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MY LITTLE PONY IV
"Trade Ya!"
Episode 418
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TEASER

INT. TRAIN TO RAINBOW FALLS - DAY

As the rest of the MANE SIX and SPIKE sit quietly in their train seats, PINKIE PIE BOUNCES AROUND, barely able to contain her excitement.

1 PINKIE PIE 1
Oh, c'mon, c'mon, c'mon! When's
this train going to get there
already?

The train <SCREECHES> to a halt, and through the windows we can see RAINBOW FALLS IN ALL ITS GLORY.

2 PINKIE PIE (CONT'D) 2
Yes! Best day ever! Not only is it
a Tuesday - which is awesome! -
we're all going to the Rainbow
Falls Traders Exchange! And not
just going! We're accompanying a
princess on an official royal duty!

As MANE SIX get up and start to exit the train, Twilight would rather not have a fuss made over her.

3 TWILIGHT 3
Please. It's not that big of a
deal. There always has to be a
princess at the Exchange. It's just
a formality.

EXT. OUTSIDE THE RAINBOW FALLS ARENA - MOMENTS LATER

FAVOR TWILIGHT as she leads the rest of the gang towards the entrance.

4 TWILIGHT 4
I'm sure none of the other ponies
will even notice I'm here.

As she says that, they enter the arena...

EXT. INSIDE THE ENTRANCE TO THE RAINBOW FALLS ARENA

The massive arena floor is covered with dozens and dozens of tents, stands, and stalls - and ponies busy trading all sorts of items.

But as Twilight leads her friends inside the arena, everything stops! Everypony stares at Twilight.

5 PONIES IN THE ARENA 5
<WALLAH: The Princess!/It's
her!/Princess Twilight!>

The <BUZZ grows and grows>. Everypony there is excited to see the princess!

One of them pulls on a long rope and <SNAP!> UNFURLS a GIANT WELCOME BANNER with Twilight's picture on it! STREAMERS AND CONFETTI go off around it.

6 APPLEJACK 6
Could be wrong, but I think they
mighta noticed.

As Twilight SMILES SHEEPISHLY...

FADE TO BLACK:

END TEASER

MAIN TITLES

ACT I

EXT. INSIDE THE RAINBOW FALLS ARENA - RESUME

As the MANE SIX enter deeper into the arena, we now see that APPLEJACK is pulling a wagon loaded with books and a couple of saddle bags.

As they walk, the Mane Six all look around in awe at all the different stands and stalls. Each one offers a different thing for trade: horseshoes, hats, artwork - everything and anything.

7 FLUTTERSHY 7
Oh my goodness!

8 RARITY 8
You said it! The Rainbow Falls
Traders Exchange is simply divine!
You can get anything you want here!

9 APPLEJACK 9
If'n you got the goods to trade for
it.

Spike trails behind the group - carefully holding a BAGGED COMIC BOOK out in front of him with both hands. He's walking slowly to make sure nothing happens to it.

But he's so focused on the comic that he bumps into Twilight and the others, who have stopped.

10 SPIKE 10
<impact grunt>

Spike BOBBLES the comic and drops it!

11 SPIKE (CONT'D) 11
No!!!!

Luckily, Twilight uses her horn to catch it and levitate it back into Spike's hands.

12 SPIKE (CONT'D) 12
Thanks, Twilight. One ding, nick or dent and this Power Ponies comic book wouldn't be in perfect mint condition anymore! And if you want to trade for a mint comic, you gotta have a mint comic!

As Spike wanders off, concentrating on holding his comic safely, other ponies have gathered to stare at Twilight.

13 OTHER PONIES 13
Did you see that?/Princess Twilight!/Using her magic!

Twilight is clearly embarrassed by the attention.

14 APPLEJACK 14
I guess a pony who's here on official Princess business has to expect a little fussin'.

Twilight shrugs.

15 TWILIGHT 15
But all I'm supposed to do is settle disagreements over whether a trade is fair or not. And since the rule is that a trade is fair as long as both ponies get what they want, there's never been a disagreement.

Twilight stops to emphasize her point.

16 TWILIGHT (CONT'D) 16
So there's really no reason for anypony to treat me as anything special.

WIDEN: she's stopped next to a random YOUNG PONY who stares up at Twilight wide-eyed.

17 TWILIGHT (CONT'D) 17
(sweetly)
Can I help you?

The Pony retrieves a quill and points down to a picture of Twilight that she's put on the ground. Twilight <SIGHS> and uses her magic to take the quill and sign her name.

OVER TO: RAINBOW DASH and Fluttershy, as RD says her goodbyes.

18 RAINBOW DASH 18
Gotta dash. There's a pony here
who's got a signed, first edition
of *Daring Do and the Sapphire
Statue*. And I'm gonna get it!

19 FLUTTERSHY 19
Wow, that sure sounds like quite a
book.

20 RAINBOW DASH 20
Oh it's more than just a book. It's
a totally incredible, one of a
kind, best ever book! If it were a
pony, it'd be me!

21 FLUTTERSHY 21
Oh, my goodness! That really is
something!

RD's confidence falters a bit.

22 RAINBOW DASH 22
I just hope it hasn't been traded
yet. It's the only one in all of
Equestria!

23 FLUTTERSHY 23
Oh no! Oh, Rainbow Dash, I'd really
hate to see you disappointed. I did
want to trade this bear call I
brought for a bird whistle. But
getting that book seems so much
more important to you. So if
there's anything I can do to
help...

24 RAINBOW DASH 24
Normally, I'd say I don't need any
help, because - let's face it - I'm
awesome. But you're right: This is
really important. I gotta get that
book! So c'mon!

RD grabs Fluttershy and they race off...

OVER TO: APPLEJACK AND RARITY. Having unhooked herself from
the WAGON she was pulling, AJ tosses her saddlebags from it
onto her back(leaving the books in the wagon).

