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MY LITTLE PONY

"Boast Busters"

EP007

Story by

Chris Savino

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TEASER

INT. TREE LIBRARY - ESTABLISHING

CLOSE on Spike. He has a determined look on his face.

1 SPIKE
Come on, Twilight, you can do it!

WIDEN TO REVEAL: Spike and Twilight are in the library where Twilight is practicing her magic. Spike is egging Twilight on. We don't know what the trick is yet, but Spike sure is stoked. Twilights' horn starts to GLOW.

2 TWILIGHT
Okay, here goes...

Twilight bows her head pointing her horn toward Spike. She squints her eyes and the horn begins to glow brighter.

Spike readies himself. The horn glows brighter. Twilight squints harder.

ZAP!

Magically a MUSTACHE appears on Spike's face. Twilight opens her eyes to see if the magic has worked. A SMILE proves yes.

Spike feels his upper lip.

3 SPIKE
Hahaaa! You did it!!!

Spike rushes over to a DRAWING EASEL. Clipped to the easel is a SHEET OF PARCHMENT with a bunch of magic tricks written on a giant list. Quite a number have HASH MARKS next to them. He grabs a marker and adds another hash mark.

4 SPIKE
Growing magic! That's number twenty five! Twenty five different types of tricks... and counting!

Spike checks himself out in a nearby MIRROR.

5 SPIKE (CONT'D)
And I think this is the best trick so far if I do say so myself.

Spike makes some cool guy poses in the mirror. Uh huh. Oh Yeah.

6 SPIKE (CONT'D)
Helloooo, Rarity. What's that? Oh it's nothing. Just my awesome mustache.

7 TWILIGHT
<Giggles> That'll win her over for sure.

8 SPIKE
Hey! You know what would make this even cooler? A beard!

Spike excitedly rushed over to Twilight.

9 SPIKE (CONT'D)
How about it Twilight? Use that awesome magic of yours and give me a beard so I can impress Rarity!

10 TWILIGHT
Sorry Romeo. As attractive and enticing as you look, it's just for practice and it's gotta go. *

11 SPIKE
Wait!

Twilight bows her head once more and once more her horn glows. Her magic zaps the mustache from Spikes face as quickly as it was put there.

12 SPIKE
Rats.

Twilight giggles a bit as we...

FADE OUT.

MAIN TITLES

ACT 1

FADE IN:

EXT. PONYVILLE TOWN SQUARE - DAY

The TOWN SQUARE is teeming with Pony activity. Various and random Unicorns do their magic to help out.

Twilight and Spike stroll up the street. Spike walks proudly along side his friend. We catch them mid conversation.

13 SPIKE
... twenty *five*,Twilight! Twenty five different kinds of tricks... and counting! *

Twilight smiles big. Holds her head high. Spike excitedly hops around Twilight.

14 SPIKE (CONT'D)
I thought Unicorns were only supposed to have a *little* magic that matches their special talents.

15 TWILIGHT
True... for ponies whose talents are for things like cooking, or singing, or math. But what if a Unicorn's special talent ***is*** magic?

16 SPIKE
Like you, Twilight!And you know a ton of magic! Like... like...

The pair pass a male Unicorn with a U-SHAPED MAGNET for a CUTIE MARK, who is magically helping an elderly Pony carry bags of groceries.

17 SPIKE (CONT'D)
Levitation magic. You can make things float, easy!

They continue on and pass another Unicorn who has a CHERRY for a CUTIE MARK. This one is magically turning a bushel of CHERRIES into HOT CHERRY PIES. Spike, again walks their way.

18 SPIKE
Transformation magic. You can do that one, too!

The pair pass another Unicorn who has a LIGHT BULB for a CUTIE MARK. This one magically lights up a DARK SHED for a WORKER PONY.

19 SPIKE
Illumination magic. Yep. On the list!

Spike excitedly turns to Twilight.

20 SPIKE (CONT'D) *
Is there ANYTHING you CAN'T do????

21 TWILIGHT
(obviously enjoying the praise)
Oh, Spike, stop! I'm good, but there're plenty of things I can't do. I'm sure there are lots of ponies right here in Ponyville that know just as much magic as me.

22 SPIKE
Are you kidding? I don't think there's another Unicorn in all of *Equestria* with your kind of ability, Twilight.

Just then two YOUNG UNICORNS rush past. SNIPS, a portly, round Unicorn and SNAILS, a smaller-than-average Unicorn. Both have very small horns and have not gotten their CUTIE MARK yet.

23 SNAILS
Gangway! Comin' through!

24 SNIPS
(like a siren)
Wooooooo wooooooooooooo!!

Spike stops them.

25 SPIKE
Snips! Snails! What's going on?

The skid to a stop.

26 SNAILS
Haven't you heard? There's a new Unicorn in town!

27 SNIPS
They say she's got more magical powers than any other Unicorn, ever!

28 TWILIGHT
(a little crestfallen)
Really?

29 SPIKE
Pfft! No way. That honor goes to Twilight, here.

30 TWILIGHT
Where is this Unicorn?

31 SNAILS
She's in the town square! Come on!

32 SNIPS
Yeah! Come on! Wooooooooooooooo!!!

The two Unicorns rush off.

