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MY LITTLE PONY IV
"Untitled/Twilight's Kingdom"
Episode 425/426
Written by: Meghan McCarthy

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TEASER**1) EXT. CRYSTAL EMPIRE – ESTABLISHING****2) INT. CRYSTAL EMPIRE CASTLE – SOON AFTER**

TWILIGHT ascends a staircase with SPIKE and we learn that Twilight is in the Crystal Empire to help greet some visiting dignitaries who are meeting with Princess Cadance, Princess Celestia, and Princess Luna. Spike is excited he gets to tag along, and not just because he's so beloved by the citizens of the Empire. Alas, Twilight isn't sharing his enthusiasm. Lately she's been starting to feel like her role as a Princess doesn't equate to very much. Spike insists that Twilight is being ridiculous. She's got a super important role in Equestria now that she's a Princess.

A moment later, trumpets sound and Princess Twilight heads outside to a balcony. A CRYSTAL EMPIRE GUARD announces the arrival of the DIGNITARIES. Twilight smiles and waves as they pass by down below. She then uses her magic to unfurl a banner from the balcony that depicts the crest of the dignitaries' homeland. The dignitaries enter the castle and are met by Cadance, Luna, and Celestia. Her job done, Twilight heads back inside to Spike. "That was it?! Princess Cadance had you come all the way to the Crystal Empire just to smile and wave?!" Spike exclaims. Twilight slumps. "I mean, whoah, really regal!" Spike quickly adds with a nervous laugh. Twilight just <SIGHS> as we...

END TEASER

MAIN TITLES

ACT I**3) INT. CRYSTAL CASTLE – LATER**

Twilight stands outside a pair of closed doors. A moment later, PRINCESS CADANCE, PRINCESS LUNA, and PRINCESS CELESTIA emerge with the dignitaries. The dignitaries bow to Twilight and the other Princesses before departing. Twilight asks Cadance if there is anything else she can do to assist with the dignitaries' visit and is disheartened to learn that the visit is already over. Their business has concluded and they are heading back home.

Princess Cadance can read her sister-in-law's disappointment and asks her if everything is okay. Princess Twilight wonders why she even needed to come if all she was going to do was unfurl a banner. Couldn't one of the members of the Crystal Guard have done that? Princess Celestia informs Twilight that having all four of the princesses present makes the dignitaries feel like their visit is considered a very important one. "Plus," Princess Cadance adds with a smile, "It gives me an opportunity to see my favorite sister-in-law."

Twilight appreciates spending time with Cadance (and Luna and Celestia) but nervously voices the POV that she's feeling a little funny about the whole Princess business. Princess Cadance, Princess Luna, and Princess Celestia all seem to have important roles in Equestria – protecting the Crystal Empire, raising the moon, raising the sun – what exactly is it that Princess Twilight is meant to do? What kind of Princess is she supposed to be exactly?

Princess Twilight begins to sing a SONG about her concern that she's got her wings but hasn't been given a chance to really soar. Princess Cadance joins in and SINGS that she understands Twilight's concerns because for a long time she too wasn't sure what kind of Princess she was meant to be. Princess Luna and Princess Celestia join in and assure Twilight that her time to shine as a Princess will come soon enough. The SONG ENDS and Twilight agrees that she has to be patient. Her time will come.

3) EXT. CRYSTAL EMPIRE – LATER

The sun begins to set and the moon begins to rise.

4) INT. CRYSTAL EMPIRE CASTLE – AT THE SAME TIME

Princess Twilight stares out a bedroom window as dusk turns to dark. In the distance she can see the Crystal Heart. "Someday," Twilight says quietly to herself.

DISSOLVE TO:

4) EXT. ANOTHER PART OF EQUESTRIA – NIGHT

There is a dreamy haze to the scene. A UNICORN walks down an empty street, using its magic to carry a small box in front of him. He turns a corner and runs into a frail CLOAKED FIGURE. We can just make out its black hooves, but its face is hidden in shadow. Startled, the unicorn accidentally drops his package. The unicorn apologizes, but gets no response from the cloaked figure. As the unicorn starts to use its magic to retrieve his package, a RED LIGHT shines out from under the shadowy figure's cloak.

The red light connects with the PURPLE MAGIC coming from the unicorn's horn, pulling it toward the cloaked figure. The purple magic disappears into the cloak and the creature wearing it appears to grow just a bit larger. "My magic," the unicorn says weakly. As the figure continues to steal the unicorn's magic the unicorn's CUTIE MARK slowly FADES AWAY. The unicorn slumps to the ground. "Thank you for your generous donation," the cloaked figure says as he steps around the dazed and confused unicorn.

