Distribution:

Production:
Lauren Faust
Chris Bartleman
Kirsten Newlands-Davidson
Rob Renzetti
Sarah Wall
Jayson Thiessen
James Wooton
Angela Belyea
Ridd Sorensen
Kimberly Small

Discovery/Hasbro:
Donna Ebbs
Scott Pennington
Chris Mehl

Hasbro Studios:
Stephen Davis
Lisa Licht
Linda Steiner
Brian Lenard
Robert Fewkes
Sophia Hussain

Hasbro IP:
Mark Wiesenhahn
Matt Mattus

Hasbro Global Brand:
Valerie Jurries
Donna Tobin
Laura Espinosa

Hasbro Design:
Liz Knight
Dean Carley

Educational Consultant:
Jordan Brown

MY LITTLE PONY

"Over a Barrel"

EP021

Written by

Dave Polsky

2nd Draft: April 20, 2010

Notes Due: April 22, 2010

TEASER

EXT. PONYVILLE - DAY

A panoramic view of the outskirts of Ponyville. A team of BULKY CLYDESDALE PONIES wearing striped conductor hats pulls a TRAIN on its way out of town as the sun sets.

1 APPLEJACK (V.O.)
(reading, sing-songy)
And that's when Yellow Birdie thought to himself, "Hmm, my favorite little tree isn't such a little tree anymore. My favorite tree is big grown up tree."

We PUSH IN on the last car of the train, through...

2 APPLEJACK (V.O.) (CONT'D)
So she sang her song big and strong, and all her little birdie friends came, Green Birdie and Pink Birdie and Brown Birdie and Purple Birdie, and they all lived in that great big tree happily ever after.

INT. REAR SLEEPER CAR - SAME TIME

APPLEJACK closes a book.

3 APPLEJACK
The end.

She creeps quietly over to the bed and pulls covers up over her ward: a TREE lying horizontally on a bed. Suddenly...

4 RARITY
Applejack!

Applejack looks to see RARITY standing in the doorway.

5 RARITY (CONT'D)
Were you reading a bedtime story to... an apple tree?

6 APPLEJACK
(embarrassed)
Heh heh, um, well y'know, being moved to be planted in a whole new place is very upsetting for a tree, and Bloomberg here is one of my favorites. #

She strokes and cuddles her beloved pet.

7 APPLEJACK (CONT'D)
I've known him since he was just a #
little sapling. #

Rarity stomps her hoof and has a little hissy fit.

8 RARITY
No fair Applejack! You got a luxurious private sleeper car for a *tree,* while I'm crowded and crammed in the same car with all the other ponies. How am I supposed to get my beauty sleep?

9 APPLEJACK
But Bloomberg's the whole reason we're making this trip. He needs his rest so we can give him as a gift to my relatives in Apple- #
Loosa.

10 RARITY
Hmph! You talk about it as if it were your baby or something!

11 APPLEJACK
Who are you calling a baby? Bloomberg's no baby.
(to Bloomberg, baby talk)
Don't wet widdle Rarity make you all saddy-wad. Bloomberg's a big strong apple tree, yes his is, yes he is! Coochie coochie coo.

As Applejack gleefully "tickles" Bloomberg's trunk, Rarity #
rolls her eyes, turns tail and exits. #

12 RARITY
It's widdle Rarity who's all saddy-wad! Hmmph! #

FADE TO BLACK.

END OF TEASER

MAIN TITLES

ACT I

INT. PONY'S SLEEPER CAR - LATER THAT EVENING

In a car with seven beds, TWILIGHT, RAINBOW DASH, PINKIE PIE, APPLEJACK and FLUTTERSHY excitedly chatter and MUNCH on snacks while SPIKE and Rarity each lie in bed exasperated, tossing and turning.

13 TWILIGHT/DASH/PINKIE/FLUTTERSHY/AJ
<excited chatter walla>

14 SPIKE/RARITY
<tossing and turning walla>

15 SPIKE
(calling to the others)
Do you guys mind? I was up early
fire-roasting those snacks you're #
all eating and I'm pooped.

16 RAINBOW DASH
Speaking of, some of these popcorn
kernels didn't get popped.

She shakes the bag at Spike with an expectant smile.

17 SPIKE
Okay, fine!

Spike BLOWS FIRE on the popcorn, popping some kernels and charring the rest.

18 SPIKE (CONT'D)
Goodnight!

Spike turns over and pulls up the covers pointedly. Rainbow looks at the smoldering bag with a frown. The snacking comes to an abrupt stop.

19 TWILIGHT
Uuuuuh.... maybe it's time we all
got a little shut eye. We've got a
big day ahead of us tomorrow.

20 THE OTHER PONIES
(disappointed)
Aaaaawwwww....

The lights go out.

A beat of dark silence, then...

21 RAINBOW DASH
(whisper)
Psst. Pinkie Pie. You asleep yet?

22 PINKIE PIE
(ditto)
No. Are you asleep yet?

Dash produces a candle.

23 RAINBOW DASH
If I was sleeping, how could I have asked if you were asleep?

24 PINKIE PIE
Oh yeah. Hee hee.

Pinkie produces a candle.

25 RAINBOW DASH
When we get to Apple-Loosa, you think we'll have to carry that heavy tree all the way from the train to the orchard?

26 PINKIE PIE
What tree? You mean Bloomberg?

27 RAINBOW DASH
(sarcastic)
No. Fluttershy. #

28 PINKIE PIE
Fluttershy's not a tree, silly.

Twilight produces a candle.