Spike looks at Twilight as if to say "let's check it out." Twilight leads the way as we...

CUT TO:

EXT. PONYVILLE TOWN SQUARE - CONTINUOUS

Twilight and Spike enter the Town Square. A small crowd is gathered.

Spike pushes his way through the crowd. He clears the way for Twilight as well as for us. Apple Jack, Rarity and Rainbow Dash are there too.

Snips and Snails are already front and center before a kind of circus trailer. A dramatic voice from inside announces....

33 TRIXIE
Come one, come all! Come and witness the amazing magic of the great and powerful...

On it's own the trailer unfolds itself to form a sort of stage, the curtains it reveals quickly pull to the sides, sparkling with magic!

34 TRIXIE
...Trixie!!!

Out pops TRIXIE, a fast-talking Unicorn wearing an extravagant, long flowing cape.

Trixie's horn glows and conjures above her the magically sparkling word "Trixie" and upon another horn glow, a great pyrotechnic display bursts from the corners of the stage.

35 CROWD
< Oohs and Ahhhs >

BACK ON TRIXIE:

36 TRIXIE
Watch in awe as the great and powerful Trixie performs the most spectacular feats of magic ever witnessed by pony eyes!

ON THE GANG

37 RARITY
My, my, my... What boasting!

38 SPIKE
(unaware he is speaking to Rarity)
C'mon! Nopony is as magical as Twi--

Spike realizes he is standing next to Rarity.

39 SPIKE (CONT'D)
(stammering)
Twi... Twi... Oh! Hey... uh... Rarity. Uh...it's uh... that is... heh... I'm... uh...
(blurting)
Mustache!

Spike hustles away. *

Twilight is a little taken aback by Rarity's negative reaction to Trixie.

40 TWILIGHT
There's nothing wrong with being talented is there?

41 APPLE JACK
Nothing at all, 'ceptin' when someone goes around showin' it off like a schoolfilly with fancy new ribbons.

42 RARITY
Just because one has the ability to * perform lots of magic does not make one better than the rest of us. *

43 RAINBOW DASH
Especially when you got ME around being better than the rest of us.

A look from Apple Jack.

44 RAINBOW DASH (CONT'D)
Er... I mean, yeah! Magic schmagic!
Boo!

ON TRIXIE

Trixie hears this. She walks to the end of her stage nearest the gang.

45 TRIXIE
Well, well, well. It seems we have
some na-a-ay sayers, so to speak,
in the audience. Who is so ignorant
as to challenge the magical ability
of the great and powerful Trixie?
(horn glow, pyrotechnics)
Do they not know that they are in
the presence of the most magical *
Unicorn in all of Equestria?

BACK:

46 RARITY *
Hmph! Just who does she think she
is?

Spike pops out from behind Twilight

47 SPIKE
Yeah! Since we all know that
Twilight, here is--

48 TWILIGHT
Spike! Shhh!

Twilight takes Spike aside.

49 SPIKE
(quietly to Twilight)
What? What's wrong?

50 TWILIGHT
You see the way they reacted to
Trixie? I don't want anyone
thinking *I'm* a show off. *

ON TRIXIE as another she unleashes another burst of fireworks. Rainbow rushes the stage and confronts Trixie.

51 RAINBOW DASH
So great and powerful Trixie, what
makes you think you're so awesome
anyways?

ON TRIXIE:

52 TRIXIE
Why, only the great and powerful Trixie has magic strong enough to vanquish the DREADED...

Her horn glows once more, the pyrotechnics shoot off swirling in the sky above her to create the image of bear made of stars.

53 TRIXIE
....URSA MAJOR!

54 SNIPS/SNAILS
What??!! No WAY!!!!

She plays off of Snips and Snails excitement and acts out the dialogue as if she is telling a great tale. As she does, a simple little star-studded scenario plays above her where the image of the Ursa is zapped by an image of Trixie. It actually plays rather crudely, like a poorly animated neon sign.

55 TRIXIE (CONT'D)
When all hope was lost, the ponies of Hoofington had no one to turn to, but The Great and Powerful Trixie stepped in and with her awesome magic, vanquished the Ursa Major and sent it back to its cave deep within the Ever-Free forest!

Rainbow Dash, AJ and Rarity are not impressed. But Snips and Snails are.

56 SNIPS/SNAILS
Sweeeeet!

The two colts suddenly leap onto the stage full of excitement!

57 SNIPS
That settles it!

58 SNAILS
Trixie truly *is* the most talented most magical most awesome Unicorn in Ponyville!

59 SNIPS
NO! IN ALL OF EQUESTRIA!

Trixie smiles triumphantly. Spike can't take it anymore. He calls out...

60 SPIKE
How do you know? You didn't see it! And besides, Twi---

Twilight takes with fear! With a quick, discreet tilt of her head Twilight magically ZAPS a ZIPPER over Spikes mouth.

