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MY LITTLE PONY III

"Magical Mystery Cure"

Episode 313

Written by

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TEASER

EXT. PONYVILLE - MORNING

HELICOPTER SHOT over town on a perfect morning as the opening <MUSIC> to "**Morning in Ponyville**" (in the style of "Oh What a Beautiful Morning" from *Oklahoma!*) begins. We end on the...

EXT. GOLDEN OAK LIBRARY - CONTINUOUS

...as TWILIGHT SPARKLE throws open the shutters and sings.

1 TWILIGHT SPARKLE
*Morning in Ponyville shimmers /
Morning in Ponyville shines /
I know for absolute certain /
Everything's certainly fine.*

EXT. STREETS OF PONYVILLE - CONTINUOUS

She emerges into the street and does a Gene Kelly dance through the town we've come to know and love.

2 TWILIGHT SPARKLE
*There's the Mayor en route to her
office / There's the sofa clerk
selling some quills.*

She passes the MAYOR and the QUILLS & SOFAS SALESPONY (124).

3 SALESPONY
Mornin' kid!

4 TWILIGHT SPARKLE
*My neighborhood is so wonderf'ly
good / That things just couldn't go
wrong there's no way they could...*

SNIPS and SNAILS (106), MILQUETOAST (223), PIP (204), DIAMOND TIARA and SILVER SPOON and TWIST (106), LICKETY SPLIT and JUNEBUG (210) burst into the street and dance-frolic behind her like the beginning of *West Side Story*.

5 ALL
*Morning in Ponyville shimmers /
Morning in Ponyville shines /
We know for absolute certain /
Everything's certainly fine.*

They pass the CAKE FAMILY, including the babies (212).

6 TWIST

Look! The Cakes are all off on a picnic!

7 SNIPS

Look! The pigs are a-rollin' in mud!

Some pigs slop in a puddle, splashing Snails in the face.

*

8 TWILIGHT SPARKLE

Yes, my Ponyville is so gentle and still / Can things possibly go wrong? I don't think they will...

The <MUSIC> changes slightly as she comes to an outdoor cafe and leaps onto a table, doing a quick TAPDANCE routine. The prissy WAITER (103) watches her behind raised nose, then suddenly leaps onto the table next to her and does his own. They finish with a tandem TAPDANCE, then Twilight leaps off and continues through town.

9 TWILIGHT SPARKLE (CONT'D)

*Morning in Ponyville shimmers /
Morning in Ponyville shines /
I know for absolute certain /
Everything's certainly--*

<KA-RACK>!! Thunder smacks and she's DOUSED with rain!

10 TWILIGHT SPARKLE (CONT'D)

RAINBOW DASH! That's not funny!

11 RARITY

*Terribly sorry, darling, I'm afraid
I'm not good with the thundery ones.*

PAN OVER to RARITY, controlling the cloud with her horn.

12 TWILIGHT SPARKLE

(to herself)

*Why does Rarity have Rainbow Dash's
Cutie Mark?*

Her eyes fill with panic.

13 TWILIGHT SPARKLE (CONT'D)

Everything's certainly not fine!

FADE OUT.

MAIN TITLES

ACT I

FADE IN:

EXT. PONYVILLE TOWN SQUARE - DAY

Rarity's horn glows wildly as clouds fly across the sky. There doesn't seem to be any rhyme or reason to what she's doing, and the weather fluctuates from sun to clouds.

14 TWILIGHT SPARKLE
What happened to your Cutie Mark?

15 RARITY
Whatever do you mean, Twilight?
I'm simply doing what I've done
since the day it first appeared...

<MUSIC> begins for **"If My Cutie Mark Commands It."**

16 RARITY (CONT'D)
*Though I can't say I really enjoy
it /And I often mess up or destroy
it /I don't know to retract or
deploy it /*

She accidentally moves a cloud into the old ponies' home and
several GERIATRIC PONIES (208) come out and scowl at her. *

17 RARITY (CONT'D)
*If my Cutie Mark commands it,
that's all.*

18 TWILIGHT SPARKLE
But where's Rainbow Dash? Why
isn't she handling this?

During the next verse, Rarity arranges the sky into a checkered pattern, which looks nice, but causes consternation amongst TOWNSPONIES, confused by the sun and rain.

19 RARITY
*I'm in love with weather patterns /
But it seem that others have
concerns /They don't like the
frostbiting or sunburns /
But if my Cutie Mark commands it,
that's all.*

She returns to her normal speaking voice.

20 RARITY (CONT'D)
Does my sky look fabulous or what?

A crowd of angry, wet ponies gathers around her.

21 RARITY (CONT'D)
Too last season?

DISSOLVE TO:

EXT. FLUTTERSHY'S COTTAGE - DAY

<MUSIC> continues as Twilight and Spike <KNOCK> on the door.

22 SPIKE
I still don't know what you had to
wake me up for. I love sleeping in
the rain.

23 TWILIGHT SPARKLE
It's not about the weather, Spike.
Rarity had Rainbow Dash's Cutie
Mark and said this was **Rainbow**
Dash's cottage! Something terrible
is going on!

*
*

The door opens and a haggard RAINBOW DASH answers (Cutie Mark
hidden behind the door).

24 RAINBOW DASH
Hey guys.

25 TWILIGHT SPARKLE
Rainbow Dash! Why is Rarity doing
your job?

The sounds of <SHEER ANIMAL CHAOS> echo from inside.

26 TWILIGHT SPARKLE (CONT'D)
And what's going on in there?

Rainbow Dash turns to shout at the animals. Twilight nudges
Spike and points at her Cutie Mark. It's not the rainbow
cloud anymore; it's Fluttershy's butterflies! <MUSIC UP>.