29 TWILIGHT
What's going on?

Close on Spike closing his eyes tighter and tighter as he tries to ignore the following:

30 PINKIE PIE
(puzzled)
Rainbow Dash thinks Fluttershy's a tree.

31 RAINBOW DASH
I do not think she's a tree! I was just -

32 TWILIGHT
Did you say she was a tree?

33 RAINBOW DASH
No. Well - yes, but - not exactly -

Back out the the girls.

34 TWILIGHT
(concerned)
You know she's not a tree, right?

35 PINKIE PIE
She's not a tree, Dashie.

Fluttershy produces a candle.

36 FLUTTERSHY
I'd *like* to be a tree. #

37 SPIKE
Oh for goodness sake!

Spike STORMS OUT with his pillow and EXITS. The other ponies look confused.

38 TWILIGHT
Well that was kind of huffy.

39 FLUTTERSHY
Huffy the Magic Dragon.

40 TWILIGHT/DASH/PINKIE/FLUTTERSHY/AJ
<twittering, chuckling>

41 RARITY (O.C.)
Could you all be QUIET NOW?

Rarity sits up in her bunk, glowering. She'd got a MUD MASK and CURLERS in her mane and she's a frightening sight.

42 ALL THE OTHERS
(terror stricken)
Aaah!

All the candles get BLOWN OUT at once.

INT. REAR SLEEPER CAR - A LITTLE LATER

Spike quietly opens the door.

43 SPIKE
(whisper)
Bloomberg?

No response. Spike creeps into the room on tiptoe.

44 SPIKE (CONT'D)
(whisper)
Bloomberg?

Still no response. Spike shrugs, puts the pillow down next to Bloomberg, and climbs into bed with him. He struggles to share some of the blanket.

45 SPIKE (CONT'D)
Budge over.

Spike finally gets enough blanket. Then...

46 SPIKE (CONT'D)
Sorry, but I tend to snore a bit.
Goodnight.

Spike smiles and hunkers down for a good night's sleep.

INT. PONY SLEEPER CAR - DAWN

The ponies all sleep soundly. A RUMBLE can be heard from outside, SHAKING the car slightly. Some of the ponies stir.

A LOUDER RUMBLE. The car SHAKES HARDER this time.

47 RAINBOW DASH
(sits up groggily)
Whazza hooza?

Still sleepy, she stumbles to the window. She's joined there by some of the other ponies who have awakened as well.

48 ALL THE PONIES
<amazed walla>

REVEAL what they see - A HERD OF STAMPEDING BUFFALO running alongside the train, edging closer to it as they go.

49 TWILIGHT
A buffalo stampede!

50 FLUTTERSHY
Wow. So many of them all running #
together! #

On closer look, we see that many buffalo are adorned with beautiful feathers that stick out of the fur on their heads.

51 RARITY
I just love their accessories!

52 TWILIGHT
(concerned)
They're getting awfully close to the train.

EXT. THE FRONT OF THE TRAIN - MOMENTS LATER

The Clydesdale pony conductors continue to pull the train along at top speed, but now the front of the stampede is running even with them. The conductors' look over, confused.

Suddenly, the buffalo in front SIDESWIPE the Clydesdales, as if in an attempt to "derail" the train. The ponies react while trying to maintain their speed. The train TIPS and TEETERS on the tracks. # #

INT. PONY SLEEPER CAR - SAME TIME

Ponies careen ridiculously around the swerving car.

53 PONIES
AAAAHHHH!!!

54 APPLEJACK
What's - going - ooooooon...

55 RARITY
I want - to speak to - the managerrrrr...

INT. REAR SLEEPER CAR - SAME TIME

CLOSE ON Spike, SNORING contentedly.

WIDEN TO REVEAL the bed he shares with Bloomberg SLIDING from one side of the car to the other. Incredibly, Spike still manages to sleep like a baby through this whole thing.

56 SPIKE
<snoooooooore...>

EXT. FRONT OF THE TRAIN - MOMENTS LATER

The conductor ponies manage to hold their ground against the buffalo pushing back and staying on the tracks. They dig deeper and speed out across the open plain, gaining ground ahead of the buffalo. The buffalo maintain their pursuit.

INT. PONY SLEEPER CAR - SAME TIME

The violent shaking now stopped, the ponies pull themselves together. Pinkie Pie gets up off the floor and resumes peering out the window with undiminished enthusiasm.

57 PINKIE PIE
Ooh lookie! Now they're doing tricks!

The other ponies join her, though they don't share her enthusiasm. They're worried.

REVERSE ANGLE to reveal, just outside their window, a buffalo HOPPING onto the back of another buffalo. Then another HOPS onto the back of that one until finally a SMALLER GIRL BUFFALO with some particularly ornate feathers in her hair, hops atop the pile, maintaining her balance like an acrobat.

BACK ON Pinkie hopping up and down really fast with glee.

58 PINKIE PIE (CONT'D)
Oh! Oh! Now do a back flip!!

But instead, the top-most buffalo calf leaps from the tower of cattle to the roof of the train! The ponies hear her land just above them.

59 PINKIE PIE (CONT'D)
(disappointed)
Or just jump.

Rainbow Dash listens to her HOOFSTEPS making their way across the roof.

60 RAINBOW DASH
Hmm. Something tells me this isn't a circus act.

She exits between the cars to deal with the interloper.

EXT. TOP OF TRAIN - MOMENTS LATER

Now atop the fast-moving train, Rainbow Dash sees that the small girl buffalo is making her way toward the back. Rainbow Dash flies over and lands before her, startling her.

61 RAINBOW DASH
Hey there. Where you headed in such a hurry?

But the girl buffalo fakes left, only to go right and dodge Rainbow Dash. She speeds up towards the back of the train. Rainbow, though surprised, recovers and flies beside her. The buffalo girl keeps her determination and tries to ignore Rainbow's cocky commentary.

