she poured for herself,
when she does, her eyes pop open wide!

209 PINKIE PIE (CONT'D)
....I should throw a great, big,
ginormous, super dooper,
spectacular welcome party and
invite everyone in Ponyville!!

Cut out to reveal that the other ponies Twilight met today, Applejack, Rainbow Dash, Rarity and Fluttershy are by Pinkie's side.

210 PINKIE PIE (CONT'D)
See? Now you have lots and lots of friends!

The 5 pony girls flash great big wide smiles. Bing!

Twilight looks at them, her cheeks filled with punch. She stares ahead, her face turning red and her eyes quivering and watering.

211 APPLEJACK
Are you alright, sugarcube?

With no explanation, Twilight bolts up the stairs!

212 PINKIE PIE
Aaawww!!! She's so happy she's crying!

Beat. Spike the Dragon reaches up on the table and inspects the bottle of soda.

213 SPIKE THE DRAGON
"Hot Sauce."

Rainbow Dash realizes what happened and falls over laughing!

214 RAINBOW DASH
HA HA HA!!! That Twilight! What a joker! HA HA HA HA HAA!!

Pinkie pours some sauce on a cupcake and eats it. The other ponies stare at her incredulously.

215 PINKIE PIE
(mouth full)
What? It's good!

DISSOLVE TO:

SC 27 INT. TWILIGHT'S LIBRARY LOFT - NIGHT

The music continues to play, muffled, but still loud. Twilight lays on her bed with a pillow over her head. She looks at the clock. 4 am.

216 TWILIGHT SKY
Ugh!

Spike the Dragon comes in. He's wearing a lamp shade on his head and is covered in streamers.

217 SPIKE THE DRAGON
Hey Twilight! Pinkie Pie's
starting pin-the-tail-on-the-pony!
Wanna play?

218 TWILIGHT SKY
NO!!! All the ponies in this town
are crazy!! Do you know what time
it is?

219 SPIKE THE DRAGON
It's the eve of the Summer Sun
Celebration. Everypony has to stay
up or they'll miss the Princess
raise the Sun!

He exits, but before he shuts the door, he says.

220 SPIKE THE DRAGON (CONT'D)
You really should lighten up
Twilight. It's a party!

He dances out the door to the music. Twilight makes a sour face and mimics him.

221 TWILIGHT SKY
You shme shme meh meh meh!

Frustrated she rolls over and looks out the window.

222 TWILIGHT SKY (CONT'D)
Ugh! Here I thought I'd have time
to learn more about the Elements of
Harmony, but-- silly me! All this
ridiculous friend-making has kept
me from it!

Her angry expression softens as she gazes at the full moon. She looks closer then seems to notice something important. She gets up and goes to her telescope. Twilight pulls her face away from the lens. She looks concerned. Using her unicorn magic, she opens her bag from across the room. She flies a book over to herself and magically flips it to a particular page.

223 TWILIGHT SKY (CONT'D)
"Legend has it that on the longest
day of the thousandth year, the
stars will aid in her escape, and
she will bring about everlasting
night."

Close on the book. The illustration shows several stars by the moon. Pan to the window. There are several sparkling stars right next to the moon, matching the illustration perfectly. Ever so slightly, they seem to be moving towards it.

224 TWILIGHT SKY (CONT'D)
I hope the Princess was right. I
hope it really is just an old pony
tale.

The door swings open.

225 SPIKE THE DRAGON
Come on Twilight! It's time to
watch the sunrise!!!

CUT TO:

SC 28 INT. PONYVILLE TOWN HALL - SUNRISE LATER

The hall is completely crowded. The moonlight shining through the windowed ceiling bathes everything in a lovely glow. Twilight and Spike the Dragon are very near to the front of the crowd. Pinkie Pie hops through the crowd and up to them.

226 PINKIE PIE
Isn't this exciting? Are you
excited? 'Cause I'm excited. I've
never been so excited! Well,
except for that time I saw you
walking into town and I went
<gaaaaaaaaaaaaassssssppp!!!> But
I mean really, who can top that...

Twilight stands there half-lidded, but is distracted by the sound of singing birds. Fluttershy is directing them in a short introductory song. A pony with a spotlight full of fireflies shines them on an archway below the regal receiving balcony. A smart looking, mature pony in a business-like color (Candace Burgen in pony form) addresses the crowd.

227 MAYOR
Fillies and Gentlecolts, as Mayor
of Ponyville, it is my great
pleasure to announce the beginning
of the Summer Sun Celebration!

228 CROWD OF PONIES
<cheeeeeerrr!!!>

229 MAYOR

In just a few moments, our town
will witness the magic of the
sunrise and celebrate this, the
longest day of the year.

As the Mayor goes on, Twilight listens intently. She looks
very anxious.

230 MAYOR (CONT'D)

And now, it is my great honor to
introduce to you the ruler of our
land, the very pony who gives us
the sun and the moon each and
everyday, the good, the wise, the
bringer of Harmony to all of
Equestria...

Fluttershy leans in to her feathered choir.

231 FLUTTERSHY

Ready??

232 MAYOR

...PRINCESS CELESTIA!

Fluttershy, hovering in place, conducts the birds with her
hooves. They sing an introduction worthy of royalty. The
spotlight moves from the Mayor to the receiving balcony above
her. The music builds to a dramatic crescendo, Rarity pulls
the curtains back and.....

.... no one's there!

233 CROWD OF PONIES

<gasp!> <confused walla>

The Mayor seems flustered. She calls out to the crowd, still
confused.

234 MAYOR

Remain calm everypony, there must
be a reasonable explanation.

235 PINKIE PIE

Oh! Oh! I love guessing games! Is
she hiding?

Rarity and some official looking ponies dive behind the
curtain where the princess was supposed to come out.
Fluttershy watches with concern as they come back out. Rarity
looks down at the Mayor and shakes her head.

236 RARITY
She's gone!!

237 PINKIE PIE
Ooooooh. She's good!

The crowd gets more agitated.

238 CROWD OF PONIES
Where is she?/What's happening?/Is
this part of the show?/I want my
money back!/ Etc..

239 TWILIGHT SKY
This can't be good...

240 PINKIE PIE
Don't be silly! Hiding's totally
good! Watch this!

Pinkie ducks behind a table of food nearby. Then almost
immediately pops back up.

241 PINKIE PIE (CONT'D)
See Twilight? AAAAAHHHHH!!

Pinkie sees something frightening! Cut around to ponies in
the crowd, (including our cast) all frightened and gasping in
shock!

242 CROWD OF PONIES
<several gasps>

Truck and zoom on Twilight. Spike the Dragon has glommed
onto her neck in fear!

243 TWILIGHT SKY
(hushed)
Oh no....

Slam cut to the receiving balcony--- there stands a regal
looking but dark mare!! She is much taller than the other
ponies, with very large pointed pegasus wings and shining
armor on her elegant frame. Her extremely long purple hairs
wisps around her slowly like glittering smoke!

Twilight looks on in horror.

244 TWILIGHT SKY (CONT'D)
Night Mare!

245 SPIKE THE DRAGON
<fainting noise>

The mare stares down and the crowd and smiles a sinister grin.

246 NIGHT MARE
Ooooooh my beloved subjects. It's
been so long since I've seen your
precious, little *sun-loving* faces.

Cut around the crowd. All the ponies look frightened! But one pipes up in defiance.

247 RAINBOW DASH (V.O.)
What did you do with our Princess!

Cut to Rainbow Dash. She's trying to fly to Night Mare, but Applejack has her by the tail.

