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MY LITTLE PONY IV
"Princess Twilight Part 1"
Episode 401
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TEASER *

EXT. CANTERLOT - DAY

APPLEJACK, PINKIE PIE, RARITY, FLUTTERSHY, and SPIKE are lined up next to one another and looking up into the sky.

1 RAINBOW DASH (O.S.)
You gotta really flap 'em hard.

We PAN UP to reveal RAINBOW DASH hovering mid-air with PRINCESS TWILIGHT SPARKLE in front of her. Twilight FLAPS her wings so rapidly they create a forceful wind that blows Rainbow Dash off-screen.

A beat and then Rainbow Dash re-enters frame. This time in front of Twilight.

2 RAINBOW DASH (CONT'D)
Maybe not quite that hard.

Twilight stops FLAPPING and we PAN DOWN with her as she suddenly drops out of the sky and lands awkwardly next to her friends.

3 APPLEJACK
Looking good up there, Princess Twilight.

4 PRINCESS TWILIGHT
Applejack, you know you don't have to call me that.

5 RARITY
Why do you protest so? You've already given up wearing your crown all the time, the least you can do is embrace your new title.

6 PRINCESS TWILIGHT
If other ponies want to address me that way I suppose it's fine. But not my friends. It just doesn't feel right.

Princess Twilight <SIGHS> and lowers her head.

7 PRINCESS TWILIGHT (CONT'D)
And neither does all this flying business.
(then)
The Summer Sun Celebration is only two days away and I'm never going to be ready to perform my part.

Rainbow Dash drops down next to Twilight.

8 RAINBOW DASH
Not if you spend all your time
down here you won't.
(then)
Now get up there and show
everypony the big finish!

Twilight gets a determined look in her eye, takes to the sky, and goes into an aerial loop-d-loop.

9 RARITY/AJ/PP/FLUTTERSHY
Beautiful, darling!/Great
form!/Work it, girl!/Yay!

Twilight smiles. Then realizes she is heading into a cloud bank. She tries to backpedal but instead crashes through the clouds. Disoriented she flails her legs and wings wildly, and ends up doing several awkward loop-d-loops before plummeting to the ground.

She lands on her hooves, but her forward momentum causes her to trip and fall on her belly. She skids across the ground on her stomach and screeches to a stop in front of her friends.

Pinkie Pie claps her hooves enthusiastically.

10 PINKIE PIE
Wow! That was a big finish!

END TEASER

MAIN TITLES

ACT I

FADE IN:

CLOSE ON - A STAINED GLASS WINDOW

It depicts Twilight wearing her Princess Crown with her wings outstretched.

11 RARITY (O.S.)
You look amazing, darling.

We WIDEN to REVEAL:

INT. CANTERLOT TOWER - SOON AFTER

Twilight stands with Applejack, Pinkie Pie, Rarity, Fluttershy, Rainbow Dash and Spike who admire the window.

12 RARITY
They've really captured your regality.

13 PRINCESS TWILIGHT
I suppose.

Princess Twilight turns away from the window and begins to walk down the long corridor. The other ponies follow.

14 RARITY
Don't be so modest, dear. It's everypony's dream to someday wear a crown and have their coronation ceremony preserved in stained glass for all to see.

15 RAINBOW DASH
I don't know that it's <u>every</u> pony's dream.

16 PINKIE PIE
Most of my dreams are about frosting.
(then)
Creamy, creamy frosting.

Pinkie Pie licks her lips and stares off dreamily.

17 FLUTTERSHY
Speaking of frosting, we'd better get going. We don't want to miss our train.

18 RAINBOW DASH
Uh. What exactly does catching a train have to do with frosting?

19 FLUTTERSHY
Pinkie Pie is in charge of the cakes for our celebration back home. If we miss our train she won't have time to frost them all.

20 APPLEJACK
Fluttershy's right. Don't know about y'all but I've still got bushels to do to get ready. *
(MORE)

APPLEJACK (CONT'D)
The official Celebration may be here in Canterlot but whoo-wee has the Mayor put us in charge of one heck of a party back home. *

Applejack reads the disappointed look on Twilight's face.

21 APPLEJACK (CONT'D)
Aw, don't look like that, sugarcube. You get to be right there with the other princesses when Celestia raises the sun.

22 PRINCESS TWILIGHT
And I'm honored. Really I am.
(then, wistful)
It's just that the Summer Sun Celebration is what first brought all of us together.

She looks at her Ponyville friends.

23 PRINCESS TWILIGHT (CONT'D)
It doesn't feel right not getting to spend such a special day with my Ponyville friends.

24 RARITY
It doesn't feel right to us either, darling. If the Mayor wasn't so desperate for our assistance, we'd most certainly stay here in Canterlot. *
(then)
And of course we do understand your royal duties must come first. *

The other ponies <AD-LIB AGREEMENT>.

25 APPLEJACK
The Summer Sun Celebration may have brought us together, but it's something much bigger that'll always keep us connected.

Applejack gestures to another stained glass window.

26 APPLEJACK (CONT'D)
Exhibit A.

REVEAL: It portrays our Mane 6 defeating Nightmare Moon with the Elements of Harmony.