27 RAINBOW DASH
*You animals are driving me crazy! /
I'd really just rather be lazy /
Your discipline is at best hazy /
But my Cutie Mark commands it, that's
all.*

She darts inside and more <ANIMAL CHAOS> rings out!

28 TWILIGHT SPARKLE
Rainbow Dash, wait! Why are you in
Fluttershy's cottage with
Fluttershy's Cutie Mark looking
after Fluttershy's--

INT. FLUTTERSHY'S COTTAGE - CONTINUOUS

29 TWILIGHT SPARKLE
--animals?

ANIMAL MADNESS. Rainbow Dash leaps after them, but they dive away before she can grab them.

30 RAINBOW DASH
*They don't listen to me, not a
little bit / They just run around
throwing their hissy fits /
I don't know how much longer I'll
take it / But my Cutie Mark
commands it, that's all.*

Some of the animals evade her hooves and pour out the front door! As she fumes, DISSOLVE TO:

INT. SUGARCUBE CORNER - DAY

FLUTTERSHY sits timidly inside the sweet shoppe as SHOPPERS come in and out. Twilight and Spike stand next to her, noticing that she has Pinkie Pie's Cutie Mark.

31 FLUTTERSHY
*Bringing laughter is all that I'm
good for / I leave ponies in
stitches on the floor / They just
shout to me, "More more more more
more!" / 'Cause my Cutie Mark
commands it, that's all.*

She slaps on Groucho glasses and timidly blows a noisemaker, which makes the softest, most pathetic noise ever. A confused PONY gives her a weird look and walks around her.

32 FLUTTERSHY (CONT'D)
Sorry.

33 SPIKE
I thought it was funny, Fluttershy.

34 FLUTTERSHY
*The truth is I'm really not witty /
And nopony laughs, not a bitty /
It's really a terrible pity /
But my Cutie Mark commands it,
that's all.*

She perks up as a nearby PONY <LAUGHS> hysterically, then deflates when she realizes he's laughing at Spike, who has casually donned the Groucho glasses. He whips them off when he sees Fluttershy's sadness. DISSOLVE TO:

EXT. SWEET APPLE ACRES - DAY

Twilight and Spike search the strangely deserted orchard. Apples are scattered across the ground, and the whole place has the general feel of disrepair.

35 TWILIGHT SPARKLE
What happened here? Applejack
never lets the farm look so messy.

36 GRANNY SMITH (O.S.)
(whispered)
Psst! Psst, over here!

Three sets of eyes peer out from under an overturned trough. It lifts a bit and they see GRANNY SMITH, BIG MACINTOSH, and APPLE BLOOM. They look terrified.

37 TWILIGHT SPARKLE
Hi, Apple Family! What are you
doing under that trough?

38 APPLE BLOOM
Is she out there? Have you seen
her?

39 SPIKE
Who?

40 GRANNY SMITH
The pink one! The one with all the
sugar!

41 TWILIGHT SPARKLE
You mean Pinkie Pie?

42 BIG MACINTOSH
Ayup.

<MUSIC UP>.

*

43 GRANNY SMITH

*If an apple falls, a birdie calls,
or grass grows...*

*
*

44 APPLE BLOOM

*A cake and ice cream party Pinkie
Pie throws...*

*
*

45 BIG MACINTOSH

*She does worse with plows and
shovels than gift-wrap bows...*

*
*

46 PINKIE PIE (O.S.)

*But my Cutie Mark commands it,
that's all.*

47 APPLE FAMILY

AAAHHH!!

Trough down. PINKIE PIE has Applejack's Cutie Mark.

48 PINKIE PIE

*Well I don't much care for picking
fruit /And plowing fields is not
such a hoot /I don't want to fix
this rain chute...*

She tries to snap a gutter back into place, but the whole thing falls off.

49 PINKIE PIE (CONT'D)

*But my Cutie Mark commands it,
that's all.*

She leans against the trough, which flips over.

50 PINKIE PIE (CONT'D)

There you guys are!

51 APPLE FAMILY

AAAHH!!

They bolt! DISSOLVE TO:

INT. CAROUSEL BOUTIQUE - DAY

APPLEJACK is covered in fabric, and has Rarity's Cutie Mark. There are trimmings and terribly-made outfits everywhere.

52 APPLEJACK

*Lookie here at this thing I made,
it's a shawl /Least I think it is,
ain't it? Help me out, y'all /This
fashion stuff makes me feel so
small /
But my Cutie Mark commands it,
that's all.*

She tries to work the sewing machine, but it **smokes and**
<EXPLODES> in **pieces!**

*
*

53 APPLEJACK (CONT'D)

(big finish)

*But my Cutie Mark commands it
that's allllllllll!*

<END SONG>.

INT. GOLDEN OAK LIBRARY - DAY

Twilight bursts in, Spike trailing, and races to a WOODEN CRATE. Using her horn, she takes off the lid, removes an ancient SPELL BOOK, and flips to a specific page.

54 TWILIGHT SPARKLE

Oh no! Oh no oh no oh no! This is
the worst... possible... THING!

She drops the book and turns to Spike in sheer terror.

55 TWILIGHT SPARKLE (CONT'D)

I think I might have changed
everypony's Cutie Marks.

INT. GOLDEN OAK LIBRARY - FLASHBACK - DAY

Twilight answers the door and a DELIVERY PONY shoves a huge crate inside.

56 TWILIGHT SPARKLE (V.O.)

Last night when you were taking one
of your seven hour bubble baths,
this crate came special delivery
from the Princess.

She studies it with wide eyes like Christmas morning.

57 TWILIGHT SPARKLE (V.O.) (CONT'D)

She sent some more advanced magic
books and spells.

She shoves the crate out of the way, then heads to bed with a satisfied smile. A beat later, she turns back.