62 RAINBOW DASH (CONT'D)
Wow. You're pretty quick for someone so... bulky. No offense.

With a quick burst of speed, Rainbow Dash lands in front of her again.

63 RAINBOW DASH (CONT'D)
I just wanna know -

The buffalo doesn't stop and dodges Dash again. Once again Dash must recover quickly to fly even with her.

64 RAINBOW DASH (CONT'D)
- where you think -

The buffalo eludes her with an especially tricky move, still maintaining progress toward the back of the train.

65 RAINBOW DASH (CONT'D)
Hey!

Rainbow Dash is getting irritated. This time she blocks the buffalo more aggressively, taking what seems like a fighting stance!

66 RAINBOW DASH (CONT'D)
I'm talking to y---

The buffalo responds with a SLOW MOTION SOMERSAULT over Dash, landing on her feet... and she keeps on moving.

A stunned Dash looks on in amazement.

67 RAINBOW DASH (CONT'D)
Whoa...

Then, registering a look of fierce determination, Dash lunges in the buffalo's direction, flying at top speed to tackle her from behind...

68 RAINBOW DASH (CONT'D)
I've got you now, you tricky little
-

... but the buffalo surprises Dash by suddenly dropping down between the last two cars of the train.

69 RAINBOW DASH (CONT'D)
Whu - ?

Dash adjusts too late, mis-flies over the side of the car and, CLANG!, hits her head on a Railroad Crossing sign, seeing stars before falling out of frame.

With Dash momentarily sidelined, the little buffalo quickly UNCOUPLES the last car from the rest of the train. She then hops off the train and lets loose a loud WHISTLE. This prompts a bunch of the stampeding buffalo to abandon the pony conductors and circle back toward the now-detached car.

A groggy Rainbow Dash, woozily sits up, rubbing her head.

FROM RAINBOW DASH'S POV we see the detached car slowing to a halt and fading into the distance as the rest of the buffalo gather around it. They then proceed to pull Bloomberg the Apple Tree out to stampede off with it!

EXT. BACK OF TRAIN - SAME TIME

The other ponies have now gathered at the back of the train, also watching this whole thing transpire.

70 APPLEJACK
They've got Bloomberg!

ANGLE ON Spike, emerging from the canopy of the tree waving frantically back to his pony friends who look on helplessly as they're pulled steadily away by the speeding train.

71 TWILIGHT
And Spike!

FADE TO BLACK.

END OF ACT I

ACT II

EXT. APPLE-LOOSA TRAIN STATION - LATER THAT DAY

The train pulls into the town of Apple-Loosa where the ponies are greeted by Applejack's male cousin BRAEBURN, an unusually hyperkinetic and enthusiastic guy in a cowboy hat.

72 BRAEBURN
Hey there! Welcome to - #
(rears front hooves in the air)
Aaaaaaple-Looooooosa!

73 APPLEJACK
Braeburn, listen we -

74 BRAEBURN
(playfully)
Cousin Applejack, mind your manners. You have yet to introduce me to your *compadres*. Shame on you.

75 APPLEJACK
Braeburn, listen, something terrible's happened and -

76 BRAEBURN
Terrible is right. Your train is a full seven minutes late! That's seven minutes less for you to delight in the pleasures and wonders of -

CUT TO:

EXT. APPLE-LOOSA - MAIN STREET - CONTINUOUS

77 BRAEBURN
(rears front hooves in the air)
Aaaaaple-Looooosa!

Braeburn whisks Applejack and friends on a whirlwind tour of Apple-Loosa, a western-style town set amidst rolling hills.

78 BRAEBURN (CONT'D)
Boggles the mind we settler ponies built all this in just the past year, don't it? And as you can see we have all of the finest comforts. #

Carriages pulled by ponies, and with ponies as passengers, travel the street in both directions.

79 BRAEBURN (CONT'D)
Like horse-drawn carriages.

80 HORSE PULLING CARRIAGE
(to horse in carriage)
Okay, you pull now.

81 HORSE RIDING IN CARRIAGE
We just switched!

Braeburn gestures to some ponies sitting on benches facing the street, sketching.

82 BRAEBURN
And those there are horse-drawn horse-drawn carriages.

Sure enough, the ponies are sketching the horse-drawn carriages passing by.

83 APPLEJACK
Listen Braeburn, I -

Pressing on with the tour, Braeburn yanks Applejack along, with the rest of her pony friends rushing along after them.

84 BRAEBURN
And here's our local watering hole - #
The Salt Lick. #

They pass a building, where a pony is being thrown out by the #
proprietor.

85 PROPRIETOR
That's enough salt for you!

86 OVERSALTED PONY
(extreme dry mouth)
Can't I at least get a glass of water?

Unmoved, the proprietor disappears inside.

87 BRAEBURN
And here we have the world famous Pony Express.

They pass a genial neighborhood mail carrier - a pony in USPS style uniform carrying a satchel, delivering mail on foot.

Braeburn picks up the pace of the tour. Each item follows the next in a rat-a-tat succession...

88 BRAEBURN (CONT'D)
Over there's the office of Sheriff Silver Star.

ANGLE on SHERIFF SILVER STAR proudly polishing his Silver Star with his muzzle. It gleams: DING!

89 BRAEBURN (CONT'D)
And here's where we have our Wild West dances.

ANGLE ON a bunch of ponies square dancing wildly.

90 WILD DANCING PONIES
<exuberant dance walla>

91 BRAEBURN
And here's where we have our Mild West dances.

ANGLE ON a different bunch of ponies mopily dancing.

92 MILD DANCING PONIES
Doh dee doh dee doh...

93 APPLEJACK
But Braeburn, w-

ANGLE ON the ponies at an overlook.