The cloaked figure lets out a sinister laugh and, as he continues down the street, the haze suddenly fills the screen. The cloaked figure can no longer be seen, but his sinister laugh continues through:

5) INT. CRYSTAL EMPIRE CASTLE – AT THE SAME TIME

Princess Celestia awakens with a start. A moment later Princess Luna enters. "I've just had the most terrible dream," Princess Celestia confides in her sister. "I know," Princess Luna replies, "Why do you think I'm here?" she adds. Princess Celestia asks Princess Luna if she thinks there is anything to her dream. "You are not like the others when you sleep. It was not a dream you had, but a premonition," Luna answers. "Tirek has found a way to escape Tartarus. He is weak, but he walks among us," Princess Luna adds gravely. Princess Celestia quickly rises from her bed. "Then we haven't much time. The stronger he becomes, the more we are all in danger." Off Princess Celestia's concerned look we...

END ACT I

ACT II

7) INT. CANTERLOT CASTLE – SOON AFTER

Princess Luna looks on as Princess Celestia gives Cadance and Twilight the details about Tirek. Many, many moons ago he was caught stealing magic in Equestria and was locked away in Tartarus. Her dream has left her fairly certain that Tirek has found a way to escape. Princess Luna suggests that it may have happened when the Cerberus who guards its gates ran off. Princess Twilight has a pretty good recollection of this event. (See Episode 220: It's About Time) His time in Tartarus left Tirek very weak, but since his escape, he must have regained enough strength to start stealing magic again. With each passing moment he is certainly stripping unicorns in Equestria of their magic and growing stronger still.

Cadance suggests that she knows just the Princess who could deal with this kind of threat. She looks to Twilight who quickly offers to step up and be the one to do something about Tirek. Unfortunately for Twilight, Celestia has other plans. She reveals that she's turning to someone else to assist in this matter. Twilight's jaw drops as Princess Celestia informs her that she is turning to none other than --- Discord.

OVER THIS we HEAR Twilight's friends reply with a shocked, "DISCORD?!"

8) EXT. PONYVILLE – DAY

RAINBOW DASH, PINKIE PIE, APPLEJACK, RARITY, and Spike stare at Twilight in disbelief. FLUTTERSHY is there as well but looks less surprised. "Discord? As in, Discord, Discord?" says a slack-jawed Applejack. Fluttershy comments that she doesn't find it so surprising that Princess Celestia would ask for his help. "He can be very helpful," she adds. The others shoot her looks – she can't be serious.

Twilight informs her friends that according to Princess Celestia, Discord's magic allows him to sense when there is a magical imbalance in Equestria. That's why she wanted him to be reformed, so that if she someday needed that kind of magic, Discord would be willing to use it for good. Discord will be able to track down Tirek and because Tirek is still weak, bring him back to Canterlot so that Princess Celestia and Princess Luna can deal with him and send him back to Tartarus.

"So what are you supposed to do in the meantime?" Applejack asks Twilight. Her friends interject and make suggestions, but Twilight cuts them off. "Nothing," Twilight responds with a sigh, "Absolutely nothing. Unless, of course, one of you needs me to smile and wave," Twilight says glumly. "Oooh! Oooh! I want you to smile and wave!" Pinkie Pie enthuses. Twilight tells Pinkie Pie she was only joking, but it was a joke her friends wouldn't really understand. Twilight tells the others that she's headed to the Castle of the Two Sisters to do some reading in the library there. Rainbow Dash asks if she wants some company. The rest of Twilight's friends tell her that they are free to go with her as well. "I could use a little company right now," Twilight answers.

9) EXT. CASTLE OF THE TWO SISTERS – SOON AFTER

Twilight and her friends arrive at the castle, stopping for a moment to look down at the Tree of Harmony. Rainbow Dash comments that sometimes she still can't believe that they got rid of the Elements of Harmony, but Rarity reminds her that it had to be done. The three look back up to find Discord floating in front of them, thumbing through copy of the Journal of the Two Sisters. It becomes very clear, very quickly that he's there to rub it in that Celestia has chosen him instead of Twilight to thwart the latest Equestrian crisis. "Maybe they should make me a Princess," he suggests.

Discord notes the chest in front of the Tree of Harmony. Discord expresses his disbelief that Twilight hasn't opened it yet. The Tree of Harmony has given her something that is clearly magical and obviously tied to her destiny and Twilight hasn't figured out what's inside yet? How can Twilight expect Celestia to turn to her for assistance when completing such a simple task as opening a chest has evaded her? Twilight replies that she hasn't put that much time into trying to open it. "Pity. Perhaps if you had, you would have found something that would help you prove that you deserve your royal status," Discord replies. "As it stands now, you simply have wings and a crown. Anyone can slap on a pair of those," he adds, suddenly wearing a giant crown and ridiculously over-sized wings. "Look at me! I'm an Alicorn Princess," he proclaims. Rainbow Dash knocks the crown off his head with one of her wings. Fluttershy admonishes him for teasing his friend Twilight.

