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

Habro IP:
Mark Wiesenhahn
Matt Mattus

Hasbro Global Brand:
Valerie Jurries
Michelle Hogue
Donna Tobin

Hasbro Design:
Liz Knight
Dean Carley

Educational Consultant:
Jordan Brown

MY LITTLE PONY

"The Cutie Mark Chronicles"

EP 023

Story by

Mitch Larson

2nd Draft: April 13, 2010

Notes Due: April 14,2010

TEASER

EXT. TREETOPS - DAY

APPLE BLOOM, SCOOTALOO, and SWEETIE BELLE are huddled on a tiny platform waaaaay high up in the pine trees. They're wearing helmets and harnesses. Sweetie Belle looks down.

1 SWEETIE BELLE
(shivering)
Are you sure about this, Scootaloo? I've never even heard of a pony ziplining before.

Scootaloo <CRACKS> her neck and <THUMPS> her helmet for luck.

2 SCOOTALOO
(super confident)
Neither have I. But Spike told me #
it was awesome. #

She shoves Apple Bloom off!

3 APPLE BLOOM
AAAAHHHH!!!!

Scootaloo steps to the edge and strikes a dramatic pose.

4 SCOOTALOO
'Tis a far, far better thing I do--
OOP!!

She slips off!

5 SCOOTALOO (CONT'D)
AAAAHHHH!!!!

6 SWEETIE BELLE
Wait for me!!

Sweetie Belle leaps off the platform, but when she tries to grab the rope, her hooves slip right off!

7 SWEETIE BELLE (CONT'D)
AHH! *NO THUMBS!!* #

All three Crusaders hurtle out of control down the zipline, spinning wildly by their safety harnesses.

8 ALL
AAAAHHHH!!!!

9 SWEETIE BELLE
What do we do? Spike has thumbs! We #
don't! And we can't grab the rope #
without them!! #

10 APPLE BLOOM
I think the rope is the least of #
our worries!

They're headed right for the trunk of a massive pine tree!

11 ALL
TREEEEEE!!!!

<WHAM>!! <WHAM>!! <WHAM>!! The impact tears the zipline loose. The Crusaders plunge toward the ground, <CRACKING> through virtually every branch along the way. Sap and needles #
stick to them! Angry owls SCRATCH at them with their #
talons.(But don't make any actual contact.) Finally the #
Crusaders <THUD> to the ground in a filthy, beat-up pile.

12 ALL (CONT'D)
<painful walla>

Scootaloo staggers to her hooves and shakes herself off.
Fighting through the dizziness, she looks back at her rump. #
Apple Bloom and Sweetie Belle sit up, heads still spinning.

13 APPLE BLOOM
See anything?

Scootaloo pulls a long string of sticky sap off her rump where her cutie mark would be.

14 SCOOTALOO
Tree sap and pine needles, but no
Cutie Mark. Ready for Plan B?

15 SWEETIE BELLE
(dreading this)
Plan B?

A seemingly evil grin grows across Scootaloo's face.

16 SCOOTALOO
Yeah--- you know where we can find
a cannon at this hour? #

MAIN TITLES

ACT I #

INT. CLUBHOUSE - DAY

Close on a bucket of soapy water. A pair of orange hooves dunks in and pulls out a rag. Reveal: Scootloo's hair is matted with thick, golden TREE SAP. She uses the rag and tries to scrub off the sticky substance.

17 SCOOTALOO
It's no use! No matter what we try, we always end up without Cutie Marks...

Her rag gets stuck in the sap, joining several other rags already stuck around her body.

18 SCOOTALOO (CONT'D)
...and surprisingly often, covered in tree sap.

19 SWEETIE BELLE
(rubbing her sore head)
Maybe we should do something less dangerous, like pillow testing or flower sniffing--

20 APPLE BLOOM
This town is full of ponies who have their Cutie Marks! Why don't we ask them how they did it?

21 SWEETIE BELLE
That's a great, safe idea!

22 SCOOTALOO
Yeah! And we can start with the coolest pony in Ponyville!

APPLE BLOOM SWEETIE BELLE
Applejack! Rarity!

Scootaloo can't believe her ears.

23 SCOOTALOO (CONT'D)
Come on, guys, I said "cool!" You know who I'm talking about!
(striking cool poses)
She's fast! She's tough! She's not afraid of anything!

Apple Bloom and Sweetie Belle share a confused glance.

24 APPLE BLOOM & SWEETIE BELLE
(unsure)
Pinkie Pie?

25 SCOOTALOO
No! The greatest flier ever to come out of Cloudsdale!

26 APPLE BLOOM & SWEETIE BELLE
(even more confused)
Fluttershy?

27 SCOOTALOO
(exasperated)
NO! Rainbow Dash!

28 APPLE BLOOM & SWEETIE BELLE
Oh, of course! / Yeah, that makes much more sense.

29 SCOOTALOO
Let's do it! Let's find out how Rainbow Dash earned her Cutie Mark!

They go in for a high-five, but their hooves stick together.

30 SCOOTALOO (CONT'D)
We should really get some sap remover. #

EXT. SWEET APPLE ACRES - DAY

The Crusaders pile onto Scootaloo's scooter and zip through the farm. (*Model Note: whenever any of the ponies are on the # scooter they must be wearing safety gear*) Next thing they # know, APPLEJACK gallops up next to them.

31 APPLEJACK
Get back here, you thievin' varmints!!

The Crusaders look at Applejack, confused.

32 APPLE BLOOM
Thievin' what now?

Then they see: She's in hot pursuit of some apple thief rabbits, led by Fluttershy's rabbit, ANGEL. The rabbits make a hard turn into a thicket.

33 APPLEJACK
There they go!

AJ turns to give chase, and gets her hooves tangled with the scooter, toppling them all like bowling pins! She looks up just in time to see the rabbits give her a <RASPBERRY> and race away. #

Apple Bloom shoves the upended scooter off and finds herself up close and personal with Applejack's rump... and her Cutie Mark. Apple Bloom is inspired. #

34 APPLE BLOOM
Hey Sis! How did you get your cutie mark? #

35 SCOOTALOO
(to Apple Bloom)
Hey! I thought we were gonna ask Rainbow Dash! #

36 APPLE BLOOM
(to Scootaloo)
We need all the help we can get.

37 SCOOTALOO
Ugh. Fine.

Applejack stands up, inadvertently picking up Apple Bloom on her back.

38 APPLEJACK #
I never told you that story? Why shoot, I was just a little filly, littler even than y'all ... #

DISSOLVE TO:

EXT. SWEET APPLE ACRES - FLASHBACK - DAY

A younger and more heartthrobby version of BIG MCINTOSH shows a younger and more prissy version of APPLEJACK the proper technique for applebucking. She's disinterested, hiding under a parasol to keep the sun away. Big McIntosh kicks a tree causing a rain of apples. One of them <SPLATTERS> in a mud puddle, dousing Applejack. #

39 YOUNG APPLEJACK
Eww! Gross!

HORSEFLIES swarm her face. She frantically swats at them.