58 TWILIGHT SPARKLE (V.O.) (CONT'D)
I know I never should have opened
it **without her there**, but...

*

Deeply conflicted, Twilight hovers over the crate, studying it, trying to convince herself it's okay to open it.

59 TWILIGHT SPARKLE (V.O.) (CONT'D)
I just couldn't help myself.

She looks around to make sure she's alone, then lifts the lid! Her eyes fill with wonder as she starts pulling out ancient books and scrolls. She opens one and flips to a random page, then starts reading.

60 TWILIGHT SPARKLE (V.O.) (CONT'D)
I found a spell that looked easy
enough, **so** I gave it a try.

*

*

Suddenly, there's a MASSIVE MULTICOLORED EXPLOSION that blows her into the wall **giving her comical googly eyes!**

*

61 SPIKE (V.O.)
Oh yeah... I did kind of wonder
what that was.

Twilight hastily throws everything back in the crate and seals the lid, then races to bed. BACK TO:

INT. GOLDEN OAK LIBRARY - SAME

62 SPIKE
**I don't get it. You're good enough
to handle a simple spell.**

*

*

*

**She floats the book in front of Spike's face. Her horn glows
and the page suddenly STRAIGHTENS OUT.**

*

*

63 TWILIGHT SPARKLE
**The page must have gotten folded at
some point. I accidentally cast
this spell instead. It's called a
Permutey Mark Spell.**

*

*

*

*

*

64 SPIKE
What's the big deal? Just cast a
counter spell.

*

Twilight Sparkle looks over the spell then looks up panicked.

*

65 TWILIGHT SPARKLE
I can't! The Permutey Mark Spell
is 100% permanent and irreversible!
There is no magical cure!

*

66 SPIKE
Oh. Oh! Uh-oh.

She frantically dashes off a note on a scroll.

67 TWILIGHT SPARKLE
I have to tell the Princess what
I've done, now matter how much
trouble I'm in. She must know a
way to reverse this spell.

Spike FIRES the scroll away. Twilight starts pacing. Spike
has to keep spinning around to face her.

68 TWILIGHT SPARKLE (CONT'D)
How I could be so careless? I
never should have opened Celestia's
box. And now because of my
curiosity I may have altered my
friends' destinies forever!

*

FADE OUT.

END OF ACT I

ACT II

EXT. STREETS OF PONYVILLE - DAY

A <SAD SONG> begins. It's "**Morning in Ponyville (reprise)**"
(a minor key version of the opening number).

69 TWILIGHT SPARKLE
I can't believe how badly I messed up,
Spike. Even Princess Celestia **says**
she can't reverse an irreversible
spell, and she has the most powerful
magic in all of Equestria!

*

*

70 SPIKE
Maybe it won't be so bad. Maybe
our friends will grow to like their
new lives.

71 TWILIGHT SPARKLE
Oh, why couldn't I have just left
that box alone?

EXT. SWEET APPLE ACRES - DAY

The trees are dead, the fields are weedy, the buildings are crumbling. Pinkie Pie stands on a small stage in front of rows of folding chairs. FLIM and FLAM (215) sit in the front row holding bidding paddles, other FARMER PONIES behind.

72 TWILIGHT SPARKLE
*Pinkie Pie has the orchard on hard
times /She can't seem to keep it
afloat /Flim and Flam have the
money, it's really not funny /
And Applejack's farming days soon
will be done-y...*

*
*

INT. CAROUSEL BOUTIQUE - DAY

Twilight and Spike peek in the window. Ugly, poorly-made outfits sit on dress forms. Applejack takes them off one by one and packs them up.

73 SPIKE
*Applejack is preparing a shipment /
Hoity Toity will never sell those /
She'll be so exposed when those
clothes are opposed /
That the Carousel Boutique will be
forced to close...*

EXT. STREETS OF PONYVILLE - DAY

A cart is stuck in the mud. The outdoor cafe has a big CLOSED sign. Ponies look up at the sky, which now has a houndstooth pattern of clouds, and <SLAM> their windows shut. Twilight and Spike join an angry crowd shouting at Rarity about the crazy weather. She looks overwhelmed and confused.

74 TWILIGHT SPARKLE
*Rarity's botching the weather /
Her clouds are a mess in the sky /
Though visually pleasin' they don't
match the season /She'll be run out
of town and she won't know the
reason...*

Twilight and Spike do a little dance to avoid the small patches of rain that open up all around them.

75 TWILIGHT SPARKLE AND SPIKE
*Morning in Ponyville's tragic /
Morning in Ponyville's dire /
We've got a terrible feeling /
And we wish that that spell didn't
misfire.*

EXT. FLUTTERSHY'S COTTAGE - DAY

Rainbow Dash lays in a puddle on the ground, the most miserable pony in Equestria. All around the cottage, the Ever-Free Forest has started to GROW IN. If left unchecked, it will swallow up the cottage and continue into Ponyville.

76 SPIKE
*Rainbow Dash is a-feelin' just
awful /
Her critters have all run away /
Without them a'dining on leafing
and vining /
The Ever-Free Forest, there'll be
no confining...*

EXT. PONYVILLE TOWN SQUARE - DAY

Fluttershy sits meekly by the fountain as ANGRY PONIES stalk down the street. It's like those cliches of New York City, with people elbowing past each other without even looking.

77 TWILIGHT SPARKLE
*Fluttershy just can't handle her
new Mark /It's Pinkie who made the
folks smile /Without her to charm
them, to joke and disarm them /
They might as well live on a cold
old rock farm, then...*

*
*

Twilight and Spike try to sing the chorus while dodging the angry townspanies.

78 TWILIGHT SPARKLE AND SPIKE
*Morning in Ponyville's tragic /
Morning in Ponyville's dire /
We've got a terrible feeling /
How we wish that that spell didn't
misfire! Yes, we wish that that
spell didn't misfiiiiiiiiiiiire!*

<END SONG> as a BUSINESSPONY knocks Spike to the ground.

