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MY LITTLE PONY III

"Magical Mystery Cure"

Episode 313

Written by

Mitch Larson

Locked Polish: December 21, 2011

TEASER

SC 1 - <u>EXT. PONYVILLE - MORNING</u>

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...

SC 2 - <u>EXT. GOLDEN OAK LIBRARY - CONTINUOUS</u>

...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.

SC 3 - <u>EXT. STREETS OF PONYVILLE - CONTINUOUS</u>

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), Featherweight (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.

BACK ON TWILIGHT who looks alarmed.

12 TWILIGHT SPARKLE
Something tells me everything is <u>not</u> going to be fine.

FADE OUT.

MAIN TITLES

ACT I

FADE IN:

SC 4 - <u>EXT. PONYVILLE TOWN SQUARE - DAY</u>

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.

13 TWILIGHT SPARKLE
What happened to your Cutie Mark?

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

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

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

A crowd of angry, wet ponies gathers around her.

16 RARITY (CONT'D)
Too last season?

17 TWILIGHT
Where is Rainbow Dash? Why isn't she handling this?

DISSOLVE TO:

SC 5 - <u>EXT. FLUTTERSHY'S COTTAGE - DAY</u>

Twilight and Spike <KNOCK> on the door.

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

19 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).

20 RAINBOW DASH
Hey guys.

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

The sounds of <SHEER ANIMAL CHAOS> echo from inside. Rainbow Dash darts back inside and more <ANIMAL CHAOS> rings out!

22 TWILIGHT SPARKLE (CONT'D)
And what in Equestria is going on in--

SC 6 - <u>INT. FLUTTERSHY'S COTTAGE - CONTINUOUS</u>

23 TWILIGHT SPARKLE
--here?

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

24 RAINBOW DASH
I'll tell you what's going on in here...

<MUSIC UP> as Rainbow Dash begins to sing a SONG: **"What My Cutie Mark Is Telling Me".**

25 RAINBOW DASH (CONT'D)
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 can take it/ But this has to be my destiny/ Because that's what my Cutie Mark is telling me

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

Off Spike and Twilight's concerned expressions we...

DISSOLVE TO:

SC 7 - <u>INT. SUGARCUBE CORNER - DAY</u>

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.

Fluttershy 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.

26 FLUTTERSHY
The truth is I'm really not witty /
And nopony laughs, not a bitty /
It's really a terrible pity /
But this has to be my destiny/ Because
that's what my Cutie Mark is telling me

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:

SC 8 - <u>EXT. SWEET APPLE ACRES - DAY</u>

Twilight and Spike search the strangely deserted orchard. Apples are scattered across the ground, and the whole place has the general feel of disrepair. They spot Pinkie Pie who now has Applejack's Cutie Mark and is half-heartedly kicking a tree with her back legs.

27 PINKIE PIE
Well I don't much care for picking fruit
/And plowing fields is not such a hoot /I
don't know how to fix this rain chute...

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

28 PINKIE PIE (CONT'D)
But this has to be my destiny/ Because
that's what my Cutie Mark is telling me

She leans against a trough, which flips over.

DISSOLVE TO:

SC 9 - <u>INT. CAROUSEL BOUTIQUE - DAY</u>

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

29 APPLEJACK
Lookie here at what I made, it's a shawl
/Least I think it is, ain't it?
(MORE)

APPLEJACK (CONT'D)
Help me out, y'all /This fashion stuff makes me feel so small / But this has to be my destiny/ Because that's what my Cutie Mark is telling me

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

DISSOLVE TO:

SC 10 - <u>EXT. PONYVILLE TOWN SQUARE - A MOMENT LATER</u>

Twilight and Spike look up at Rarity who is still struggling with her weather duties.

SPLIT SCREEN of Rarity, Rainbow Dash, Fluttershy, Pinkie Pie, and Applejack.

30 RARITY
I'm in love with weather patterns / But it seems that others have concerns/ I give them both frostbite and sunburns / But this has to be my destiny/ Because that's what my Cutie Mark is telling me

SPLIT SCREEN of Rarity, Rainbow Dash, Fluttershy, Pinkie Pie and Appleack all singing...

31 PONIES
(big finish)
This has to be my destiny/ Because that's what my Cutie Mark is telling me/ Because that's what my Cutie Mark is telling me

<END SONG>.

SC 11 - <u>INT. GOLDEN OAK LIBRARY - DAY</u>

Twilight bursts in, Spike trailing.

32 TWILIGHT
This is bad. This is very, very bad.

33 SPIKE
What's going on? Why is this happening?

34 TWILIGHT SPARKLE
Last night when you were taking one of your seven hour bubble baths, I got a special delivery from the Princess.

