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MY LITTLE PONY

"Up, Up and Dismay"

EP016

Outline by
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TEASER

Rainbow Dash paces in front of Fluttershy like General Patton. "A good cheer comes from deep inside. You've got to be completely out-of-control. Screaming, whooping, hollering... whatever you do, just make sure it's full of passion. Got it?" Fluttershy nods enthusiastically. "Okay. Let's hear it."

Fluttershy takes a deep breath and mentally prepares. Finally, she lets it rip: "Yay!" Rainbow Dash buries her head in her hooves. "Louder!"

"Yay!"

"Louder!"

"Yay!"

"LOUDER!!!"

"Yaaaaay!"

After working herself into a frenzy trying to work Fluttershy into a frenzy, Rainbow Dash collapses on her back, exhausted.

ACT I

Rainbow Dash steps to the edge of a cloud like it's a high-dive board. Down below, Fluttershy cheers, "Yay!" Rainbow Dash takes a deep breath and leaps off! She speeds to the ground, pulling up at the last second and launching herself into a thrilling mid-air daredevil routine. As she talks herself through her moves ("Triple barrel roll through the orchard..."), Fluttershy continues her sad attempt at cheering. Finally, Rainbow Dash spins herself into a tight spiral, G-forces flapping her lips, tears forming from the velocity. "Time for the big finale... the Sonic Rainboom!"

As she tries to build speed, Rainbow Dash wobbles, loses control! She shoots off course, tumbling through town, ponies diving out of her path! She hits a rock and ricochets through the window of Twilight's library loft, slamming into the other ponies like bowling pins! Books, scrolls, and hooves fly everywhere!

Shell-shocked ponies pop their heads out from the wreckage. With a mouthful of scrolls, Rainbow Dash says, "Wha happened?" Just then, Fluttershy races in: "Yeah! Rainbow Dash, you rock! Wool!" Beat. "I'm sorry, was that too loud?"

As the ponies straighten up from the big wipe-out, Rainbow Dash complains about the "pathetic performance". When Fluttershy reassures her that the routine wasn't all bad, Rainbow huffs "not my routine. Your cheering!" She really wishes her other friends could come to Cloudsdale to watch her compete in the "Best Young Flier" competition. Fluttershy's great, but her cheering is not exactly inspirational.

The ponies lament that they can't be there to see her perform the legendary Sonic Rainboom. They've all heard the story about how once, as a young filly, Rainbow Dash flew so fast she caused a sonic boom and a rainbow all at once. "If you pull that off, you're going

to win for sure!" Rainbow Dash is confident that she'll take the crown, and the amazing prize that comes with it: a full day with her heroes, the fabulous Wonder Bolts!

She says she's going to go rest up. Fluttershy, on the other hand, better keep practicing. "I can't perform in front of Princess Celestia with such a tame cheering section!" She exits, and Fluttershy turns to the rest of the group. "She's practiced that move a hundred times and she's never even come close to doing it!" She chases after Rainbow Dash.

Rarity feels sympathy for Rainbow Dash. "She's acting confident, but she's probably scared to death. There must be some way we can go to the competition and support her!" She asks Twilight if maybe there's a spell that could help.

Twilight scours her scrolls and books. Finally, she finds something. "It looks like this spell will allow Earth Ponies to fly, but it also looks reeeeeally difficult. I'm not sure I can do it."

But Rarity won't take no for an answer. Rainbow Dash needs their help, and besides, she might look really good in wings. Twilight agrees to give it a shot. With every bit of concentration and focus she can muster, Twilight tries the spell out on Rarity. After much strain, Twilight collapses to the floor, exhausted from the effort. The ponies race to her side.

As Twilight sits up, dazed, she notices something. The other ponies turn to see...

Rarity fluttering her new butterfly wings as she hovers above them. She's flying!!

ACT II

Rainbow Dash and Fluttershy burst through the clouds and emerge into the wondrous world of Cloudsdale! The spectacular cloud city has two distinct features: a Greek style of architecture and a constant criss-cross of pegasi, the citizens of Cloudsdale. Rainbow Dash and Fluttershy are from here, of course, so they don't even bat an eyelash at the beauty of the town. Rainbow Dash just continues giving Fluttershy a lecture about being more assertive when she cheers.

Suddenly, three pegasi fly up. "Well well well... look what we have here. It's our old friend who got kicked out of flight school... Rainbow CRASH!" The pegasi mock her for saying she's going to perform a Sonic Rainboom at the competition. Everyone knows that's an old mare's tale. The Sonic Rainboom doesn't really exist. Fluttershy takes this opportunity to be assertive, telling the bullies to show up at the Cloudiseum and see for themselves. They laugh and fly away. Instantly, Rainbow Dash's confidence shatters. "They're right... I'LL NEVER BE ABLE TO DO IT!!!"