40 YOUNG APPLEJACK (CONT'D)
Shoo! Shoo! Dumb bugs! Get 'em offa me! Get 'em off!

Big McIntosh watches with amusement as his straightlaced little sister runs in circles, eventually tripping and falling in the puddle. She stews.

41 APPLEJACK (V.O.)
I didn't want to spend my life on a muddy ol' apple farm. #

END. SWEET APPLE ACRES, FRONT GATE - FLASHBACK - DAY

Applejack stands at the front gate of the orchard with two stuffed saddlebags, reminiscent of suitcases. Big McIntosh comforts a tearful GRANNY SMITH.

42 APPLEJACK (V.O.)
I wanted to live the sophisticated life, like my Aunt and Uncle Orange. So I set out to try my luck in the big city... #

EXT. MANEHATTAN - FLASHBACK - DAY

43 APPLEJACK (V.O.)
Manehattan!

Applejack walks slack-jawed through the bustling streets of the big city. It's like New York in the '50s, but for horses. Pegasus fly past going a million miles an hour.

44 APPLEJACK (V.O.) (CONT'D)
The most cosmopolitan city in all of Equestria!

45 MANEHATTANITE #1
Outta the way, ya rube!

Applejack peers in a window at an enormous trough lined with businessponies reminiscent of a lunch counter in a diner.

46 APPLEJACK (V.O.)
The troughs in the big city were enormous, but so were the possibilities! I knew I'd find who I was meant to be in Manehattan... #

INT. ORANGE APARTMENT - FLASHBACK - DAY

The door to a chic, urban apartment opens to reveal AUNT & UNCLE ORANGE!

47 APPLEJACK
Aunt Orange! Uncle Orange!

They nuzzle their niece enthusiastically, thrilled to have her.

48 APPLEJACK (CONT'D)
Thank y'all so much for lettin' me stay!

49 AUNT ORANGE
(posh accent)
"Y'all!" Isn't she just the living end?

50 UNCLE ORANGE
And those dusty old saddlebags! How quaint!

51 AUNT ORANGE
Don't worry, we'll have you acting like a true Manehattanite in no time! #

They usher her inside. #

INT. ORANGE APARTMENT - FLASHBACK - NIGHT

Applejack's mane is coiffed just like her aunt's. Her country saddlebags are replaced by a fancy city saddle. And she's sitting stiffly and awkwardly, like a society pony. #

52 APPLEJACK (V.O.)
They threw all sortsa culture at me, all right, made me a real ol' city pony. They even took me to somethin' called a "dinner party"...

She's somewhere in the middle of a long, sophisticated table.

53 UPPER CRUST GUEST #1
Tell me, Applejack, dear, what do you make of this business in Canterlot?

CLOSE ON APPLEJACK -- sweating but trying to hide it.

54 YOUNG APPLEJACK (V.O.)
(her thoughts)
Canterlot? What's he talking about? What do I say? I don't wanna look like a fool!

She composes herself, then...

55 YOUNG APPLEJACK (CONT'D)
(posh accent)
Well, dahling, there are two things a pony never discusses: politics and her age.

The guests all <CHUCKLE>. Applejack relaxes. Aunt Orange gives her a wink.

56 AUNT ORANGE
Very well said, my dear.

57 UPPER CRUST GUEST #2
And how are you finding good ol' Manehattan?

Applejack continues to put on her best airs.

58 YOUNG APPLEJACK
Oh, it's simply divine! Although, I must admit the city noise took some getting used to. Where I'm from, nights are so quiet you seldom hear a peep until the roosters wake you!

The guests stare at her like she's got two heads. Some of them exchange confused glances.

59 UPPER CRUST GUEST #1
The... what?

60 UPPER CRUST GUEST #2
I say, my dear, what in the world is a "rooster"?

Just then, SERVERS enter with trays of food covered by silver domes, saving Applejack from the awkward moment.

61 AUNT ORANGE
Dinner is served! #

62 YOUNG APPLEJACK (V.O.)
(her thoughts)
Thank goodness! Bein' a city pony's hard work! I'm so hungry, I could eat a...

The server lifts the dome off the tray to reveal...

A few sticks and a puddle of something.

63 SERVER
Madame, tonight we have seared baby carrot peels in a barley and wild oat reduction. *Bon appetit.*

The server exits. Everyone politely digs in, not noticing the forlorn look on Applejack's face...

MATCH DISSOLVE TO:

INT. APPLEJACK'S BEDROOM - FLASHBACK - DAY

She sits at her window with the same forlorn expression. The sun appears over the horizon. She does a sad impersonation of a <CROWING ROOSTER>.

64 YOUNG APPLEJACK
(impossibly sad)
Cock-a-doodle-doo. <sigh.> I wonder what Granny Smith and Big McIntosh are up to. I bet they're applebuckin' their way through the red delicious trees. Oooh, what I wouldn't give for just one bite... #

She looks wistfully into the distance. #

65 APPLEJACK (V.O.)
I never felt so homesick in all my days as I did right then...

As tears form in her eyes, something appears in the distance. A spectacular RAINBOW materializes, pointing straight at #
Ponyville. #

66 APPLEJACK (V.O.) (CONT'D)
It was amazing. A rainbow pointing right back to.... home. In that moment, it all became clear.

Applejack dons an expression of resolved determination, then shakes out of her fussy manestyle and fancy saddle.

67 APPLEJACK (V.O.) (CONT'D)
I was an Apple, not an Orange. This country pony wasn't meant for the city... #

EXT. SWEET APPLE ACRES, FRONT GATE - FLASHBACK - DAY

Applejack, back in her country duds, gallops to the front gates of the orchard, greeted with warm nuzzles by her family.

68 APPLEJACK (V.O.)
I knew right then who I was s'posed to be... #

Applejack's familiar APPLE CUTIE MARK appears on her rump. #

EXT. SWEET APPLE ACRES - DAY

Applejack smacks her Cutie Mark proudly.

69 APPLEJACK
That's when this here appeared. I been happily workin' the farm ever since.

Sweetie Belle and Apple Bloom smile warmly, touched by the story. #

70 APPLE BLOOM
Thanks, sis!

71 APPLEJACK
Why you're most certain--
(spotting the rabbits)
There they are!

She bolts!

72 SWEETIE BELLE
That was such a sweet story!

Scootaloo pulls up on her scooter.

73 SCOOTALOO
Sweet? Try *sappy!* Blech!

The other girls exchange looks...