Twilight retrieves a box and we DISSOLVE TO:

SC 12 - <u>INT. GOLDEN OAK LIBRARY - FLASHBACK - DAY</u>

Twilight answers the door and a DELIVERY PONY gives Twilight a package. She opens the box to reveal...

A BOOK. On its cover are the Elements of Harmony.

Twilight uses her magic to open the book and a note flutters out from between its pages.

35 TWILIGHT
(reading aloud)
Dear Twilight Sparkle, the spell contained on the last page of this book must be rewritten. I believe you are the one who can do it. Princess Celestia.

Twilight aims her horn at the book.

36 TWILIGHT (V.O.) (CONT'D)
I cast the spell so I could find out what it was and what I might need to do to rewrite it. But nothing seemed to happen.

Twilight waits a beat. Nothing. Confused, she closes the book and places it back in the box.

BACK TO:

SC 13 - <u>INT. GOLDEN OAK LIBRARY - SAME</u>

Twilight looks panicked.

37 TWILIGHT
But now I know something did happen!

She retrieves the book from the box and looks at its cover. The colors of the Elements of Harmony have all been switched.

38 TWILIGHT (CONT'D)
This spell has made the Cutie Marks on all of my friends change. Now everything in Ponyville has been turned upside down!

39 SPIKE
So just cast a counter-spell to switch them back.

Twilight flips through the pages of the book.

40 TWILIGHT
There is no counter-spell.

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

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

43 SPIKE
Zecora's cure for the Cutie Pox?

44 TWILIGHT
That won't work either.

Twilight's shoulders slump. Spike does his best to try and comfort her.

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

46 TWILIGHT
No, Spike. If I don't find a way to fix this and fix it soon...

Her voice trails off as we...

RIPPLE DISSOLVE TO:

SC 14 - <u>EXT. GOLDEN OAK LIBRARY - FLASH FORWARD</u>

TWILIGHT SPARKLE glumly opens the shutters and looks out on Ponyville. MUSIC UP as a song begins: "**Morning in Ponyville (reprise)**". A slower, sadder version of our opening number.

47 TWILIGHT
Morning in Ponyville's tragic./Morning In Ponville's dire./I know for absolute certain/Only terrible things will transpire

DISSOLVE TO:

SC 15 - <u>EXT. SWEET APPLE ACRES - DAY</u>

The trees are dead, the fields are weedy, the buildings are crumbling. GRANNY SMITH, APPLE BLOOM, and BIG MAC hang their heads as 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.

48 TWILIGHT SPARKLE
The orchard has fallen on hard times/
The orchard has fallen on hard times/
Flim and Flam will take over we know this
for sure/The Apple Clan's farming days
will be no more

SC 16 - <u>EXT. STREETS OF PONYVILLE - DAY</u>

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. An angry crowd shakes their hooves at Rarity who looks overwhelmed and confused.

49 TWILIGHT
Morning in Ponyville's tragic./Morning In
Ponville's dire./I know for absolute
certain/Only terrible things will
transpire

SC 17 - <u>INT. CAROUSEL BOUTIQUE - DAY</u>

Ugly, poorly-made outfits sit on dress forms. Applejack looks at them and sighs, then begins boarding up the entrance and windows of the Boutique.

50 *TWILIGHT*
Everypony here wants to look stylish/
Everypony here wants to look stylish/
But no pony can look good in outfits like
those/So the shop has gone under and now
it must close

SC 18 - <u>EXT. FLUTTERSHY'S COTTAGE - DAY</u>

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.

51 TWILIGHT
Morning in Ponyville's tragic./Morning In
Ponville's dire./I know for absolute
certain/Only terrible things will
transpire

SC 19 - <u>EXT. PONYVILLE TOWN SQUARE - DAY</u>

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.

52 TWILIGHT
A good laugh can brighten the worst day/
A good laugh can brighten the worst day/
If you don't get to chuckle it's cause
for alarm/You might as well live on a
cold old rock farm

RIPPLE DISSOLVE TO:

SC 20 - <u>EXT. GOLDEN OAK LIBRARY - THE PRESENT</u>

Twilight stares out her window

53 TWILIGHT
Morning in Ponyville's tragic./Morning In
Ponville's dire./I know for absolute
certain/Only terrible things will
transpire

SONG ENDS as Twilight buries her head in her hooves.

54 TWILIGHT (CONT'D)
Oh, Spike. What have I done?

END ACT I

ACT II

SC 21 - <u>INT. GOLDEN OAK LIBRARY - SOON AFTER</u>

Twilight still has her hooves in her hands. Spike approaches.