94 BRAEBURN
And here's the most wonderful sight #
in all of - #
(rears up into the air)
Aaaaaple-Loooooosa.
(then, hoof over his heart)
Our apple orchard.

The ponies look out at the lush APPLE ORCHARD planted thickly over the entire long strip of flat land below.

95 APPLEJACK
Braeburn -

96 BRAEBURN
First harvest should be any day now.

97 APPLEJACK
Braebu -

98 BRAEBURN
Good thing, too.

99 APPLEJACK
Brae -

100 BRAEBURN
'cuz we need that grub to live on.

101 APPLEJACK
BRAEBURN!

102 BRAEBURN
(suddenly attentive)
Yes, cuz?

103 APPLEJACK
You have a very nice town and all, but we have a hee-yuuuuge problem. Some of our friends are missing.

They surround him and blurt out fast---

104 FLUTTERSHY
A stampede of buffalo.

105 RARITY
They took Spike.

106 TWILIGHT
Rainbow Dash went after them.

107 FLUTTERSHY
And we can't find Pinkie Pie.

108 APPLEJACK
And we had an apple tree with us for your orchard but they took that, too.

109 BRAEBURN
Did you say *buffalo?* <sigh>

Braeburn's sunny disposition turns somber. We truck in slow on Braeburn's sad expression as he explains.

110 BRAEBURN (CONT'D)
Them buffalo, they want us settler ponies to take every single tree you see here off this land. They sure as hay don't want any new ones added in. #

111 FLUTTERSHY
But why?

112 BRAEBURN
Beats me. We put a lot of hard work into this land so we could feed our town, our families, our foals. And now they're sayin' all these trees have to go? Tain't fair.

Braeburn shakes his head piteously. The ponies exchange looks with one another, empathizing with the setters' plight. We truck out slow from the orchard that hangs in the balance, and the ponies as they hang their heads.

EXT. THE FOOTHILLS OUTSIDE OF APPLE-LOOSA- SAME TIME

Rainbow Dash creeps from rock to rock in search of the Buffalo's camp.

113 RAINBOW DASH
(quietly to herself)
Ooh, I can't wait to get my hooves on that little buffalo. Dragon napping Spike! I'll show her! Ow!

Dash rubs the bump on her head.

114 RAINBOW DASH (CONT'D)
(quietly to herself)
Nobody tricks Rainbow Dash and gets away with it.

115 PINKIE PIE (O.C.)
Boo!

116 RAINBOW DASH
(startled)
Yaaah!

Dash whips around to see Pinkie just standing there.

117 RAINBOW DASH (CONT'D)
(whispers)
Pinkie Pie!

118 PINKIE PIE
(dang)
Wup, you caught me. Looks like I tricked you and didn't get away with it either.
(wagging a hoof)
You're good.

Rainbow covers Pinkie's big mouth with her hoof.

119 RAINBOW DASH
(still whispering)
Shhhhhhh! What do you think you're doing? You gotta get outta here.

120 PINKIE PIE
(cheery)
I do?

121 RAINBOW DASH
(a little louder)
You're going to blow my cover!

122 PINKIE PIE
(cheery as ever)
I am?

123 RAINBOW DASH
(a little louder still)
I'm trying to save Spike!

124 PINKIE PIE
(just as cheery)
Oh my gosh! So am I!

125 RAINBOW DASH
(finally losing it and yelling)
And the more of us there are out here, the more chances of us getting....

Dash and Pinkie are immediately SURROUNDED by a dozen or so angry buffalo who have suddenly ZIPPED into frame.

126 RAINBOW DASH (CONT'D)
(deflating)
...caught.

The buffalo close in on them slowly, ominously.

127 RAINBOW DASH (CONT'D)
Run, Pinkie. I'll hold them off. Save yourself.

Suddenly...

128 SPIKE (O.C.)
Stop!

The Buffalo stop. Reveal Spike climbing off the back of one of the buffalo, with arms extended in greeting.

129 SPIKE (CONT'D)
Dash. Pinkie. 'Sup?
(then, to the buffalo)
Hey,no worries--- I know these guys. They're cool.

The buffalo look at each other. One of them shrugs.

130 SHRUGGING BUFFALO
If you say so, Spike. Catch you later, bro.

Spike and the buffalo "fist bump" before all the buffalo leave. Spike smiles at Rainbow Dash and Pinkie, who exchange puzzled looks.

EXT. BUFFALO ENCAMPMENT - LATER

The Buffalo serve food around a campfire to Dash and Pinkie. Spike brings his friends up to speed while Pinkie eats eagerly. Rainbow Dash, however, refuses to touch any of it.

131 SPIKE
Seems they took me by mistake. They feel awful about it, too. Poor guys.
(then, confiding)
Fortunately, they *totally* respect #
dragons so they treat me like an #
honored guest. Still don't like ponies much, though, but you're with me, so it's cool.

132 RAINBOW DASH
Hmf. Well, I don't trust 'em. I say we turn tail and bail while we still can!

133 PINKIE PIE
Before we finish eating? Are you loco in the coco? Honestly, sometimes you are such a goofball!

A girl buffalo, LITTLE STRONG HEART, approaches with a bowl full of bluegreen gems.

134 PINKIE PIE (CONT'D)
Can I please have more of that mushy stuff, whatever it was?

135 LITTLE STRONG HEART
Certainly. And Mr. Spike, you like gemstones, yes?

136 SPIKE
Mmm. Turquoise. Never had <u>that</u> kind before...

Spike takes a handful and MUNCHES happily.

137 SPIKE (CONT'D)
(mouth full)
Hey, meet my new best buffalo bud.
(swallowing)
This here's Little Strong Heart. And these are my friends Pinkie Pie and Rainbow Dash.