Discord informs Fluttershy that he's just trying to be a good friend to Twilight and help her. But if she doesn't want his help, he'll happily depart to take care of his "other important business."

Discord disappears into thin air, but suddenly returns and tosses the Journal of the Two Sisters at Twilight, noting that he's bookmarked a few of the "more interesting passages". "See you later, *friend*," Discord says. "We are still friends, aren't we? Even though Princess Celestia has given me such an important job and has you just hanging out here in Ponyville?" he adds. "What's wrong with hangin' out in Ponyville?" Applejack replies defensively.

"Nothing at all," Discord replies with a smile. "I'm sure there are plenty of times when the other princess wished they could lead simpler lives without bothersome Empires and Kingdoms and Dream Worlds to look after," he adds, pointedly. "Don't you have a creepy magic-stealing villain to track down?" Pinkie Pie asks with a snarl. "Indeed, I do," Discord responds, then disappears once again, but not before asking Fluttershy if they are still on for tea later. "Of course," Fluttershy responds.

Applejack and Rainbow Dash comment on how the "reformed" Discord is almost as obnoxious as the "before he was reformed" Discord. Rarity wholeheartedly agrees. But Twilight tells them that even though that may be so, he is right about one thing. Twilight needs to find out what is inside that chest.

10) INT. LIBRARY OF THE TWO SISTERS – SOON AFTER

Twilight tells her friends that she's read every book in the place but perhaps she overlooked a clue of some kind. There must be something in the library that can help them figure out how to open the chest. Pinkie Pie produces a lead pipe. "Like this lead pipe?" she asks. "No," Twilight replies. "Why is there a lead pipe in the library?" Fluttershy asks. Pinkie Pie tells her friends that she brought it in case anyone wanted to play a who-dunnit game. She also brought a candlestick, a rope, and a wrench.

Twilight tells Pinkie that they should probably skip the game. They need to figure out where the 6 keys to the chest are and one of the books in this library must offer up something that would guide them to their location. As she says this, she moves aside the Journal of the Two Sisters so she can pick up another book that is underneath it.

11) EXT. ANOTHER PART OF EQUESTRIA – AT THE SAME TIME

The cloaked figure, now much bigger than before, drains the magic from a unicorn. Its Cutie Mark disappears. The cloaked figure grows bigger still and the hood of his cloak slips off to reveal the two-horned face of Tirek. He turns to seek out another unicorn but instead comes face to face with Discord. Tirek tries to fire some magic at Discord but Discord is able to deflect it. Discord informs Tirek that he is going to bring him back to Celestia so that he can be sent back to Tartarus where he belongs.

Tirek is surprised to hear that Discord is working for Celestia. Aren't she and her sister the ones who once turned him to stone? Discord agrees it's strange, but he has "friends" now and if he were to go against Celestia and not bring Tirek in, he would lose them.

Tirek suggests Discord strike up a friendship with him instead. One that will be far more meaningful than any friendships he has with "weak little ponies". Tirek promises that if they join forces, they'll both attain infinite power. No one will be able to stop them from bending Unicorn, Pegasus, and Earth Pony alike to their will. Imagine how much "chaos" they can cause. He offers Discord the LEAF-SHAPED CLASP from his cloak as a sign of friendship and goodwill. Discord considers his offer.

END ACT II

ACT III

12) INT. CASTLE OF THE TWO SISTERS – LATER

Twilight and her friends have just about given up their search through the library's books when Twilight picks up the Journal of the Two Sisters. Her expression brightens as she scans its pages. Flipping to the ones that have been "bookmarked" by Discord. She slams it shut, startling her friends. She apologizes, and then reveals that she thinks she's found something.

Reading the Journal, she's discovered that each of her friends had a moment where they struggled to live up to their Element of Harmony, but when they ultimately embraced it, they received something from someone whose life they changed by doing so. She RECAPS the moment when each of them received their object in the previous "key episodes" and we quickly FLASHBACK to those moments. Rarity points out that the objects aren't keys. Hers, for instance was a spool of thread.