27 APPLEJACK (CONT'D)
The six of us are united by the Elements of Harmony.
(MORE)

APPLEJACK (CONT'D)
No amount of "royal duties" is gonna change that.
(then)
Right everypony?

Everyone but Pinkie Pie nods and <AD-LIBS AGREEMENT>.

28 APPLEJACK (CONT'D)
Right, Pinkie Pie?

Pinkie Pie is still lost in a daze.

29 PINKIE PIE
(dreamily)
Creamy, creamy frosting.

30 FLUTTERSHY
(to Twilight)
You should take that as a "yes".

DISSOLVE TO:

EXT. TRAIN STATION - SOON AFTER

Pinkie Pie, Rainbow Dash, Rarity, Applejack, and Fluttershy are gathered around Princess Twilight and Spike. *

31 PINKIE PIE *
We're going to write you and give you so many details it will be like you're in Ponyville with us, right girls? *

The others <AD-LIB AGREEMENT.> *

32 PINKIE PIE (CONT'D) *
(irritated) *
I said, "right, girls?" *

33 PP/RD/RAR/AJ/FS *
Cross my heart and hope to fly. *
Stick a cupcake in my eye. *

34 PINKIE PIE *
That's better. *

35 RARITY
And you will be with us right after the celebration.
(then)
We already have an appointment on the books to discuss the royal upgrades to your loft decor.
(MORE)

RARITY (CONT'D)
I've got some fuschia window treatments in mind that are absolutely to die for.

36 TRAIN CONDUCTOR (O.S.)
Last call for Ponyville!

The Ponyville Ponies give Twilight a few final embraces, then quickly board the train.

37 PRINCESS TWILIGHT
<SIGH> I can't help it, Spike. They've only been gone a minute and I already feel like I'm missing something.

A CANTERLOT PEGASUS approaches Twilight, levitating an envelope in front of him.

38 CANTERLOT PEGASUS
For the Princess.

Spike jumps up and retrieves the envelope, then reads aloud from the letter inside.

39 SPIKE
Dear Twilight, You aren't missing anything. Your friend, Pinkie Pie. *

But as Twilight looks out at the departing train and sees her friends all chatting and laughing together without her she doesn't look so sure that's true.

40 PRINCESS TWILIGHT
But I am. I just know it.

DISSOLVE TO:

EXT. CANTERLOT CASTLE - EVENING - ESTABLISHING

EXT. CANTERLOT TOWER - CONTINUOUS

Spike scans a lengthy scroll as Twilight levitates next to him, gently flapping her wings.

41 SPIKE
Check. Check. Check. Check. Check. Check. And... check.
(then)
Whatta you know? We are way ahead of schedule.
(then, proudly)
(MORE)

SPIKE (CONT'D)
I credit your extremely competent assistant.

Twilight gives him a little smile.

42 PRINCESS TWILIGHT
So do I.

43 SPIKE
The Celebration isn't until the day after tomorrow. We could still fit in a quick trip to Ponyville and be back in plenty of time to finish off these last few things before the main event.

Twilight drops down next to Spike.

44 PRINCESS TWILIGHT
That would be nice, Spike. But what if something else came up while we were gone?
(then)
What if we were delayed getting back and I wasn't able to finish everything on that list?
(increasing anxiety)
What if we lost the list on the way to Ponyville and then couldn't remember which things we'd done and which things we hadn't done and then spent so much time trying to figure out what we hadn't done and what we had done that we ruined the entire celebration by not doing the one really important thing we were supposed to do?

A beat.

45 SPIKE
So that's a "no", then?

46 PRINCESS TWILIGHT
These are the first royal duties Princess Celestia has given me. I can't risk letting her down.

47 PRINCESS CELESTIA (O.S.)
And I'm sure you won't.

WIDEN TO REVEAL that PRINCESS CELESTIA is approaching.

48 SPIKE
Your highness.

Spike bows in reverence. Princess Twilight starts to do the same but Princess Celestia gently nudges her back up.

49 PRINCESS CELESTIA
No need for that now, Princess Twilight.

50 PRINCESS TWILIGHT
Sorry.

51 PRINCESS CELESTIA
No need to apologize.

52 PRINCESS TWILIGHT
Sorry.

Twilight smiles sheepishly.

Princess Celestia crosses to a nearby window and gazes out at the FULL MOON that now appears in the night sky.

53 PRINCESS CELESTIA
I must admit that it is wonderful to actually be looking forward to the Summer Sun Celebration.

Twilight gives Princess Celestia a quizzical look.

54 PRINCESS TWILIGHT
What do you mean?

Princess Celestia continues to gaze at the moon.

55 PRINCESS CELESTIA
For my subjects it has always been a celebration of my defeat of Nightmare Moon, but for me it was just a terrible reminder that I'd had to banish my own sister.

Princess Twilight considers this for a moment.

56 PRINCESS TWILIGHT
I guess I'd never really thought about it that way.

Princess Celestia's looks to a tower that can be seen through the window. Standing at the top is PRINCESS LUNA.

57 PRINCESS CELESTIA
But now it has become a wonderful reminder of her transformation back into Princess Luna and our happy reunion.