Dash recognizes her immediately as the girl buffalo from the top of the train.

138 RAINBOW DASH
You!!

139 LITTLE STRONG HEART
You!!

Rainbow Dash scoops up Spike onto her back.

140 RAINBOW DASH
That's it--- We. Are. OUTTA HERE!

She takes Pinkie's tail in her mouth and starts dragging her away. Pinkie tries to keep her head in her bowl.

141 LITTLE STRONG HEART
Wait!

She jumps in front of Rainbow, much like Rainbow did to her before.

142 LITTLE STRONG HEART (CONT'D)
Please accept my apologies for what happened on the train. We didn't mean for anyone to be hurt.

143 RAINBOW DASH
Yeah right.

Rainbow turns to leave again. LSH blocks her again.

144 LITTLE STRONG HEART
Please. We only wanted the tree. The settler ponies have overtaken the land and have planted an orchard all over it! Because of their thoughtlessness, we can no longer run over our traditional stampeding grounds!

145 RAINBOW DASH/PINKIE
Huh?

146 SPIKE
(to Little Strong Heart)
I think it's time they met Chief Thunderhooves...

EXT. BUFFALO ENCAMPMENT - LATER

CHIEF THUNDERHOOVES, an enormous and dignified leader, sits before the fire, calmly addressing Dash (who still seems mad,) Pinkie and Spike while Little Strong Heart sits next to him and some other buffalo look on.

147 CHIEF THUNDERHOOVES
We have a long and winding stampeding trail that we have run upon for many generations. My father stampeded upon these grounds. And his father before him. And <u>his</u> father before <u>him</u>. And- #

148 LITTLE STRONG HEART #
I think they get the idea, Chief. #

149 CHIEF THUNDERHOOVES #
It is a sacred tradition to run the path every year, and very, very important to us. But this year, we discover these settler ponies, these... #
(contemptuously) #
... Apple-Loosans... #

The Chief starts HUFFING and PUFFING. Unable to continue because he is so upset. Steam blasts from his nostrils. Little Strong Heart places a calming hoof over one of his own. #

150 LITTLE STRONG HEART
They planted apple trees all over
it without asking our permission! #

151 THE BUFFALO TRIBE #
<low grumbles of agreement> #

152 PINKIE PIE
Well that's not very nice! Right #
Rainbow Dash?

153 RAINBOW DASH
Hmf.

Rainbow Dash says nothing. She seems skeptical.

154 CHIEF THUNDERHOOVES
We stampede across the land to keep #
it fertile, to keep the soil #
healthy and productive. #

155 LITTLE STRONG HEART
The ponies refuse to move their #
trees, so we are stuck here, unable
to continue along our traditional #
path. And it is not fair. #

Spike approaches Rainbow. She looks mad.

156 SPIKE
See Rainbow Dash? They had a good
reason to---

Rainbow suddenly leaps up to her feet, angry. Everyone is slightly taken aback, unsure of her feelings. But then...

157 RAINBOW DASH
I'll say they had a good reason!

Smiles all around.

158 RAINBOW DASH (CONT'D)
Come on. We have some apple
picking Apple-Loosans to talk to!

EXT. OUTSKIRTS OF APPLELOOSA - DAY

Applejack, Braeburn, Twilight, Fluttershy and Rarity look geared up for a hike. Applejack tightens the strap of Rarity's hefty, equipment laden saddle back.

159 RARITY
<strain> Ow ow ow! Gently please!

160 APPLEJACK
Sorry Rarity, but our friends are out there, and we have to be ready for a long hike into Buffalo territory if we're a-gonna save 'em. Let's go!

Applejack rears up like Silver and takes off, her friends right behind her. We pan with them until....

....*rrrrrttt*. They stop immediately, Dash, Pinkie and Spike stand before them.

161 PINKIE PIE
Hi guys!

The rescue crew stands dumbfounded for a moment, then Fluttershy leaps forward embraces her.

162 FLUTTERSHY
Pinkie! We're so glad you're safe!

The ponies (and Spike) reunite with hugs and nuzzles.

163 PONIES
Thank goodness!/We were so worried!/Are you all right?/ etc..

164 TWILIGHT
How did you escape from the Buffalo?

165 PINKIE PIE
We didn't.

From behind a large plains rock, Little Strong Heart emerges.

166 PONIES
<GASP!>

167 RAINBOW DASH
We promised the buffalo a chance to talk.

Braeburn perks up, interested, but AJ speaks for him, suddenly defensive.

168 APPLEJACK
Oh yeah? 'bout what?

169 RAINBOW DASH
These buffalo are fine folks. We brought our new pal Little Strong Heart here to explain to the Apple-Loosans why they should move the apple trees off buffalo land.

170 BRAEBURN
Oh good, that information would be quite helpf-

171 APPLEJACK
Huh. That's weird. Cuz my cousin Braeburn here wants to explain to the buffalo why they should let the apple trees stay.

172 LITTLE STRONG HORN
That would be a useful thing to kno-

173 RAINBOW DASH
It's their traditional stampeding ground. They've been running across #
this valley since forever, which #
means the land's theirs.
(to Braeburn)
You planted the trees not knowing that. Honest mistake. Now you just gotta move 'em, that's all.

174 BRAEBURN
Well, actually---

175 APPLEJACK
They busted their rumps here and now they're supposed to bust their rumps again just cuz some buffalo won't stampede someplace else?

At each turn, LBH and Braeburn try to get a word in edgewise, but not even a sound comes from their mouth before AJ and Rainbow interrupt.