74 SCOOTALOO (CONT'D)
Come on, we've got to find Rainbow Dash and hear the cool way to get a Cutie Mark!

...then hop on. The 3 fillies scoot off. #

EXT. FLUTTERSHY'S COTTAGE - DAY

The Crusaders zip down the lane on Scootaloo's scooter. They zoom around Fluttershy's cottage, and...

THERE SHE IS -- helping ducklings get safely across the road.

75 CRUSADERS
AAAAHHHH!!!!

76 FLUTTERSHY
Oh no!

Scootaloo SLAMS ON THE BRAKES -- the Crusaders go flying! Fluttershy and the ducklings, unhurt.

77 APPLE BLOOM
Ugggghhhh... maybe we should switch to walking...

78 FLUTTERSHY
You really should be more careful! Somepony could get hurt!

79 SWEETIE BELLE
Unghhhh...

80 FLUTTERSHY
Why are you in such a hurry anyway?

81 SCOOTALOO
(brushing off dirt)
We're trying to find Rainbow Dash so we can hear how she earned her Cutie Mark.

82 FLUTTERSHY
Oh! That would be interesting! You know, I wouldn't have gotten my Cutie Mark if it weren't for her.

83 SCOOTALOO
Rainbow Dash? Really?

84 FLUTTERSHY
Oh yes! It all started at summer flight camp...

DISSOLVE TO:

EXT. FLIGHT CAMP - FLASHBACK - DAY

FLUTTERSHY as a filly has long gangly legs. She's much taller than the other pegasi her age, and twice as awkward.

85 FLUTTERSHY (V.O.)
You'd never guess, but when I was little, I was very shy. My parents sent me to flight camp, hoping it #
would bring me out of my shell. #
(MORE)

FLUTTERSHY (V.O.) (CONT'D)
I'd never be so far from home---
all the way at the edge of
Cloudsdale!

A FLIGHT INSTRUCTOR with a clipboard points to one of the campers - PEGASUS BULLY #1. #

Pegasus Bully #1 lines up. The Flight Instructor signals him to start. He zooms through the course -- a series of mid-air hoops and slalom flags -- finally crossing the finish line.

86 FLIGHT INSTRUCTOR
(checking his clipboard)
Fluttershy! You're up!

She nervously makes her way through the crowd and stands at the starting line, knees knocking. The Flight Instructor raises his hoof, then gives her the signal!

And she doesn't move.

87 FLIGHT INSTRUCTOR (CONT'D)
GO! GO!

She takes a deep breath, then flaps her little wings as hard as she can, jerking through the air toward the first obstacle. The rest of the campers exchange amused looks. #

88 FLUTTERSHY (V.O.)
I had a hard time making friends #
because, to be honest, I wasn't a
very good flier.

With very little speed, she approaches the first mid-air hoop. She closes her eyes and tries to fly through, but her legs catch on the hoop. She trips, setting off a chain reaction of destruction, finally ending up in a pile of spindly legs and broken flight gear.

Her fellow campers gather around, laughing at the horrible mess she's created.

89 PEGASUS BULLIES
Nice going, Klutz-ershy! / My baby
brother can fly better than you! /
They oughta ground you permanently! #

Fluttershy blushes and tries to hide behind her hair. #

90 FLUTTERSHY (V.O.)
It was the most humiliating moment
of my life. And then, out of
nowhere...

The filly version of RAINBOW DASH steps in! She's tiny, unusually small for her age, but tough.

91 SCOOTALOO (V.O.)
YEAH! RAINBOW DASH, WOO!!! Now we're talking!

Rainbow Dash stands between Fluttershy and the bullies, a ferocious scowl on her face.

92 YOUNG RAINBOW DASH
Leave her alone!

93 PEGASUS BULLY #1
(mocking)
Oooooh! What are you gonna do, Rainbow Crash?!

94 YOUNG RAINBOW DASH
Keep making fun of her and find out!

95 PEGASUS BULLY #2
You think you're such a big shot? Why don't you prove it!

Rainbow Dash gets right in the big bully's face.

96 YOUNG RAINBOW DASH
Whattaya have in mind? #

EXT. FLIGHT CAMP = FLASHBACK = DAY

Rainbow Dash and the 3 pegasus bullies stand side-by-side. The whole camp is gathered around. The atmosphere is electric, like a street race. Fluttershy stumbles out with a # flag between her teeth. She looks really nervous.

97 PEGASUS BULLY #1
(to Rainbow Dash)
You're going down.

98 YOUNG RAINBOW DASH
In history, maybe. See you boys at the finish line.

Tensions are high. Fluttershy raises the flag...

A single bead of sweat runs down Rainbow Dash's face...

Pegasus Bully #1 puts a hoof right on the starting line...

AND FLUTTERSHY WAVES THE FLAG! THEY'RE OFF!

The racers BLAST onto the course, immediately SLAMMING INTO the hapless Fluttershy, knocking her right out of the clouds! Like someone who can't swim so well when thrown in the deep end, Fluttershy flails helplessly! #

But nothing's working! She's too panicked to be able to fly! #

99 YOUNG FLUTTERSHY
AAAAHHHH!!!! #

END OF ACT I

ACT II #

<u>EXT. SKY ABOVE PONYVILLE - FLASHBACK - DAY</u>

Fluttershy hurtles toward the ground, her gangly legs flailing everywhere!

100 YOUNG FLUTTERSHY
AAAAHHHH!!!!

Her screams trail off when she realizes she's not falling anymore.

101 YOUNG FLUTTERSHY (CONT'D)
AAH... aah... huh?

She's floating on a BED OF BUTTERFLIES. One of the butterflies flits in front of her face. #

102 FLUTTERSHY (V.O.)
I had never seen such a beautiful creature. Butterflies don't fly as high as my cloud home, and I had never been near the ground before.

Calm now, Fluttershy watches the graceful way the butterfly flies. She mimics it's movements with her own wings, and before she knows it, the bed of butterflies beneath her scatters and she's flying on her own! She twirls through the air, following every graceful move the butterfly makes. She follows the butterfly through the canopy of a forest, eventually emerging... #

103 YOUNG FLUTTERSHY
<Gasp!>

...in a beautiful sun kissed meadow! <STRINGS> come up as a MUSICAL NUMBER begins, and the butterfly leads a guided tour of the place that will one day be Fluttershy's home.

104 YOUNG FLUTTERSHY (CONT'D)
What is this place? /Filled with so #
many wonders?/Casting its spell / #
That I am now under /Green green #
grass /And clear blue water /Ducks, #
frogs, and fish /Beavers and otters #

The woodland creatures join the musical number as background dancers. Even the trees sway in time to the music.

105 YOUNG FLUTTERSHY (CONT'D)
Squirrels in the trees /And cute #
little bunnies /Birds flying free / #
And bees with their honey /

The song builds to a crescendo, the animals performing a huge Broadway dance routine: water spouts from frogs' mouths; butterflies spin through the air, wings sparkling like glitter; squirrels launch each other like gymnasts.