She turns back to face Twilight and Spike.

58 PRINCESS CELESTIA (CONT'D)
I'm so pleased that you will be playing a role in the festivities.
(then)
I know it must have been difficult to see your friends return to Ponyville without you.

59 PRINCESS TWILIGHT
Maybe a little.

60 PRINCESS CELESTIA
You may no longer be my student, but I hope you know that I will always be here if you need me.
(then)
Just as I hope that you will *
always be there when I need you.

Princess Celestia gives Twilight a little nuzzle.

61 SPIKE
<CLEARS HIS THROAT> I think this guy needs you.

WIDEN TO REVEAL: A member of the ROYAL GUARD waits patiently levatating a scroll. *

62 ROYAL GUARD
A message for Princess Twilight, actually.

Twilight eagerly uses her magic to unfurl the scroll. Her eyes scan the page.

63 PRINCESS TWILIGHT
<GIGGLES>

64 PRINCESS CELESTIA
A letter from Ponyville I presume?

Princess Twilight looks up form the scroll.

65 PRINCESS TWILIGHT
Applejack was just updating me on their celebration plans. Pinkie Pie accidentally frosted the--
(quickly)
Nevermind. It's not important.

She uses her magic to roll up the scroll and returns to the task at hand.

66 PRINCESS TWILIGHT (CONT'D)
Spike, where were we?

67 SPIKE
(hopeful)
About to call it a night?

68 PRINCESS TWILIGHT
We should probably go over our checklist one more time.

Spike slumps a little.

69 SPIKE
I knew you were gonna say that.

Princess Celestia gives Twilight a little smile.

70 PRINCESS CELESTIA
I'll leave you to it.

Princess Celestia departs as Twilight looks over Spike's shoulder to peruse the checklist.

ON CELESTIA as she rounds a corner and is out of sight of Twilight and Spike. She senses something and looks down to see STRANGE BLACK WEEDS suddenly appear around her hooves. Before she has a chance to react, the VINES wrap around her and WHOOSH! pull her down into the ground.

DISSOLVE TO: *

EXT. CANTERLOT TOWER - EARLY EVENING *

PRINCESS LUNA stands at the top of the tower. Her horn GLOWS as the moon begins to rise in the sky. *

Luna suddenly gets a strange look on her face. She glances down to see that TENTACLE-LIKE BLACK WEEDS have sprouted up around her hooves.

She goes to move her right hoof, but the weeds wrap around it, pulling it back down to the ground.

INT. CANTERLOT TOWER - AT THE SAME TIME

Twilight has fallen asleep with her head on the windowsill, her checklist unfurled beneath her.

She groggily opens her eyes and rubs the sleep from them with her hooves. She looks out the window, then tilts her head, a puzzled look on her face.

71 PRINCESS TWILIGHT
Spike.

REVEAL: Spike is sound asleep in a little bed on the other side of the room.

72 SPIKE
(in his sleep)
Check.

Twilight moves from the window and rouses Spike.

73 PRINCESS TWILIGHT
Spike!

Spike slowly opens his eyes and stretches.

74 SPIKE
What time is it?

75 PRINCESS TWILIGHT
It's the middle of the night.
(then)
But it could be morning.
(then)
That's just it. I can't tell.

76 SPIKE
Huh?

Twilight nudges Spike out of bed and toward the window. He hops up on the windowsill to take a look.

77 SPIKE (CONT'D)
That's weird.

REVEAL: Through the window we can now see what has left Spike and Twilight so confused. The moon and sun both hang in the sky, parallel to one another.

78 PRINCESS TWILIGHT
Come on, Spike. We have to find out what's going on.

Spike jumps off the windowsill and onto Twilight's back and she makes for the exit.

EXT. CANTERLOT TOWER - A MOMENT LATER

Twilight, with Spike still on her back, emerges from the castle. They join a handful of CANTERLOT CITIZENS who are staring up at the sky, confused.

79 CANTERLOT UNICORN
What do you think it means?

One of the citizens realizes Princess Twilight is now among them.

80 CANTERLOT PEGASUS
Princess Twilight will know.

<WALLA> as the crowd gathers around Twilight looking for an explanation. She tries to get a word in as they ask a million questions at once.

81 PRINCESS TWILIGHT
(stammering)
I'm sure it's just...There's certainly a logical...

Just then, a pair of ROYAL GUARDS rush up to Twilight and whisk her away from the crowd.

82 ROYAL GUARD
Your highness, you must come with us.

Once they are out of earshot of the crowd, he continues.

83 ROYAL GUARD (CONT'D)
It's Princess Luna and Princess Celestia.

84 ROYAL GUARD #2
They're gone.

Off Twilight's shocked expression we...

END ACT I

ACT II

INT. CANTERLOT CASTLE - THRONE ROOM - A MOMENT LATER

Princess Twilight and Spike are with the Royal Guards.

85 TWILIGHT
But, but I don't understand. Where are they?

86 ROYAL GUARD #2
We don't know. It seems that Princess Celestia and Princess Luna have simply...

The Royal Guard leans in close.