248 APPLEJACK
(mouth full of tail)
Whoah there, Nelly! (Whoah vere,
Newwy!)

249 NIGHT MARE
Ha ha ha ha ha haaaa!!! Why, am I
not royal enough for you? Don't
you know who I am?

250 PINKIE PIE
Ooh! Ooh! More guessing games!
Uuuuummm... Hokey Smokes! How'
'bout princess Meanie!! NO!!
Black Snooty! Black Snooty!

Still holding onto Rainbow's tail, Applejack shoves a apple cupcake in Pinkie's mouth to hush her up.

251 PINKIE PIE (CONT'D)
Mmmmmff mmmff mmmfff!

Poor Fluttershy's choir position is close to the balcony. Night Mare leans towards her causing her birds to take flight. The timid pegasus cringes.

252 NIGHT MARE
Does my crown no longer count now
that I've been *imprisoned* for a
thousand years!

Rarity is still by the curtains, frozen in shock. Night Mare leans towards her, her smokey hair holding Rarity's face. Rarity bravely tries to shake her off, but can't.

253 NIGHT MARE (CONT'D)
Did you not recall the legend? Did
you not see the signs??

254 VOICE (V.O.)
I did!

Night Mare turns away from Fluttershy quick, angrily staring
down the interrupter...

255 TWILIGHT SKY
And I know who you are. You're the
Mare in the Moon... **Night Mare!!**

256 CROWD OF PONIES
<gasp!!!>

Night Mare smiles. She speaks to Twilight condescendingly.

257 NIGHT MARE
Well well well, somepony remembers
me. Then you'll also know why I'm
here.

The ponies all look to Twilight for her answer, but Twilight
can only...

258 TWILIGHT SKY
You're here to... to...<gulp>

259 NIGHT MARE
Heh heh heh heh heh.....

We truck in on Night Mare, slowly and dramatically.

260 NIGHT MARE (CONT'D)
Remember this day, little ponies,
for it was your last. From this
moment forth, the night will
last.....

Cut wide. Night Mare's smokey hair whips wildly and she
magically creates lightening strikes!!

261 NIGHT MARE (CONT'D)
FOREVER! HA HA HA HA HAAA HA HAAA
HAAA HA HA HAAAA!!!

Truck in on a frightened Twilight as we...

CUT TO:BLACK

END ACT III

END PART I 17

PART II, ACT I

SC 29 INT. PONYVILLE TOWN HALL - NIGHT

Night Mare continues to laugh as lightening strikes all around her.

262 NIGHT MARE
HA HAAA HA HA HAAAA!!!

The Mayor finally takes action. She calls to the royal pony guards (clydesdale-like knights.)

263 MAYOR
Seize her! Only she knows where
the Princess is!!

The knights rush to Night Mare....

264 NIGHT MARE
Stand back you foals!

....but she creates more electricity, stopping them in their tracks. CRACK! CRACKLE CRACK!! Her hair whips around more, enveloping her body until it too dissolves into smoke. Panicked ponies jump to the side to make way for it as it swiftly whisps out an open door, laughing all the way!!

265 NIGHT MARE (CONT'D)
HA HA HA HAAA HAAA HA HA HAAAA!!!

Rainbow Dash gives one last tug, and pulls her tail away from Applejack. She flies through the door after the smoke!

266 RAINBOW DASH
Come back here!

But once up in the sky, she can't catch up. She stops mid air, out of breath, and watches the smoke speedily slither into the distance, the full moon shining big and bright. Rainbow ponders it for a moment...

267 RAINBOW DASH (CONT'D)
...night time.... forever?

...then something else catches her eye. Down below her, she sees Twilight (unconscious Spike on her back) leave the town hall in a rush.

268 RAINBOW DASH (CONT'D)
(with concern)
Where's she going?

CUT TO:

SC 30 INT. TREE OF KNOWING LIBRARY - TWILIGHT'S LOFT - LATER

Twilight tucks the unconscious Spike into a basket. She barely pulls the covers up when he abruptly sits up.

269 SPIKE THE DRAGON
WE GOTTA STOP NIIiiii...
snnnoooooorrrre...

....and sleepily falls back on his pillow. Twilight covers him again. He pops up again.

270 SPIKE THE DRAGON (CONT'D)
I WANNA HEEeeeellllppp....
ssnnoooooooooreee...

271 TWILIGHT SKY
You've been up ALL NIGHT Spike!
You are a *baby* dragon, after all.

She places a plush princess doll (teddy bears for dragons!) in the crook of his arm. That did it. He rolls over and sticks his thumb in his mouth. Twilight leaves the room quietly and cautiously shuts the door.

Quiet beat.

We hear a complete avalanche of books!

SC 31 INT. LIBRARY - MAIN AREA

Reveal Twilight, in sharp contrast to her gentleness with Spike, frantically using her magic to pull book after book off the shelf. She inspects the titles and flips through pages, only to drop them to the floor over and over, not finding what she needs.

272 TWILIGHT SKY
Elements, Elements, Elements....
Ugh! How can I stop Night Mare
without the Elements of Harmony?

273 RAINBOW DASH(V.O.)
And just what are the Elements of
Harmony???

Twilight turns around--- Rainbow Dash is right there,
hovering so that they are face to face. She confronts
Twilight.

274 RAINBOW DASH (CONT'D)
And how did you know about Night
Mare? Hmmm? Are you a SPY?!!

Rainbow's suddenly yanked out of frame. Applejack pulled her
down by the tail--- again.

275 APPLEJACK
Simmer down Sally. She ain't no
spy. But she sure knows what's
going on, don'tcha Twilight?

The worried ponies surround Twilight one by one, filled with
worry.

276 FLUTTERSHY
Will it really stay dark (barely
squeaked) *forever*??

277 RARITY
It can't it just can't!!

278 APPLEJACK
All the plants will die without the
sun!

279 FLUTTERSHY
Then that means all the animals
will have no food!

280 PINKIE PIE
Not to mention that it's just plain
depressing! I mean *jeeez!*

Twilight breaks through the group and rummages through more
books.

281 TWILIGHT SKY
I read all about the prediction of
Night Mare. Some mysterious objects
called the Elements of Harmony are
the only things that can stop her,
but I don't know what they are,
where to find them--- I don't even
know what they do!!!

She kicks a book away in frustration. Then she gets an idea. She heads to the door.

282 TWILIGHT SKY (CONT'D)
I'll have to hoof it back to
Canterlot and check the official
royal library! They've got to have
the right book there!!

283 PINKIE PIE (V.O.)
You mean like this one?

Swish over. Pinkie pie pulls a book off a shelf.

284 PINKIE PIE (CONT'D)
(reading)
"The Elements of Harmony: a
Reference Guide."

285 TWILIGHT SKY
How did you find that??

286 PINKIE PIE
(Like "are you
okaaaay...?")
It... was... under "E"....?

287 TWILIGHT SKY
Oh.

Twilight tries to hide her embarrassment as she takes the book and opens it. Finally, she reads:

288 TWILIGHT SKY (CONT'D)
"There are six Elements of Harmony,
but only five are known: Kindness,
Laughter, Generosity, Honesty and
Loyalty. The sixth, said to be the
most powerful, is a complete
mystery.

As Twilight continues, we pan across the room. Outside the window, sparkling purple smoke swirls, listening.

289 TWILIGHT SKY (CONT'D)(V.O.)
It is said that when the 5 are
present, a spark will cause the 6th
Element to be revealed. The last
known location of the 5 Elements,
contained in enchanted stones, was
in the ancient castle of the royal
pony sisters.

The smoke rushes away. We cut back in as Twilight finishes, the other ponies looking over her shoulder.