61 SPIKE
Mmmmfff mmmmff mmmf!!

Trixie gloats, prancing across the stage.

62 TRIXIE
Ha ha ha! It's true my enthusiastic little admirers! Trixie is most certainly the best in Ponyville!

Twilight sees her friends scowling at Trixie.

63 TRIXIE (CONT'D)
Don't believe the great and powerful Trixie? Well then, I hereby challenge you, Ponyvillians! Anything you can do, I can do better!

We pan across the ponies. Applejack and Rainbow are angry, Rarity is disgusted, and Twilight is.... nervous!

64 TRIXIE (CONT'D V.O.)
Any takers? Anyone? Hmm?? Or is Trixie destined to be the greatest equine...

Back to Trixie as she sets off the biggest Pyrotechnics display yet!

65 TRIXIE
...WHO HAS EVER LIVED!!!!!

Spike grovels at Twilight's feet. He unzips his mouth.

66 SPIKE
(over the top begging)
Pleeeeeeease!! She's unbearable! You gotta show her you just gotta-a-a-a-aaaaahhh!

67 TWILIGHT
(whispering)
There’s no way I’m gonna use my magic now, Spike. Especially since--

Suddenly Trixie is staring right at her!

68 TRIXIE
How about.... You!!!

Zoom truck on Twilight! Her eyes go wide. She gulps.

69 TWILIGHT
<gulp!>

END OF ACT 1

ACT 2

Trixie is staring straight at Twilight.

70 TRIXIE
How about it, hmmm? Do you think you can redeem Ponyville? Is there anything you can do that the Great and Powerful Trixie cannot?

Twilight is nervous. She starts to stammer.

71 TWILIGHT
...I... I...

But we quickly truck out to reveal Applejack beside her. Trixie was looking at her!

72 TRIXIE
Well... little hayseed?

73 APPLE JACK
That’s it! I cain’t stand no more of this.

74 SPIKE
You show her, A.J.!

Apple Jack leaps up on stage and approaches Trixie.

75 APPLE JACK
Kin yer magical powers do this?

Apple Jack grabs a lasso rope with her tail and begins to swing it in circles. The circle of the lasso grows and soon is as large as Apple Jack.

76 CROWD
< Oohs and Ahhs>

Trixie just looks on, bored.

Soon Apple Jack is leaping in and out of the twirling lasso. Swinging it around her like a Hula Hoop side to side, up and down.

As a finale, she bull's-eyes an Apple with the lasso from a nearby apple tree plucking it from the branch and sending it sailing through the air and catching it with her mouth.

The crowd goes crazy as Apple Jack confidently chews her apple.

77 APPLE JACK
Top *that,* missy!

78 CROWD
< Cheers>

79 TRIXIE
Oh yee of little talent. Watch and be amazed at the magic of Trixie!!!

Not to be outdone, Trixie kicks back in a comfortable and most relaxed pose. Her horn glows and suddenly snake charmer music can be heard.

The music and magic from her horn makes the rope “come to life”.

80 CROWD
< Oohs and Ahhs>

Trixie magically makes the rope slither and sway. The snake rope dances before Apple Jack’s eyes, mesmerizing her.

Soon the rope is twirling and dancing around Apple Jack.

Meanwhile the other end of the rope slithers over to the tree, plucks an apple and tosses it through the air.

Apple Jack is too distracted to notice that the rope that was dancing around her is now coiling around her legs. All in one fell swoop the rope tightens around her legs sending her to the ground, just in time for the apple to wedge itself on Apple Jack’s teeth leaving her looking like a holiday feast.

81 TRIXIE & CROWD
< Laughing and Cheers>

82 TRIXIE
(to the crowd)
Once again the great and powerful Trixie prevails!

Rainbow Dash marches over to Trixie.

83 RAINBOW DASH (CONT'D)
There's no need to go strutting around an' showing off like that.

84 TRIXIE
Oh?

85 RAINBOW DASH
That's MY job!

An determined smirk appears on Rainbows face. She rears back and zips off, aiming straight for a windmill. She whips around in its blade, finally slinging herself high into the sky.

She shoots through a cloud leaving a Rainbow Dash shaped hole in it. The momentum causes the cloud to move in front of the sun.

Rainbow Dash does an acrobatic flip up over the cloud and zips straight down through it. A light rain mist sprinkles from it.

Rainbow zips back toward the windmill whipping around in the blade in the opposite direction now. It slings her out at an amazing speed.

She skids to a stop inches from Trixie. Rainbow strikes an awesome pose as the light mist causes an actual rainbow to arc over her head. Awesome.

The crowd claps with delight.

86 CROWD
< More Cheers>

87 RAINBOW DASH
They don't call me Rainbow and Dash for nothing.

88 TRIXIE
(as an aside to Rainbow Dash)
When Trixie is through the only thing they will call you is LOSER!

Trixie saunters passed Rainbow Dash. She quickly turns, rears back and shoots a bolt of magic into the misting cloud.