Twilight admits that it sounds crazy, but maybe if they brought the objects to the Castle, and Twilight took a closer look at them, they would provide further clues as to the locations of the keys. "The chest is connected to the Tree of Harmony, the Tree is connected to the Elements, and the Elements are connected to all of us. There must be a connection," Twilight insists. "I hate to admit it," Twilight adds, eyeing the bookmarked pages of the Journal, "But I think maybe Discord was trying to be a good friend."

13) EXT. CASTLE OF THE TWO SISTERS – TREE OF HARMONY

Pinkie Pie, Rarity, Rainbow Dash, Applejack, and Fluttershy have retrieved their objects and stand with Twilight and Spike by the chest. Twilight examines the objects but Rarity was right, they certainly don't look like keys. Pinkie Pie tries to shove the rubber chicken in one of the keyholes. Twilight and the others protest, but when the rubber chicken comes into contact with the chest it magically turns into an actual key that goes into the lock. The others follow suit with their objects that also turn into keys.

But there is one key notably missing, Twilight's key that represents the Element of Magic. Twilight is clearly disappointed that she's the reason the chest still can't be opened, but has little time to dwell on it as she receives an urgent message from Celestia. She is needed in Canterlot at once.

14) INT. CANTERLOT CASTLE – LATER

Twilight meets with Celestia, Luna, and Cadance. Celestia tells her that magic continues to disappear throughout Equestria. She shows flashes of different parts of Equestria and unicorns that walk around in a daze. They no longer have magic nor their Cutie Marks.

She informs Twilight that Tirek has grown strong enough that he has now set his sights on Pegasus as well, using his magic to strip them of their ability to fly. She shows Twilight images of grounded Pegasi who are also missing their Cutie Marks. "Earth Ponies are not safe either," she continues, as she shows Twilight images of weakened blank flanked Earth Ponies. Twilight is confused. How can this be happening? Shouldn't Discord have found Tirek by now and brought him to Canterlot?

Princess Celestia reluctantly admits that perhaps she put too much trust in Discord and the effect that friendship had upon him. Discord has betrayed the ponies of Equestria and joined forces with Tirek. Once Tirek feels he has gathered enough magic to overcome the princesses should they try to stand up against him, he will surely be coming to steal their magic as well. Cue DRAMATIC MUSIC STING!

END PART I

PART II

ACT IV**15) INT. CANTERLOT CASTLE – SOON AFTER**

Twilight reacts with shock as Celestia tells her that she, Luna, and Cadance have decided to transfer their magic to Twilight to keep it safe from Tirek. By the time he comes for them, they fear he will have grown so strong that they will not be able to fight him off. He will steal their magic and become so powerful that nothing will be able to stop him. The Princesses' magic combined with his own will enable him to absorb the remaining magic in Equestria and all ponies will lose their magic, wings, and strength. They will all become blank flanks and but shells of who they once were.

Celestia is certain that Tirek won't suspect that a Princess as new as Twilight would be entrusted with such great power. Twilight must keep the fact that she has "powered up" a secret from everyone, including her friends. She can't risk word of her new abilities getting back to Tirek before she has gotten an opportunity to practice wielding this great magic. Should Tirek come for Twilight, she must be able to keep him at bay, giving the other princesses more time to figure out a way to send him back to Tartarus. Twilight asks if Discord will sense this change in the magical balance of Equestria. Celestia informs her that their hope is that if he does, he will assume this imbalance is a result of Tirek's increasing power, and not the transfer of their magic to Twilight.

Twilight is nervous to take on this challenge, but then remembers that her element is Magic -- to reject this task would be to turn her back on magic, just as her friends turned their backs on their elements. It was by embracing them that they got their "keys" to the chest. Twilight agrees to accept the other Princesses' magic and in flash of blinding white light they transfer it to her.

DISSOLVE TO:

16) EXT. PONYVILLE – ESTABLISHING - NIGHT**17) INT. GOLDEN OAK LIBRARY – CONTINUOUS**

Twilight enters to find a sleeping Spike who wakes up and expresses his surprise that the sun isn't up yet. He was sure it was morning. Twilight realizes that it is now up to her to lower the moon and raise the sun. She encourages Spike to go back to sleep and then turns her attention to the night sky.

18) EXT. CRYSTAL EMPIRE CASTLE – AT THE SAME TIME

Shining Armor looks up as the sun shakily rises in the sky and the moon suddenly plummets. Shining Armor looks down to find Tirek and Discord standing in front of him. Tirek is even bigger than the last time we saw him. He easily strips Shining Armor of his magic and his Cutie Mark before entering the castle.

19) INT. CRYSTAL EMPIRE CASTLE – A MOMENT LATER

Tirek confronts Princess Cadance. He is shocked when he goes to steal her magic and finds that there is nothing to steal. Cadance admonishes Discord for betraying his friends, especially Fluttershy, but Discord informs her that he doesn't need pony friends. Not when he has a friend like Tirek who has so much more to offer him.