87 ROYAL GUARD
(a whisper)
...*vanished*.

Spike's eyes go wide.

88 SPIKE
VANISHED?!

Spike quickly covers his mouth.

89 ROYAL GUARD #2
This is why we have come to you.

The two Royal Guards bow in reverence to Twilight.

90 ROYAL GUARD
We await your command.

91 PRINCESS TWILIGHT
My command?

The two Guards lift their heads.

92 ROYAL GUARD
We're officers of the Royal Guard. We take our orders from royalty. With Princess Luna and Princess Celestia gone and Princess Cadance overseeing the Crystal Empire now, that means we take our orders from you.

The royal guards bow in reverence again.

A beat as Twilight lets this sink in.

The Guards realize a command is not forthcoming and share a look -- what do we do?

Royal Guard #2 steps forward to get Twilight's attention.

93 ROYAL GUARD #2
(gently)
Princess Twilight, there is no time to waste. We need to know what you want us to do.

Twilight snaps out of her daze and steels her resolve.

94 PRINCESS TWILIGHT
I want you to continue the search for Princess Luna and Princess Celestia.
(MORE)

PRINCESS TWILIGHT (CONT'D)
There must be some clue that can tell us what's happened to them.
(then)
If you find something, anything, let me know immediately.

The guards nod their heads in understanding.

95 PRINCESS TWILIGHT (CONT'D)
We have to find them before ponies start to panic.

96 SPIKE
Uh, Twilight, don't you think everypony's going to realize something is wrong when they look up at the sky?

Twilight considers this for a moment before answering.

97 TWILIGHT
(to the guards)
The official word from Canterlot is that this is all part of the preparations for tomorrow's Summer Sun Celebration.
(then)
We don't know where Princess Celestia and Princess Luna are. We're already in a crisis. We don't need panic in the streets making it worse.

Spike leans in close to Twilight.

98 SPIKE
(proudly)
Way to take charge, Twilight.

Just then another ROYAL GUARD (#3) bursts into the room.

99 ROYAL GUARD #3
Your highness, news from Ponyville. The Everfree Forest. appears to be, well, the word they used was, "invading".

Spike and Twilight share a look of alarm.

100 SPIKE/TWILIGHT
Invading?!

INT. FLUTTERSHY'S COTTAGE - A FEW MINUTES AGO

Crammed with so many ANIMALS that Fluttershy can barely move. The view through the windows is blocked by all the woodland creatures. A SQUIRREL lets out a little <YELP> as Fluttershy pushes through the throng of frightened creatures and accidentally steps on his tail.

101 FLUTTERSHY
I'm so sorry, little squirrel.

A <GROWL> as she accidentally steps on the toe of a bear nervously rocking back and forth.

102 FLUTTERSHY (CONT'D)
Are you alright?

The bear shakes his head "no" and points outside.

103 FLUTTERSHY (CONT'D)
My goodness, what is it that has caused you all such distress?

<ANIMAL WALLA> as they all try to "explain" at once.

Fluttershy continues to make her way through the crowd of nervous animals.

104 FLUTTERSHY (CONT'D)
Excuse me. Pardon me.

She reaches the front door and puts on a brave face.

105 FLUTTERSHY (CONT'D)
Whatever it is, I'm sure it's nothing you need to really worry about.

<FRIGHTENED WALLA> from the animals as Fluttershy opens the door.

EXT. FLUTTERSHY'S COTTAGE - CONTINUOUS

Fluttershy peers around the doorway. Her eyes go wide.

WIDEN TO REVEAL: Snake-like vines are creeping out of the Everfree Forest and spreading out into Ponyville.

106 FLUTTERSHY
Aaaah!

Fluttershy slams the door just as the tentacle vines twist around her cabin.

INT. FLUTTERSHY'S COTTAGE - AT THE SAME TIME

Fluttershy has her back against the door and looks downright terrified.

107 FLUTTERSHY
No. You were right. You should be worried. Very, very worried.

The animals huddle around Fluttershy. Over this we HEAR:

108 APPLEJACK (O.S.)
Come on, y'all, put your backs into it.

EXT. SWEET APPLE ACRES - AT THE SAME TIME

Applejack, BIG MAC, GRANNY SMITH, and APPLE BLOOM are trying their best to yank weeds from the ground with their teeth.

Applejack <GRUNTS> as she plants her back hooves and pulls with all her might on a stubborn weed that just won't budge.

Granny Smith <GRRRRS> like a puppy with a chew toy as she tussles with a weed, shaking her head left and right as she tries to pry it loose from the dirt.

Apple Bloom pulls and pulls and pulls. The weed she's got a hold of is coming out of the ground. But like a magician's handkerchief it doesn't seem to have any end.

Big Mac moves in to grab a weed with his teeth but just as he's about to get a hold of it, the weed disappears underground.

It then POPS UP again a few inches away. He moves to grab hold of it, but it disappears into the ground again.

A Whack-a-Mole like game ensues as he gives up trying to go after the weed with his teeth and instead tries to stamp on it with his hoof.

Unfortunately, it keeps disappearing, and then appearing somewhere else just as he's about to crush it with his hoof.

Applejack releases her stubborn weed.