The cloud turns a dark shade of Gray and the once light mist turns into a torrential downpour. All of which dumps directly onto Rainbow Dash, drenching her.

Before she can recover (or even get the hair out of her eyes) the cloud magically transforms into a miniature tornado and swoops down to grab Rainbow Dash.

The tornado flies back up into the sky with Rainbow Dash inside. It loops around in a dizzying pattern.

89 RAINBOW DASH
Whooah! Whoooaaah! Woahhohhoh!

The tornado lands in the middle of Twilight and the others. After a beat it floats up slightly and transforms back into a cloud, revealing Rainbow Dash spinning around. She slows to a stop. Her chin on the ground and her butt up in the air.

90 RAINBOW DASH
(very quiet & woozy)
I think I'm gonna be sick.

Back on Trixie and the crowd as they enjoy the show.

91 TRIXIE
(to the crowd)
Seems like any pony with a'dash' of good sense would think twice before tussling with the Great Trixie.

Rainbow Dash is just getting her self upright (with some help from Applejack) when she is zapped in the hind quarters by a tiny bolt of lightning from Trixie's cloud.

92 RAINBOW DASH
Yipe!

The friends all glare offscreen at Trixie.

93 TRIXIE & CROWD
< Laughing and Cheers>

Spike very openly stares at Twilight.

94 SPIKE
What we need is another Unicorn to challenge her! Someone with some magic of her own!

Rainbow looks at Spike. She doesn't cue into the fact that he means Twilight specifically. Spike keeps staring at Twilight, jerking his head at her repeatedly, trying to clue the others in.

95 RAINBOW DASH
Yeah! A unicorn to show this unicorn who's boss!

Applejack joins the group. Again, she does not focus on Twilight although Spike is being really obvious.

96 APPLE JACK
A real unicorn to unicorn tussle!

97 TWILIGHT
(nervous and quiet)
Uh...

Apple Jack, Rainbow Dash and Spike all look over to Rarity as she speaks up from out of nowhere.

98 RARITY
Enough! Enough all of you! I take your hint. But Rarity is above such nonsense. Rainbow Dash and Applejack may behave like ruffians but Rarity conducts herself with beauty and grace.

99 TRIXIE
What's the matter? Afraid you'll get a hair out of place in that rat's nest you call a mane?

Rarity's eyes pop open. She is incensed!

100 RARITY
Oh. It. Is. On.

Rarity circles Trixie, sizing her up.

101 RARITY
You might think you're tough, with all of your so called powers. But there's more to magic than your brutish ways. A unicorn needs to be more than just muscle. A unicorn needs to have STYLE!

Rarity's horn begins to glow. Trixie's curtains fly off her stage and wrap around Rarity, ultimately turning into an elegant pony gown! To finish, her hair coils itself up into a mind bendingly wonderful hair-do.

The crowd loves it.

102 CROWD
<in awe at the beauty>

Rarity confidently struts around Trixie showing it off.

103 RARITY
A unicorn's not a unicorn without grace and beauty!

Trixie gets an evil smirk.

ON TWILIGHT AND THE GANG:

Spike proudly boasts about his crush.

104 SPIKE
Rarity won't let Trixie get the best of her! She's strong. She's beautiful she's---

105 CROWD
<Gasp>

Rarity comes running up to the group. We see their fallen faces but don't see her.

106 RARITY
Quick! I need a mirror!!! Get me a mirror! What did she do to my hair? I know she did something terrible to my hair.

107 TWILIGHT
Nothing.

108 RAINBOW DASH
It's fine!

109 APPLE JACK
It's gorgeous!

110 SPIKE
It's green.

They all shoot a look to Spike. Widen to reveal a green rat's nest on top of Rarity's head.

111 SPIKE (CONT'D)
What?

A local BARBER PONY pulls out a mirror for her. Rarity looks in.

112 RARITY
Gasp!!! No! Green hair? Not green hair!

Rarity runs off. She passes a Pony with green hair on her way.

113 RARITY (CONT'D)
Such an awful, awful color! Noooooooo..

114 GREEN HAIRED PONY
(turning up its nose)
Well! I never!

Spike turns to Twilight. He calls her out in front of Applejack and Rainbow Dash.

115 SPIKE
Well, Twilight. I guess it's up to you.

Twilight looks around nervously.

116 SPIKE (CONT'D)
C'mon! Show her what you're made of!

117 TWILIGHT
What do you mean? I-I'm nothing special.

118 SPIKE (CONT'D)
Yes you are! You're better than her!

119 TWILIGHT
I'm not better than anyone!

Trixie picks up on this conversation and quickly makes her way over to Twilight.

120 TRIXIE
You think you're better than The Great and Powerful Trixie? You think you have more magical talent? Come on. Show Trixie what you've got. Show us ALL.

Twilight looks to Spike. She looks to her friends. They all look back at her awaiting her answer.

121 TWILIGHT
Who? Me? I'm just your run of the mill citizen of Ponyville. No powerful magic here.
(making an excuse)
I, uh... I think I hear my laundry calling. Sorry! gotta go!