106 YOUNG FLUTTERSHY (CONT'D)
Oooooo! /What a magical place! / #
And I owe it all /To that pegasus #
race! /If I knew /The ground had / #
So much up its sleeve! /I would #
have /Come here sooner / #
And never ever leave /
(big finish)
Yes, I /Love /Ev-- / #
Ry-- /THIIIIIIIIING!! #

She holds the big note, the animals doing a spectacular Busby Berkely-type routine behind her, when all of a sudden...

<KA-BOOM>!!!

A massive explosion knocks everyone over! The animals panic, <SQUAWKING> and SCATTERING everywhere! It's a full-bore freak-out!

107 YOUNG FLUTTERSHY (CONT'D)
Oh no!

As animal panic reigns, she closes her eyes.

108 FLUTTERSHY (V.O.)
And that's when it happened...

Her eyes open and she calmly heads into the chaos. She approaches some frantic frogs and calmly places her nose to their heads. She leans in close and whispers to them. #

109 FLUTTERSHY (CONT'D)
Shhhhh...

Almost immediately, they calm down. Staying cool, she makes her way through the meadow spreading peacefulness. The touch of her nose settles the birds down, the serenity of her whispers calms the squirrels. Every animal she comes in contact with responds instantly to her almost "magical" power. #

110 FLUTTERSHY (V.O.) (CONT'D)
Somehow I had the ability to communicate with the animals on a different level... #

Fluttershy has restored peace. She lays in a thicket like a fawn and animals gather around her. It's a scene straight out of Bambi. She looks at her flank and discovers her BUTTERFLY CUTIE MARK. Butterflies twirl joyously around her head. #

A beautiful RAINBOW appears in the sky, as if to emphasize what's just happened. A <MUSICAL REFRAIN> begins.

111 YOUNG FLUTTERSHY
(singing)
Oh, I love every--

112 SCOOTALOO (V.O.)
Wait wait wait! #

EXT. FLUTTERSHY'S COTTAGE - DAY

Back to the present. Fluttershy is lying in the grass, but instead of animals, she is being cuddled by Apple Bloom and Sweetie Belle who were swept up in her story. Scootaloo's interruption snaps them all out of it. #

113 SCOOTALOO
What happened to Rainbow Dash?
What about the race??

114 FLUTTERSHY
Oh. Well, I wasn't there so... I don't really know what happened.

115 SCOOTALOO
Ugh!!!

She stomps off screen and returns with her scooter.

116 SCOOTALOO (CONT'D)
Come on, Crusaders, we've got to find her! Besides, I can't take anymore singing.

Sweets and Bells join her.

117 SWEETIE BELLE
Maybe my sister knows where she is. Bye Fluttershy!

118 FLUTTERSHY
Bye girls! #

INT. CAROUSEL BOUTIQUE - LATER

The Crusaders are draped in cloth, acting as tailor's dummies for a frazzled RARITY.

119 SCOOTALOO
How did we get roped into *this?* Sheesh, we'll never hear Rainbow Dash's story. #

120 RARITY
Are you girls still obsessing over your Cutie Marks?

121 SWEETIE BELLE
Of course! Most of the fillies at school already have theirs!

122 RARITY
I know how you feel. For the longest time, I couldn't figure out why I didn't have mine...

DISSOLVE TO:

INT. CLASSROOM - FLASHBACK - DAY

As a prim SCHOOLMARM PONY lectures, filly Rarity glances at a pony fashion mag hidden inside her textbook.

123 RARITY (V.O.)
I always knew I was meant to be a designer. I studied the techniques of all the top professionals... #

INT. RARITY'S BEDROOM - FLASHBACK - NIGHT

Walls covered in pony pop culture icons, young Rarity sews a gorgeous outfit.

124 RARITY (V.O.)
I practiced my craft night and day... #

INT. BATHROOM - FLASHBACK - MORNING

She examines her rump, which remains blank.

125 RARITY (V.O.)
But I just couldn't get my Cutie Mark.

She sighs, then heads off to school. #

INT. SCHOOL AUDITORIUM - FLASHBACK - DAY

Young ponies are on stage rehearsing the school play, accompanied by <PIANO>. Rarity watches from the wings. The actors are dressed in oversized costumes representing the main pony food groups:

126 PONY ACTORS
(singing)
Oats and grain /Grasses and hay / #
Veggies and fruit /Flowers so cute #
/Last but not least are sweetie #
sweets /These are the things that #
ponies eat!

127 SCOOTALOO (V.O.)
Come on! *MORE* sappy singing?! #

We recognize filly Applejack in the "fruits" costume, a young #
Cheerilee in the "oats" costume and a young PINKIE PIE in the #
"sweets" costume. She has a giant, unruly frizz-fro. #
Backstage, Rarity watches, troubled. The Schoolmarm Pony approaches.

128 SCHOOLMARM PONY
Well done, Rarity. Your costumes are very nice.

129 YOUNG RARITY
Nice? They need to be *spectacular!* #
And the performance is tomorrow! #

INT. RARITY'S BEDROOM - FLASHBACK - MORNING

Frazzled, little Rarity is surrounded by trimmed cloth and sewing supplies. Costumes litter every surface. The sun starts to rise outside her window.

130 RARITY (V.O.)
I tried every trick I could think of, but nothing seemed to work. The costumes just weren't right. And the play opened that night!

Dispirited, Rarity collapses on her frilly bed.

131 YOUNG RARITY
Maybe I'm not meant to be a fashionista after all...

As she swoons dramatically, something strange starts to happen. Her tiny unicorn horn suddenly starts to GLOW! Her eyes pop open, and she springs off the bed in confusion.

132 YOUNG RARITY (CONT'D)
What's going on?!

Her horn seems to be pulling her toward the door.

133 YOUNG RARITY (CONT'D)
You... you want me to go outside?

The horn GLOWS BRIGHTER. Rarity lets her horn lead the way. #

EXT. OUTSKIRTS OF PONYVILLE - FLASHBACK - DAY

The glowing horn takes her to the rocky outskirts of town where nopony ever goes.

134 RARITY (V.O.)
I had no idea where my horn was taking me, but unicorn magic doesn't happen without a reason. I knew this had to do with my love of fashion, and maybe even my Cutie Mark. I knew this was...

Wind <GUSTS> as she tentatively navigates the rocky ground.

135 RARITY (V.O.) (CONT'D)
...my destiny.

The <MUSIC SWELLS> dramatically as the glowing horn leads her straight to...

A GIANT ROCK. <RECORD SCRATCH>.

136 YOUNG RARITY
A rock?! A *ROCK*?!? *THAT'S* my destiny??
(MORE)

YOUNG RARITY (CONT'D)
What's your problem, horn? I followed you all the way out here for a *rock*?!

Deflated, Rarity sulks. She KICKS the rock.