109 APPLEJACK
Dagnabit! We ain't never had this kind of trouble with weeds before.

Big Mac misses stomping the weed again.

110 BIG MAC
Nope.

Applejack examines the weed she's just released more closely.

111 APPLEJACK
Now that I think about it. I've never even seen these kind of weeds before. Have y'all?

Big Mac stamps his foot, once again failing to get to the weed in time before it disappears into the dirt.

112 BIG MAC
Nope.

113 APPLE BLOOM
Looks like we're gonna keep seeing more of 'em. *

REVEAL: Patches of weeds are POPPING UP all over.

114 APPLEJACK
Where the heck are these things comin' from?
(then)
And what in tarnation is going on with the sky?

We PAN UP as the Apple family looks up at the moon and sun in the sky. Ominous looking BLACK SPIKY CLOUDS move across the frame.

EXT. EVERFREE FOREST/EXT.PONYVILLE - AT THE SAME TIME

The black, spiky RAIN CLOUDS rise up out of the Everfree Forest and, much like the snake-like vines on the ground below, descend upon Ponyville.

115 RAINBOW DASH (O.S.)
Oh, no you don't.

REVEAL: Rainbow Dash staring down a black cloud.

116 RAINBOW DASH (CONT'D)
This is Ponvyille territory. And we aren't due for rain for until <u>after</u> the Summer Sun Celebration.
(then)
You Everfree clouds need to just head on back to where you belong.

The spiky black cloud doesn't move.

117 RAINBOW DASH (CONT'D)
Gonna make me do this the hard way, huh?

Rainbow Dash backs up and then goes roaring toward the black cloud, prepared to give it a nice big head-butt.

BAM! She hits the cloud with her head, but it doesn't move an inch.

A dazed, Rainbow Dash starts to fall from the sky, but regains her bearings just in time, and zooms back up again. Only to find even more of the black clouds.

ZAP! She narrowly avoids a BOLT of LIGHTNING.

Frustrated, she gives the cloud a good swift kick, and then winces in pain. The cloud hasn't moved an inch.

INT. CAROUSEL BOUTIQUE - AT THE SAME TIME

OPAL grooms herself as Rarity uses her magic to pour herself a cup of tea.

118 RARITY
<HUMMING>
(then)
Oh I do so enjoy a cup of tea in the morning.
(then)
It is morning, isn't it?

She looks out the window.

119 RARITY (CONT'D)
Something a bit strange about the sky.

She turns away from the window and doesn't notice the BLACK VINES that have begun to creep inside. They emit strange ELECTRICAL SPARKS.

Rarity's horn lights up as she uses her magic to lift her teapot. Suddenly, her horn begins to let out little SPARKS. She REACTS as without warning, the teapot begins to go haywire, pouring tea into the sugar bowl, then into a flowerpot, then on the head of a mannequin.

120 RARITY (CONT'D)
What in the name of calming chamomile is going on?

The teapot pauses mid-air then turns and begins chasing Opal around the room.

121 RARITY (CONT'D)
Opal, darling, I'm so sorry. I promise I'm not doing this on purpose...

Rarity shakes her head, her horn sparking again. Opal DIVES out of the way as the teapot suddenly CRASHES to the ground and SHATTERS.

Opal gives Rarity the evil eye.

122 RARITY (CONT'D)
It wasn't me. I swear.

Rarity then looks around, suspicious.

123 RARITY (CONT'D)
Sweetie Belle, if this is some sort of prank you and your little Crusader friends are pulling, I find very little humor in it.

Just then, SWEETIE BELLE bursts into the room, a terrified look on her face.

124 SWEETIE BELLE
Rarity, you have to help me. I... I think something's wrong with my horn.

Sweetie Belle points her horn at a nearby bolt of fabric. The fabric lifts off the ground, but then suddenly starts unfurling and draping over everything in the room.

125 SWEETIE BELLE (CONT'D)
That wasn't what I was trying to do!

Opal returns to grooming herself as the still unfurling fabric chases a terrified Rarity and Sweetie Belle around the room.

126 RARITY
Help! We're about to be pummeled by polyester!

EXT. CANTERLOT TOWER - NOW

Spike struggles to keep up with Twilight as she races out of the tower. (NOTE: Twilight should now be wearing her crown with her Element of Harmony embedded in it.)

127 SPIKE
(out of breath)
Where are we going?

128 TWILIGHT
To Ponyville. Princess Luna and Princess Celestia are missing. The Everfree Forest is “invading”. Whatever is going on I’m sure we’re going to need our friends and the Elements of Harmony to stop it.
(then)
I just hope we haven’t missed the train.

129 SPIKE
Uh, Twilight, there is another way for us to get to Ponyville, remember?

Twilight stops running.

130 TWILIGHT
There is?

Spike realizes she’s stopped too late, crashes into her and falls back onto his bum. Twilight uses one of her wings to help him to his feet.

131 SPIKE
You can fly.

Twilight eyes the wing she’s just used to help Spike up.

132 TWILIGHT
(sheepishly)
Oh. Right.

EXT. PONYVILLE - SOON AFTER

BLACK VINES twist their way through the town, wrapping around buildings, overturned carts, and CITIZENS too slow to get out of their way.