Twilight zips off. Spike stares in disbelief.

122 SPIKE
Twilight?

ON TRIXIE

123 TRIXIE
Once again the Great and Powerful Trixie has proven herself to be the most amazing Unicorn in all of Equestria? Was there ever any doubt?

Off Spike's angry look we...

DISSOLVE TO:

EXT. PONYVILLE TOWN SQUARE - EVENING

Trixie sits outside her wagon trailer. Snips and Snails rush up.

124 SNAILS
Here's the Oat Smoothie you asked for. With extra hay, just how you like it.

125 SNIPS
Mmmmmm!Hayyyyy.

Trixie takes the drink. The boys stare at her in awe.

126 TRIXIE
Yes?

127 SNIPS
Tell us another story, Great and Powerful Trixie.

128 SNAILS
Yeah! Tell us about how you vanquished the Ursa Major!!!

129 TRIXIE
Trixie is far to exhausted from performing feats beyond imagination. Be gone with you until morning.

The boys bow and back away from Trixie as if she were royalty.

130 SNAILS
Of course Great and Powerful Trixie.

131 SNIPS
Anything you say. We are at your beck and call.

As they turn the corner they run into Spike. He gives them a look.

132 SPIKE
What are you two doing.

133 SNIPS
Just bringing the G and P T...

134 SPIKE
The what?

135 SNIPS
The Great and Powerful Trixie.

136 SPIKE
Sheesh!

137 SNIPS
Just bringing her a smoothie.

138 SPIKE
How can you fall for her lameness. She’s just a show-off, unlike Twilight who--

139 SNAILS
(interrupting)
The great and powerful Trixie vanquished an Ursa Major! Can your Twilight claim that?

140 SPIKE
Oh really? Were you guys actually there??

141 SNAILS
No, but...

142 SPIKE
But nothing. The proof is in the pudding!

143 SNIPS
Ooo! I like pudding.

144 SPIKE
Look, Unless an Ursa Major comes waltzing up the street for Trixie to vanquish I am not going to believe a word she says and neither should you.

145 SNAILS
An Ursa walking up the street?
(idea!)
Snips, you thinking what I'm thinking?

146 SNIPS
Why is it they call it a flea market when they really don't sell fleas?

147 SNAILS
(a beat, then)
Come on!

The two run off leaving Spike to just shake his head.

DISSOLVE TO:

INT. TWILIGHT'S HOUSE - EVENING

The same layout with Spike shaking his head in the same exact manner. Widen to reveal Twilight who sits at her window before an open book.

148 SPIKE
Twilight would you put down that book and just listen to me?

149 TWILIGHT
Didn't you see how they hated Trixie's bragging, Spike? If I go out there and show off my magic, I run the risk of losing them as friends.

150 SPIKE
It's not the same thing, Twilight. You'd be using your magic to *stand up* for your friends.

151 TWILIGHT
No, Spike!It's *exactly* the same!

Spike zips over to the easel with the hashmarks. He points at it.

152 SPIKE (CONT'D)
Come on, Twilight! Any one of these tricks, even the teeniest, would be enough to show up Trixie.

153 TWILIGHT
I'm not showing off my magic.

Trying to stop Spike, Twilight ZAPS him into a LARGE GIFTWRAPPED BOX complete with a LONG SILKY BOW.

154 SPIKE
(from inside the box)
SEE???

Spike bursts through the box.

155 SPIKE (CONT'D)
That's the kind of stuff I'm talking about!!! Now show them!

156 TWILIGHT
I don't want to chance it.

Twilight zaps Spike inside of GIANT HAMSTER BALL.

Spike rolls around the room like a Hamster. He runs into a wall and breaks through it. He continues as if that didn't happen.

157 SPIKE
I've seen you do it and I'm still your friend.

158 TWILIGHT
I don't want to be seen as a bragger like Trixie!

Twilight makes a DOORWAY complete with a CLOSED DOOR appear. Spike kicks the door open.

159 SPIKE
But you're the BEST!

This time no magic, but real exasperation.

160 TWILIGHT
PLEASE! Spike! I said no!

Spike finally gets it.

161 SPIKE
If that's the way you want to be, then fine!

Spike stomps through the doorway and slams it shut. He realizes it's the door that Twilight made. A beat then, he storms out the real front door and slams it shut.

Sad and conflicted, Twilight bows her head and sighs.

DISSOLVE TO:

EXT. EVER-FREE FOREST - NIGHT

We follow Snips and Snails as they trek through the forest. After a beat or two they come upon a giant cave opening. The interior is black as coal.

They both look at each with a slight bit of fear and enter.

INT. CAVE - NIGHT

It is pitch black inside the cave. All we see are Snips' and Snails' eyes.

162 SNIPS
How are we going to find an Ursa Major when I can't even see my own hoof in front of my face?

163 SNAILS
Hold on.

We're hear a GRUNTY struggle noise from Snails. With each grunt a tiny amount of light appears on his horn (think Lumos Wand Spell from Harry Potter).