137 YOUNG RARITY (CONT'D)
Dumb rock--

<KA-BOOM>!!!

Rarity falls to her knees as the explosion rocks Ponyville!

138 YOUNG RARITY (CONT'D)
What was that?!

She looks up in horror as the giant rock starts to fissure and <CRACK> in two!

139 YOUNG RARITY (CONT'D)
AAAHHH!!!

She covers her head as the rock breaks completely in half! A beautiful glow lights up Rarity's face. She lowers her hooves and her eyes go wide...

The split rock is filled with spectacular glimmering GEMSTONES! Her horn glows, matching the gems. Her eyes twinkle with wonder... #

INT. SCHOOL AUDITORIUM - FLASHBACK - NIGHT

Back in the auditorium, it's the electric atmosphere of opening night! Rarity, however, is calm and relaxed.

140 SCHOOLMARM PONY
(nervously)
Places, everyone! #
(to Rarity)
I do hope everypony's ready. I just caught Pinkie Pie eating her script.

141 YOUNG RARITY
Don't worry, ma'am. I'm sure it'll be... *spectacular*.

The house lights dim and the audience <APPLAUDS>. The spotlight hits the stage, and the curtain opens...

142 AUDIENCE
<oohing and aahing>

The actors dance onstage in the same food costumes as before, only now they're bedazzled with the gorgeous, sparkling gems.

143 AUDIENCE (CONT'D)
Ooooooohhhh! Aaaaaaaahhhhh!

ON RARITY -- watching with pride.

144 SCHOOLMARM PONY
Oh, look, Rarity!

145 RARITY
I am looking! I made them after all!

146 SCHOOLMARM PONY
Not your costumes that...

The schoolmarm turns Rarity's head towards her flank, which Rarity inspects her flank with wonder. Sure enough, there's her THREE-DIAMOND CUTIE MARK. #

INT. CAROUSEL BOUTIQUE - DAY

Rarity models her mark. Apple Bloom and Sweetie Belle are inspired.

147 APPLE BLOOM & SWEETIE BELLE
Ooooooooohhhh!

But Scootaloo shakes off the fabric that's draped over her.

148 SCOOTALOO
Aaaaahhh!!!! These namby-pamby stories aren't getting us any closer to our Cutie Marks! They're all about "finding who you really are" and boring stuff like that! #

149 RARITY
Yes, Scootaloo! That's exactly--

150 SCOOTALOO
Come on, girls! We need action! We need Rainbow Dash!

Scootaloo pushes her friends out the door...

151 RARITY
--how you get your Cutie Mark.

...SLAM!!! Leaving Rarity alone. #

EXT. STREETS OF PONYVILLE - DAY

Scootaloo has her head on her hoof, frustrated. Pull out to reveal the other girls sitting at a cafe table listening to...

152 TWILIGHT SPARKLE
As a young filly in Canterlot I always wanted to go to the Summer Sun Celebration where Princess Celestia raises the sun...

Scootaloo rolls her eyes and slams her head on the table.

DISSOLVE TO:

EXT. CANTERLOT FAIRGROUNDS - FLASHBACK - NIGHT

SERIES OF SHOTS:

-Young Twilight walks wide-eyed through the carnival-light fairgrounds with her PARENTS. She's overwhelmed with happiness, like a kid at Disneyland for the first time.

153 TWILIGHT SPARKLE (V.O.)
Finally, I was old enough. It was better than I ever expected. I ate...

-Twilight tries to eat a huge straw lollypop-type thing in the shape of a sun. She tries to find a place to bite, but can't figure it out. Finally, she takes the whole thing into her mouth in one swallow. Her parents laugh. #

154 TWILIGHT SPARKLE (V.O.) (CONT'D)
I rode the rides...

-Twilight <HOWLS> in sheer exhilaration on a furiously spinning SUN-SHAPED RIDE. Next to her, her father covers his eyes in terror.

155 TWILIGHT SPARKLE (V.O.) (CONT'D)
And I saw the most amazing, most wonderful thing I've ever seen...

-Twilight stands in a crowd of taller ponies. She pushes her way through to see what's going on.

There, in her ceremonial garb, is PRINCESS CELESTIA. Her ROYAL GUARD plays a <FANFARE> and the crowd falls silent.

Twilight's eyes go wide as the Princess steps forward and extends her magnificent wings.

An electric <MURMUR> runs through the crowd. The Princess # closes her eyes, her face serene. Despite the flags hanging limp from the still day, her rainbow hair suddenly starts to WHIP around! An unearthly GLOW envelopes her as she levitates off the ground!

The crowd exchanges amazed glances, but Twilight's eyes never leave the Princess. Floating above the crowd, she lowers her spectacular wings, then slowly starts to raise them again. As the wings move skyward...

156 CROWD
<oohing and aahing>

Slowly, light starts to wash over the fairgrounds as the sun breaks heavily over the horizon. As the Princess's wings go up, so does the sun. Glowing like a star, she hoists the massive orb of light into its usual place.

157 CROWD (CONT'D)
<cheering wildly>

Twilight, however, doesn't move. Her eyes are locked on the Princess, in awe of what she's just witnessed... #

INT. CANTERLOT LIBRARY OF MAGIC - FLASHBACK - DNIGHT

SERIES OF SHOTS:

-Twilight sits behind a desk, a giant stack of books next to her. She takes the first one and dives in...

158 TWILIGHT SPARKLE (V.O.)
I poured myself into learning
everything I could about magic...

-Twilight stands in front of a small PURPLE POLKA-DOT EGG. Her eyes narrow. With incredible exertion, her horn starts to glow. She shakes and shudders from the effort, but finally gives up. No luck.

-Half the stack of books now sit in a pile on the other side of the desk.

159 TWILIGHT SPARKLE (V.O.) (CONT'D)
I stayed up every night and
devoured all the magic books I
could find...

-She focuses her attention on the egg again. Slowly, her horn starts to glow. Suddenly, the egg starts to move, jerking back and forth.

160 TWILIGHT SPARKLE (CONT'D)
Ah!

But her shout of joy breaks the spell!

161 TWILIGHT SPARKLE (CONT'D)
Oh.

-She can barely keep her eyes open as she reads through the final book.

162 TWILIGHT SPARKLE (V.O.) (CONT'D)
And then, finally, it happened...

-The eggshell lies cracked on the floor. Tiny little baby SPIKE stretches out, yawning. Twilight stares intently at him. Her horn starts to glow. Brighter. Brighter still. Finally, little Spike lifts off the ground!

He looks around, confused that he's levitating.