79 BUSINESSPONY
Watch where you're standin'!

Twilight helps him up.

80 SPIKE
Why don't you just use that memory
spell you used to fix everypony
when Discord was here?

81 TWILIGHT SPARKLE
It's not their memories, Spike.
It's their true selves that have
been altered.

82 SPIKE
Zecora's cure for the Cutie Pox?

Twilight sadly shakes her head.

83 SPIKE (CONT'D)
So you mean we just have to... let
it happen?

Twilight looks around Ponyville and takes in the awful
changes that have happened since she accidentally cast the
advanced spell.

84 TWILIGHT SPARKLE
The Twilight Sparkle who lived in
Canterlot and spent all her time
with her nose buried in books
wouldn't have cared what happened
to these ponies; she would have
been much more interested in
finding out what went wrong with
the spell. But I'm not that
Twilight Sparkle anymore. I've
learned a magic more powerful than
anything in any of those books.
And my friends are the ones who
taught that magic to me...

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QUICK FLASHES appear in the sky over her head of her friends
when she first met them (from 101). Starting with the
Applejack image, a faint magical glow forms around Twilight,
and as each new image appears, it becomes more pronounced.

-Applejack bucks a tree, filling barrels with apples.

-Rainbow Dash clears the sky in ten seconds flat.

-Rarity, in "the zone," sorts ribbons.

-Fluttershy conducts her bird choir.

-Pinkie Pie throws Twilight a surprise party in the Library.

85 TWILIGHT SPARKLE (CONT'D)
My friends. My poor, poor friends.
I've taken them away from their
true selves. And if I don't fix
this right now, it'll be too late
and they'll lose the things they
love most.

86 SPIKE
Twilight? Are you all right? You
look a little... glowey.

87 TWILIGHT SPARKLE
I... I don't know... I have the
strangest feeling...

88 SPIKE
Why don't you sit down for a min--

89 TWILIGHT SPARKLE
What's happening to me?

The glowing aura around her becomes even more intense,
finally focalizing on her horn, which starts to arc with
sparks of magic! Suddenly, her eyes pop open!

90 TWILIGHT SPARKLE (CONT'D)
I've got it! I know what to do!

91 SPIKE
You do?

92 TWILIGHT SPARKLE
All of a sudden I can see the
solution so clearly! I may not be
able to remind them of who they
are, but I can use the magic of
friendship to show them what they
mean to each other!
(then)
Then I think they'll be able to
find the lost part of themselves
that will allow them to help the
friend they care so much about!
Come on, Spike!

She charges through the crisscrossing ponies, Spike chasing after. Fluttershy is already walking away.

93 TWILIGHT SPARKLE (CONT'D)
Fluttershy, wait!

94 FLUTTERSHY
Oh, hey Twilight.

95 TWILIGHT SPARKLE
Where are you going?

96 FLUTTERSHY
I'm moving back to Cloudsdale. I don't know what's wrong, but I can't seem to make anypony laugh. I'm just no good at it, even though that's what my Cutie Mark says I should be doing.

<MUSIC STARTS>: "**A True Friend.**" As Twilight sings, she casts a spell over Fluttershy. Fluttershy's eyes go wide with insight, a la 2001: A Space Odyssey as images flash past of her and Rainbow Dash. **The images are a combination of moments from the series** - the first time they met in Cloudsdale when Rainbow Dash stuck up for her with the bullies (123), Fluttershy and Rainbow Dash cheering after working together to wrap up winter (111) - **and original moments.**

97 TWILIGHT SPARKLE
*Before you go back to your
Cloudsdale home /Could you help me
help our pony friend? /
I've never seen Rainbow Dash so
upset /Those animals have her at
her wit's end /Oh, **your friend
needs a True Friend and that's you**
/Please, **your friend needs a True
Friend and that's you** /Oh, **your
friend needs a True Friend and
that's you.***

98 FLUTTERSHY
Rainbow Dash is a **True Friend**. A lifelong friend. I may not know anything about animals, but I'll do anything I can to help my friend!

INT. FLUTTERSHY'S COTTAGE - DAY

Fluttershy's cottage has been almost completely swallowed up by the Ever-Free Forest as the other three race up. Twilight and Fluttershy both GLOW with the magic of friendship.

99 TWILIGHT SPARKLE
Rainbow Dash? Rainbow Dash!

100 RAINBOW DASH (O.S.)
I'm in here! Help! I'm trapped!

101 FLUTTERSHY
Hurry, Twilight! Can't you do some sort of spell to get her out?

102 TWILIGHT SPARKLE
Great idea! Hold on, Rainbow Dash!

Her horn starts to glow... she assumes the position... then, she realizes something and stops.

103 TWILIGHT SPARKLE (CONT'D)
No.

104 FLUTTERSHY AND RAINBOW DASH
What?!

105 TWILIGHT SPARKLE
Fluttershy, you're the only one who can help! Rainbow Dash needs you!

106 FLUTTERSHY
I... I... okay, I'll try. For my friend. For Rainbow Dash.

She walks to the new border of the Ever-Free Forest.

107 FLUTTERSHY (CONT'D)
Um, hello? Little woodland creatures? I know you're hiding in there, but we'd all really appreciate it if you'd come out and eat some of this vegetation.

Some cute little forest eyes appear.

108 FLUTTERSHY (CONT'D)
You think you could maybe do that?

One by one, little animals pop out of the trees.

109 FLUTTERSHY (CONT'D)
Oh, hello little ones! Look at all
those nice tasty leaves. Do you
think you might want a snack?

The animals start to attack the overgrown forest.

110 TWILIGHT SPARKLE
Fluttershy, look! Your Cutie Mark!

Fluttershy's rump has started to GLOW!