Grunt. Little light.

Grunt. Little light.

Grunt!!! Finally, Snips' magic works and his horn glows, luminating the entire cave.

164 SNIPS
That's better.

They immediately see that they are standing before the face of a SLEEPING URSA (a giant bear-like creature)! PULL WIDE to REVEAL just how big this thing is.

165 SNIPS/SNAILS
Ahhhhhhhhhhhhh!!!!!!!!

The Ursa's eyes pop wide open. It bolts upright before the boys. The look up, up, up... finally reaching its face.

Snips screams. Snails Screams. Ursa screams.

166 SNIPS
Ahhhhhhhhhhhhhhhhhhhhh!!!

167 SNAILS
Ahhhhhhhhhhhhhhhhhhhhh!!!

168 URSA
Ahhhhhhhhhhhhhhhhhhhhh!!!

The two hightail it out of the cave with Ursa angrily following behind.

END OF ACT 2

ACT 3

EXT. PONYVILLE STREET - NIGHT

Spike sadly walks along the edge of town as Snips and Snails burst from the forest.

169 SPIKE
Hey guys where are you--

170 SNIPS
Can't talk now!

171 SNAILS
Gotta MAJOR problem...

172 SNIPS
Ursa Major to be exact.

Spike looks confused for a moment and then sees the reason for their hasty departure.

Ursa bursts from the forest ROARING as it goes. Snips and Snails run off.

173 SNIPS/SNAILS
Trixie!!!!

174 SPIKE
Twilight!!!!

Spike runs back in the direction he just came.

EXT. TRIXIE'S WAGON TRAILER - MOMENTS LATER

Snips and Snails rush up to the door of Trixie's trailer and pound on it.

175 SNIPS
Trixie! You've gotta help!

176 SNAILS
Trixie! Come out! Trixie!!!!

Trixie groggily pokes her head out of the upper half of the dutch door. She's still sipping her smoothie from earlier.

177 TRIXIE
Trixie thought she said The Great and Powerful Trixie did not want to be disturbed.

178 SNIPS
We've got a tiny little problem.

179 SNAILS
Actually...it's a big one.

180 TRIXIE
What is so important that you cannot wait until morning to disturb Trixie?

Trixie takes another sip of her smoothie. Just the then rampaging Ursa rounds the bend. Trixie's eyes go wide as saucers and she SPIT TAKES.

Howling and growling. He's heading straight toward Trixie's trailer.

Trixie busts through her door and pushes past Snips and Snails who fall to the ground.

181 TRIXIE (CONT'D)
WAAAAAAAAHHHHHHHHHHHHH!!!!!!!!

Snips and Snails scramble out of the way just as the Ursa steps down on the trailer, crushing it.

CUT TO:

INT. TWILIGHT'S HOUSE - NIGHT

Spike bursts through Twilight's door. Twilight is in her BAY WINDOW still reading the same book.

182 SPIKE
Twilight! You've gotta come! Quick!

183 TWILIGHT
I've already told you, Spike I don't want to show up Trixie.

184 SPIKE
No! You don't under stand, it's--

We hear the loud ROAR of the Ursa in the distance.

185 TWILIGHT
Uh... is that what I think it is?

186 SPIKE
Majorly.

They both rush from her house.

CUT TO:

EXT. PONYVILLE TOWN SQUARE - NIGHT

The boys and Trixie are now cornered by the Ursa. As it closes in, the boys implore Trixie.

187 SNAILS
Great and Powerful Trixie! You've got to vanquish the Ursa!

188 SNIPS
Yes! Vanquish. So we can watch!

189 SNAILS
It took a lot of trouble to get that thing here...

190 TRIXIE
Wait... YOU brought this here?? Are you out of your little pony minds??

191 SNIPS
But you're the great and powerful Trixie!

192 SNAILS
Remember, you defeated an Ursa Major!

193 SNIPS
When all hope was lost, the ponies of Hoofington had no one to turn to, but The Great and Powerful Trixie stepped in and with her awesome magic, vanquished the Ursa Major and sent it back to its cave deep within the Ever-Free forest!

194 TRIXIE
Geez. What did you do? Take notes?

195 SNIPS
Yep!

Snips produces a small notebook. They turn a corner only to find themselves at a dead end, the Ursa is still upon them!

196 TRIXIE
Uhhh. Ok. Gulp. Stand back.

Trixie bows her head and the magic of her horn commences.

A piece of rope uncoils and slithers, snake like over toward the Ursa.

TIGHT ON the rope as it coils around an unrecognizable part of the Ursa. It pulls tight.

197 TRIXIE
Piece of cake.

TRUCK OUT to REVEAL the rope is so small that it is only wrapped around two of the Ursa's fingers.

The Ursa looks at the rope and spreads its fingers easily snapping it.

The Ursa ROARS in response. Trixie's face sags. Uh oh.