The black EVERFREE CLOUDS send SNOW, then RAIN, then LIGHTNING down upon the PANICKED PONIES below.

Pinkie Pie stands amidst the chaos, looking up into the sky. She slips into a PARKA, abandons it for a RAIN COAT and RAIN HAT, then whips out a KITE with a KEY attached to its string.

133 PINKIE PIE
Make up your mind!

Applejack races into frame and pushes Pinkie Pie out of the way just as a BLACK VINE comes bursting through the ground right where Pinkie Pie was once standing.

EXT. PONYVILLE TOWN SQUARE - A MOMENT LATER

Rarity, Fluttershy, and Rainbow Dash are gathered under the gazebo.

134 RARITY
Something very strange is going on and I for one would appreciate an explanation.

135 RAINBOW DASH
Don't look at me. All I know is the sky's split in two and these clouds moving in sure aren't from around here.

136 APPLEJACK (O.S.)
Neither are all these crazy plants.

REVEAL: Applejack and Pinkie Pie brave WHIPPING VINES and a TORRENTIAL DOWNPOUR to get to their friends.

137 APPLEJACK (CONT'D)
They're comin' from the Everfree Forest. And try as we might, us Earth Ponies can't do anything to get rid of 'em.
(then, to Rarity)
Don't suppose you know any magic that might stop 'em from spreading?

138 RARITY
Alas, this whole "raging forest" situation seems to have left my horn on the fritz.
(then)
Believe me, you do not want a demonstration.

She shakes off a length of fabric that is still wound around her back leg.

139 FLUTTERSHY
We have to figure out something. I don't know how much more of this Ponyville can take. *
(then) *
I don't know how much more I can take.

She REACTS with a <FRIGHTENED YELP> as a vine snakes its way around her ankle.

140 APPLEJACK
The Forest is expandin', y'all. And judgin' by how fast it's movin', it don't seem content just takin' over Ponyville.
(then)
I reckon before long it'll cover half of Equestria.

Rarity, Rainbow Dash, Pinkie Pie, and Fluttershy share concerned glances as...

WIDEN TO REVEAL: Ponyville has been almost completely overtaken by the fast-growing foliage. *

Various terrified citizens can just barely be seen peering out their windows. Their view blocked by the criss-crossing vines that have ensnared their homes and businesses. *

HAIL, RAIN, and SNOW continue to fall from the storm clouds above. Accented by random BOLTS of LIGHTNING. *

Even more black vines BURST out of the ground as we... *

END ACT II

ACT III

EXT. SKY - SOON AFTER

Twilight, her wings extended, bursts into frame with Spike holding onto her back for dear life.

She awkwardly banks left, then right. Spike clutches Twilight's neck even more tightly.

141 SPIKE
I'm starting to wish we'd taken the train!

142 PRINCESS TWILIGHT
Almost there.

Twilight lowers her head and DIVES out of frame.

EXT. GOLDEN OAK LIBRARY - A MOMENT LATER

A victim of the expanding Everfree Forest, it too is now wrapped in vines. Some of its branches are heavy with snow. Others are soaked from what must have been a torrential downpour. Still others look like they've been charred by lightning.

143 SPIKE (O.S.)
Incoming!

Suddenly, a BLUR of PURPLE, PINK, and GREEN plummets from the sky and goes CRASHING through the top branches of the tree.

144 TWILIGHT AND SPIKE
<IMPACT GRUNTS>

The blur is revealed to be Twilight and her terrified dragon passenger as each impact with a branch or vine slows their descent.

Twilight finally hits the ground, somehow managing to land on her feet, albeit very awkwardly.

Spike leaps off her back and kisses the ground.

145 SPIKE
<KISSING SOUNDS> Sweet ground. Sweet, sweet, wonderful ground.

146 PRINCESS TWILIGHT
Okay. I get it. I need to work on my flying.

Twilight makes her way to the entrance of the Golden Oak Library. It appears that someone else has already hacked through the vines that once blocked the entrance.

147 PRINCESS TWILIGHT (CONT'D)
Come on, Spike. We need to get the Elements of Harmony and find the others.

INT. TWILIGHT'S LOFT - A MOMENT LATER

Twilight and Spike burst through the door.

148 RARITY (O.S.)
Oh, thank goodness.

REVEAL: Rarity, Applejack, Pinkie Pie, and Rainbow Dash. They are surrounded by open books. <EXCITED WALLA> as the friends greet Spike and Twilight.

149 FLUTTERSHY *
(re: the open books)
Oh I hope you know we wouldn't *
normally go through your books *
without permission. We were just *
so desperate to find something *
that would explain what's going *
on. *

150 PINKIE PIE
Don't know if you've noticed, but
the Everfree Forest is just a
teeny-tiny bit out of control.

Her NOSE TWITCHES and she ducks just seconds before a VINE <CRASHES> through a nearby window.

151 APPLEJACK
Guess it turned out you were
missing something here in
Ponyville after all.

152 RARITY
Perhaps you already know what's
causing all of this calamity?
Princess Celestia has sent you to
dispel of it post haste?