25 APPLEJACK 25
Well, I'm off to take a gander at
some of the vintage stalls.

26 RARITY 26
Did you say vintage? Why, nothing's
more in style right now than
vintage!

Rarity nods to her sleek and stylish saddle-bags, which she
slips off the cart and onto her back.

27 RARITY (CONT'D) 27
I'm hoping to trade for some
vintage items as well! I just hope
I brought enough to trade...

AJ nods sadly as she looks at her own saddle bags.

28 APPLEJACK 28
I know what you mean, Rarity.
Vintage can be mighty pricey.

29 RARITY 29
It would be such a pity to find
something amazing only to end up
empty-hooved...

Applejack nods, then has an idea.

30 APPLEJACK 30
Hey, I tell you what. How 'bout
this: why don't we pool our trade
stashes!

31 RAIRITY 31
Pool?

32 APPLEJACK 32
Yeah. That way, if one of us finds
something really valuable she can't
live without...

33 RARITY 33
She'll definitely be able to get
it! Who could say no to exchanging
a single object for such a huge
assortment of items?
(then)
Oh, yes, that's absolutely
brilliant! I am so glad I have a
friend like you, Applejack.

34 APPLEJACK 34
I feel the same way!

35 RARITY 35
Then let's go *shopping*!

The two happily race off, leaving Pinkie and Twilight - and
the cart full of books.

Pinkie starts off - and is surprised to see Twilight standing
by the cart of books, not moving.

36 PINKIE PIE 36
Um, shouldn't your Princessness be
heading to the royal Box Seats?

37 TWILIGHT 37
And sit there doing nothing? That's
all the Princess usually does here.
And speaking of Princesses - ever
since I became one, Celestia has
been sending me more reading
material than ever.

Twilight uses her horn to telekinetically move parts of the
cart around and...

38 TWILIGHT (CONT'D) 38
The library is over flowing. So I
figured while we're here...

WHOMP! The cart has been transformed into a trading stall!

39 TWILIGHT (CONT'D) 39
...I might as well trade away some
books I don't need any more!

Pinkie Pie nods her head in approval.

EXT. COMIC BOOK STALL/ANOTHER PART OF THE ARENA

Spike walks up carefully, holding out his comic to protect it. Spike stops short when he sees a comic book displayed on the front of the stall.

40 SPIKE 40
That's the comic I want to trade
for! *If* it's in mint condition...

As Spike reaches to check it out...

The COMIC GEEK PONY who runs the stall appears out of nowhere to snatch the display comic away before Spike touches it.

41 COMIC GEEK PONY 41
Whoa! Claws off the merch. First,
let me see if what you got is mint
enough to trade for it.

He reaches for Spike's comic, but Spike pulls it back.

42 SPIKE 42
Oh, no! You might scuff it!

43 COMIC GEEK PONY 43
How'm I supposed to tell if yours
is really mint if I can't peruse
it?

44 SPIKE 44
Well, how'm I supposed to tell if
yours is really scuff-free if I
can't touch it?

They stare each other down, each clutching their own comic.
Both narrow their eyes. Neither budes.

45 COMIC GEEK PONY 45
Well, now. It appears what we've
got here is an old-fashioned, mint-
condition stand off.

EXT. ARENA/DARING DO COLLECTOR'S BOOTH - LATER

With Fluttershy at her side, Rainbow Dash races up to a stand full of DARING DO MEMORABILIA. And there, right at the front of the stall is...

46 RAINBOW DASH 46
There it is! The first edition of
Daring Do and the Sapphire Statue!
It hasn't been traded yet!

She turns to the DARING DO COLLECTOR who runs the stand.

47 RAINBOW DASH (CONT'D) 47
Lucky for you!

Rainbow Dash reaches for something hidden in the crook of her wing.

48 RAINBOW DASH (CONT'D) 48
Because I've brought my most
valuable possession to trade for
it:

She places something on the stand's counter.

49 RAINBOW DASH (CONT'D) 49
My lucky pin!

The Collector eyes it carefully.

50 FLUTTERSHY 50
Oooh! The one we all gave you for
your birthday last year?

51 RAINBOW DASH 51
Yup! 'Course, I really don't need
luck, cuz I'm so awesome. But I
still consider it my most valuable
position cuz of how much it meant
when my friends gave it to me.

52 FLUTTERSHY 52
Oh, how sweet!

53 DARING DO COLLECTOR 53
Yeah, that is really sweet.
(then)
But I don't want it.

RAINBOW DASH is shocked.

54 RAINBOW DASH 54
What!?!?

55 DARING DO COLLECTOR 55
It's just a rusty old pin. That's
not worth anything to me.

56 FLUTTERSHY 56
But - but - but how is Rainbow Dash
going to get the book she really
wants?

57 DARING DO COLLECTOR 57
She's not.

Rainbow Dash sinks.

58 DARING DO COLLECTOR (CONT'D) 58
Unless she can get me that!

RD leaps up and sees the Collector point across the Exchange...

To the Traders Exchange's ANCIENT BEAST STALL. CHAINED UP in front of it is an Orthros: a two-headed dog (St. Bernard) with a serpent's tail.

59 FLUTTERSHY 59
Ooh, an Orthros! How cute!

Across the fair, the Ortho's two heads <GROWL> revealing huge teeth. And whole lot of DOG SLOBBER.

60 DARING DO COLLECTOR 60
The pony running the Ancient Beast Stall doesn't want anything I got. If you can get me the Orthros, I'll trade you the book for it.

61 RAINBOW DASH 61
You go it!
(then, to FS)
I don't know how, but somehow we're gonna get that Orthros!

EXT. ANOTHER PART OF THE ARENA - DAY

In front of another set of stalls, AJ and Rarity RACE TOWARDS EACH OTHER.