198 SNIPS
Come on Trixie...

199 SNAILS
Stop goofing around and vanquish it!

200 TRIXIE
Gulp!

Trixie bows her head again. And again her horn glows.

CLOSE ON dark and ominous storm clouds being drawn together. They rumble and rage with electricity. PULL WIDE to REVEAL:

The clouds are tiny in comparison to the giant Ursa.

201 SNAILS
(bummed)
Well, that was a dud.

202 SNIPS
(also bummed)
Come on! Where's all the cool explosions and smoke and stuff like earlier?

A tiny bolt of lightning, a static shock in comparison, zaps the Ursa in the backside. It's eyes grow wide.

203 TRIXIE
(sotto)
Uh oh.

This only serves to make the Ursa more irate. It roars a beastly roar and bounds toward Trixie, Snips and Snails.

204 TRIXIE, SNIPS AND SNAILS
AAAAAHHHHHHHHHHHH!

They run.

Just then, Twilight and Spike round the bend.

Meanwhile, the commotion from the Ursa has brought out all of the local towns-ponies. They are all shocked and frightened to see an Ursa in their village.

Twilight rushes over to Trixie, Snips and Snails.

205 TWILIGHT
What's going on???

206 SNIPS
We brought an Ursa to town.

207 TWILIGHT
You what???

208 SNAILS
Don’t worry, the great and powerful Trixie will vanquish it.

209 TRIXIE
I can’t.

210 SNIPS/SNAILS
What?

211 TRIXIE
I can’t! I never have! No one can vanquish an Ursa Major! I made the whole story up to make me look better!

212 SNIPS/SNAILS
Made it up?????

213 SNAILS
(calmly)
Then this is where we...

214 SNIPS
(big!)
RUUUNNNNN!!!!!!

Snips and Snails run off and duck behind the leg of a water tower.

Apple Jack, Rainbow Dash and Rarity show up. They are agape.

Twilight looks at her friends for a beat. She hesitates only briefly and then acts.

215 TWILIGHT
Okay. Stand back.

Twilight leaps into action rushing over to the Ursa. She bows her head and readies herself. Her eyes closed tight in concentration her horn begins to glow in a way we have yet to see.

Her friends are taken aback by this.

Twilight’s magic fills the air. First, a gentle breeze magically blows across some broken reeds in a nearby pond. The wind hits each one in a way to make a melody.

The Ursa stops its tantrum and calmly turns toward the direction of the lullaby. The sweet music calms the beast. It’s eyes start to droop.

216 SPIKE
(sotto, approving)
Nice use of number 16

Twilight continues her concentration. Her magic lifts up a water tower (the kind with the pointed top), removes the top and tips the container, pouring out the water (and drenching Snips and Snails in their hiding place).

She guides the tower through a barn filled with cows. As it passes through the barn we only hear the surprised cows as they MOO.

217 COWS
Moo!/ Moo!/ Mooooo!/ Oh golly dont'chah know!

The container emerges from the barn, now full of milk and the top is gently put back in place.

218 SPIKE
That's new.

Meanwhile, the lullaby is putting the Ursa to sleep. It wavers and begins to fall over. It is just about to land on Trixie when a big burst of magic stops it.

Trixie looks up to see the giant Ursa floating just inches above her.

The milk container carefully inserts into the Ursa's mouth like a giant baby bottle. The Ursa cheerfully sucks on it as it drifts off to sleep.

Twilight musters even more of her ability, floating the Ursa carefully over the heads of the awed onlookers, over Trixie's head and out of town...

EXT. EVER-FREE FOREST - NIGHT

The Ursa floats through the forest and gently back into its cave.

EXT. PONYVILLE - NIGHT

Twilight, exhausted from this feat, nearly collapses. Her horn goes dark. She breathes heavy.

219 CROWD
<Wild Cheers>

220 SPIKE
That was amazing!

Twilight looks around at all of her friends. Though she is still exhausted from her display of magic she is also clearly worried about their response to this display.

221 RAINBOW DASH
Unbelievable!

222 RARITY
My stars!

223 APPLE JACK
Heavens to Betsy! We knew you had ability but not THAT much!

224 TWILIGHT
(still tired but worried) *
I'm sorry, I wasn't trying to show off, honest! Please, please don't hate me!

225 APPLE JACK/RAINBOW DASH
HATE YOU???!!!

226 RARITY
Why what ever do you mean darling?

227 TWILIGHT
Well, I know how much you all hated Trixie's showing off with *her* magic tricks and I just thought...

228 RAINBOW DASH
Whoa whoa whoa! Magic's got nothing to do with it. Trixie is just a loud mouth.

229 RARITY
Most unpleasant.

230 APPLE JACK
All hat and no cattle.

231 TWILIGHT
So you don't mind my magic tricks?

232 APPLE JACK
Your magic is a part of who you are, sugarcube. And we like who you are. We're proud to have such a powerful, talented unicorn as our friend.

233 RAINBOW DASH
And after whoopin' that Ursa's hind quarters we're even prouder!

234 TWILIGHT
You are????

All the pony friends nod in agreement and share a warm smile. Spike breaks it up.