111 FLUTTERSHY
AAAHHH!!

She freaks out, jumping all over the place to try to get away
from it.

112 FLUTTERSHY (CONT'D)
GET IT OFF! GET IT OFF!

Suddenly, <POP>! There's a bright flash of white and her
rump returns to normal... including her original Cutie Mark!

113 FLUTTERSHY (CONT'D)
Wha... what happened? I feel like
I've just had the most awful dream.

114 TWILIGHT SPARKLE
It worked! It worked!

She tackles Fluttershy in an embrace.

115 TWILIGHT SPARKLE (CONT'D)
You're back to normal!

116 RAINBOW DASH
Um, hello? Good friend trapped
inside, remember?

117 TWILIGHT SPARKLE
Come on, Fluttershy. We've got
some friends to save.

MONTAGE

<MUSIC BACK UP>. The rest of the song is a montage of the
various friends singing, blasting through Twilight's 2001
magic, having visions of their past/present/future
friendships, and having their Cutie Marks restored. Once
each pony is restored, she GLOWS.

-First, in the Town Square, where an angry crowd has started to shout Rarity out of Ponyville.

118 TWILIGHT SPARKLE

*One of your friends is in desperate
need /She's about to be run out of
town.*

119 FLUTTERSHY

*Rarity needs you so much, Rainbow
Dash /Oh, please you just can't let
her down.*

120 TWILIGHT SPARKLE AND FLUTTERSHY

*Oh, your friend needs a True Friend
and that's you /Yes, your friend
needs a True Friend and that's you
/Oh, your friend needs a True
Friend and that's you.*

*
*
*
*
*

-Next, Twilight, Fluttershy, the restored Rainbow Dash, and Rarity head to the Carousel Boutique, where Applejack is in tears from frustration.

121 FLUTTERSHY

*Look at your friend, Mrs. Rarity,
dear /She's so sad because she just
can't sew.*

122 RAINBOW DASH

*Is there a way you can help her
create /Something that she's not
afraid to show?*

123 TS / FS / RD

*Oh, your friend needs a True Friend
and that's you /Yes, your friend
needs a True Friend and that's you
/Oh, your friend needs a True
Friend and that's you.*

*
*
*
*
*

-Next, Twilight, Fluttershy, Rainbow Dash, the restored Rarity, and Applejack head to Sweet Apple Acres.

124 RAINBOW DASH

*Applejack, please, can't you help
Pinkie Pie /She's about to lose the
fam'ly farm.*

125 RARITY

*We know you're not good with this
agriculture /But only you can keep
the farm from harm.*

126 TS / FS / RD / RA

*Oh, your friend needs a True Friend
and that's you /Yes, your friend
needs a True Friend and that's you
/Oh, your friend needs a True
Friend and that's you.*

*
*
*
*
*

-Twilight, Fluttershy, Rainbow Dash, Rarity, the restored Applejack, and Pinkie Pie head to the Ponyville Town Square, where everyone scowls. All the joy is gone from the town.

127 RARITY

*Look at these ponies in Ponyville
town /They don't know what it feels
like to smile.*

128 APPLEJACK

*We know you're a farmer who doesn't
know laughs /But could you try, and
try Pinkie Pie style?*

129 TS / FS / RD / RA / AJ

*Oh, your friend needs a True Friend
and that's you /Yes, your friend
needs a True Friend and that's you
/Oh, your friend needs a True
Friend and that's you.*

*
*
*
*
*

As Pinkie Pie starts to entertain the crowd and her Cutie Mark returns, and all the friends are restored, they hit the big finish.

130 ALL

*Yes, we all need a True Friend in
our lives /Oh, we all need a True
Friend in our lives /Yes, we all
neeeeeeed /A True Friennnnnnnd /
In our liiiiiiives!*

*
*
*
*
*

END MONTAGE AND SONG.

EXT. PONYVILLE TOWN SQUARE - DAY

As the ponies go in for a group hug, they hear a commotion.

131 TWILIGHT SPARKLE

What's going on?

132 SPIKE

Twilight! The Library!

Something truly strange is happening in Twilight's home.
COLORED LIGHTS shoot out of every window! SPARKLES,
SHIMMERING WAVES... all sorts of Studio B amazingness!

133 TWILIGHT SPARKLE
Come on, everypony!

INT. GOLDEN OAK LIBRARY - MOMENTS LATER

They <BURST> inside. The light show is coming from the
crate. Whatever's happening has blown the lid off.

134 TWILIGHT SPARKLE
It's the box Celestia sent me!
What's happening?

Suddenly, the ancient spell book that Twilight accidentally
cast the spell from rises up from the box and floats in mid-
air. It's SPARKING and GLOWING and doing all kinds of COOL
STUFF! Suddenly, the cover opens and the book flips to the
page with the Permutey Mark Spell.

135 TWILIGHT SPARKLE (CONT'D)
That's the spell I cast!

136 APPLEJACK
Look, y'all! The words!

The words that comprise the ancient spell suddenly GLOW
WHITE! They lift up, hovering just off the page! Then, they
start to move around and rearrange, before finally settling
back down on the book!

137 TWILIGHT SPARKLE
The spell is rewriting itself!

But the light show hasn't entirely finished. ARCS OF MAGICAL
LIGHT <ZAP> out of the book toward Twilight, engulfing her!
The other ponies back away and shield their eyes as she's
completely subsumed by BRILLIANT WHITE LIGHT! She's lifted
into the air while swirls of color race around her!

Finally, the magical cocoon starts to flare off of her,
dissolving until there's nothing left! Twilight's hooves
slowly descend toward the floor, then stop, hovering inches
above it. The others look up and <GASP>...

*

REVEAL -- Twilight Sparkle floats just off the ground by
virtue of her brand new WINGS!

FADE OUT.