163 TWILIGHT SPARKLE (V.O.) (CONT'D)
My parents decided to enroll me in Princess Celestia's school for gifted unicorns. It was a dream come true. Except for one thing... #

INT. LECTURE HALL - FLASHBACK - DAY

An intimidating panel of stern-looking FACULTY MEMBERS. In the middle, Princess Celestia herself. #

164 TWILIGHT SPARKLE (V.O.)
I had to pass an entrance exam!!! I #
knew it was the most important day #
of my life, that my entire future #
would be affected by the outcome of #
this day. #

Cut to Twilight with knees knocking and sweat pouring down #
her face. #

165 TWILIGHT SPARKLE (V.O.) (CONT'D) #
And I was about to blow it! #

166 STERN FACULTY MEMBER #
(deadly serious and #
impatient) #
Well, Miss Sparkle? We *don't* have #
all day.... #

Young Twilight closes her eyes and swallows hard. #

167 YOUNG TWILIGHT #
<GULP> #

END OF ACT II

ACT III #

INT. LECTURE HALL - FLASHBACK - DAY

One of the Faculty Members <COUGHS>, emphasizing how silent it is in the room. Twilight glances at her parents, who give her big, encouraging smiles. Then she looks back at baby Spike, who lies curled up on the cool floor. #

Twilight assumes her magic stance. She focuses on Spike #
intently, but nothing seems to happen. She offers a nervous <CHUCKLE> to the panel. Several of them make notes with their enchanted floating pens.

Twilight tries again, but still her horn doesn't glow. Sweat pours down her face. She looks nervously at the Princess, who watches her patiently.

She braces herself, pouring everything she's got into #
levitating Spike. Nothing. He stretches his hind legs with <SQUEAKY YAWN>, not a care in the world.

168 YOUNG TWILIGHT SPARKLE #
<nervous giggle>

Then, in rapid fire succession, she contorts her body into unnatural positions, but nothing works. She collapses on the floor in exhaustion.

One of the Faculty Members yawn. Another taps his hoof #
impatiently. Still another looks at the clock. #

Twilight picks herself up off the floor. She's defeated, her shoulders slumping, her head hung low.

169 YOUNG TWILIGHT SPARKLE (CONT'D)
I'm sorry I wasted your time. #

Twilight's parents nuzzle each other sadly as she staggers broken-hearted to the door. The Princess watches with concern. Then, suddenly...

<KA-BOOM>!!!

170 TWILIGHT SPARKLE
AAAAHHH!!!

The massive explosion jolts Twilight, causing her to inadvertently fire off a stream of magic spells, each indicated by a bright, pink, multi-pointed sparkle! She levitates Spike! She levitates the entire panel! She turns her parents into potted plants! She morphs Spike into a huge, adult dragon! Spells fly everywhere! It's chaos!! #

Princess Celestia calmly floats over and places a hoof on Twilight's shoulder. Instantly, she calms down and stops firing magic. The panel crashes to the ground, and her parents and Spike turn back into themselves.

171 YOUNG TWILIGHT SPARKLE
I'm so sorry! I didn't mean to--

The Princess smiles.

172 PRINCESS CELESTIA
Twilight Sparkle, you have a very special gift. I don't think I've ever come across a unicorn with your raw abilities.

Twilight stares back for a beat. She blinks in disbelief.

173 YOUNG TWILIGHT SPARKLE
Huh?

174 PRINCESS CELESTIA
But you need to learn to tame these abilities through focused study.

175 YOUNG TWILIGHT SPARKLE
Huh?

176 PRINCESS CELESTIA
Twilight Sparkle, I'd like to make you my own personal protege here at the school.

177 YOUNG TWILIGHT SPARKLE
HUH?!

178 PRINCESS CELESTIA
Well...?

Twilight's eyes grow wide with realization, then, suddenly she starts to bounce around the room in pure, unbridled joy!

179 YOUNG TWILIGHT SPARKLE
Yes yes yes yes yes yes YYYEEESSS!!

The Princess <LAUGHS> with delight at Twilight's enthusiasm. #

180 PRINCESS CELESTIA
One other thing, Twilight...

181 YOUNG TWILIGHT SPARKLE
There's *MORE*?!

The Princess simply nods toward Twilight's hind quarters. Sure enough, her PINK SPARKLE CUTIE MARK is there.

182 YOUNG TWILIGHT SPARKLE (CONT'D)
My Cutie Mark! Yes yes yes yes... #

EXT. STREETS OF PONYVILLE - DAY

Lost in her remembrances, Twilight jumps up and down like crazy.

183 TWILIGHT SPARKLE
...yes yes yes yes YYYYEEESSSSS!!!!

Apple Bloom and Sweetie Belle have to duck out her way!

184 APPLE BLOOM
Okay, okay!

185 SWEETIE BELLE
We're happy for you, Twilight!

186 SCOOTALOO
(to the others)
Yeah thrilled! Let's get out of here while we still can!

The Crusaders leap onto the scooter, leaving Twilight jumping up and down all alone.

187 TWILIGHT SPARKLE
Yes yes yes yes yes... er...

Until she realizes she's not alone. Everypony on the street is staring at her.

188 PONY BYSTANDER
Are you ok?

189 TWILIGHT SPARKLE
<nervous laugh.> Um, yes. #

EXT. TOWN SQUARE - DAY

The Crusaders zip into the center of town.

190 SCOOTALOO
OK, I think we're safe--

<WHAM>!! They're bowled over by a runaway PINKIE PIE(in Safety Gear)! Heads spinning, they pick themselves up. #

191 PINKIE PIE
Sorry, guys! Guess I'm not quite used to these roller skates!

She shows them the skates strapped to her hooves.

192 SCOOTALOO
Ugh! Why don't we ever smash into Rainbow Dash?

193 PINKIE PIE
You're looking for Rainbow Dash? If I was her, I'd be at Sugarcube Corner. Of course, if I was anyone I'd be at Sugarcube Corner. Hey I have an idea! *Wanna go to Sugarcube Corner?*

194 SWEETIE BELLE
Well, we're sort of looking for Rainbow Dash so we can hear how she got her Cutie Mark--

195 PINKIE PIE
Cutie Mark! Come with me and I'll tell you how I got mine! #

The Crusaders exchange skeptical looks.

196 SCOOTALOO
(with a sigh)
Why not?

197 PINKIE PIE
(raising a triumphant hoof)
All right!!

She slips on her skates and splats on her face.

DISSOLVE TO:

EXT. ROCK FARM - FLASHBACK - DAY

Ominous, dark skies. Empty fields. The only thing for miles are hundreds of LARGE BLACK ROCKS. There, amidst the colorless expanse, is a bright shock of color: young Pinkie Pie and her wild pink frizz-fro. #

198 PINKIE PIE (V.O.)
My sisters and I were raised on a rock farm outside of Ponyville. We spent our days working the fields...

Pinkie Pie struggles to lift a large rock into a cart. She's there with her SISTERS, all of them dull gray with straight, # flat manes. None of them smile or display *any* emotion. #

INT. DRAB FARMHOUSE - FLASHBACK - NIGHT

Pinkie and her pallid family sit around a small, basic table. They're all shades of gray with straight, plain hair. They silently eat colorless, shapeless food.