62 RARITY 62
Oh, Applejack! I am so glad I found you!

They screech to a halt in front of each other, both smiling.

63 APPLEJACK 63
Me too. You're not gonna believe it, but I was just over yonder and -

64 APPLEJACK AND RARITY 64
(at the same time) I found a super valuable vintage item that I just have to have! And all it's going to cost is all our stuff!

The two drop their smiles as they simultaneously realize...

65 APPLEJACK AND RARITY (CONT'D)
Uh-oh.

END ACT I

ACT II

EXT. VINTAGE PIE TIE STAND - LATER

AJ leads Rarity up to stand full of USED COOKING ITEMS.

66 RARITY 66
So where is this valuable vintage
item you want to trade everything
we have for?

AJ proudly points to a rusty old PIE TIN!

67 APPLEJACK 67
There!

68 RARITY 68
Where?

AJ points again.

69 APPLEJACK 69
Right there.

70 RARITY 70
But that's a rusty old pie tin!

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71          APPLEJACK                      71
      (proud)
A rusty vintage pin tin! They don't
make 'em like this anymore!

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72 RARITY 72
 (wrinkles nose)
Thank goodness.

She uses her horn to magically push the pie tin away.

73 RARITY (CONT'D) 73
I am so glad you showed that to me,
darling. Because once you see what
I found, you won't want to waste
our trade goods on that!

Rarity pulls AJ over to a nearby JEWELRY BOOTH. She points to a brooch on the counter.

74 RARITY (CONT'D) 74
Just look at this gorgeous vintage
brooch! It's one of a kind!

AJ looks at it - then looks back at Rarity, confused.

75 APPLEJACK 75
One of a kind? It looks exactly
like the one you're already
wearing!

Indeed - it's identical to the one Rarity reveals when she
brushes her mane aside.

76 RARITY 76
Well, yes, it may look the same.
But I know it's older. That's what
makes it so much more divine!

77 APPLEJACK 77
But that doesn't make a lick of
sense! Why I wager if I switched
'em up, you wouldn't even know the
difference!

78 RARITY 78
Don't be silly - of course I would!

79 APPLEJACK 79
Oh yeah?

Applejack snatches the brooch off Rarity, then three-card
montes it with the other brooch on the counter, shuffling
them around. Then...

80 APPLEJACK (CONT'D) 80
So which is the vintage one?

Rarity hesitates - then makes a guess.

81 RARITY 81
Um...that one, of course.

82 APPLEJACK 82
Ha! You're bluffin'!

Rarity smiles.

83 RARITY 83
Am I? How can you tell?

Applejack looks back and forth between the brooches.

84 APPLEJACK 84
Well, because...
 (then)
Argh! I can't! Cuz the one you want
to waste our whole stash on is
exactly the same as the one you
already got!

EXT. THE ANCIENT BEAST DEALER'S STALL - DAY

Chained up outside the stall, the two-headed Orthros
<GROWLS,> drooling two mouths worth of dog slobber. Until
Fluttershy gives it a pet and it immediately calms down.

85 FLUTTERSHY 85
Yes, such a good two-headed boy!
Yes you are!

Inside, the stall is surprisingly deep - and dark. Lit by a
single DISCORD-SHAPED LAMP, it's hard to see all the way to
the back. Mostly, we just see SHAPES AND SHADOWS. But we can
hear a cacophony of screeches and hoots and howls, from all
the MYTHOLOGICAL BEASTS are crammed in there.

At the front of the stall, the ANCIENT BEAST DEALER
frantically SHOUTS at the animals deep in the shadows of the
stall, trying to keep order. But it's a losing battle.

86 ANCIENT BEAST DEALER 86
Stop that! C'mon, don't you start
now too.

RD and Fluttershy march up.

87 RAINBOW DASH 87
Ok, I can see you're busy, so I'll
give to you straight. I need to
trade you this pin for...
 (gesturing to Orthros)
...that so I can I get the most
awesome book in all of Equestria.
We gotta deal?

Rainbow dash sticks out a hoof so they can shake on it. The
Ancient Beast Dealer, BUSY TRYING TO KEEP ALL THE SAVAGE
BEASTS IN LINE, doesn't even turn around to face her.

88 ANCIENT BEAST DEALER 88
Nope.
 (then to beast in stall)
Down boy! Watch out for the lamp!

CRASH! One of the ancient beasts SMASHES the DISCORD-SHAPED LAMP that had been lighting the stall's interior. The back of the stall is now PITCH DARK. Can't see what's going on back there, but the SCREECHES, GROWLS and ROARS grow even crazier.

At the front of the stall, the Dealer holds the broken pieces of the Discord lamp.

89 ANCIENT BEAST DEALER (~~CON~~T'D)
But I could really use another lamp
like this one.

ZIP PAN TO:

THE LAMP STAND

It's filled with all sorts of different lamps - including a DISCORD-SHAPED LAMP. Inside the small stand, THE LAMP STAND PONY leans against a wooden counter. Fluttershy at her side, RD frantically asks:

90 RAINBOW DASH 90
Will you trade a Discord-shaped
lamp for my pin, so I can trade it
for an Orthros and get my book?

The Lamp Stand Pony pulls the Discord shaped-lamp a little closer to himself.

91 LAMP STAND PONY 91
No. But I'd trade it for an antique
chicken.

92 RAINBOW DASH 92
Great!
 (then)
Wait, what's an antique chicken?

Before she gets an answer...

ZIP PAN TO:

EXT. THE ANTIQUE CHICKEN STAND

Fluttershy and RD face shelves lined with ancient statues of chickens (think Venus de Milo: ancient marble statues).

93 ANTIQUE CHICKEN STAND ~~PONY~~
Oh, I got all kinds of antique
chicken statues: I got yer Blue
Hens, Speckled Greys-

94 RAINBOW DASH 94
OK, cool. So will you trade one for
a pin, so I can trade it for a lamp
and then trade that for a Orthros
so I can get my book?