290 TWILIGHT SKY (CONT'D)
It is located in what is now ..."

CUT TO:

SC 32 EXT. ENTRANCE OF THE EVERFREE FOREST

291 FLUTTERSHY
..th-th-the... *Everfree F-F-
Forest!!!*

The ponies stand in front of the forest at the edge of Ponyville. Where they stand is orderly and neat with the plants manicured. But there is a distinct line where everything becomes wild and unruly. The entrance looks like a random break in the thick foliage.

We pan across the faces of the ponies, staring at it slack jawed and frightened.

292 ALL PONIES (TWILIGHT, AJ, RARITY,
FLUTTERSHY, RD)
Whoah.....

We end the pan on Pinkie Pie, with an inexplicable grin on her face.

293 PINKIE PIE
Wheee! Let's go!

294 TWILIGHT SKY
Not so fast! Look, I appreciate the offer, but I'd really rather do this on my own!

295 APPLEJACK
No can do, sugarcube. We sure ain't letting any friend...

Twilight winces at the word "friend."

296 APPLEJACK (CONT'D)
...of ours go into that creepy place alone. We're sticking to you like caramel on a candy apple.

The other ponies nod in agreement.

297 PINKIE PIE
Especially if there's candy apples
 in there.

They collectively shoot Pinkie a look.

298 PINKIE PIE (CONT'D)
 Those things are gooooood!

Twilight relents with a...

299 TWILIGHT SKY
 <sigh.>

DISSOLVE TO:

SC 33 EXT. EVERFREE FOREST

The ponies make there way cautiously, single file, trying to hide their heebie-jeebies. The forest is very mysterious, but beautiful. But the sounds are another thing. Crickets chirp, frogs croak, owls hoot. Behind them, the plants seem to move on their own, ever-so-slightly.

300 TWILIGHT SKY
 S-so none of you have been in here
 before??

301 RARITY
 Heavens No! J-just look at it!!
 It's dreadful!

As they talk, the path becomes a high ridge.

302 APPLEJACK
 And it ain't natural neither!!
 Folks say it don't work the same as
 Equestria...

We pan down as some shimmering purple smoke sneaks into frame just below their feet around the cliffs edge. Quietly, it seeps into the cracks.

303 TWILIGHT SKY
 W-what's that supposed to mean?

304 RAINBOW DASH
 (creepy voice)
 Nooooopony knoooooows!

Rainbow Dash sees the other ponies growing fearful and gets a mischievous look on her face.

305 APPLEJACK
Rainbow, quit it.

Rainbow, ignores her. She creeps over to the other ponies. Fluttershy, Pinkie and Rarity are huddled close.

306 RAINBOW DASH
You know why? 'Cause everpony
who's ever come in...

Truck in on the 3 ponies, shivering.

307 RAINBOW DASH (CONT'D)
....has never come... **OUT!!!**.

CRASH!!! The rock below their feet burst into bits where the smoke seeped in!

308 PONIES
AAAAAAHHHHH!!!!

Rainbow Dash and Fluttershy take to the air, but the earth bound ponies start to slide down the steep slope, slipping on the tiny rocks created by the blast!

309 RAINBOW DASH
Fluttershy quick!

Rainbow dives down towards her friends and Fluttershy, though she looks scared, follows.

310 FLUTTERSHY
Oh my goodness oh my goodness!

They swoop into scene and manage to grab Rarity and Pinkie Pie by the tails. They stop their descent, but they are not strong enough to lift them up off the ground.

Applejack continues to slide down the slope with Twilight close behind! Applejack reaches out and manages to grab a protruding root with her mouth. She stops, but only a moment after, Twilight skids down past her. From her POV, we see that she is coming towards a clear drop! She frantically scrambles her feet! Her back legs and rump fall over the edge, but she manages to get a grip with her front hooves.

311 TWILIGHT SKY
Aaah!!

312 APPLEJACK
Howd on, I'ma comin'!

Applejack carefully lets go of the branch, and in a controlled manner, slides down to Twilight, stopping just before her so that they are touching hooves.

313 TWILIGHT SKY
Applejack! Pull me up!

314 APPLEJACK
Now you know I can't do that
Sugarcube, I ain't got no thumbs.

315 APPLEJACK (ALT) (CONT'D)
I'm sorry, but I can't do that
Sugarcube. I ain't got no thumbs.

316 TWILIGHT SKY
AAAHH!! What do I do??

Poignant pause...

317 APPLEJACK
.....let go.

318 TWILIGHT SKY
Are you crazy??!!!

319 APPLEJACK
No I ain't. I promise, you'll be
safe.

320 TWILIGHT SKY
That's not true!

321 APPLEJACK
Now listen here, I don't never tell
no lies. What I'm saying to you is
the ***honest truth.***

322 APPLEJACK (ALT) (CONT'D)
Now listen here, I never tell no
lies. What I'm saying to you is
the ***honest truth.***

323 APPLEJACK (ALT) (CONT'D)
Now listen here, I don't tell no
lies. What I'm saying to you is
the ***honest truth.***

324 APPLEJACK (ALT) (CONT'D)
Now listen here, I don't tell lies.
What I'm saying to you is the
honest truth.

Close on Twilight, scared and skeptical.

325 APPLEJACK (CONT'D)
Let go, and you'll be safe.

Twilight thinks a moment. She closes her eyes tight and....
...lets go!

326 TWILIGHT SKY
AAAAAAAHHHHHHHHH!

She slips over the ledge falls down, down until...

327 TWILIGHT SKY (CONT'D)
---OOOOF!!!

Rainbow Dash and Fluttershy swoop in and catch her!

328 RAINBOW DASH
Gotcha!!

The 3 ponies exchange relieved looks and hover in the air a moment, then...

329 TWILIGHT/RAINBOW/FLUTTERSHY
Whaaaa!

The fall again, Twilight's weight just a bit too much for Fluttershy. Still, the fall is slower with the flapping wings, and the three make it to the ground safe and sound where Rarity and Pinkie are waiting!

330 FLUTTERSHY
Sorry gals. I'm not used to holding anything more than a bunny or two.

Cut out wide. We watch the ponies from afar as Rainbow and Fluttershy fly back up to get Applejack. The purple smoke curls into frame, watching. It suddenly moves away, swiftly making it's way through the forest. It stops momentarily to observe the dark silhouette of a large animal, sleeping. The smoke races towards it and we....

CUT TO:

SC 34 EXT. EVERFREE FOREST - LATER

Rainbow Dash re-enacts their last plight for Twilight, jumping around her like an excited kid!

331 RAINBOW DASH
....and once Pinkie and Rarity were safe--- *whoosh!* Me and Fluttershy swooped around again!
(MORE)

RAINBOW DASH (CONT'D)

My keen eagle-eyes saw that
Applejack was safe, so when she
gave us the nod---- *shoom!!* We
loop-de-looped around and--- *WHAM!*
Caught you right in the nick of
time!!

332 TWILIGHT SKY

Yes, Rainbow, I was there. And I'm
very grateful, but we gotta--

333 MANTICORE (V.O.)

RRROOOOAAARRR!

Fluttershy and Rainbow take! The other ponies look over, one
by one, and see....

....an angry Manticore blocking their path! He stands before
the entrance of a ravine--- there is no other way around!

334 TWILIGHT SKY

A Manticore!!

He lunges at the ponies, breaking them apart! They scatter,
running in different directions.

335 TWILIGHT SKY (CONT'D)

We've got to get past him!

336 FLUTTERSHY

Wait....

He sets his sights on Rarity and swipes at her with his
claws. She dodges him repeatedly before managing to land a
good swift buck to the jaw.

337 RARITY

Take that you ruffian!

But the Manticore shakes it off and roars in her face,
blowing her mane back with his breath. Once done, her hair
looks frizzy and ridiculous.