199 PINKIE PIE (V.O.)
We spent our nights eating flavorless food. There was no talking. There was no smiling. There were only rocks.

They eat silently, the only sound an occasional <SLURP>.

200 FATHER
We better harvest the rocks from the south field tomorrow. Winter's coming.

No one responds. They continue the silent meal. Pinkie <BELCHES> and everyone shoots her a dirty look.

201 YOUNG PINKIE PIE
(sheepishly)
Sorry.

Pinkie's mother looks particularly offended.

202 MOTHER
You need to learn some discipline young lady... #

INT. DRAB FARMHOUSE - FLASHBACK - LATER

Pinkie sits in front of her unsmiling mother, who struggles to run a brush through the thicket of hair.

203 YOUNG PINKIE PIE
Ow! Ah! Eesh!

204 MOTHER
Ssshh!

Pinkie struggles to contain the pain as the brush fights with her crazy mane. #

EXT. ROCK FARM - FLASHBACK - DAY

Pinkie, hair tamed and flat, and her sisters are back in the fields, loading an endless supply of rocks into a cart.

205 PINKIE PIE (V.O.)
I always knew I was different from the rest of the family.

With some furtive glances around, she sneaks away from the other Pies, rounding a massive stone to get some privacy. Behind it sits an army of little "rockponies" (think snowmen made of stone vaguely in the shape of horses).

206 PINKIE PIE (V.O.) (CONT'D)
My only friends were the "rockponies." They were such nice gentlemen. They lived in little rock houses and had little rock dogs--

207 SCOOTALOO (V.O.)
Wait a minute! #

EXT. STREETS OF PONYVILLE - DAY

208 SCOOTALOO
Rockponies? What does this have to do with your Cutie Mark?

Pinkie Pie thinks, confused.

209 PINKIE PIE
Good question. What do the rockponies have to do with my Cutie Mark?

210 SCOOTALOO
How should we know? It's your story!

211 PINKIE PIE
So it is!

DISSOLVE TO:

EXT. ROCK FARM - FLASHBACK - DAY

It's another cold, gray day. Pinkie gathers rocks with the rest of her family.

212 PINKIE PIE (V.O.)
And I remember it like it was yesterday, even though it was waaay longer ago than that--

213 SCOOTALOO (V.O.)
Pinkie!!

214 PINKIE PIE (V.O.)
Right! We were in the south field, preparing to rotate the rocks to the east field, when all of a sudden...

<KA-BOOM>!!!

The massive explosion blows Pinkie's hair back like Bride of Frankenstein.

Her eyes go wide as a brilliant, glowing RAINBOW opens up in the sky, casting a spectacular array of color over the dismal rock farm. Her pupils dilate. Her jaw hangs open. We're watching her mind expand.

Pinkie's mouth curls into a smile. Soon her entire face is smiling. It's the happy, carefree Pinkie we know and love.

215 PINKIE PIE (V.O.) (CONT'D)
I'd never felt joy like that before. It felt so good I just wanted to keep smiling forever. And I wanted everyone I knew to smile, too. But rainbows don't come # along that often. I wondered where # else I could find some smiles... #

EXT. STREETS OF PONYVILLE - FLASHBACK - DAY

Pinkie Pie races through town. She notices that the ponies # coming from one direction all have smiles on their faces. # She follows the trail of smiles all the way to...

THE PONYVILLE PARTY STORE. #

INT. PARTY STORE - FLASHBACK - CONTINUOUS

She BURSTS inside dramatically!

216 YOUNG PINKIE PIE
Quick! I need everything you've got to make ponies smile! It's an emergency! #

EXT. ROCK FARM - FLASHBACK - DAY/NIGHT

TIME-LAPSE -- rocks come flying out of the rock silo. As day fades to night, we hear <HAMMERING>, <SAWING>, the occasional <NOISEMAKER>. Finally, the shrouded sun rises dimly behind the ever-present clouds. Another gray day.

Pinkie's family approaches the rock silo with confusion. They don't know what to make of the bizarre <NOISES> coming from inside.

217 MOTHER
Pinkamena Diane Pie? Is that you?

218 YOUNG PINKIE PIE (O.S.)
Mom! I need you and Dad and the sisters to come in here, quick!!

The Pies exchange another uncertain look, then head inside. #

INT. ROCK SILO - FLASHBACK - CONTINUOUS

The Pies' jaws drop when they see what Pinkie's done. The silo is all decked out for a party: colorful streamers, giant balloons, an elaborate cake.

219 YOUNG PINKIE PIE
SURPRISE! You like it? It's called "a party"!

The somber ponies take it all in, no expression on their faces except shock. Pinkie's smile fades. Her heart breaks.

220 YOUNG PINKIE PIE (CONT'D)
You *don't* like it. Oh, I'm so sorry! I only wanted to make you smile! I didn't mean to...

She trails off when she notices something. Something miraculous. Ever-so-slightly, the corners of her family's mouths start to wriggle... Pinkie watches expectantly... the mouths contort painfully into bizarre curvy lines... Pinkie Pie sweats with anticipation... finally, they <POP> into tight little smiles. Pinkie's face explodes in joy. #

221 YOUNG PINKIE PIE (CONT'D)
YOU LIKE IT!! I'M SO HAPPY!!!

She dances around, grabbing her mother's hooves and leading her in an awkward dance.

222 YOUNG PINKIE PIE (CONT'D)
Come on, everyone! It's called "fun" and it's really... FUN!!

As she continues dancing around her first party, she doesn't even notice that her BALLOON CUTIE MARK has appeared. #

EXT. SUGARCUBE CORNER - DAY

223 PINKIE PIE
And that's how Equestria was made!

224 SCOOTALOO
Wha... huh--

225 APPLE BLOOM
Look, we're here!

226 PINKIE PIE
Maybe on the way home I can tell you the story of how I got my Cutie Mark. It's a gem!

She heads inside, leaving a slack-jawed Scootaloo behind.

227 SWEETIE BELLE
Come on. She's just Pinkie Pie.

She drags Scootaloo inside. #

INT. SUGARCUBE CORNER - MOMENTS LATER

The Crusaders come inside to discover all of our main cast inside for a sweet break, including the elusive RAINBOW DASH.

228 SCOOTALOO
Rainbow Dash! You're here!

229 RAINBOW DASH
I hear you're lookin' for my Cutie Mark story.

230 SCOOTALOO
You have no idea what I've been through today to hear that story!

DISSOLVE TO:

EXT. FLIGHT CAMP - FLASHBACK - DAY

Tiny Rainbow Dash steps to the starting line. Next to her, the scowling PEGASUS BULLIES from Fluttershy's flashback.