95 ANTIQUE CHICKEN STAND ~~PONY~~
Well, lemme think. Ehhhhh-no.

Rainbow Dash and Fluttershy sink.

96 ANTIQUE CHICKEN STAND ~~PONY~~ (CONT'D)
But I'd gladly trade one 'a my
chickens for a crystal chalice.

ZIP PAN TO:

EXT. CRYSTAL CHALICE STAND

The PONY running the stand waits to hear what Fluttershy and Rainbow Dash have to say.

97 RAINBOW DASH 97
Hang on one sec.

Rainbow dash <takes a deep breath> then continues.

98 RAINBOW DASH (CONT'D) 98
(launches into spiel)
We need a crystal chalice to trade
for a chicken to trade for a magic
lamp to trade for an Orthros. So
what are you willing to trade for?
I'm guessing it's gotta be some
crazy thing way across the
Exchange.

99 CRYSTAL CHALICE STAND ~~PONY~~
Actually, what I could really use
is a slightly rusty old pin.

100 RAINBOW DASH 100
Yeah, but where'm I gonna find-
wait! I got one of those!

Fluttershy nods excitedly as Rainbow pulls out her pin and puts on the counter. The Crystal Chalice Stand Pony pushes a crystal chalice towards RD.

RD and Fluttershy leap up and do a head-butt high-five.

101 RAINBOW DASH (CONT'D) 101
Now that we've got the chalice,
this is gonna be a cinch!

102 FLUTTERSHY 102
Oh my, do really you think so?

103 RAINBOW DASH 103
Sure! All we gotta do is bring
thing to the Chicken Stand and we
are---

As she says that, she grabs the chalice. As soon as she
touches it, the crystal chalice BREAKS INTO A MILLION
PIECES!!

104 RAINBOW DASH(CONT'D) 104
--Ahhhhhhhhhhhh!!!!

EXT. TWILIGHT'S BOOK STAND - CONTINUOUS

Twilight is about to make a deal with a PETITE PONY.

105 TWILIGHT 105
You want me to trade all my books
for a broken pen?

The pony nods.

106 TWILIGHT (CONT'D) 106
You got yourself a dea--

Suddenly, Pinkie leaps in from nowhere.

107 PINKIE PIE 107
Stop! What are you doing?

108 TWILIGHT 108
I was trying to get rid of all the
books I don't need anymore.

Pinkie Pie gestures to the pen.

109 PINKIE PIE 109
For that? Do you realllllllllly
want that?

Twilight shrugs.

110 TWILIGHT 110
Well, not really. But I'm running
out of library space, so-

Pinkie Pie FREAKS OUT.

111 PINKIE PIE 111
Oh my gosh! Oh my gosh! Oh my gosh!
I can't believe that almost
happened! But luckily it didn't
happen! Thanks to me!

112 TWILIGHT 112
What are you talking about?

113 PINKIE PIE 113
The rules! According to the rules
of the Exchange, a trade is only
fair if both ponies end up with
something they want. You're the
Princess! You can't break the
rules!

Pinkie Pie looks around frantically.

114 PINKIE PIE (CONT'D) 114
(frantic)
Did anypony see you do it? I don't
think anypony saw.

The Pony who had just tried to trade Twilight the pen
sheepishly raises a hoof.

Pinkie points a hoof at her.

115 PINKIE PIE (CONT'D) 115
(threatening)
But you're not going to say
anything, are you?
(then, cheerful)
Just kidding!
(then, threatening)
Or am I?
(then, confused)
Sometimes even I can't tell...

A little freaked out, the other Pony backs away.

116 TWILIGHT 116
Well, there goes that trade...
(a hint of sarcasm)
Thanks, Pinkie.

117 PINKIE PIE 117
You're welcome! Don't worry - I
won't let you make a mistake like
that again. Just leave it to me!
(MORE)

PINKIE PIE (CONT'D)

I know how to make sure you get
something awesome for your books.

SMASH CUT TO:

Pinkie in full on carnival-barker mode, standing on top of
Twi's stall, exhorting the crowd to...

118 PINKIE PIE (CONT'D) 118
Hey Everypony! Do not walk! *Gallop*
over here for your chance to trade
for authentic, one-of-a-kind,
official Princess merchandise!

Twilight slaps hoof to forehead in disbelief.

EXT. THE ANTIQUE CHICKEN STAND - LATER

FS and RD race up to the Antique Chicken stand, carrying the
crystal chalice - which has obviously been glued back
together from a million pieces.

119 RAINBOW DASH 119
Well, that took forever! But we
finally glued this thing back
together.

120 FLUTTERSHY 120
I just hope it looks okay.

They set the chalice down on the counter in front of the
Chicken Stand Pony. Who takes one look and exclaims:

121 CHICKEN STAND PONY 121
This is perfect!

RD and FS are psyched. Until the Chicken Stand Pony happily
takes out a hammer and SMASHES the chalice to pieces!

122 CHICKEN STAND PONY (CONT'D)
Perfect for the broken chalice
mosaic I'm making!

The Chicken Stand Pony proudly pulls out the incomplete
mosaic from behind the counter. RD and FS can't believe it!

The Chicken Stand Pony turns to FS and RD who are still
dumbstruck that he's smashed the chalice.

123 ANTIQUE CHICKEN STAND PONY 123
All right, so - what kind of
Antique Chicken do you want? I got
speckled, brown, gray...

As she goes on and on, naming chickens...

124 RAINBOW DASH 124
Oh, no! The pony we're supposed to
trade the chicken statue to didn't
tell us what kind he wanted!

125 ANTIQUE CHICKEN STAND ~~125~~ PONY
...mud cluckers, bantams, red
shavers, petite blues...

126 RAINBOW DASH 126
 (to Fluttershy)
Ok, look - I'm fast. I'll fly over
to the Lamp Stand and find out what
kind of chicken he wants. Just
don't let anypony trade for ANY
chicken while I'm gone, ok?