55 SPIKE
Come on, Twilight. You'll figure out a
way to fix this. These are your friends.

Twilight looks up.

56 TWILIGHT
You're right, Spike. And they mean more
to me than anything.

MUSIC UP as Twilight begins to sing: "**A FRIEND TO ME**". As she sings we see IMAGES of Twilight with her friends throughout all three seasons.

57 TWILIGHT (CONT'D)

Fluttershy, you are so lovely /
My kindest friend for sure /
In the Ever-Free Forest stood /
The growling manticore /
You saved us with compassion /
You always does her part /
And when Equestria needed water /
You showed such courage and such heart /

CHORUS: She is a friend to me/ A friend whose destiny/Cannot go unfulfilled/ And that is why I will/Try with all my might/To make everything alright/ She is a part of me

Rainbow Dash, most loyal/A friend so fun and true /You taught me things about pegasi /That I never knew /From the Tank auditions/Where you found her pet/To your Sonic Rainboom, something no one could forget

CHORUS: She is a friend to me/ A friend whose destiny/Cannot go unfulfilled/And that is why I will/Try with all my might/To make everything alright/ She is a part of me

Applejack, so honest/ So strong and smart and good /You know the importance of family ties/Your love is understood/ Your helped the young Crusaders / Befriend Babs Seed again /When I needed to rescue Spike, went into the dragon's den

CHORUS: She is a friend to me/ A friend whose destiny/Cannot go unfulfilled/And that is why I will/Try with all my might/To make everything alright/ She is a part of me

Pinkie Pie, you are infectious /
Your laughter and her spunk /

(MORE)

TWILIGHT (CONT'D)
You give smiles just by being who you are/ 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

CHORUS: She is a friend to me/ A friend whose destiny/Cannot go unfulfilled/
And that is why I will/Try with all my might/To make everything alright/ She is a part of me

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 /

CHORUS: They are friends to me/ Friends whose destinies/Cannot go unfulfilled/
And that is why I will/Try with all my might/To make everything alright/ They are friends to me

MUSIC ENDS.

Spike looks at Twilight. A strange GLOW is coming off of her.

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

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!

59 TWILIGHT SPARKLE
I've got it! I know what to do!

60 SPIKE
You do?

61 TWILIGHT
The Twilight Sparkle who spent all her time with her nose buried in books in Canterlot wouldn't have cared what happened to these ponies. But I'm not that Twilight Sparkle anymore. I've learned a magic more powerful than anything in any of those books.
(MORE)

TWILIGHT (CONT'D)
And my friends are the ones who taught that magic to me...
(then, increasing confidence)
I may not be able to remind them of who they are, but I can show them what they mean to each other!
(then, increasingly excited)
They'll find the part of themselves that's been lost so they can help the friend they care so much about! Come on, Spike!

Twilight makes her exit with Spike right behind her.

SC 22 - <u>EXT. PONYVILLE TOWN SQUARE - A MOMENT LATER</u>

Twilight charges through the crisscrossing ponies, Spike chasing after. She catches up with Fluttershy who pulls a suitcase behind her.

62 TWILIGHT SPARKLE
Fluttershy, wait!

63 FLUTTERSHY
(glum)
Oh, hey Twilight.

64 TWILIGHT SPARKLE
Where are you going?

65 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.

66 TWILIGHT SPARKLE
Before you go, I was wondering if you might be willing to help Rainbow Dash. She's really struggling with her animals and I think she could use your help.

67 FLUTTERSHY
But I don't really know anything about animals.

68 TWILIGHT
But you do know something about Rainbow Dash.

Twilight 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.

Fluttershy smiles.

69 FLUTTERSHY
I know that she's a true friend. And I'll do anything I can to help her!

SC 23 - <u>INT. FLUTTERSHY'S COTTAGE - DAY</u>

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.

70 TWILIGHT SPARKLE
Rainbow Dash? Rainbow Dash!

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

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

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

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

74 TWILIGHT SPARKLE (CONT'D)
No.

75 FLUTTERSHY AND RAINBOW DASH
What?!

76 TWILIGHT SPARKLE
Fluttershy, you're the only one who can help! Rainbow Dash needs <u>you!</u>

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

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

78 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.

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

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

80 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.

81 TWILIGHT SPARKLE
Fluttershy, look! Your Cutie Mark!

Fluttershy's rump has started to GLOW!

82 FLUTTERSHY
AAAHHH!!

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

83 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!