231 RAINBOW DASH (V.O.)
It all happened during the race at flight camp where I stood alone against all odds to defend Fluttershy's honor...

She gives the bullies a cocky nod, then faces forward, where Fluttershy stands with a raised flag.

232 CROWD
<excited walla>

A single bead of sweat runs down Rainbow Dash's face...

Pegasus Bully #1 puts a hoof right on the starting line...

AND FLUTTERSHY WAVES THE FLAG! THEY'RE OFF!

Blasting Fluttershy right off the cloud!

233 YOUNG FLUTTERSHY (O.S.)
AAAHHH!!!

ON RAINBOW DASH -- at her most speed-demonish.

234 YOUNG RAINBOW DASH
WOOOOOO!!!

She bears down on the first turn, her little wings flapping a million miles an hour! She <SCREAMS> around the bend. Behind # her, one of the bullies loses control and careens off into the clouds. Rainbow Dash, meanwhile, doesn't even notice. She's too busy feeling the rush.

235 RAINBOW DASH (V.O.)
I'd never flown like *this* before! The freedom was unlike anything I'd ever felt. The speed... the adrenaline... the wind in my mane... *I liked it*...

Wind slashing through her mane, Rainbow Dash smiles.

236 RAINBOW DASH (V.O.) (CONT'D)
A lot.

For a second, Rainbow Dash forgets she's even in a race. She twirls through the air, shooting around the turns and loving the pure joy of speed. But when she lets her guard down, the # two remaining Pegasus Bullies make their move. They fly as hard as they can, actually overtaking her.

237 PEGASUS BULLY #1
(sneering)
See ya at the finish line!

238 PEGASUS BULLY #2
Later, Rainbow Crash!

239 YOUNG RAINBOW DASH
Hey!

Now in last place, Rainbow Dash does something we've seen her do a million times before: she finds another gear. Tears trickle from her eyes from the speed.

240 RAINBOW DASH (V.O.)
Turns out the only thing I liked more than flying fast...

She BLASTS PAST Pegasus Bully #2, causing him to spin out of control.

241 RAINBOW DASH (V.O.) (CONT'D)
...was winning!

She grits her teeth... she's steadily closing in on Pegasus Bully #1. But there's the finish line. It's gonna be close...

She gives it everything she's got. Faster... faster...

<KA-BOOM>!!!

She EXPLODES past the bully, a BRILLIANT, SPARKLY RAINBOW forming behind her!

242 RAINBOW DASH (V.O.) (CONT'D)
Most people thought the Sonic Rainboom was just an old mare's tale. But that day, the day I discovered racing, I proved that the legends were true. I made the impossible happen!

Rainbow Dash streaks across the finish line in a blaze of multi-colored glory!

Pegasus Bully #1 doesn't even finish the race. He stops in his tracks, awed by the Sonic Rainboom, the colors washing across his face. Rainbow Dash arcs into the sky creating the # most beautiful rainbow ever! She zooms back to the finish line, where her fellow campers hoist her on their shoulders.

243 CROWD
<excited walla>

Rainbow Dash smiles proudly as she's carried triumphantly through the adrenalized crowd. She glances at her flank and sees her RAINBOW AND LIGHTING BOLT CUTIE MARK! #

INT. SUGARCUBE CORNER - DAY

Rainbow Dash smiles the same cocky grin from her flashback.

244 RAINBOW DASH
And that, little ones, is how you earn a Cutie Mark.

The crusaders eyes are filled with wonder.

245 CRUSADERS
Whoooooooaaaahhhh....

246 FLUTTERSHY
Wait a second... I heard that explosion! And I saw the rainbow, #
too! Rainbow Dash, if you hadn't scared the animals, I never would have learned I could communicate with them and gotten my cutie mark! #

247 PINKIE PIE
I heard that boom. And right #
afterwards there was this amazing rainbow that taught me to smile! I got my Cutie Mark at the same time as you, Fluttershy!

248 APPLEJACK
When I got my cutie mark, I saw a #
rainbow that pointed me home. I always thought it was peculiar that it came out on such a sunny day. I #
bet it was your Sonic Rainboom!

249 RARITY
And there was an explosion I could never explain when I got MY cutie mark! #

250 TWILIGHT SPARKLE
This is uncanny! If that explosion didn't happen when it did, I would #
have blown my entrance exam! #
Rainbow Dash, I think you helped me earn my Cutie Mark, too!

Pinkie Pie tackles Rainbow Dash, hugging her to the floor.

251 PINKIE PIE
We all owe our Cutie Marks to you!

252 FLUTTERSHY
Do you realize what this means?
All of us had a special connection
before we even met!

253 RARITY
We've been BFFs forever and we
didn't even know it!

254 TWILIGHT SPARKLE
I love you guys!

255 APPLEJACK
Come here, y'all!

256 ALL
<sappy, lovey walla>

Apple Bloom and Sweetie Belle watch with melty hearts as the friends share a touching group nuzzle.

257 APPLE BLOOM & SWEETIE BELLE
Awwwwww...

258 SCOOTALOO
Ewwwww!!! Gimme a break. Come on, #
Crusaders, maybe we just need to
try ziplining again--

Apple Bloom and Sweetie Belle grab Scootaloo and pull her into a friend sandwich of their own. It's love city in Sugarcube Corner...

259 SCOOTALOO (CONT'D)
<sigh.>

EXT. SUGARCUBE CORNER - DAY

260 FLUTTERSHY (O.S.)
Hey! How about a song?

261 ALL (O.S.)
Great idea! / Yeah! / Let's do it!

<STRINGS> start to come in...

262 SCOOTALOO (O.S.)
NOOOOOO!!! #

INT. GOLDEN OAK LIBRARY, TWILIGHT'S LOFT - DAY

Twilight, still smiling with joy, paces behind Spike. #

263 TWILIGHT SPARKLE
"Dear Princess Celestia, today I learned something amazing. #
Everypony everywhere has a special, magical connection with her friends, maybe even before she's met them."

She steps out onto her balcony and stares into the distance wistfully, her heart full.

264 TWILIGHT SPARKLE (CONT'D)
"If you're feeling lonely and you're still searching for your true friends, just look up in the sky." #

We pan up into the sky, past the trees, past the clouds... #

265 TWILIGHT SPARKLE (CONT'D)
Who knows, maybe you and your future best friends are all looking at the same rainbow."

...to a rainbow that suddenly appears in the sky, sparkling with magic. We linger on the image when...

266 SPIKE (O.S.)
Oh, gross! When did you get so cheesy?

<RECORD SCRATCH>. Twilight is jolted out of her reverie. Spike stands beside her with quill and paper. He looks grossed out and offended. Still, nothing can spoil the feeling she has right now.

267 TWILIGHT SPARKLE
(smiling warmly)
Just write it, Spike. #

THE EN