127 FLUTTERSHY 127
Um, well, okay. I can do that. I
think.

As Rainbow Dash strides backward to take a running leap to
take off...

A TALL PONY wanders up and points at one the chicken statues.

Fluttershy nervously steps between the Tall Pony and the
Antique Chicken Stand Pony.

128 FLUTTERSHY (CONT'D) 128
 (softly to the Tall Pony)
Uh, well...maybe you shouldn't get
one of these. Um, you know, unless
you really want to...

Hearing that, RD stops short in mid running take off - and
ends face planting in the ground.

129 RAINBOW DASH 129
<frustrated Grunt>

RD marches back up to FS and the TALL PONY.

130 RAINBOW DASH (CONT'D) 130
 (to the Tall Pony)
Beat it.
 (to Fluttershy)
You go. I'll stay here.

EXT. ANOTHER PART OF THE EXCHANGE - DAY

Rarity and Applejack's saddlebags -- their combined trade stash -- are piled on the ground in between them. Rarity <SIGHS.>

131 RARITY 131
Well, since we can't both get what
we want, I will be the better
friend. You take our trade goods
and get what you want.

She pushes the trade stash towards AJ.

(In the BACKGROUND Fluttershy trots across screen heading to the lamp stand).

132 APPLEJACK 132
Who do you think you're talking to?
I'm an amazin' friend. So even
though it's fer somethin' that
don't seem valuable at all, you
take our stash.

She pushes it back towards Rarity.

133 RARITY 133
How dare you let me get what I
want?! What kind of friend do you
think I am? You're going to get
what you want.

(In the BACKGROUND Fluttershy trots quickly back in the direction of the antique chicken stand).

134 APPLEJACK 134
No, you are.

135 RARITY 135
No - YOU are!

As they <CONTINUE TO ARGUE>, Fluttershy and RD zip by with an antique chicken statue. Follow them to...

EXT. LAMP STAND - CONTINUOUS

RD and FS race up to the LAMP STAND.

<PANTING>, RD puts down the antique chicken statue and looks around. There's NO PONY in the stand.

136 RAINBOW DASH 136
Hello? We got the kind of chicken
you asked for. Hello? Hey! Where's
the pony running this joint?

There's a SIGN hanging from the front of the stand. Rainbow Dash sees it and reads...

137 RAINBOW DASH (CONT'D) 137
"Out to lunch"! URRRGHHHH!

RD grabs FS and they race off.

EXT. TWILIGHT'S STALL - LATER

Pinkie paces on top of the stall, talking to the gathered CROWD in full on Atlantic-City-boardwalk/infomercial mode...

138 PINKIE PIE 138
These books made Twilight the
princess she is! Before that, she
was nothing. Trust me, I knew her
then. Big fat zero. Then she read
these books and *voila* - Princess!

Standing nearby, Twilight is clearly not happy to hear that.

139 TWILIGHT 139
Um, Pinkie?

Up on top of the stand, Pinkie can't hear her.

140 PINKIE PIE 140
So who wants to start the bidding!

The crowd of ponies lift their hooves in the air, clamoring for Pinkie's attention:

141 CROWD OF PONIES 141
<wallah: Me!/Me first!/Over here!>

142 TWILIGHT 142
Pinkie!

But Pinkie is too engaged with the SHOUTING crowd to hear, so Twilight climbs up onto the stall.

143 TWILIGHT (CONT'D) 143
 (to the crowd)
Just one sec.

She turns to Pinkie.

144 TWILIGHT (CONT'D) 144
Pinkie, I appreciate your help and
all. But I'm not sure I'm
comfortable with this. No pony
should trade for my books just
because I'm a princess. I'm not
better than anypony else.

That dampens crowd's enthusiasm. Pinkie turns to Twi.

145 PINKIE 145
(stage whisper))
I know you're not better than
everyone. In fact, you're much
worse than me. At whipping up the
crowd into a buying frenzy. So
please! Just leave this to me!

Pinkie turns back to crowd, trying to get them excited again.

146 PINKIE PIE 146
Oh, did I mention that PRINCESS
TWILIGHT got these books
from..PRINCESS CELESTIA?

147 PONY IN CROWD 147
Whoa, wait - you don't mean?

148 PINKIE PIE 148
That's right - double Princess!!!

That stokes the crowd into an even bigger FRENZY!

EXT. FOOD TRUCK LINE- MOMENTS LATER

FS and RD gallop up. Fluttershy points to the LAMP STAND
PONY, way in the back of the line leading up to the food
truck.

149 FLUTTERSHY 149
There he is!

RD and FS race up to him.

150 RAINBOW DASH 150
Look, I know it's your lunch break
and all, but you've got to open up
your stand so we can trade you for
a lamp!

151 LAMP STAND PONY 151
Sorry, girls. Been trading all day.
My belly's telling me its time to
eat.

152 RAINBOW DASH 152
Oh, come on! Please?

153 FLUTTERSHY 153
Pretty, pretty, pretty please?

The both BLINK THEIR EYES AT HIM. The Lamp Stand Pony's BELLY
<GRUMBLES loudly>.

154 LAMP STAND PONY 154
Sorry. Belly says "no."

155 RAINBOW DASH 155
But this line is going to take
forever!

She looks up - the sun is low in the sky.

156 RAINBOW DASH (CONT'D) 156
And the Exchange ends at sundown!

Rainbow Dash turns to the line of ponies that stretches in
front of the Lamp Stand Pony all the way to the Food Truck.

157 RAINBOW DASH (CONT'D) 157
C'mon! I got an idea.

She grabs Fluttershy and they ZIP off...