As Fluttershy tries to console Rainbow Dash, she sees something that makes her jaw drop. Floating up through the clouds and pirouetting through the air with her new butterfly wings is... "Rarity?!" Rainbow Dash whirls. "Are you... *flying?*!"

Before they can wrap their heads around Rarity's wings, a giant hot air balloon emerges from the clouds carrying Twilight, Applejack, and Pinkie Pie! Rainbow Dash is ecstatic that her friends are there to cheer her on. But she's doubly confused when they step out of the basket and onto the clouds. Twilight explains that the spell to make wings was too difficult to do more than once, so she found a much easier spell that allows the rest of them to walk on clouds. Either way, they're here to cheer her on!

With her friends there to support her, Rainbow Dash's confidence has started to return. They've got a little time to kill before the competition, so she decides to take her mind off her performance by showing her friends the great city of Cloudsdale!

She takes them to the massive factory where weather is made. First stop, the snowflake lab. Because each delicate snowflake is handcrafted, it's a quiet, science lab type atmosphere. The pegasi technicians shoot Rarity annoyed looks as she flies over their shoulders and asks questions. But once they catch a glimpse of her wings, they can only stare in awe. A few of them even drop their snowflakes, which shatter on the ground like crystals. Irritated, Rainbow Dash says they'd better move on before Rarity ruins winter and causes a drought.

Next she shows them the rainbow cultivation pools. Ponies stir colors in giant vats, slowly swirling up fresh rainbows. All the ponies are impressed except for Rarity, who flutters in with the three pegasi bullies from earlier, now wearing their weather factory uniforms. She's laughing and flirting with them. But once they see Rainbow Dash, they start to laugh at her again. "Learning anything, Rainbow Crash? This is how you make rainbows, not through Sonic Rainbooms!" Humiliated, Rainbow Dash says, "Come on, girls, I'll show you how clouds are made."

As they head to the Cloud Wing, no one seems too concerned that Pinkie Pie has gone missing. They're all too distracted by what's happening with Rarity. She's being bombarded with flattery from every pegasus they pass. "Your wings are amazing!" She feeds off the compliments, prancing and showing off. "These old things?" Twilight warns Rarity to be careful with the wings. They're made from gossamer and morning dew, and they're incredibly delicate. But Rarity just keeps on vamping for anyone who will look.

Rainbow Dash can hardly stand it. She's already stressed out about the competition, and now her much-needed relaxing day with her friends has turned into the Rarity Show. She tries to show the others the cotton candy style machines where clouds are spun into being, but she's so distracted by all the attention Rarity's getting, she loses it. "I got an idea! Let's go into the Storm Cloud Chamber where scary storm clouds are made!" Then, under her breath, she says, "And it's completely dark so no one can see Rarity!"

Rainbow Dash calms down once they enter the dark room that sporadically rumbles with thunder. She starts to explain how thunderheads are made, stifling her laughter as Rarity repeatedly slams into the wall, unaccustomed to flying in the dark. "Let's get out of here – OOF! – I can't see a thing! And that includes my magnificent – AGH! – wings!"

Suddenly, Pinkie Pie bursts in! She's out of her mind with excitement, carrying a glowing electrical charge inside a bell jar. "You guys, you won't believe it! They got racks and racks of lightning in bottles over here!" She uncorks the top, releasing the lightning bolt. It zooms around the room, finally free! It zaps away, crashing through the wall. A beam of light pours through the hole. "Finally, I can see!" Rarity flaps her wings, accidentally flying straight into the beam of light. The light illuminates the intricate color patterns of her wings, making them glow spectacularly. The light forms an incredible stained-glass pattern on the floor that's so beautiful it makes the ponies gasp. Pinkie Pie is blown away by what her accident caused. "I'm awesome!"

Rainbow Dash hides her face as she and the others head toward the Cloudeuseum. Rarity stops everypony they pass and shows them her incredible new trick, attracting a following of impressed pegasi. She's a huge hit! One of her new followers even gives her an idea: "With a trick like that, you should enter the Best Young Flier competition!" Rarity does a

twirl of joy. That's the best idea she's heard in... ever!

As if Rarity's amazing new trick wasn't enough, she announces that she's going to compete in the "Best Young Flier" competition. Applejack says, "But Rarity! We're here to root for Rainbow Dash!" Rarity, however, says that when you've got a gift like she does, it's not fair to waste it. The people deserve to see her talents! Besides, this is her big chance to catch the Princess's eye. These wings could be her key into Canterlot!

Rainbow Dash is crestfallen. Even if she can accomplish the Sonic Rainboom, will it be enough to beat Rarity?