The other ponies look to Twilight, hopeful.

153 PRINCESS TWILIGHT
Not exactly. You see, Princess
Celestia is, well she and Princess
Luna are both... missing.

<GASPS> from Spike and Twilight's Ponyville friends.

Twilight eyes Spike who has his hands over his open mouth and a shocked expression on his face.

154 PRINCESS TWILIGHT (CONT'D)
Spike, you already knew they where
missing.

155 SPIKE
I know. But it's still pretty
shocking when you hear it said out
loud.

156 PRINCESS TWILIGHT
I don't know who has taken them.
But I've got a hunch we're going
to need the Elements of Harmony to
get them back.

Princess Twilight uses her magic to retrieve the Elements of Harmony and distribute them among her friends. (NOTE: These are the Elements in their necklace and tiara form. Twilight will already be wearing hers.)

Rainbow Dash grins.

157 RAINBOW DASH
Oh yeah. Just like old times.

Pinkie Pie POPS UP and offers up “hoof bumps” to Twilight and Rainbow Dash.

158 PINKIE PIE
Boo-yah!

Applejack sidles up to Twilight.

159 APPLEJACK
Told you we’d always be connected by the Elements.
(then)
Now we just gotta figure out who to aim these bad boys at so we can get Celestia and Luna back and keep the rest of Equestria from becoming plant food.
(then)
Any ideas?

160 PINKIE PIE
I haven’t found squat in any of the books I’ve been looking through.

Pinkie Pie gestures to several opened COLORING BOOKS. A pack of CRAYONS emptied next to them.

161 PINKIE PIE (CONT’D)
Oops. Missed a spot.

She picks up a crayon with her teeth and colors the book.

Twilight crosses to the one window through which she can still see Ponyville. The rest have been completely blacked out by the vines that encircle the library.

We see TWILIGHT’S POV of the sky split in two. The moon still on one side. The sun on the other.

A black cloud moves into frame and a BLIZZARD’s worth of SNOW falls. The snow cloud moves away and is replaced by a black rain cloud that sends down a TORRENTIAL DOWNPOUR.

TWILIGHT’S POV PANS DOWN as the rain falls on the seemingly sentient vines that thirstily lap it up.

Twilight turns away from the window to face her friends.

162 TWILIGHT
Half-day. Half-night. Strange weather patterns. Out of control plants.
(then)
I think I'm starting to get a pretty good idea of who we're up against.

EXT. PONYVILLE TOWN SQUARE - SOON AFTER

Twilight and her friends are now wearing their Elements of Harmony and have very angry looks on their faces.

Twilight starts to POWER UP her horn.

163 RARITY
Your magic. It's still functional?

Princess Twilight nods.

164 RARITY (CONT'D)
Seems there is another benefit to your recent transformation.

Princess Twilight finishes POWERING UP. There is a FLASH of LIGHT and then a familiar voice.

165 DISCORD (O.S.)
(singing)
Winter wrap up. Winter--- wha-?

REVEAL: DISCORD is now standing before the girls. He has a bar of soap in one hand and a loofah sponge in the other. Spike fearfully ducks behind Twilight.

166 DISCORD (CONT'D)
Now Twilight, you know Princess Celestia said you were to give me a heads up before you summoned me with that little spell she gave you.
(then)
In case you hadn't noticed, I was in the middle of a particularly invigorating shower.
(then, singing again)
Winter wra-- *

167 PRINCESS TWILIGHT *
Enough! Release Princess Celestia *
and Princess Luna and stop the
Everfree Forest from invading.

168 DISCORD
Why whatever are you talking
about?

169 APPLEJACK
Don't play dumb with us. We know
you're the one behind all of this.

Discord looks around at the chaos that is now Ponyville.

170 DISCORD
Don't get me wrong, I absolutely
love what you've done with the
place, but I couldn't possibly
take responsibility.

He sidles up next to Fluttershy.

171 DISCORD (CONT'D)
I'm reformed. Don't you remember?

172 RAINBOW DASH
Yeah. Right. This has got your
cloven foot-prints all over it.

173 DISCORD
I'll have you know I only have one
cloven foot.

He points to his feet, revealing one is a dragon foot.
Rainbow Dash rolls her eyes.

174 DISCORD (CONT'D)
Such accusations.
(then)
And here I thought we were
friends.

175 PINKIE PIE
Drop the act, buster..
(eyes narrowing)
...we're onto you.

176 DISCORD
Ladies, ladies, I'm innocent.
(then)
Would I lie to you?

The ponies share a look, then reply in unison:

177 PONIES
Yes!

178 DISCORD
Well, then, it seems we've reached an impasse. I'm telling the truth, but you think I'm lying.
(then)
What do good friends like us do in a situation like this, Princess Twilight?
(then, an aside)
Congrats on the promotion by the way. You totally deserve it.

179 RAINBOW DASH
I say we blast 'em back to stone.

180 APPLEJACK/RARITY
Works for me./ Here! Here!

The three ready their Elements of Harmony, but Fluttershy steps in front of Discord.