338 RARITY (CONT'D)

My hair!

Her confidence gone, she back pedals away. The Manticore
rears back to swipe at her, but stops abruptly! Applejack
has landed on his back! He bucks her like a rodeo bull.

339 APPLEJACK

Yee haw! Get along little doggie!

340 FLUTTERSHY

Wait...

She hangs on for a while, but with a especially hard kick, he sends her flying. She soars past Rainbow Dash in the air.

341 APPLEJACK
(casually)
All yours pardner!

342 RAINBOW DASH
I'm on it!

343 FLUTTERSHY
Wait...

Rainbow dives down and encircles him with the same cyclone she used to muss up Twilight's hair in Part I. The Manticore's eyes spin, but he grabs her in mid air with his tail, stopping the cyclone. Rainbow is caught off guard. He tosses her off screen.

344 TWILIGHT SKY
Rainbow!

She lands and skids to a stop in front of Twilight, Applejack, Rarity and Pinkie Pie. She gets up and shakes off the dust.

At the entrance of the ravine, the Manicore bows his head down, scrapes the ground and snorts like an angry bull. The five ponies put their heads down and scrape the ground as well.

We cut in closer and closer between the determined ponies and the angry Manticore. Tighter and tighter shots, building the tension until...

345 FLUTTERSHY
(really loud)
WAAAAAAAAAAAAIIIIIIIIITTTT!

They all snap out of it! Fluttershy looks at her friends disapprovingly, but when she turns to look at the Manticore, her expression softens. Cautiously, she moves toward the Manticore.

346 MANTICORE
ROOOAAARR!!!

Her friends are worried, but Fluttershy isn't scared. She notices he's not standing on his front paw. He huffs and puffs, staring at her intensely.

347 FLUTTERSHY
Shhhhhh shhhh. It's ok.

SC 35 EXT. EVERFREE FOREST - DARK GROVE - LATER

The ponies find themselves in an incredibly thick part of the forest. Mossy plants and vines twist everywhere haphazardly.

357 RARITY

Ugh. My eyes need a rest from all
this icky muck! Bleh.

Twilight looks up. She sees the moon through the branches of the canopy, but as she moves forward, it disappears behind the impossibly thick branches and leaves.

Cut back down to the ground. It's really dark. We can barely make out the ponies, and they can't see at all.

358 RARITY (CONT'D)

Well I didn't mean literally.

359 TWILIGHT SKY

That ancient ruin could be right in
front of our faces and we wouldn't
even know it!

360 FLUTTERSHY

Girls? Girls? Are you there?

As the ponies try to navigate the darkness, the purple smoke crawls into frame, past their clumsy feet.

361 RAINBOW DASH

Right here! Oof!

362 RARITY

My apologies! Didn't see you there--
-- oof! Was that somepony's tail?

The smoke entwines itself around the trunk of a tree and seeps into the crevices of the bark.

363 APPLEJACK

Oh wait... I think I stepped in
something.

Things lighten slightly. She lifts her hoof, covered in brown goo. Fluttershy stares wide-eyed at Applejack, then....

364 FLUTTERSHY

AAAAAAHHHHHHH!!!

365 APPLEJACK

It's just mud...

But Fluttershy is looking *behind* Applejack. Applejack looks over her shoulder and sees the face of a horrible monster!

366 APPLEJACK (CONT'D)
YOW!

The ponies look around, they are surrounded by many of these frightening faces! In several quick, disorienting shots, the ponies run, but everywhere they turn they run into another terrifying grimace. Eventually find themselves huddled together looking out at the scary expressions surrounding them. Cornered, they cry out...

367 PONIES
AAAAAAAAAAAAHHHHH!!!

FADE TO BLACK.

END ACT I

ACT II

SC 36 - CON'T EXT. EVERFREE FOREST - DARK GROVE

Twilight, Rainbow Dash, Rarity and Fluttershy are huddled together looking out at all the frightening faces surrounding them. They scream....

368 PONIES
AAAAAAA-----

....but stop when they hear.... Giggling?

369 PINKIE PIE
<giggle>

Pinkie Pie is standing directly in front of one of the twisted glowers. She makes her own faces at it.

370 PINKIE PIE (CONT'D)
Bleeeeh! Bloooohh! Boogity
boogity boop! Ha ha ha!!

371 TWILIGHT SKY
Pinkie what are you doing! Run!

Without the camera moving around all over the place, we see that the face is completely motionless and embedded in a tree trunk. She turns and looks at her friends.

372 PINKIE PIE
Oh girls, don't you see...?

A soft music cue.

373 PINKIE PIE (CONT'D)
(singing)
When I was a little filly
And the sun was going down

374 TWILIGHT SKY
Please tell me she's not...

375 PINKIE PIE
The darkness and the shadows
Would always make me frown

376 RARITY
She is.

Pinkie skips happily around her huddled friends. They look at her as if she were crazy.

377 PINKIE PIE
I'd hide under my pillow
From what I thought I saw
But Grammy Pie said that wasn't the
way
To deal with fears at all!

378 RAINBOW DASH
Oh yeah? Then what is?

379 PINKIE PIE
She said Pinkie you gotta stand up
tall.
And learn to face your fear.

Pinkie runs right up to one scary face and looks straight at it.

380 PINKIE PIE (CONT'D)
You'll see real quick it can't hurt
you
And laughing at all their lame-o
attempts makes them magically
disappear!

She stares into it's eyes and...

381 PINKIE PIE (CONT'D)
Ha. Ha. Ha.

..right in the face's face! It starts to wiggle a bit like
jell-o then POOF! The purple smoke puffs out of it,
returning it to a plain tree!!! The other ponies...

382 PONIES
<gasp!!!>

And look at each other in realization.

383 PINKIE PIE
Soooooooooooooooooooooooooooo!

Each of Pinkie's friends approach a face whose description corresponds with the lyric. When they laugh, each face disappears with a puff of purple smoke!

384 PINKIE PIE (CONT'D)
Giggle at the ghostly

385 FLUTTERSHY
Tee hee hee!

386 PINKIE PIE
Guffaw at the grossly

387 RAINBOW DASH
Gufaaaaaww!!

388 PINKIE PIE
Crack up at the creepy

389 RARITY
Ha ha ha haaa!!!

390 PINKIE PIE
Whoop it up with the weepy

391 APPLEJACK
Wooo hoo hooo!

392 PINKIE PIE
Chortle at the kooky

393 TWILIGHT TWINKLE
K-k-hee kee kee

394 PINKIE PIE
Snortle at the Spooky

395 ALL PONIES
Aaaaahhh ha ha ha!!

As all the ponies laugh Pinkie runs from face to face to face, singing fast and in monotone...

396 PINKIE PIE
 Tell that big dumb scary face to
 take a hike and leave you alone and
 if he thinks he can scare you then
 he's got another thing coming and
 the very idea of such a thing just
 makes you wanna.....

Cut in close on Pinkie as she lets out a HUGE...

397 PINKIE PIE (CONT'D)
 HAAAAAAAAA HA HA HAAA HA HA HA HA HA
 HAAAAA HA HAAAAAA HA HAAAAA....

As she continues her long, happy, boisterous laugh, we cut around super fast to all the remaining faces as they poof away until their on none left!

Pinkie stops laughing, smiles and finishes her song.

398 PINKIE PIE (CONT'D)
 Laugh!

Music wraps up. There's a beat then all the ponies fall to the ground laughing!

399 PONIES
 HA HA HA HA HA HA HA HA!!!

We truck out to show the ponies are in a harmless grove with nothing but plain old trees around them.