END OF ACT II

ACT III

EXT. PONYVILLE - DAY

Twilight floats above the others.

138 APPLEJACK
I've never seen anything like it!

*

139 RARITY
Now those are the most beautiful
wings I've ever seen! Simply
smashing!

140 PINKIE PIE
WING PARTY!!

141 TWILIGHT SPARKLE
I... I don't understand... where
did they come from? What did I do
to deserve them?

142 PRINCESS CELESTIA (O.S.)
Perhaps I can answer that.

143 TWILIGHT SPARKLE
Princess!

She drops to the floor and self-consciously hides her wings.

144 TWILIGHT SPARKLE (CONT'D)
I'm sorry! I mean, I didn't open
the box! I mean, I did but I
didn't--

145 PRINCESS CELESTIA
Relax, Twilight, I'm not angry
about the box.

146 TWILIGHT SPARKLE
You're not?

Celestia crosses to the ancient magic book and reads the
newly re-formed words.

147 PRINCESS CELESTIA
You've done something today that's
never been done before.
(MORE)

PRINCESS CELESTIA (CONT'D)

You re-wrote a piece of ancient
magic by using what you've learned
here in Ponyville. You used your
own special magic - the magic of
friendship - to write your own cure
for that spell. You've proven that
you're ready, Twilight.

*
*
*
*

148 TWILIGHT SPARKLE

Ready? Ready for what?

<MUSIC UP>. **"My Faithful Student."**

149 PRINCESS CELESTIA

*Twilight, you're a friend /
Beyond what I expect /
You always try your best /
You leave me so impressed /
You've earned all my respect.*

*But now it's time for change /
Just please don't shed a tear /
We've reached the denouement /
It's time for moving on /
My faithful student, dear.*

As the song continues, the other ponies start to get teary
and weepy and huggy.

150 PRINCESS CELESTIA (CONT'D)

*Ever reading books /
Ever to explore /
Ever wondering /
Ever by my side /
My student no more.*

*Twilight, you're a friend /
I'm stunned how far you've come /
It's bittersweet to say /
You've made it all the way /
A princess you'll become.*

*It's coronation time /
Your wings, they did appear /
Twilight, you're a friend /
But our time is at an end /
My faithful student, dear /*

*Twilight, you're a friend /
But our time is at an end /
My faithful student, dear.*

The song ends on a beautiful, bittersweet note.

151 PINKIE PIE
Hold on a second.

She picks up a cup and takes a drink, then SPITS IT OUT.

152 TWILIGHT SPARKLE
A... a princess?

153 PRINCESS CELESTIA
You're ready, Twilight Sparkle.

154 TWILIGHT SPARKLE
But... but what do I do? What do I
say? I don't know anything about
being a princess!

155 PRINCESS CELESTIA
You've shown time and again that
you have what it takes to be a
princess, Twilight. Since you've
come to Ponyville, you've displayed
the compassion, the kindness, the
discipline, and the courage of a
true princess.

156 TWILIGHT SPARKLE
But...does this mean I won't be
your student anymore?

157 PRINCESS CELESTIA
Not in the same way as before.
I'll still be here to help and
guide you, but we're all your
students now, too.

Twilight looks around the room at her friends and mentor.

158 PRINCESS CELESTIA (CONT'D)
When you first became my student, I
saw a rare talent in you. I knew
you had something special, and I
hoped I could be the one to help
you realize it. But I never
imagined the magic that you would
master would be the magic of
friendship. You're an inspiration
to us all, Twilight.

159 TWILIGHT SPARKLE
(head spinning)
But what do I do now? Is there a
book about being a princess I
should read?

Princess Celestia <CHUCKLES> at the ever studious Twilight. *

160 PRINCESS CELESTIA
There will be time for all of that
later. But now, I must prepare for
your coronation. Congratulations,
my little pony. *

Princess Celestia and Twilight hug, then Celestia exits. *

161 APPLEJACK
Way to go, Twilight! *

162 PINKIE PIE
You'll be the best princess ever! *

163 TWILIGHT SPARKLE
I...I don't even know what I'm
feeling... *

164 RAINBOW DASH
I'll tell you what you should be
feeling, almost-princess! The wind
in your mane! Let's take those
babies out for a spin! *

Twilight flutters her wings and looks at them. *

165 TWILIGHT SPARKLE
I have always wanted to fly... *

166 RAINBOW DASH
Then rev 'em up and let's go! *

EXT. VARIOUS LOCATIONS IN EQUESTRIA - DAY

NOTE: If we need to make cuts for time, this song is the
least important to the story and we can easily cut it before
we lock the script. *

<SONG BEGINS>. "**Twilight's Princess Debut**" (in the style of
the MLP:FIM theme song). NOTE: The rest of Act III should be
almost entirely music. The first part of this song should be
fast-paced and upbeat like the show's theme song. Once they
return to Ponyville, it should take on a much more regal,
majestic tone, though with familiar elements from the theme. *

-Twilight, Rainbow Dash, and Fluttershy SOAR through the
skies, laughing and twirling.

167 RAINBOW DASH AND FLUTTERSHY
Twilight's princess debut! *

168 TWILIGHT SPARKLE
*I never knew how good my life could
be!*

169 RAINBOW DASH AND FLUTTERSHY
Twilight's princess debut! *

170 TWILIGHT SPARKLE
*Until you all shared your hearts
and lives with me!*

-They zoom around the Canterlot palace.

171 TWILIGHT SPARKLE (CONT'D)
Seeing things I've never seen!

172 RAINBOW DASH
Doing a mid-air routine!

173 FLUTTERSHY
Isn't flying so serene?

174 RAINBOW DASH AND FLUTTERSHY
Twilight's princess debut! *

175 TWILIGHT SPARKLE
Let's go see what we can see!

-They zoom over the desert and fly above APPLELOOSA (121). The APPLELOOSANS see their old friends and race along beneath. The BUFFALO join in and soon there's a massive HERD of old friends racing along beneath the flying pegasi. Twilight sees LITTLE STRONGHEART and BRAEBURN running along and gives them a wave. They excitedly wave back. Then they peel off and rise into the air, leaving the Appleloosans and buffalo <CHEERING> and <HOLLERING> down below.