181 FLUTTERSHY
We can't do that. What if he really is telling the truth?

182 DISCORD
Finally, somepony willing to give me the benefit of the doubt.
(then to the others)
The rest of you could learn a lot about friendship from my dear pal, Shutterfly here.

183 FLUTTERSHY
(quietly)
Fluttershy.

184 DISCORD
(feigning innocence)
What did I say?

185 PRINCESS TWILIGHT
<EXASPERATED HARUMPH> We haven't got time for this. We need to get Princess Celestia and Princess Luna back. We need to stop the Everfree Forest. And we need to do it now!
(then, to Discord)
If you're not the one responsible, then help us figure out who is.

186 DISCORD
I suppose I could, but after all the hoof-pointing and besmirching of my good name I just don't know if I'm up to it.

Discord lounges in mid-air, grabs a pair of vines, and begins KNITTING with them.

Princess Twilight buries her head in her hooves in frustration.

187 DISCORD (CONT'D)
Why don't you ask your zebra friend if she knows anything?

Discord doesn't bother to look up from his knitting as he casually gestures to ZECORA who is slowly approaching the group. Her legs buckle under the weight of a heavy pack filled with nearly all of her worldly possessions.

188 PRINCESS TWILIGHT
Zecora!

Princess Twilight and the others rush over to her, helping to remove the pack from her back.

189 ZECORA
From my home, I have had to flee. The forest has grown too wild even for me.

190 APPLEJACK
Any idea why all this is happening?

191 ZECORA
I'm afraid it is a mystery to me as well...

She eyes Princess Twilight, an idea forming.

192 ZECORA (CONT'D)
But I may have something that if combined with a spell...

Zecora digs through her bag. She retrieves a SMALL VIAL * of PURPLE LIQUID.

193 ZECORA (CONT'D)
I did not think to use it myself. The results would be tragic. It only responds to alicorn magic.

She places it on the ground in front of Twilight.

194 ZECORA (CONT'D)
Princess Twilight you can turn the potion from purple to white. After a sip you may see why the Everfree is angry and the sky is day <u>and</u> night.

Princess Twilight aims her horn at the purple liquid. Her WINGS EXTEND a bit as she FIRES HER HORN at the vial.

Pinkie Pie quickly moves in to get a closer look, her eyes crossing as she peers into the vial. She reacts as the liquid inside turns from purple to white.

195 PINKIE PIE
Oooohhh.

Twilight open the vial and uses her magic to lift it to her lips and take a sip.

A beat. Nothing happens.

196 PRINCESS TWILIGHT
Doesn't seem to be work--

Her eyes suddenly GLOW WHITE.

The frame is suddenly filled with a FLASH of WHITE LIGHT.

FADE IN ON:

INT. CASTLE OF THE TWO SISTERS - THRONE ROOM - NIGHT

It's dark, but by the light of a full moon, we can just make out a PAIR OF THRONES at one end of the room. In one is carved a moon. In the other a sun.

Twilight stands in the middle of the room, trying to get her bearings.

197 TWILIGHT
Where am I?

Twilight turns and is thrilled to find Princess Luna standing in the far corner of the room.

198 PRINCESS TWILIGHT
Princess Luna!

Twilight starts to move toward her but is met by an angry glare from her fellow Princess.

199 PRINCESS LUNA
Not another step.

200 PRINCESS TWILIGHT
I don't understand. Where are we? Why did you and Celestia disappear?

Princess Luna's mouth curls into an angry snarl.

201 PRINCESS LUNA
Did you really expect me to sit idly by why they all basked in your "precious light"?

Now Twilight is really confused.

202 PRINCESS TWILIGHT
"Precious light"?

203 PRINCESS LUNA
There can only be one Princess in Equestria. And that Princess will be me! <TERRIFYING LAUGHTER>

Luna's horn suddenly glows. *

Through a nearby window we can see the FULL MOON. It * suddenly begins to pulsate. Suddenly a BLAST of LIGHT * shines down from the moon and connects with Luna's horn. *

Twilight's eyes go wide as Luna suddenly... *

....TRANSFORMS into NIGHTMARE MOON!

Her body begins to elongate.

Legs.

Neck.

Wings.

She is now a towering figure with a sinister smile.

The transformation continues as almost like ink spilled on the page, the color BLACK spreads across her purple coat and wings, finally seeping into her horn.

Her light blue mane dissolves into a dark blue starry mist.

204 NIGHTMARE MOON
<MANIACAL LAUGHTER>

Twilight is too stunned to move.

PHZAMMM! Nightmare Moon fires a BLAST from her horn.

Twilight DIVES out of the way, barely avoiding being hit by Nightmare Moon's powerful magic.

PHZAMM! Nightmare Moon fires another shot!

Twilight reacts in surprise as it misses her by a mile.

REVEAL: The blast was not intended for Twilight, but for Princess Celestia who has powered up and is using her magic to DEFLECT that of her sister.

205 PRINCESS CELESTIA
Please, my sister. Do not do this!

PHZAAMM! Another blast from Nightmare Moon.

PHZAAMM! It is countered by Celestia.

PHZAAMM! PHZAAMM! PHAZAMM!

Off Twilight's terrified expression we...

SNAP TO BLACK.

END PART I