INT. INSIDE THE FOOD TRUCK - MOMENTS LATER

The PONY COOK uses his teeth to toss a GREASY BAG OF FOOD out
the food truck's window to the first pony in line, who
catches it and trots off.

The NEXT PONY IN LINE steps up and opens her mouth to place
his order when suddenly...

A greasy bag of food flies right at that pony, who manages to
catch it despite her surprise.

158 RAINBOW DASH (O.S.) 158
Next!

The equally surprised cook turns and sees -

Rainbow Dash and Fluttershy, zipping around inside the Food
Truck's cramped kitchen.

Fluttershy flips an oat patty in the air. RD catches it in the air between two buns, then drops the burger into a paper bag. She KICKS the paper bag out the food truck window to the next pony in line.

159 RAINBOW DASH (CONT'D) 159
Next!

ANGLE ON: THE LINE. It's moving very fast now!

160 RAINBOW DASH (O.S.) (CONT'D)
Next!

EXT. ANOTHER PART THE EXCHANGE - LATER

Struggling to carry the Orthros, FS and RD race across the exchange. Like a TWO-HEADED SAINT BERNARD, the Orthros rains slobber down on them.

161 RAINBOW DASH 161
We got the lamp and traded it for
the Orthros. We're home free!
(then) If this thing doesn't drown
us in slobber!

162 FLUTTERSHY 162
Oh, he's just an affectionate
little two-headed fellow, aren't
you boy?

The Orthros plants TWO happy SLOBBERY KISSES ON HER. As it does, FS and RD run right past Rarity and AJ as they ARGUE:

163 APPLEJACK 163
No, I insist YOU go fetch what you
want. Cuz that's the kind of friend
I am!

She KICKS the trade stash to Rarity.

164 RARITY 164
Oh, you'd like that, wouldn't you?
Well, you can forget it - I'm way
too generous to let you out-friend
me like that!

Rarity kicks the trade stash back.

BACK ON FLUTTERSHY and RAINBOW DASH - as they hustle with the Orthros past the **COMIC BOOK STAND**. They run right past SPIKE and the COMIC GEEK PONY - still frozen in their stare down.

As RD and FS carry the Orthros past, it's slobber flies everywhere - including towards the comic books Spike and the Comic Geek Pony are clutching. That snaps Spike and the Comic Geek out of their statue-like stare down. They both immediately freak out...

165 SPIKE AND COMIC GEEK ~~PONY~~
Gah!!!

...And dive to the ground, each shielding his own comic from the slobber with his body.

166 SPIKE 166
Whew!
(then realizing he's covered in
gross slobber)
Ewww!

ON FLUTTERSHY AND RAINBOW, as they continue to run through the Exchange with the Othros.

The SUN is beginning to set.

167 RAINBOW DASH 167
We gotta hurry!

But everywhere they turn, there's a crowd blocking their way.

168 FLUTTERSHY 168
(softly) Um, excuse me? Pardon me?

But it's no use. Even when RD tries to pull the Orthros into the air with her wings, a CROWD of Pegasi shoppers zoom by, knocking her back down to the ground.

169 RAINBOW DASH 169
We're never going to get to the
Daring Do stand through this crowd
in time!

Fluttershy thinks - then takes out her BEAR CALL AND BLOWS IT! The bear call makes a terrifying <ROARR!>

That jolts the crowd - creating an opening ahead of them.

170 RAINBOW DASH (CONT'D) 170
Thanks Fluttershy! C'mon!

Carrying the front half of the Orthros, RD pulls Fluttershy (carrying the back half) forward. FS accidentally DROPS her BEAR CALL.

171 FLUTTERSHY 171
(softly) My bear call...

In front, RD didn't hear that. But she sees that the crowd is starting to fill back in. They've got to get through now!

172 RAINBOW DASH 172
The crowd's filling in! We gotta
go!

173 FLUTTERSHY 173
Of course. It's just a bear call.
There's nothing I could've traded
it for that's more valuable to me
than you!

She carries half of the Orthros and runs off with RD, leaving the bear call behind.

EXT. DARING DO COLLECTOR'S STALL - MOMENTS LATER

Panting with exhaustion, RD and FS drop the Orthros in front of the Daring Do Collector's stall.

174 RAINBOW DASH 174
<panting> Ok, the Exchange is
almost over, but we did it! We
traded a crystal chalice for an
antique chicken.

175 FLUTTERSHY 175
And the chicken for a lamp.

176 RAINBOW DASH 176
And the lamp for an Orthros, just
like you asked.

The Orthros lets out two slobbery <BARKS>.

177 RAINBOW DASH (CONT'D) 177
So here you go! Now where's my
book?

178 DARING DO COLLECTOR 178
Um, yeah, you know, the thing is...I
don't want an Orthros anymore.

RD and FD can't believe it!

179 FLUTTERSHY 179
But, but, but - oh my goodness!
What do we do now, Dashy?

180 RAINBOW DASH 180
(determined) I'll show you what we
do!

And with that, RD dramatically keels over and FAINTS DEAD AWAY! (Eyes fluttering - she's unconscious but alive).

FADE TO BLACK

END ACT TWO

ACT THREE

EXT. DARING DO COLLECTOR'S STALL - RESUME

Rainbow Dash lies on the ground, <MOANING>. Fluttershy hovers around her.

181 FLUTTERSHY 181
Oh goodness. Oh goodness.

Unable to rouse her, Fluttershy runs off screen.

CLOSE ON RAINBOW DASH as Suddenly <SPLASH!>, RD is doused with water. She stirs.

182 RAINBOW DASH 182
Uhhhhhhhhh...

Another SPLASH OF WATER. REVEAL: the water is SLOBBER coming from the Orthros' mouths - FS is directing the Orthros to slobber to directly onto RD.

183 FLUTTERSHY 183
Good boys! One more time.

Another <SPLASH> gets RD to her feet. She sees the Collector.