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

85 TWILIGHT SPARKLE
It worked! It worked!

She tackles Fluttershy in an embrace.

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

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

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

SC 24 - <u>MONTAGE</u>

<MUSIC STARTS>: **"A True Friend."** 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.

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

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

91 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.

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

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

94 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.

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

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

97 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.

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

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

100 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.

101 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.

SC 25 - <u>EXT. PONYVILLE TOWN SQUARE - DAY</u>

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

102 TWILIGHT SPARKLE
What's going on?

103 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!

104 TWILIGHT SPARKLE
Come on, everypony!

SC 26 - <u>INT. GOLDEN OAK LIBRARY - MOMENTS LATER</u>

They <BURST> inside. The light show is coming from the book Celestia sent Twilight. Suddenly, the book rises up and floats in mid-air. The Elements of Harmony on its cover swirling around. 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 spell Twilight cast.

105 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!

106 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!

Off her friends' shocked expressions we...

END ACT II

ACT III

SC 27 - <u>EXT. PONYVILLE - DAY</u>

Twilight floats above the others.

107 APPLEJACK
I've never seen anything like it!

108 RARITY
Now <u>those</u> are the most beautiful wings I've ever seen! Simply smashing!

109 PINKIE PIE
WING PARTY!!

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

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

112 TWILIGHT SPARKLE
Princess!

She drops to the floor and self-consciously hides her wings. Celestia crosses to the ancient magic book and reads the newly re-formed words.

113 PRINCESS CELESTIA
You gained those wings by doing something today that's never been done before. Something I was certain the lessons you've learned here in Ponyville would allow you to do.
(then)
You used your own special magic - the magic of friendship - to rewrite an ancient spell. You've proven that you're ready, Twilight.

114 TWILIGHT SPARKLE
Ready? Ready for what?

<MUSIC UP> as Princess Celestia begins to sing: **"My Faithful Student."**

115 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.

116 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 /
So proud of 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.

117 PINKIE PIE
Hold on a second.

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

118 TWILIGHT SPARKLE
A... a princess?

119 PRINCESS CELESTIA
You're ready, Twilight Sparkle.

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

121 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.

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

123 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.

124 PRINCESS CELESTIA (CONT'D)
When you first became my pupil, 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.

125 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.

126 PRINCESS CELESTIA
There will be time for all of that later.

DISSOLVE TO:

SC 28 - <u>EXT. CANTERLOT CASTLE - ESTABLISHING</u>

SC 29 - <u>INT. CANTERLOT CASTLE - CONTINUOUS</u>

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.

127 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. 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.

128 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!

MUSIC UP for **"Princess Twilight Cometh"** - a regal instrumental in the vein of the "Heart Carol" from Hearth's Warming Eve.

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 PRINCESS CADENCE and SHINING ARMOR (225/6) are seated in their Royal Box, applauding and smiling at her.

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

Princess Celestia whispers in her ear.

129 PRINCESS CELESTIA (CONT'D)
Say something, Princess!

Twilight steps forward to address the crowd.

130 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.

131 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. 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.

132 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>.

133 GILDA
(off Twilight)
Okay, <u>that's</u> cool!

134 GUSTAVE
Tres magnifique!

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

135 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).

136 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.

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

138 TWILIGHT SPARKLE
Are you crying?

He hastily wipes a tear.

139 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.

140 PHOTO FINISH
Official Princess photo... GO!

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

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

She packs up her stuff and leaves with her assistants.

142 APPLEJACK
Way to go, Princess!

143 PINKIE PIE
Best coronation day ever!

144 FLUTTERSHY
We love you, Twilight!

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

145 TWILIGHT SPARKLE
I love you, too, girls.

The friends embrace and the MUSIC CRESCENDOS as we...

SMASH CUT TO:

SC 30 - <u>EXT. PONYVILLE - THE NEXT DAY</u>

HELICOPTER SHOT over town on another perfect morning. Suddenly, the winged Twilight swoops down from above.

SC 31 - <u>EXT. PONYVILLE - TOWN SQUARE - CONTINUOUS</u>

Twilight jons her friends and they launch into a show-stopping reprise of **"Morning in Ponyville"** as they make their way through Ponyville together.

146 PONIES
Morning in Ponyville shimmers /
Morning in Ponyville shines /
I know for absolute certain /
Everything's going to be fine.

Morning in Ponyville shimmers /
Morning in Ponyville shines /
I know for absolute certain /
Everything's going to be fine.

Morning in Ponyville shimmers /
Morning in Ponyville shines /
I know for absolute certain /
Everything's going to be fine.

SLAM TO BLACK.

THE END