-Next, they fly up to Cloudsdale (116) and POOF through the clouds. Other pegasi join in, and now they're doing a sort of mid-air conga line, BURSTING through cloud after cloud.

-Next, they fly to the DRAGON CRATER (221). The huge DRAGONS, including GARBLE and the other adolescents, perk up when they see the pegasi flying overhead.

176 RAINBOW DASH
*Okay, maybe this wasn't the best
idea...*

They turn to go back, when...

The HYDRA (115) pops up looking fierce, stopping them cold. <MUSIC STOPS> and there's a tense beat.

Then, one by one, the hydra heads start to <SING>, harmonizing notes like a barbershop quartet. Suddenly, the SEA SERPENT (102) <SPLASHES> out of the crater lake and starts to sing!

177 SEA SERPENT
*Look at those fabulous wings /
 Aren't you just the prettiest thing /
 Think of all the spots you'll roam /
 Come on boys, let's bring it on
 home!*

The dragons start to DANCE like the hippos in *Fantasia*! As the Sea Serpent patrols his lake with a top hat and cane, the others dance around the edge. Finally, behind all the dancers, the giant red DRAGON (107) appears spewing columns of smoke into the sky, creating an impressive backdrop. Finally, the dragons work up to their big finish.

178 SEA SERPENT (CONT'D)
 So long, **Princess** Twilight Sparkle!

*

Twilight and her friends wave goodbye, then fly off.

-Skies just outside Ponyville. Twilight flies corkscrews over the TRAIN, Rainbow Dash and Fluttershy soaring along behind. The CONDUCTOR (308) leans out and gives them a wave.

179 RAINBOW DASH AND FLUTTERSHY
*Twilight's **princess debut!** /
 Twilight's **princess debut!***

*

*

The song has a big finish, then trails off into a more regal version of the same melody as we DISSOLVE TO:

*

*

EXT. SWEET APPLE ACRES - DAY

CLOSE ON PRINCESS CELESTIA standing next to her sister, PRINCESS LUNA. Throughout her speech, we see vignettes of the crowd, highlighting characters from throughout the series, including CRYSTAL PONIES (301/2), and scattered other species.

*

*

*

*

*

180 PRINCESS CELESTIA
*Fillies and gentlecolts. We are
 gathered here today in celebration
 of a momentous occasion. My most
 faithful student Twilight Sparkle
 has done many extraordinary things
 since she's lived in Ponyville.*

*

*

*

*

*

*

(MORE)

PRINCESS CELESTIA (CONT'D)

She has done her best to learn the
lessons I sent her here to learn,
and has gone above and beyond that,
embracing the magic of friendship
in ways I never could have
imagined. She even helped reunite
me with my sister, Princess Luna...

The sisters share an affectionate nuzzle.

181 PRINCESS CELESTIA (CONT'D)

But today, Twilight Sparkle did
something extraordinary. She
created new magic, proving without
a doubt that she is ready to be
crowned Equestria's newest
princess! Fillies and gentlecolts,
may I present for the very first
time... Princess Twilight Sparkle!

Princess Celestia, her phoenix PHILOMENA (122) sitting behind
her, steps aside. Princess Twilight Sparkle, wearing a royal
coronation gown, walks forward to <THUNDEROUS APPLAUSE>.
Princess Celestia places a SHIMMERING TIARA on her head.

Twilight tears up as applause washes over her. She looks to
one side of the stage, where a hoofmade luxury box sits. In
it are PRINCESS CADENCE and SHINING ARMOR (225/6), as well as
PRINCE BLUEBLOOD (126), all applauding and smiling at her.

Then she glances to the side of the stage, where her best
friends stand, <CHEERING> and <APPLAUDING>.

182 PRINCESS CELESTIA (CONT'D)

Say something, Princess!

183 TWILIGHT SPARKLE

Oh, uh, er...

She looks out over the sea of faces, many of which we
recognize from seasons past: DAISY JO THE COW and CRANKY THE
DONKEY (218), SAPPHIRE SHORES (119), CHERRY JUBILEE (214),
MR. BREEZY (118), HAYSEED TURNIPTRUCK (209), PONY JOE (126),
FILTHY RICH (211), etc. <EMOTIONAL MUSIC> continues in the
background.

184 TWILIGHT SPARKLE (CONT'D)

A little while ago, my teacher and
mentor Princess Celestia sent me to
live in Ponyville. She gave me a
strange mission that I didn't
understand at the time.

(MORE)

TWILIGHT SPARKLE (CONT'D)

She sent me here to study
friendship, which is something I
didn't really care much about. But
now, on a day like today, I can
honestly say I wouldn't be standing
here if it weren't for the
friendships I've made with all of
you. **You've made Ponyville a true**
home for Spike and me. Each one of
you taught me something about
friendship, and for that I will
always be grateful. Today I
consider myself the luckiest pony
in Equestria. Thank you, friends!
Thank you, everypony!

*
*

*
*

The crowd erupts in <CHEERS>!

ON RARITY, standing with her PARENTS (205) and SWEETIE BELLE,
all <CHEERING> loudly. HOITY TOITY sidles up next to her.

185 HOITY TOITY

I think it's time we discussed a
permanent collection, Rarity. That
coronation gown is sheer heaven.

Rarity turns to Sweetie Belle with stars in her eyes.

ON GILDA (105) AND GUSTAVE (224), also <CLAPPING>.

186 GILDA

(off Twilight)

Okay, that's cool!