184 RAINBOW DASH 184
Hey! You said you wanted an Orthros!

185 DARING DO COLLECTOR 185
I did. When you were first here.
Four hours ago. Since then, I've
been watching that Orthros over in
the Ancient Beast Booth. It's
crazy! I don't want one in my
house!

The Orthros' two dog heads angrily <GROWL> at the insult - drool and spraying slobber all over the place in the process.

Until Fluttershy calms it down with a few gentle pets.

186 FLUTTERSHY 186
There, there -that's a good
Orthros.

She turns to the Collector.

187 FLUTTERSHY (CONT'D) 187
Orthros aren't crazy. You just have
to know how to treat them. With a
little patient training - and a big
slobber mop - they can be a
wonderful household pet.

And indeed, with Fluttershy's attention, the Orthros turns as
docile as a kitten - one head giving her a big, slobbery
KISS.

The other head gives the Daring Do Collector a big sloppy
kiss. He <GIGGLES> happily.

188 DARING DO COLLECTOR 188
<GIGGLES> All right, all right -
you convinced me.
 (to RD)
I'll trade you the book for the
Orthros.

189 RAINBOW DASH 189
Yes!

The collector holds up the book. Seeing it, RD salivates
(almost as much as the nearby Orthros).

190 DARING DO COLLECTOR 190
 (gestures to FS)
If she comes with to train it.

191 FLUTTERSHY 191
Gosh. Training an Orthros could
take months. I'd need someone to
care for all my critters while I'm
gone...

Fluttershy sees RD drooling over the book.

192 FLUTTERSHY (CONT'D) 192
But if that is really what you
want...

Hearing that seems to shake Rainbow Dash out of her obsessive
focus on the book.

193 RAINBOW DASH 193
Wow. You know, hearing you say that
makes me finally realize...I'm gonna
get the book!

194 DARING DO COLLECTOR 194
So we got a fair deal?

The Collector hands over the book. She's got it!

195 RAINBOW DASH 195
I've never wanted anything more
than this!

RD immediately starts flipping through the pages. Her face
buried in the book, she says...

196 RAINBOW DASH (CONT'D) 196
Fluttershy, can you believe it? I
did it! I did it! Fluttershy?

She looks up and sees that Fluttershy's not there - FS, the
Collector and the Orthros are all gone. Now that it's over,
and she's there alone, it finally hits RD:

197 RAINBOW DASH (CONT'D) 197
Oh, no - what did I do!?

EXT. TWILIGHT'S STALL - DAY

Standing on top of the stall, Pinkie address the crowd of
excited ponies gathered in front.

198 PINKIE PIE 198
All rightie then! Who's got
something valuable enough to trade
for Princess Twilight's books?

199 A PONY 199
Over here! Over here!

That pony holds something up.

200 PINKIE 200
Oh, please! That's not even worth
one page, let alone one book!

Another Pony holds something else up. Pinkie turns up her
nose.

201 PINKIE (CONT'D) 201
Oh, come on! These are the books
the Princess would sit up with all
night, with nothing to read by but
the light of her own horn!

Another Pony holds something up. Pinkie's eyes light up!

202 PINKIE (CONT'D) 202
Oooh, now that looks fun! (then)
But not fun enough! These are the
books that made Twilight the
Princess she is! That makes them
super valuable. So who's got what
it takes to trade for them?

The Ponies in the crowd look at each other and HANG THEIR
HEADS.

203 PONIES IN THE CROWD 203
When you put it like that.../Not
me/I sure don't/Guess not...

The ponies all shrug and leave - leaving all her books.
Seeing that, Pinkie realizes she messed up.

204 PINKIE PIE 204
Wait! Stop! Come back! These books
aren't that great.

Twilight hops up next to Pinkie.

205 TWILIGHT 205
Oh yes they are.

Pinkie wasn't expecting that.

206 PINKIE PIE 206
But I thought you wanted to get rid
of them.
(then)
And I just messed that up.

Twilight smiles.

207 TWILIGHT 207
No you didn't. You set me straight.

208 PINKIE PIE 208
Huh?

209 TWILIGHT 209
None of those ponies had anything
valuable enough to trade for my
books. Not because these books
belonged to a Princess. But because
they helped make me who I am - just
like you said.

She levitates first one book, then another.

210 TWILIGHT (CONT'D) 210
Just looking at this one cheers me
up like it did when I first read
it. And this book reminds me of the
day I got it, which was the day I
met you. I may not ever need to
read these again, but that doesn't
mean they don't have value. I
realize that now - thanks to you,
Pinkie.

Pinkie smiles.

211 PINKIE PIE 211
Well, of course! I told you I'd
take care of everything, didn't I?

Suddenly, RD runs up -

212 RAINBOW DASH 212
Twilight! I need you to say a trade
wasn't fair! Fast!

EXT. ARENA BOX SEATS - A LITTLE LATER

One of the BOX SEATS that line the arena has been redressed
as a royal court for the princess. Twilight sits in a high-
backed chair, like a judge. Rainbow Dash and the Daring Do
Collector face her, like the two sides in a trial. Fluttershy
(and the Orthros) sit behind the Collector.

An audience of ponies (including PINKIE) listens raptly, as
if they were in a courtroom gallery.

213 TWILIGHT 213
I've heard what you both have to
say. And I'm sorry, Rainbow Dash.
But my hooves are tied. You said it
was a fair trade.

214 RAINBOW DASH 214
Yeah, I said it. But I was wrong!
There's no way this trade can be
fair!

The crowd <GASPS>!

Twilight <BANGS> her gavel for order. The crowd quiets.

215 RAINBOW DASH (CONT'D) 215
Look, I'm not gonna lie: I did want
that book. A lot. It was worth more
to me than a pin, or a chalice, or
an antique chicken-

216 PINKIE PIE 216
What's an antique chicken?

Twilight BANGS her gavel at the interruption.