DISSOLVE TO:

SC 37 EXT. EVERFREE FOREST - LATER

On a much better lit path, Pinkie comes prancing out of the thick woods, sproinging about like Pepe Le Pew.

400 PINKIE PIE
 Hee hee hee ha ha heee hee!!!

The rest of the ponies follow her, prancing as well (if not quite as exuberantly) and still laughing!

401 PONIES
 <laughter>

Pinkie suddenly stops short, staring straight ahead. Bonk, bonk, bonk, bonk--- the other ponies bump right into her.

Before them is an extremely wide, raging river. Pinkie, completely out of nowhere, leaps up onto Rainbow Dash's back.

402 PINKIE PIE
Hi Ho Rainbow! Awa---ooof!!

403 RAINBOW DASH
Oof!

They fall to the ground.

404 RAINBOW DASH (CONT'D)
Pinkie! You're too heavy to fly
up...

405 FLUTTERSHY
Even for both of us.

They stare out over the rapids, helpless.

406 PINKIE PIE
Then how do we cross?

Suddenly, a booming voice cries out...

407 VOICE
(crying)
BWAAAAA HAA HAA HAAAAAAAAA AAAAA!!!

The ponies look at each other, perplexed.

Cut close on thick foliage. The leaves part and the ponies poke their heads through. Reverse angle and we once again see the water churning--- by the end of an enormous, scaled, thrashing tail! We pan down the long, long tail is it becomes a writhing, twisting serpentine body, finally ending at the head of a violently sobbing sea serpent! He holds his head in his hands, then pounds the water with his fist!

408 VOICE (CONT'D)
BWAAAAA HAA HAA HAAAAAAAAA AAAAA!!!
OH WHAT A WORLD WHAT A WORLD!!
WAAAAAAAAA HAAAAAAAAA HAAA!!

The ponies approach the serpent.

409 TWILIGHT SKY
Excuse me sir, why are you crying?

The serpent keeps his head in his hands obscuring his face.
***When he speaks, think Nathan Lane's character in the "Bird Cage."*

410 SEA SERPENT
(biting, flamboyant
sarcasm)
Oh gee, well I don't know!
(MORE)

SEA SERPENT (CONT'D)

I was just sitting here, minding my own business, just like I do every Thursday for crumpets, when this tacky little cloud of purple smoke whisked past me and...

Suddenly, the serpent slithers forward fast into the camera and uncovers his face to reveal....

411 SEA SERPENT (CONT'D)

...tore half of my beloved moustache clean off!

He is missing one side of his catfish-like fu manchu. He flips over in the water, turning his head away and causing more waves and splashing the ponies.

412 SEA SERPENT (CONT'D)

And now I look horrid! Simply horrid! WWWWHH HHAAAAH AAHHHH !!

Our tomboys, Applejack and Rainbow Dash roll their eyes.

413 RAINBOW DASH

Oh gimme a break...

414 APPLEJACK

That's what all this fuss is about?

Suddenly, Rarity pushes through the two of them, parting them dramatically.

415 RARITY

Why of course it is!!! How can you be so insensitive!!

She runs up to his face laying in the shallows of the water. She holds his face out to look at it, comically squeezing his cheeks.

416 RARITY (CONT'D)

Just look at him! Such lovely luminescent scales...

417 SEA SERPENT

<sniff> I know..

418 RARITY

...your expertly coiffed mane...

419 SEA SERPENT

Oh I know, I know!!

420 RARITY

..your fabulous manicure...

421 SEA SERPENT
...it's so true!

422 RARITY (CONT'D)
....all *ruined* without your
beautiful mustache!

423 SEA SERPENT
It's true! I'm hideous!!!
Waaaaaahhhh!!!

The ponies flash each other looks of disbelief. Cut close on Rarity. She's seems to have made a serious decision.

424 RARITY
I simply cannot let such a crime
against fabulous-ity go
uncorrected.

She rears back and...

...bites the serpent's hand!! He pulls away and squeals!

425 SEA SERPENT
Aahh!!! What'd you do that for!

He looks down. Rarity has removed one of his giant scales.

426 SEA SERPENT (CONT'D)
Ooohh!! Watch out! She's *crazy*!!

Holding the scale in her mouth, she antics back.

427 TWILIGHT SKY
Rarity what are you---

We hear the metallic *shing* of a blade slicing something! The serpent faints.

428 SEA SERPENT
OoOooooOoooHHhhhhh.....

Reveal: Rarity has cut off the length of her tail. Only a short bob remains. Serenely, Rarity, her tail in mouth, approaches the unconscious serpent's head resting in the shallows. She gently leans forward and places the tail where the fu manchu should be. Her Unicorn horn glows and the tail attaches to his face. It also wakes him up. He sits up and excitedly feels his face. When he gets to the mustache, he pulls out the locks so he can see. He's overjoyed!!!

429 SEA SERPENT (CONT'D)
Woo hoo hoo! My mustache!! How
wonderful!!!

He strikes a pose.

430 RARITY
You look smashing!!

The ponies run to her!

431 FLUTTERSHY
Oh Rarity! Your beautiful tail!

432 RARITY
Oh it's fine, my dear. Short tails
are in this season! Besides, it
will grow back.

433 RAINBOW DASH
(under breath)
So would'a the moustache.

Twilight is already waist deep in the now calm water.

434 TWILIGHT SKY
We can cross now! Let's go--
OOOOOHHH!!

Suddenly she rises out of the water by the serpent's long
snakey body!

435 SEA SERPENT
Allow me!!

He stretches his body across the water, creating a bridge.
As the ponies gallop along his back, we...

CUT TO:

SC 38 EXT. EVERFREE FOREST - MOMENTS LATER

The ponies appear once more through some thick shrubs and
vines. Twilight stops in her tracks.

436 TWILIGHT SKY
There it is!!

Just a little way ahead of them is the ancient ruin!!

437 TWILIGHT SKY (CONT'D)
The ruin that holds the Elements of
Harmony! We made it!

Twilight excitedly scrambles over the top and runs for the
ruin ahead of the other ponies.

438 APPLEJACK
Twilight! Wait for us!

But she ignores them, running at top speed.

439 TWILIGHT SKY
We're almost there! Whoah!

She comes to a screeching halt, skidding to a stop just before the edge of another chasm!! Her front feet scramble at the edge for a moment before she's pulled back by the tail by Rainbow Dash.

440 RAINBOW DASH
What's with you and falling off cliffs today? Jeesh!

The other ponies join them. They look over the chasm. There's a rope bridge, but the whole right side of it hangs loose, unattached on one side at the other end.

441 PINKIE PIE
Now what?

Rainbow pointedly flaps her wings.

442 RAINBOW DASH
Duh!

443 PINKIE PIE
Oh yeah!

Without another word, Rainbow Dash takes off and soars across the chasm, making sure to perform a few barrel rolls along the way. She lands far on the other side and picks up the end of the rope, but drops it when she hears...

444 VOICE
Raaaaaiinboooowww...

445 RAINBOW DASH
<gasp!> Who's there!

She doesn't notice when purple smoke discreetly circles around her feet. It disappears along the ground into some dark foliage.

446 VOICE
Raaaaaiinboooowww...

Rainbow hops up on her hind legs and comically air boxes in front of her.

447 RAINBOW DASH
I ain't scared a' you! Show
yourself!

***note** There will be a funny contrast in the following exchange. The "voice" will be over-the-top heavy and serious, but Rainbow's delivery will be comically light.*

448 VOICE
We've been eagerly awaiting the
arrival of the best flyer in
Equestria!

449 RAINBOW DASH
Who...?

450 VOICE
Why you of course!!

451 RAINBOW DASH
(flattered)
Really? I mean,
(cocky)
...oh yeah, me.
(covering)
Of course you mean me.

452 RAINBOW DASH (CONT'D)
(kissing butt)
Hey, uh, you wouldn't mind telling
the Blue Thunders that, would you?
'Cause I've been trying to get into
that group for, like, ever!