176 RAINBOW DASH
What part of "traditional stampeding ground" don't you understand? Plant the trees somewhere else!

177 APPLEJACK
Where?! Look around. There's no #
where to plant! It's the only flat land around these parts!

178 RAINBOW DASH
How do you think it got flat?
Because they stampeded it that way!

They literally butt heads.

179 RAINBOW DASH (CONT'D)
The Buffalo had it first!

180 APPLEJACK
The settler ponies need it to live!

181 APPLEJACK/RAINBOW DASH
<arguing walla>

182 TWILIGHT
LOOK! We're never going settle this thing by arguing. Both the settlers and the Buffalo have good reasons to use this land. There must be something we can do.

Braeburn and Little Big Heart motion to speak when...

183 PINKIE PIE
Hey! I've got an idea!

EXT. MAKESHIFT AMPHITHEATER - LATER

ANGLE ON an audience gathered that consists of the Apple-Loosan settlers on one side of an aisle, and the members of the buffalo tribe on the other. Everyone looks uncomfortable and confused. Rainbow sits with the Buffalo, Applejack, # Rarity, Fluttershy and an uncertain Twilight with the Apple-Loosans.

REVERSE ANGLE ON the stage, where Spike, in a derby hat, sits at a PIANO and tickles the ivories, playing an old-time introduction.

The curtains suddenly go up!! Pinkie is there, in saloon girl garb and strikes the pose of a regal torch song singer relishing the spotlight and then, as Spike hits some STIRRING CHORDS, she breaks into song.

184 PINKIE PIE
(earnest and talk-singy)
We may be divided / but of you all
I beg / to remember that we're all
hooved / at the end of each leg./
(singing)
(MORE)

PINKIE PIE (CONT'D)
No matter what the issue, / come from wherever you please, / all this fighting gets you nothing / but hoof-in-mouth disease.
(kicking it into gear)
Arguing's not the way. / Hey, come out and play. / It's a new shiny day. / So whaddaya say?
(cutting loose)
You gotta shaaaaaare. / You gotta caaaaaare. / It's the right thing to do /You gotta shaaaaaare. / You gotta caaaaaare. / and there'll always be a way through.
(reeling it in)
Both our diets, I should mention, / are completely vegetarian. / We all eat hay and oats. / No reason to be at each others' throats. # #
(big finish)
You gotta shaaaaaare. / You gotta caaaaaare. / It's the right thing to do / and there'll always be - a - way -throooooooooough!

Pinkie ends with a big flourish, and is met with stunned silence. Oblivious, she bows repeatedly. Only Spike claps. Twilight face palms and shakes her head.

Chief Thunderhooves and Sheriff Silver Star make eye contact and nod. They both stand.

185 CHIEF THUNDERHOOVES
It appears that Sheriff Silver Star and I have both come to an agreement.

186 SHERIFF SILVER STAR
We have.

Pinkie smiles expectantly.

187 CHIEF THUNDERHOOVES
That was the worst performance we've ever seen. # #

188 SHERIFF SILVER STAR
Absatively.

The Chief turns to address his people.

189 CHIEF THUNDERHOOVES
The time of waiting has ended! The time for action is upon us!
(MORE)

CHIEF THUNDERHOOVES (CONT'D)
Our stampede will start at High #
Noon tomorrow. And if the orchard
is still there, we'll flatten it #
and the whole town! #

190 TWILIGHT/BRAEBURN/LITTLE STRONG HEART
<GASP!>

191 LITTLE STRONG HORN
But Chief---

192 THE BUFFALO TRIBE
<defiant battle whoops>

193 SHERIFF SILVER STAR
And we Apple-Loosans say you'd
better bring your best, cuz we'll
be ready and waitin'!

194 BRAEBURN
But Sheriff---

195 APPLE-LOOSANS
<defiant cheers>

As the two groups clear out in opposite directions, only our worried mediators, Twilight, Little Strong Heart and Braeburn remain. Pinkie's still on stage behind them.

196 PINKIE PIE
(crestfallen)
But that wasn't the message of my
song at all...

FADE TO BLACK.

END OF ACT II

ACT III

EXT. APPLE-LOOSA - MAIN STREET - A LITTLE LATER

Twilight, Applejack, Rarity and Fluttershy stand in the middle of the street, looking left and right as the settlers batten down the hatches as though a tornado were on its way.

197 APPLEJACK
I want my kin to have what they
need to live, but a storm's a-
brewin' here, and I don't like the
look of it.

198 TWILIGHT
We've just got to talk some sense into them before somepony gets hurt.

Twilight rushes over to some settlers standing by their open windows.

199 TWILIGHT (CONT'D)
Listen, maybe if you would just reconsider-

SLAM! SLAM! SLAM! The shutters close in rapid succession.

Rarity approaches a shopkeeper in front of his store.

200 RARITY
About the trees, if you'd maybe -

The shopkeeper wheels his goods in and lowers the gate to close the place up, as though Rarity weren't even there.

EXT. APPLE-LOOSA - APPLE ORCHARD - LATER

Twilight stands watching settlers quickly harvesting apples. It appears to be backbreaking and tedious work.

201 APPLE-PICKING SETTLERS
<effort walla>

202 TWILIGHT
If we could just sit down and talk, we could -

The settlers all rush off with their bushels full of apples.

203 TWILIGHT (CONT'D)
(hissy fit)
Why won't anybody be rational and reasonable???

204 TWILIGHT (ALT) (CONT'D) #
(hissy fit) #
Why won't anybody be calm and #
controlled??? #

EXT. APPLE-LOOSA - MAIN STREET - LATER

Applejack rushes over the Sheriff Silver Star, who helps a group of settlers including Braeburn to assemble a BARRICADE.