217 PINKIE PIE (CONT'D) 217
(sheepish) Sorry.

218 RAINBOW DASH 218
(continuing)...or an Orthros. I said
I wanted that book more than
anything in all of Equestria. And I
meant it. But there's no thing in
all of Equestria that's worth as
much to me as a friend. I mighta
forgotten that for a little bit,
but it's true. Which means there's
no way this trade can be fair!

219 DARING DO COLLECTOR 219
Oh, come on that's...the sweetest
thing I've ever heard! Trade's off!
The trade's off!

The crowd erupts in <CHEERS> The collector takes his Daring
Do book back. RD rushes at Fluttershy - and gives her a big,
happy hug - a hug that is quickly joined by the slobbering
Orthros.

220 TWILIGHT 220
And with that declare this trial -
and this year's Rainbow Falls
Traders Exchange - over!

She <BANGS> her gavel. The only person not on her hooves is
Pinkie, who has sat still the whole time.

221 PINKIE 221
Is it okay if I say something now?

222 TWILIGHT 222
Of course.

Pinkie leaps up and exclaims.

223 PINKIE 223
WOO-HOO!!

The crowd disperses. Follow some ponies as they walk off past...

EXT. THE COMIC BOOK STALL

Spike and the Comic Geek Pony are still frozen in their standoff.

224 SPIKE 224
We've been standing here for so long, the Exchange is over! It's now or never. Whattaya say we just trust each other and make the trade?

The Comic Geek laughs UNCONTROLLABLY.

225 COMIC GEEK PONY 225
<Laughs Maniacally> <Laughter turns to coughing>

The Comic Geek hits his chest a couple times to stop the coughing.

226 COMIC GEEK PONY (CONT'D) 226
Sorry. Something in my throat.
(re: Spike's offer))
What were you saying? Oh, yeah, that sounds good.

The Comic Geek carefully hands over his pristine comic at the same time that Spike does...

As soon as each snatches the comic out of the other's hand, they both plop down on the ground back to back and haphazardly rip open the comic bags and happily flip through their new comics.

227 SPIKE AND COMIC GEEK PONY
<contented SIGH>

INT. THE TRAIN BACK TO PONYVILLE- THAT NIGHT

Spike and the Mane Six all ride back to Ponyville. Sitting side by side, Rarity turns to AJ...

228 RARITY 228
You know, Applejack, it was so
silly, us arguing for so long about
who's the better friend. We almost
missed the whole Exchange!

229 APPLEJACK 229
I know. I feel plumb foolish about
it too.

230 RARITY 230
But... there was just enough time in
the end for me to take my half of
our trade goods and get you this.

She gives AJ a small pie tin.

231 RARITY (CONT'D) 231
I know it's not the pie tin you
were after. But I'm sure you'll
like it - it's the rustiest piece
of junk I could get.

AJ is obviously happy to have the tin. But she tells Rarity...

232 APPLEJACK 232
An' you think that makes you the
better friend? Well, I took my half
of our stash and got you this!

She gives Rarity a piece of jewelry.

233 APPLEJACK (CONT'D) 233
And I know you're a 'gonna love it -
cuz you already have a bunch a ones
that look exactly the same sittin'
in a drawer doing nothing!

234 RARITY 234
Ooohh.

Rarity obviously loves the jewelry.

235 APPLEJACK 235
So that should settle once and for
all which us is the better friend!

Rainbow Dash pops up from the seat behind them and gets in between the two.

236 RAINBOW DASH 236
Come on! You're both awesome
friends. You both gave up what you
wanted to do something for each
other. That's the coolest thing a
friend can do. Trust me, I know.

RD plops back down in her seat next to Fluttershy, who
smiles. Pinkie Pie leans in towards RD from across the aisle.

237 PINKIE PIE 237
You know, even if you didn't end up
with the book you wanted, you still
walked away with an Orthros! That's
so cool! Where is it?

238 RAINBOW DASH 238
Oh, I traded it for something way
better.

REVEAL Fluttershy happily playing with a little bird whistle.
She gives it <TOOT> and a bird flies in through the open
window and lands on her shoulder.

239 TWILIGHT (O.S.) 239
Well, what do you know! Look at
this!

Rainbow Dash turns and sees...Twilight (sitting next to
Pinkie), rummaging through one of her boxes of books.
Twilight levitates out a battered copy of DARING DO AND THE
SAPPHIRE STATUE.

240 TWILIGHT (CONT'D) 240
My copy of Daring Do and the
Sapphire Statue. It's just a beat
up old paperback, not a one-of-a-
kind first edition...

Twi levitates it over to Rainbow Dash, who grabs it eagerly.

241 RAINBOW DASH 241
Even better! Because I can read
this one with ALL my friends.

As RD snuggles up to dive into the book with Fluttershy.

242 RAINBOW DASH (O.S.) (~~242~~-LAP) (CONT'D)
And that's the thing I'll always
remember about the Traders
Exchange...

DISSOLVE TO:

INT. RAINBOW DASH'S HOUSE - LATER

Rainbow Dash makes an entry in the JOURNAL OF THE TWO SISTERS...

243 RAINBOW DASH 243
There were hundreds of ponies
trading everything from diamonds to
dog collars. But no matter what any
other pony traded for, no pony
walked out of there with anything
more valuable than me...

As she says this, we CROSS DISSOLVE to the other ponies:

Rarity happily taking the new jewel AJ got her - and putting
it next to several IDENTICAL JEWELS...

AJ pulling a pie out of the oven in her new (old) pie tin...

Pinkie and Twilight reading her books by the light of Twi's
horn (as Spike nuzzles nearby with his new comic)...

Fluttershy blowing her bird whistle - and instantly being
covered with dozens of birds...

244 RAINBOW DASH (CONT'D) 244
...cuz I left with my friends!

And on that note, we are at...

THE END