453 VOICE
No Rainbow Dash, we cannot.

454 RAINBOW DASH
Oh darn. Thbbpt.

455 VOICE
We want you to join us....

From the darkness emerge 3 magical pegasus. They wear dark flight suits and tinted goggles. They are the dark version of the Blue Thunders. One steps ahead of the others and speaks.

456 BLACK THUNDER
THE BLACK THUNDERS!

Rainbow backs up a bit, she looks skeptical.

457 RAINBOW DASH
The *Black* Thunders? Kinda
depressing name, dont'cha think?

458 BLACK THUNDER
We are the greatest aerial team in
the Everfree Forest, and soon we
will be the greatest in all
Equestria!! But first, we need a
Captain.

She circles around Rainbow. As the compliments roll out,
Rainbow nods in narcissistic agreement.

459 BLACK THUNDER (CONT'D)
The most magnificent, swiftest,
bravest flyer in all the land. We
need....

460 RAINBOW DASH
Yup... yes... yes, it's true...

She leans in close to Rainbow's ear.

461 BLACK THUNDER
...you!

Rainbow breaks the tensions with a sudden back flip!

462 RAINBOW DASH
Woo hoo! Sign me up!

Truck in on the Black Thunder as her eyes flash and she
smiles a sinister grin---she has her! Then...

463 RAINBOW DASH (V.O.) (CONT'D)
Just let me tie up this bridge real
quick and we have a deal!

Ga-GONG! The Thunder cartoonishly snaps out of it. She
jumps in front of the bridge, stopping Rainbow in her tracks.

464 BLACK THUNDER
NO!! It's them or us.

Rainbow is taken aback. She looks at the Thunders then
across the chasm, her friends lost in the mist. She hears...

465 TWILIGHT SKY (V.O.)
Rainbow!! What's taking so long!!!

Cut over to the other side. As the other ponies wait,
Twilight strains to see what's happening across the chasm.

At first she only sees Rainbow Dash, but then she sees the Thunders!

466 TWILIGHT SKY (CONT'D)
Oh no! (calling out) *Rainbow...*

Cut back to the other side.

467 TWILIGHT SKY (V.O.) (CONT'D)
...we need you! Don't listen to---

But the Thunder narrows her eyes in Twilight's direction. They glow magically and Twilight's voice becomes muffled. Rainbow can't hear her. We truck in on Rainbow. She looks confused, torn. The music swells, then...

468 BLACK THUNDER
Well...?

Rainbow looks at the Thunder. She's suddenly very serious.

469 RAINBOW DASH
You....

The Thunder smiles triumphantly!!

470 RAINBOW DASH (CONT'D)
...thank you... for the offer, I mean, but I'm afraid I have to say no.

She flies around the shocked Thunder, ties up the bridge, and flies towards her friends, disappearing into the mist. We truck in on the Thunder who shakes with rage, then POOF!! dissipates into Purple smoke! As do her two silent companions. Poof! Poof! The smoke swirls together and slithers speedily towards the ruin!!

We pan to the bridge. After a moment we hear...

471 PONIES
Yay! / Giggles! / Good job Rainbow! /
We're almost there!

The ponies come galloping across the bridge, full of enthusiasm! Rainbow flies next to Twilight as she runs.

472 RAINBOW DASH
See? I'd never leave my friends hanging!

Rainbow flies ahead as Twilight smiles after her. Now across the bridge, Twilight stops and takes in her triumph!

473 TWILIGHT SKY
 (elated, to self)
 We made it...

The other ponies whiz past her, full of glee, making her spin in place!

474 APPLEJACK
 C'mon Twilight! Isn't this what
 you've been waiting for!

Twilight beams and follows them up the crumbling stairs.

SC 39 INT. ANCIENT RUIN - MOMENTS LATER

The 5 ponies stand staring up with excited smiles!! Twilight joins them, parting them in the middle. She looks up in complete awe.

475 TWILIGHT SKY
 Whooooaaah!

Dramatically, we reveal an enormous stone statue, overgrown with foliage. 5 rock sculptures, held in place with intricately carved stems, orbit a larger rock sculpture at the center. Each sculpture is a different shape, or symbol, and each is embedded with a shining, colorful gemstone!!

476 TWILIGHT SKY (CONT'D)
 The Elements of Harmony!!! We found
 them!

Fluttershy and Rainbow Dash fly up and remove the stones gently with their mouths.

477 TWILIGHT SKY (CONT'D)
 Careful, careful....

They place them before her.

478 PINKIE PIE
 1 2 3 4 --- there are only 5!

479 RAINBOW DASH
 Where's the sixth?

Twilight kneels on the ground before the Elements.

480 TWILIGHT SKY
 The book said, "When the 5 are
 present, a spark will cause the 6th
 Element to be revealed."

481 APPLEJACK
What the heck is that supposed to mean?

482 TWILIGHT SKY
I'm not sure, but I have an idea.
Stand back, I don't know what will happen.

Twilight closes her eyes.

483 APPLEJACK
Hush now y'all. She needs to concentrate.

The ponies leave. Twilight lays very still for a several quiet beats. Her horn begins to glow. She does not notice the purple smoke seep in through an archway. It swirls slowly around the Elements, right under Twilight's nose. It swirls faster as the Elements are lifted up in the forming whirlpool. The wind it creates blows Twilight's hair. She comes to with a start and sees the whirlpool. the Elements' rotation speeds up and they start to get sucked into the vortex.

484 TWILIGHT SKY
The Elements!

From outside, the ponies hear her....

485 PONIES
Twilight!

...and run inside. Thinking fast, Twilight leaps toward the swirling vortex and is sucked into it just as it disappears and the ponies rush through the door.

486 PONIES (CONT'D)
No!/Where is she?/etc...

29

CUT TO BLACK:

END ACT II

ACT III

SC 40 - INT. ANCIENT RUIN - MOMENTS LATER

Rainbow Dash, Applejack, Pinkie Pie, Rarity and Fluttershy look around for Twilight in a panic.

487 PONIES
Twilight!/ Where is she?/ What do
we do?/ Etc.

488 RARITY
Look!!

Rarity gestures towards an extremely high tower. Through the window they see a flash of magical light like the one that flared when Twilight disappeared.

489 APPLEJACK
Come on!

The ponies gallop through a doorway that may or may not lead to their friend.

SC 41 - INT. ANCIENT THRONE ROOM

The smoke from the flash dissipates, revealing Twilight, dazed from the transportation.

490 TWILIGHT SKY
<cough cough cough>

She recovers, looks up and sees...

491 TWILIGHT SKY (CONT'D)
<GASP!!!>

Nightmare ! She stands on an ancient throne that matches the illustrations from the prologue. The Elements hover around her, held in the air by her smokey, purple mane.

492 NIGHT MARE
Ha ha ha ha ha ha!!!

Twilight's frightened expression turns to one of determination. She lowers her head and paws the ground like a bull.

493 NIGHT MARE (CONT'D)
You're kidding. You're kidding,
right?

But Twilight rushes towards Night Mare! Night Mare lowers her head, her crescent horn glints-- SHING! She runs for Twilight! They race towards each other, and just as they are about to collide, Twilight's horn glows and....

Twink! She disappears! Night Mare looks around for her...

Twink! Twilight reappears on the other side of the room, where Night Mare foolishly left the Elements! Twilight teeters, a little dizzy.