205 APPLEJACK
Sheriff, if we could only -

She's drowned out by the sound of HAMMERS.

A QUICK SERIES OF SHOTS ENSUE:

More boards being carried in...

More hammers hammering...

Barricades being hoisted...

Dough being kneaded...

EXT. BUFFALO ENCAMPMENT - LATER

Spike looks on helplessly as the buffalo intently prepare for battle. Putting on war paint. Jumping "out of the blocks" # like sprinters. Stretching out.

Spike approaches Little Strong Heart.

206 SPIKE
Isn't there some way to stop this?

207 LITTLE STRONG HEART
Unless the settlers remove those trees, I do not think so.

208 SPIKE
<sigh>

209 LITTLE STRONG HEART
Would a gemstone snack make you feel better?

210 SPIKE
No. Maybe a little. Yes.

She gives him a piece of turquoise. A mopey Spike walks off.

211 SPIKE (CONT'D)
<sad eating noises>

Meanwhile, Rainbow Dash makes one last-ditch effort to persuade the Chief to change his mind while the Chief makes his own preparations.

212 RAINBOW DASH
I know you don't want to do this.

213 CHIEF THUNDERHOOVES
You are correct. I do not. But
they have taken our land and will #
not give it back. What would you #
have me do, Rainbow Dash? #

214 RAINBOW DASH #
I don't know. But it's never too
late to think of something.

215 CHIEF THUNDERHOOVES
At noon, it will be too late.

EXT. OUTSKIRTS OF APPLE-LOOSA - ALMOST NOON

The herd of buffalo, with Chief Thunderhooves in front, arrives at the crest of the hilltop overlooking Apple-Loosa.

They pause for a moment taking in the scene.

They glance at the CLOCK TOWER down in the town. One minute to twelve.

ANGLE ON Rainbow Dash nearby pacing.

216 RAINBOW DASH
Come on. Think.
Thinkthinkthinkthinkthink!

An eerie calm has settled over the town. From the hilltop, we see some townsfolk wait behind barricades out in the streets. Others hide indoors.

In classic Western tradition, the entire standoff settles into a tableaux of quiet and stillness that's almost serene, kissed by a gentle breeze.

ANGLE ON the clock tower. TICK. It strikes twelve.

The tableaux remains frozen.

ANGLE ON the Chief. There's a flicker of hesitation in his eyes.

ANGLE ON Rainbow Dash, seeing this and brightening.

217 RAINBOW DASH (CONT'D)
He's not gonna do it!

ANGLE ON Pinkie Pie stepping bravely into the deserted no-man's-land between the buffalo and the settlers... then striking a dramatic pose.

218 PINKIE PIE
(singing)
You've gotta shaaaaaare! / You've gotta caaaaaaare!

219 CHIEF THUNDERHOOVES
CHARGE!!!

The stampede begins! They stampede right past Pinkie Pie, setting her SPINNING CRAZILY LIKE A TOP away out of danger till she flops dizzily onto the ground.

The Buffalo THUNDEROUSLY bear down on the town. The settler ponies stand their ground.

The Buffalo SMASH through one barricade.

Then another.

Then another.

ANGLE ON Sheriff Silver Star with other settlers lying in wait.

220 SHERIFF SILVER STAR
Ready...

The Buffalo get closer.

221 SHERIFF SILVER STAR (CONT'D)
... aim...

The Buffalo are practically upon them.

222 SHERIFF SILVER STAR (CONT'D)
... fire!

As one, the settlers let fly with a hailstorm of APPLE PIES.

An epic atmosphere of silly chaos ensues in the spirit of an OLD WESTERN BATTLE SCENE. The surprised and confused buffalo scatter in all directions...

... taking crashing leaps through walls...

... with pies fling everywhere...

... and Buffalo get hit...

... and settlers get chased.

A buffalo and an a settler pony come face-to-face, then both simultaneously spin around, rear up, and launch into a fisticuffs boxing match with their fore legs.

A series of haystacks are piled along a section of one of the streets. A buffalo CRASHES through one, sending hay everywhere, then another, then... CLANG! REVEAL that the third one had an ANVIL inside it. The buffalo sees stars, his eyes cross, and he collapses.

A bunch of buffalo go down another street. The ponies there, startled, run away while taunting the stampeding buffalo just as though they were Running the Bulls in Pamplona.

A settler pony jumps from a second story window and lands right onto a buffalo’s back. Startled, the buffalo begins to buck like a bronco, and the pony hangs on tight like a rodeo rider.

A buffalo runs along and SMASH!, runs right into the CLOCK TOWER. The clock tower CREAKS...

The buffalo panics and runs away, just as CRASH!, the tower topples to the ground, sending the SPRING inside of it BOINGING everywhere.

ANGLE ON Sheriff Silver Star behind a barricade throwing pies, and then discovering he’s out. He looks around for more, but then who does he see bearing down on him but Chief Thunderhooves himself!

CUT BACK AND FORTH between the startled Sheriff, then the determined Chief, then the terrified Sheriff, then the nearly triumphant Chief...

... until, at the very last moment, a stray pie flies into frame and HITS Chief Thunderhooves right between the eyes.

In SLOW MOTION, the mighty creature TUMBLES tragically to the ground as though he'd just been shot through the heart.

The entire battle grinds to a halt as everyone turns to watch Chief Thunderhooves, in all his majesty, somersault head over heels until the momentum of his hurtling frame finally subsides and his TONGUE lolls out of his mouth.

He then lies there motionless except a TINY DROPLET OF PIE FILLING trickling it's way down his snout.

The Buffalo all bow their heads, the settlers remove their hats out of respect.

...but then, when that droplet of pie hits his tongue, Chief Thunderhooves instantly perks up.