187 GUSTAVE

Tres magnifique!

Next to them stands the UPPITY PONY with a monocle (217).

188 UPPITY PONY

I say! Good show, Princess!

ON DERPY (104), facing away from the stage applauding. Next
to her is FULL BODY CAST PONY (216).

189 DERPY

Muffins!

ON FUTURISTIC, PUNKY TWILIGHT (220), who suddenly vanishes in
a FLASH OF LIGHT!

And BACK TO THE STAGE, where Twilight takes her bows.
Shining Armor and Princess Cadence approach.

*
*

190 SHINING ARMOR *
Twilight, I'm so proud of you. *

191 TWILIGHT SPARKLE *
Are you crying? *

He hastily wipes a tear. *

192 SHINING ARMOR *
Of course not! It's liquid pride, *
a totally different thing! *

They both laugh and share a big hug. Suddenly, PHOTO FINISH *
(120) struts in with her ASSISTANTS and pops up her camera.

193 PHOTO FINISH
Official Princess photo... GO!

She <SNAPS> a bunch of pictures, blinding Twilight.

194 PHOTO FINISH (CONT'D)
Forget ze magiks, look at ze wings!

She packs up her stuff and leaves with her assistants.

195 APPLEJACK
Way to go, Princess!

196 PINKIE PIE
Best coronation day ever!

197 FLUTTERSHY
We love you, Twilight!

She steps off the stage to join her five best friends.

198 TWILIGHT SPARKLE
I love you, too, girls. *

<MUSIC UP>. **"I'm so Glad You are my Friends."** The hustle
and bustle of the coronation festivities fades away.

199 TWILIGHT SPARKLE (CONT'D)
*We've been through so much
together.*

IMAGES float past of defeated villains: DISCORD (201/2), KING *
SOMBRA (301/2), QUEEN CHRYSALIS (225/6), NIGHT MARE MOON. *

200 TWILIGHT SPARKLE (CONT'D)
I'm so proud to know you all.

In each verse, Twilight gets a special moment with each of her friends, with RE-USE IMAGES of the two of them from throughout all three seasons flashing behind them.

201 TWILIGHT SPARKLE (CONT'D)

Fluttershy, you're so lovely /
 My kindest friend for sure /
 In the Ever-Free Forest stood /
 The growling manticore / *
 You saved us with compassion /
 You always do your part /
 And when Equestria needed water /
 You showed courage and heart /
 And I'm so glad you are my friend /
 You are part of me /You have showed *
 me the magic of friendship /Your *
 friend I'm honored to be.

Rainbow Dash, most loyal /A friend *
 so fun and true /You've taught me *
 things about pegasi /That I never *
 knew /From the Tank auditions / *
 Where you found your pet /To the *
 famous Running of the Leaves /

202 RAINBOW DASH

We haven't settled that yet!

203 TWILIGHT SPARKLE

And I'm so glad you are my friend /
 You are part of me /You have showed *
 me the magic of friendship /
 Your friend I'm honored to be.

Applejack, you're so honest /
 So strong and smart and good /
 You know the importance of family
 ties /Your love is understood / *
 You helped the young Crusaders /
 Befriend Babs Seed again /
 You spent the night on my very
 first sleepover /And I want to do *
 it again /And I'm so glad you are *
 my friend /You are part of me / *
 You have showed me the magic of
 friendship /Your friend I'm honored *
 to be.

Pinkie Pie, you're infectious /
 Your laughter and your spunk /

(MORE)

TWILIGHT SPARKLE (CONT'D)

*You give smiles just by being you /
Without you I'd be sunk /
The parasprite invasion /Didn't
bother you /And if there are over a
dozen Pinkie Pies /It's still a few
too few /And I'm so glad you are my
friend /You are part of me /
You have showed me the magic of
friendship /Your friend I'm honored
to be.* *

*Rarity, my dahling /You always make
my day /I admire the way that you
live your dream /And still make
time to play /You were Princess
Platinum /On a cold Hearth's
Warming Eve /You even taught our
meek, helpless Fluttershy /
To in herself believe /
And I'm so glad you are my friend /
You are part of me /You have showed
me the magic of friendship /
Your friend I'm honored to be.* *

As the song winds down, the main six gather together to embrace Twilight Sparkle.

204 TWILIGHT SPARKLE (CONT'D)

I love you girls!

205 AJ / RA / FS / RD / PP

We love you, Twilight! *

206 TWILIGHT SPARKLE

Pinkie, would you do the honors?

207 PINKIE PIE

(clears throats)

LET'S PARTY!!

And now the FESTIVE part of the "**Twilight's Princess Debut**" *
song comes in, with the whole crowd singing, and if
production isn't already irate, dancing.

208 ALL

*Princess Twilight Sparkle! /
Princess Twilight Sparkle! Princess
Twilight Sparkle! /
Princess Twilight Sparkle!* *

Now half the crowd sings another part in a sort of round:

209 HALF THE CROWD
Morning in Ponyville shimmers /
Morning in Ponyville shines /
We know for absolute certain /
Everything's certainly fine.

The song continues as Twilight makes her way through the crowd, touching hooves with some of our beloved cast: ZECORA, CHEERILEE, the Mayor, the CUTIE MARK CRUSADERS, TRIXIE (305).

Finally, as the celebration and song reach a crescendo, Big Macintosh and a few other extended Apple family members HOIST Twilight in the air! Confetti soars and <FIREWORKS> burst! The WONDERBOLTS, including LIGHTNING DUST (307), do a flyover! DISSOLVE TO:

STORYBOOK

...and a stylized image similar to the pilot's opening.

210 NARRATOR (V.O.)
And that is how young Twilight Sparkle, a unicorn who cared more about books than other ponies, learned all about the magic of friendship.

*

FADE OUT.

THE EN