494 TWILIGHT SKY
Whoah.... That was new. I gotta remember that one.

Night Mare scowls. Urgently, Twilight touches her horn to the stones once again. It begins to glow.

495 TWILIGHT SKY (CONT'D)
Just one spark! Come on come on!

Night Mare transforms into smoke, rushing at lightening speed towards Twilight. She is directly upon her when....

Z-ZAPPPP!!!! A miniature lightening bolt flies from her horn and onto the Elements, hurling her back!

496 TWILIGHT SKY (CONT'D)
Aaah!

Night Mare re-forms into her horse form...

497 NIGHT MARE
No!

..and stands above the Elements helplessly as sparks of electricity crawl over the 5 stones until....

....nothing.

Nothing at all. Twilight sees this and is stupefied.

498 TWILIGHT SKY
But.... the spark... Where's the sixth Element?

Night Mare ponders the 5 jewels below her. A triumphant smile curls across her muzzle.

499 NIGHT MARE
Heh heh heh.... Ah ha ha ha.... **HA**
HA HA HA HA HA HA!!!!

She raises her mighty, armored hoof into the air and **STAMPS DOWN** on the stones....

Shing!!! Shattering them to bits! In slow motion, the shards sparkle as they fly from the force of her hoof. Twilight is seen in the background, small, helpless and terrified!!

500 TWILIGHT SKY
<GASP!!!!>

501 NIGHT MARE
You little *foal*!! Thinking you
could defeat me, me, the Mare of
Darkness! Now you will never see
your Princess or your sun! The
night will last **FOREVER!!!** Ah ha ha
ha ha ha ha ha ha!!!!

Twilight sinks. All hope is lost. Then...

502 PONIES (V.O.)
Twilight!!/ Hang on! / We're
coming!/ etc.....

Twilight looks up fast with an unexpected smile! Like the
"bing" of a light bulb going off in her head, we hear a ZZ--
ZZAPPP!!! A moment after, her eyes grow wide and bright with
inspiration! She turns to Night Mare in confident defiance!

503 TWILIGHT SKY
You think you can destroy the
Elements of Harmony just like that?
Well you're wrong, because the
spirits of the Elements of
Harmony...

The ponies rush through the door!

504 TWILIGHT SKY (CONT'D)
...ARE RIGHT HERE!!!

With Twilight's words, the fragments of the shattered
Elements lift from the ground, swirling around Night Mare.
She looks confused and angry!

505 NIGHT MARE
What...??!!

With a fast burst of white, we flash back to Applejack
reassuring Twilight on the cliff.

506 TWILIGHT SKY (V.O.)
Applejack, who reassured me when I
was in doubt, represents the spirit
of **Honesty**.

We flash back to the throne room. The green pieces of the
fragments fly from the swirling mass, make a loop around
Applejack, lasso-ing her like a sparkling, fairy-dust hula
hoop!

FLASH! We see Fluttershy calming the Manticore.

507 TWILIGHT SKY (CONT'D)
Fluttershy, who tamed the Manticore
with her compassion, represents the
spirit of *Kindness*.

The pink fragments fly over and encircle the slightly frightened Fluttershy.

FLASH! We once again see Pinkie's laughter make the frightening faces disappear in a puff of smoke.

508 TWILIGHT SKY (CONT'D)
Pinkie Pie, who banished fear by
giggling in the face of danger,
represents the spirit of *Laughter*.

The yellow pieces surround Pinkie Pie who smiles wide with excitement. She hops around inside it, full of delight!

FLASH! Rarity attaches her tail to the serpents muzzle.

509 TWILIGHT SKY (CONT'D)
Rarity, who calmed a sorrowful
serpent with a meaningful gift,
represents the spirit of
Generosity.

Blue fragments race to Rarity. She looks enthralled by the beauty of it as it whirls around her.

FLASH! We see Rainbow stick her tongue out at the Black Thunder and repair the bridge.

510 TWILIGHT SKY (CONT'D)
And Rainbow Dash, who would not
abandon her friends for her own
heart's desire, represents the
spirit of *Loyalty*.

The last of the fragments, the red ones, fly from Night Mare's confused face and encircle Rainbow Dash.

The five stand in a semi-circle behind Twilight, who stands at center. With the swirling, sparkling fragments, they make for a dramatic scene. Night Mare is frozen in awe and panic.

511 TWILIGHT SKY (CONT'D)
The spirits of these five ponies
are the force behind the Elements
of Harmony, and they got us through
every challenge you threw at us!!

512 NIGHT MARE
It doesn't matter!! You still
don't have the 6th Element! The
spark didn't work!

513 TWILIGHT SKY
But it did!! A different kind of
spark. One I ***felt!***

She turns her attention to the other ponies.

514 TWILIGHT SKY (CONT'D)
I felt it the very moment I
realized how happy I was to hear
you...

We pan across their expressions as she speaks. They are
touched by her words.

515 TWILIGHT SKY (V.O.) (CONT'D)
...to see you, how much I cared
about you! The spark ignited
inside *me* when I realized that you
all ***are my friends!***

Out of thin air a new, larger more magnificent jewel appears,
spinning and turning, forming into a beautiful tiara that
floats down onto Twilight's head. Rays of sparkling light
shoot out from it as it materializes.

516 TWILIGHT SKY (CONT'D)
You see Night Mare, those Elements
also make up ***FRIENDSHIP!!*** When
Kindness, Laughter, Generosity,
Honesty and Loyalty are ignited by
the.... the *spark*... that resides
in the heart of us all, it creates
the 6th Element, the element that
completes them, that binds them
together to create *true* friendship,
the Element of--- ***MAGIC!***

Night Mare looks up with fear in her eyes. The swirling
colors that encircle the ponies turn into golden necklaces
that hold newly re-formed jewels! Suddenly, each pony gleams
with the power and color of her Element! The colors converge
into a glorious, mighty rainbow, surrounding and engulfing
Night Mare in bright, powerful, glittery whirlwind!!

517 NIGHT MARE
NOOOOOOOOOO!!!!

Obscured by the colorful typhoon, she tries to fight within the storm, bucking and rearing, but soon the magic wraps around her, and we can see her no more!

All we see now is wind and rainbow colors and sparkles! We catch glimpses of our 6 ponies concentrating as their manes and tails whip around. They seem to hover magically off the ground! The colors over-expose until the screen washes completely white.

Silence.

We fade up from the white screen. The 6 ponies lie on the ground.

518 RAINBOW DASH
Oooooohhhh--- my head!

519 APPLEJACK
Everypony ok?

They all sit up shaking or rubbing their heads. Suddenly...

520 RARITY
Oh thank goodness!!!!

Rarity's tail has magically grown back!! She strokes it lovingly.

521 RARITY (CONT'D)
Short tails actually aren't in this season! Phew!

522 FLUTTERSHY
Why Rarity, it's so lovely!

523 RARITY
I know, I'll never part with it again!

524 FLUTTERSHY
No your necklace....

Rarity looks down at her necklace. The stone has changed into the shape of a blue diamond. Fluttershy looks close.

525 FLUTTERSHY (CONT'D)
It looks just like your cutie mark!

526 RARITY
So does yours!

Fluttershy's is a pink butterfly.

527 PINKIE PIE
Lookit mine! Lookit mine!

Hers is a yellow balloon. Applejack's and Rainbow's correspond as well (green apple, red bolt.)

528 RAINBOW DASH
Aaaaaw yeah! Now this is what I call a necklace.

Cross eyed, Twilight looks up at the stone in the crown on her head. The jewel embedded in it is her cutie mark as well.