223 CHIEF THUNDERHOOVES
Yum!!
(then, light bulb)
Hey! I've got a much better idea.

DISSOLVE TO:

EXT. APPLE-LOOSA - APPLE ORCHARD - LATER

The Buffalo and the Apple-Loosans are all gathered for a planting ceremony. Chief Thunderhooves and Sheriff Silver Star stand on either side of a FRESHLY-DUG PIT. Meanwhile, Little Strong Heart and Braeburn both help each other carry BLOOMBERG to the pit and then nestle his roots into it.

Applejack runs over and gives her tree a BIG NUZZLE.

224 APPLEJACK
Bloomberg, this is your special day. Mama's so proud!

Applejack then steps aside so the ceremony may continue.

225 CHIEF THUNDERHOOVES
The planting of this tree #
symbolizes my tribe's agreement #
with the Apple-Loosans. We will #
allow the apple orchard to stay in #
exchange for a share of its fruit. #
(dreamily) #
Those delicious apple pies. #

226 THE BUFFALO TRIBE #
<'yummy' sounds> #

The Chief covers some the roots with dirt. #

227 SHERIFF SILVER STAR
And with the planting of this tree,
we Apple-Loosans agree to make a #
path through the orchard so that #
you all can run over your #
traditional stampeding grounds! #

228 THE BUFFALO TRIBE/APPLE-LOOSANS
<cheers and whoops>

The Sheriff also covers some tree roots with dirt, then he and Chief Thunderhooves greet each other in celebration.

EXT. APPLE-LOOSA - APPLE ORCHARD - LATER

Rainbow Dash stands facing a herd of buffalo. Though standing in place, the buffalo are in stampede formation - five abreast - and looking miffed.

229 RAINBOW DASH
Thanks for your patience. The path's almost ready. Sorry for the delay.

Just then a YUMMY SMELL wafts into frame. The buffalo pick up the scent and start getting happy, some even giddy.

230 RAINBOW DASH (CONT'D)
That's right, folks. Good things come to those who wait...

ELSEWHERE the orchard is abuzz with activity as settlers walk around briskly with AXES and a FEW FRESHLY FELLED APPLE TREES get carted away post haste.

Braeburn approaches Twilight and Applejack.

231 BRAEBURN
(points at a wheelbarrow)
That there was the last tree we needed to clear.

232 TWILIGHT
And the rest of these stay?

233 APPLEJACK
Darn tootin'!

Applejack lets loose a loud WHISTLE.

BACK TO Rainbow Dash, who reacts to the whistle and turns to the waiting buffalo.

234 RAINBOW DASH
Okay gang, let 'er rip!

Rainbow Dash gets out of the way in a hurry as A RUMBLE SWELLS and the buffalo begin to stampede.

The stampeding buffalo progress toward an OPENING in the orchard where A PATH has been cut through.

The herd of buffalo then FUNNEL DOWN to SINGLE FILE as they stampede along the narrow path one at a time.

The TREMBLING ground causes ripe APPLES TO FALL from the trees, which Apple-Loosans including Braeburn eagerly rush over to gather.

235 BRAEBURN
Hee-ha! This sure beats pickin'!

The buffalo stampede down the remainder of the path and EMERGE at the other end where Apple-Loosans await to present each one-by-one with a delicious STEAMING HOT APPLE PIE.

236 FLUTTERSHY
Here you go. Get 'em while they're hot.

Fluttershy helps pass them out as fast as she can. Each buffalo who receives a pie reacts with delight. Spike looks on, mystified.

237 SPIKE
Apple pie? Gross. I'd rather eat turquoise any day of the week.

Spike digs into a bag full of rocks, munching away.

EXT. APPLE-LOOSA - APPLE ORCHARD - DUSK

Everyone's full, relaxed, and contented. It's like the end of a good party, and the time has come to say goodbye.

Chief Thunderhooves and Little Strong Heart approach Applejack and Rainbow Dash.

238 CHIEF THUNDERHOOVES
Rainbow Dash, Applejack, this day has been a strong wind echoing in the Cavern of Truth.

Applejack and Rainbow Dash look back at him blankly.

239 LITTLE STRONG HEART
We had a good time.

Applejack and Rainbow Dash smile.

240 CHIEF THUNDERHOOVES
And now we must continue our journey. It is long past time.

Chief Thunderhooves nods a respectful goodbye to the ponies and to Sheriff Silver Star, and they respond in kind.

He then takes his place at the head of his herd to stampede off in their normal fashion, full force into the sunset.

Then, as an afterthought, Chief Thunderhooves pauses. He looks down at Little Strong Heart and she glances back at Applejack and Rainbow Dash.

241 LITTLE STRONG HEART
Would you two care to join us for a while?

The two ponies light up.

242 APPLEJACK
Care to?

243 RAINBOW DASH
Would we ever!

The two ponies DART off after the herd as the FULL STAMPEDE RESUMES, briefly and exuberantly partaking in this old Buffalo tradition with new friends.

244 RAINBOW DASH/APPLEJACK
Woo-hoo!

Pull back to a WIDE HIGH SHOT as the buffalo, along with Dash and Applejack, stampede off into the sunset, through...

245 TWILIGHT (V.O.)
Dear Princess Celestia, friendship is a wondrous and powerful thing. Even the worst of enemies can become friends. You need understanding and compromise. You’ve got to share. You’ve got to care. It’s the right thing to do. And, like the path cut through the orchard, there’ll always be a way through.

SUDDENLY AND IMPOSSIBLY, Pinkie Pie pops into view, her head filling the frame as she looks directly to camera.

246 PINKIE PIE
Hey - that’s what I said!

SLAM TO BLACK.

END.