ACT III

The Cloudiseum. A giant ring of cloud seats, each one filled with an excited pegasus ready for the competition to begin. In the center, where a field would normally be, there's nothing but a huge drop to the ground.

Rainbow Dash paces with the other contestants in the waiting area. Rarity, of course, managed to find one of the only dressing rooms and is inside getting ready. Rainbow Dash peeks out at the full house and sees her friends. She also sees the bullies from her flight school waiting to laugh when she fails. As if that wasn't enough pressure, she sees Princess Celestia herself sitting in her box, flanked by her guards. "Gulp..."

Suddenly, the entire crowd roars as the Wonder Bolts themselves zoom overhead! They're in perfect formation as they execute some hairpin turns and dives. Finally, the team captain and two of her lieutenants land in the judges' box. Her childhood heroes are here to see her fail, too!

The competition begins! One of the organizers comes backstage and calls for Rainbow Dash to go on, but she refuses, saying she's not ready and someone else should go first. As one competitor after another takes a turn, Rainbow Dash becomes paralyzed with self-doubt. She keeps sending other ponies out first. Rarity, meanwhile, also keeps delaying her turn in the competition, but not because of nerves. She's locked in the dressing room and won't go on until she looks perfect.

Finally, the entire backstage area is empty. This is the last slot, and there's no one else left to go. If Rainbow Dash is going to compete, it's now or never...

Rarity, meanwhile, bursts out of her dressing room looking spectacular in a flamboyant, hoof-made flight costume. She's ready for her turn in the sky! The stressed-out organizer checks his clipboard and says there's only room for one pony to compete. Because Rarity was a last-minute entry, these two ponies will have to compete at the same time!

Rainbow Dash and Rarity are introduced, with Rarity offering a (slightly condescending) good luck to Rainbow Dash, who sweats profusely, knees knocking, hyperventilating.

She starts her routine, and at first it's a disaster. She's clumsy and smashes into things. "Nice work, Rainbow Crash!" Meanwhile, Rarity performs an elegant, graceful ballet-style routine with her butterfly wings. She's confident and impressive.

As both routines near the piece de resistance, Rainbow Dash and Rarity talk themselves through it. Rainbow Dash says, "Time for the Sonic Rainboom. Wings, don't fail me now!"

Rarity, meanwhile, says, "I know what'll really knock them out. I'll fly right up to the sun and beam my wings over the whole city of Cloudsdale! They'll be talking about it for years!"

Rarity flies higher and higher... Rainbow Dash circles around to get into position for a run at the Sonic Rainboom...

Finally, when Rarity is right up near the sun, she shouts, "BEHOLD, CLOUDSDALE, FOR I AM RARITY!!!" As she unfurls her wings, the heat from the sun instantly evaporates the gossamer and morning dew. "Uh-oh..."

In stark contrast to her self-assured, elegant routine, Rarity screams for her life! She kicks wildly as she plunges through the air toward the Cloudiseum and its non-floor! The audience gasps!

The Wonder Bolt judges burst from the judges' box and race to save her! "WAAAAAAHHHHHH!!!!" She thrashes her hooves hysterically, knocking out her rescuers! All four plunge through the Cloudiseum and toward the ground below!

Rainbow Dash stops her routine when she sees what's happened. Instinctively, she zooms across the Cloudiseum, chasing after her falling friend and the Wonder Bolts! She's closing in on Rarity and the others, but the ground is closing in fast on the other side! She digs deep and zooms after them...

KA-BOOM!!! The audience, peering down through the empty floor of the Cloudiseum, oohs and aahs at a burst of colored light. It's a Sonic Rainboom! But Rainbow Dash is so intent on saving Rarity and the others that she doesn't even notice she's done it. She snatches them out of the sky just in time, leaving a spectacular, sparkly rainbow.

Later, Rarity apologizes to all the ponies for getting so carried away and thanks Rainbow Dash for saving her life, apologizing profusely for ruining her performance. Rainbow Dash forgives her, but is sad that she didn't get to finish. She'll never get to meet the Wonder Bolts when they're conscious. As if on cue, the Wonder Bolts fly over to congratulate her, and Princess Celestia presents Rainbow Dash with her crown. For her incredible act of bravery – and the amazing Sonic Rainboom trick – she's the Best Young Flier! Best day ever! While Rainbow Dash and her friends celebrate, Rarity tells the Princess what she's learned about friendship: you can't be so focused on yourself that you forget what your friends are going through.

The bullies from Rainbow's flight school fly up, tails between their legs. They apologize for making fun of Rainbow Dash. When she says it's okay, they say her Sonic Rainboom was incredible and ask if she wants to hang out and show them how to do it. Rainbow Dash smiles, then says, "Sorry, boys. I've got plans." She takes the arms of two Wonder Bolts lieutenants and flies away.