529 APPLEJACK
Gee Twilight, I thought you was just spoutin' a lot of hooey, but I reckon we really do represent the Elements of Friendship!

530 VOICE
Indeed you do...

A beam of warm light shoots through a window shining on the ponies, they blink at the brightness and look over. Through the large window, we see the landscape of Equestria beyond the border of the Everfree Forest. The mountains are in the distance, and from behind them is...

...the Sun!!!! The ponies look around them in wonder as the room is bathed in warm, bright light and the misty green of the Forest evaporates! Then, a dramatic lens flare emits from the sun! It washes the screen white, and when it dissipates, an atmospheric cloud, twinkling and colored like the aurora borealis, hangs in the room. It swirls together and creates...

531 TWILIGHT SKY
Princess Celestia!

We linger on the Princess in her full regal beauty.

The ponies bow in reverence, but Twilight is so overjoyed she runs to her teacher!!

532 PRINCESS CELESTIA
Twilight Sky, my faithful student!

They nuzzle each other.

533 PRINCESS CELESTIA (CONT'D)
I am so proud, I knew you could do it!

534 TWILIGHT SKY

But you told me it was all an old pony tale!

535 PRINCESS CELESTIA

I told you that you needed to make some *friends!* Nothing more. I saw the signs of Night Mare's return, and I knew it was you who had the magic inside to defeat her. But you could not unleash it until you let true friendship into your heart.

Twilight smiles at her teacher, then shares a heartfelt smile with her new friends.

536 PRINCESS CELESTIA (CONT'D)

Now, if only another will as well...

She turns toward a far off corner, revealing the sleeping figure of Night Mare. Her armor lays broken on the floor around her. She seems smaller and softer. The princess approaches the figure and stands above her.

537 PRINCESS CELESTIA (CONT'D)

(accusing)

Princess Luna....

The pony lifts her head, revealing a very young, sweet, but sad face. Upon seeing the Princess looming above her, she gasps, frightened.

538 PRINCESS LUNA

<gasp!>

But the princess kneels before her, speaking to her on an equal level.

539 PRINCESS CELESTIA

It has been a thousand years since I have seen you like this.

Selena hangs her head shamefully.

540 PRINCESS CELESTIA (CONT'D)

It is time to put our differences behind us. It is too much a burden for one pony to call upon the Sun and the Moon on her own. We were meant to rule together, little sister!

541 TWILIGHT SKY
Sister?!

542 APPLEJACK
Well, I'll be a donkey's auntie!

543 PINKIE PIE
The princess's a thousand years
old?

544 RARITY
She doesn't look a day over 500! I
must learn her secret!

Back to the sister's reunion.

545 PRINCESS CELESTIA
Will you accept my friendship,
sister?

Selena looks up at Celestia, uncertain. The 6 ponies lean in from where they stand, absolutely riveted!!! Pinkie leans so far, she falls! Thump!

Selena looks up, slowly. Then, like a light bulb going off...

ZZZ-ZZZAPPP!

546 PRINCESS LUNA
I'm so sorry!! I missed you so,
big sister!

She leaps forward onto Celestia in a pony embrace! Selena holds on tight, her eyes closed with guilt and relief! Reverse angle: Celestia smiles warmly, a little tear runs down her cheek.

547 PRINCESS CELESTIA
I've missed you too!

HOOOONNNKKK!!!! The sweet moment is cut by the sound of a nose blowing!! Cut to the ponies watching, Pinkie Pie snorts into a hanky, inconsolably weeping!!!

548 PINKIE PIE
<Sniff sniff> Don't you just love
happy endings!!!!

Rainbow rolls her eyes.

We truck out on the whole scene. Everybody's happy, the sun is shining, birds sing, it's all glorious and stuff!!

549 PINKIE PIE (V.O.) (CONT'D)
 Hey! You know what this calls
 for...?

CUT TO:

SC 42 - PONYVILLE CENTRAL PARK - DAY

550 PINKIE PIE (V.O.)
A PARTY!!!!!!!!!!

She blows a party horn. Hoooonnkk!! When she leaves the screen, she reveals the town square of Ponyville and a rendition of the theme song begins to play...

551 SONG
 My Little Pony, My Little Pony...

Garlands are draped everywhere, ponies run through the streets with ribbons in their tails and flowers in their hair, baby ponies run around a maypole, petals fall from the sky like confetti. A banner hung on the town hall reads "Summer Sun Celebration."

As the music continues, we move into a montage.

-In the sky, we see the princesss royal chariot, being pulled by a team of Pegasus Guard. Celestia and Selena stand side by side in it, their long manes flowing behind them.

-Rainbow and Fluttershy fly beside them. They fly over to reveal Twilight, Applejack, Rarity and Pinkie being escorted in royal chariots as well.

-They land in the square. The ponies cheer for their heroes!

-Spike emerges from the crowd. Twilight leaps and runs to greet him. He jumps up and hugs her neck super tight.

-Celestia steps down from her chariot to greet her happy subjects, who rush her like a celebrity. She greets them with a warm smile. She steps aside for...

-Selena, looking uncertain. But several baby pegasus fly up to her and put flowered garlands around her neck. Selena smiles and steps into the happily forgiving crowd.

The lyrics in the song pause, the music fades to the back for a moment. We close on Twilight enjoying watching the jubilee, but suddenly she looks sad.

552 FLUTTERSHY
 Twilight, what's wrong?

553 SPIKE THE DRAGON
You helped save all of Equestria!

554 TWILIGHT SKY
I know it's just that....

The other 5 ponies join her, concerned.

555 VOICE
Why so glum my faithful student?

Reveal the Princess standing by.

556 PRINCESS CELESTIA
Are you not happy that your quest
is complete and you can return to
your studies in Canterlot?

557 TWILIGHT SKY
That's just it. Just when I learn
how wonderful it is to have
friends, I have to leave them.

The 5 friends sink in disappointment. So does Spike.

558 PRINCESS CELESTIA
Well, Twilight, you are still a
student. You have to tend to your
education.

559 TWILIGHT SKY
(hanging head, sullen)
I know.

560 PRINCESS CELESTIA
I have very important things I need
my most talented student to study.

561 TWILIGHT SKY
I know.

562 PRINCESS CELESTIA
Things like.... the Magic of
Friendship.

563 TWILIGHT SKY
I kno---- what?

The princess leans in towards Twilight in a very motherly
fashion.

564 PRINCESS CELESTIA
Friendship is an amazing and
powerful thing.
(MORE)

PRINCESS CELESTIA (CONT'D)

That elusive element that makes
somepony more than an acquaintance,
more than a neighbor, more than
just somepony you know. It's magic
and it is in you.

Cut to a shot of the Princess standing over Twilight in all
her regal glory!

565 PRINCESS CELESTIA (CONT'D)

I, Princess Celestia, hereby
decree, that the unicorn Twilight
Sky, shall take on a new mission
for Equestria.

Twilight looks up at her slightly confused.

566 PRINCESS CELESTIA (CONT'D)

She must continue to study the
Magic of Friendship and face the
many Challenges that come with it.
She must report to me her
findings....

Twilight is in disbelief. Her friends look on in
anticipation....

567 PRINCESS CELESTIA (CONT'D)

...from her new home in Ponyville!!

Twilight's eyes light up! The ponies tackle her with a pony
hug!!!

568 TWILIGHT SKY

Oh thank you Princess Celestia!
I'll study harder than ever before!

The six friends huddle together and rejoice. As we watch
them, the song comes back up....

569 SONG

My Little Pony My Little Pony...

We truck out on the jubilant scene as the song finishes.
Just as it does we hear...

570 PINKIE PIE

This calls for another party!!

CUT TO BLACK:

THE END