235 SPIKE
Wow Twilight!!! How did you know what to do with that Ursa Major?

236 TWILIGHT *
That's what I was doing when you came looking for me. I was so intrigued by Trixie's bragging that I was compelled to do a little reading up on them.

237 SPIKE
So it IS possible to vanquish an Ursa Major all by yourself!

238 TWILIGHT
No.
That wasn't an Ursa Major. It was a baby. An Ursa *Minor.*

Trixie breaks through the crowd. Her cape and cap are disheveled from her ordeal. She's a mess.

239 TRIXIE
THAT was just a baby?

240 TWILIGHT
And it wasn't rampaging. It was *
just cranky because *
(directed toward Snips and Snails)
SOMEONE woke it up.

Snips and Snails hang their heads in shame.

241 SPIKE
Well, if THAT was an Ursa Minor, then what's an Ursa Major like.

Off a look from Twilight we...

FLASH TO:

INT. URSA CAVE - CONTINUOUS

The URSA MINOR sleeps soundly just where Twilight's magic left it.

TRUCK WAY OUT to REVEAL that the Ursa Minor, tiny by comparison, is nestled in the very large, loving arms of it's mother, an URSA MAJOR. She tenderly looks at her baby as we...

FLASH BACK TO:

EXT. PONYVILLE TOWN SQUARE

Back to the group.

242 TWILIGHT
You don't want to know.

243 TRIXIE
Ha! You may have vanquished an Ursa MINOR, but you will never have the amazing, show-stopping ability of the Great and Powerful TRIXIE!

A big poof of smoke and pyrotechnics. As the smoke clears, Trixie can clearly be seen galloping away in the distance.

244 RAINBOW DASH
Why that little---

Rainbow starts to go after her, but Twilight stops her.

245 TWILIGHT
Just let her go. Maybe some day she'll learn her lesson.

Twilight turns to Snips and Snails. Their heads hang low.

246 TWILIGHT
Now about you two...

247 SNIPS
We're sorry we woke the Ursa Minor.

248 SNAILS
We just wanted to see some awesome magic!

249 SNIPS
And the way you vanquished the Ursa Minor *was* awesome!

They both get excited for a moment but as they see Twilight's scowl they hang their heads again.

250 SNAILS
We deserve whatever punishment you give us.

251 TWILIGHT
For starters, you can clean up this mess and... What do you think, Spike? Should I give them Number Twenty Five?

252 SPIKE
Oh! Twenty Five. Yes. And I think I deserve it too!

The boys look at Spike like he's crazy.

253 TWILIGHT
I think you're right.

Twilight bows her head and points her HORN at Spike and the two young Unicorns. Their eyes grow wide in uncertain expectation of their punishment.

Twilight bestows all three boys with mustaches.

254 SNIPS/SNAILS/SPIKE
Sweeeeet!

FADE OUT.

FADE IN ON:

INT. TWILIGHT'S HOUSE - DAY

CLOSE-UP of a piece of parchment. A Quill writes what we hear Twilight saying.

255 TWILIGHT (O.S.)
Dear Princess Celestia. I have learned a very valuable lesson about friendship.

PULL WIDE to REVEAL Twilight using her magic to make the quill write the letter.

256 TWILIGHT
I was so afraid of being thought a show off that I was hiding a part of who I am.
(MORE)

TWILIGHT (cont'd)
My friends helped me realize that it’s okay to be proud of your talents. Celebrating your abilities is not the same thing as bragging about them. And there are times when it’s appropriate to show them off, *especially* when you are standing up for your friends. *

Spike enters as the letter is finished.

257 SPIKE
So you finally admit that you are the most talented Unicorn in all of Ponyville?

258 TWILIGHT
(with slight modesty and a wink)
Well... yeah... but it’s nothing to brag about.

Spike gives Twilight a smile and a nod.

259 TWILIGHT (CONT’D)
(pointing at Spike’s mustache)
So uh... how did it go with Rarity?

260 SPIKE
Awww. She didn’t go for the mustache.

261 TWILIGHT
Ya know Spike, that mustache has nothing to do with who you really are. Maybe you should just try being yourself.

262 SPIKE
(a beat, then)
Or... MAYBE the mustache wasn’t enough... maybe if I had a mustache AND a beard...

263 TWILIGHT
Not this again!

264 SPIKE
What? Aw, come on! You’re Twilight remember? This stuff is easy for you!

265 TWILIGHT
Sure I could do it. Easy. But I won't.

DISSOLVE TO:

EXT. TWILIGHT'S HOUSE - CONTINUOUS

Twilight and Spike have a friendly "argument" as we GENTLY PULL BACK from the LIBRARY TREE-HOUSE.

266 SPIKE
Imagine me with a nice long Fumanchu type beard? Maybe a goatee? Ooo! No! A soul patch right on my chin!

267 TWILIGHT
I'm not listening...

268 SPIKE
Come on! Pleeeeease????

FADE TO BLACK.

269 **THE END**