21) EXT. GOLDEN OAK LIBRARY – AT THE SAME TIME

Twilight exits the library headed to the Castle of the Two Sisters. Spike comes rushing out the door telling Twilight that he is coming with her. He knows how important it is to her to get her key

and wants to help her figure out how to do so. Twilight tells Spike she can handle it on her own. "Come on, Twilight, you always need your buddy, Spike," he says with a smile. "Not this time," Twilight replies.

Twilight spreads her wings and takes off into the sky. She soon realizes that it isn't just her magic that has grown stronger. Her wings are more powerful as well. She zooms into the sky so fast that she loses control.

22) EXT. SKY/EXT. PONYVILLE TOWN SQUARE – CONTINUOUS

Twilight is zipping back and forth across the sky, her wings flapping like crazy. She zooms by a confused Rainbow Dash who races after her.

Down below, Applejack, Fluttershy, Pinkie Pie, and Rarity have gathered and stare up in disbelief as a now panicking Twilight continues to zoom around with Rainbow Dash racing after her.

It takes everything Rainbow Dash has got to finally catch up with her friend. Rainbow Dash grabs hold of Twilight's tail, stops her in mid-air, and pulls her safely to...

23) EXT. PONYVILLE TOWN SQUARE - CONTINUOUS

Applejack, Fluttershy, Pinkie Pie, and Rarity rush over to their friends and ask Twilight if she is okay. Twilight insists that she is perfectly fine. Rainbow Dash asks Twilight when she learned to fly with that kind of speed. Twilight tries to cover, insisting that she wasn't going that fast. "If anypony knows fast, it's me. That was fast!" Rainbow Dash replies. Twilight tells her friend that it was just a fluke and that everything is fine now. She's headed to the Castle of the Two Sisters and will see them later. Her friends start to tag along, and are surprised when Twilight tells them she'd rather be alone.

24) INT. CANTERLOT CASTLE – AT THE SAME TIME

Tirek confronts Celestia and Luna, eager to steal their magic. Once again, he is shocked to discover that they have no magic for him to steal. He is enraged but then proclaims that it doesn't matter. By getting rid of their magic, Celestia and Luna have done the work for him and are now powerless to stop him from continuing his quest to steal the magic of every unicorn in Canterlot, strip every Pegasus in Canterlot of their ability to fly, and consume the strength of every Earth Pony in the capital. Soon every pony in Equestria will bow to his will and it will be perfect. "Our will, you mean?" Discord interjects. "Yes, of course. To our will," Tirek replies not all that convincingly.

25) EXT. CASTLE OF THE TWO SISTERS – SOON AFTER

Twilight works on controlling her "super magic" without much success. She tries to focus and make a large rock levitate but ends up uprooting an enormous nearby tree instead. She gets frustrated and complains aloud that this is too much magic for her. She never should have agreed to accept it. But when she sees the chest, she is reminded that embracing her ELEMENT of MAGIC is the only way she is going to eventually get her key so the chest can be opened. It must play some role in all of this. She resumes her efforts to control it.

26) INT. CANTERLOT CASTLE – AT THE SAME TIME

Discord's body shivers, reacting to something unseen. He looks to Tirek who sits upon Princess Celestia's throne, pleased with himself. He's taken over for Equestria's royalty without really trying. Imagine what he can do with a little effort. Discord casually points out that news must not get down to Tartarus. If so, Tirek would know that Cadance, Celestia, and Luna aren't the only

Princesses in Equestria. "There is another?" Tirek asks, angrily. "And you didn't think to mention it sooner?" he roars. "Must have slipped my mind," Discord replies.

Now aware of Princess Twilight's existence and location, Tirek proclaims that he and Discord should depart at once for Ponyville. He can't risk the remaining Equestrian Princess trying to interfere with his plans. "I'm coming for you, Princess Twilight," Tirek says with a sinister smile. His horns glow red and he laughs a maniacal laugh.

ACT IV

27) INT. FLUTTERSHY'S COTTAGE – SOON AFTER

Spike, Rarity, Applejack, Rainbow Dash, Pinkie Pie, and Fluttershy have gathered in the cottage to discuss the change in Twilight. What is going on with her and why is she pushing them away? Just then, there is a knock at the door. Fluttershy opens it eagerly, hoping it is Twilight. Everyone is shocked to see Discord standing there with a guilty look on his face. "Might I come in?" he asks. "No!" everyone but Fluttershy shouts. They all react as Fluttershy ushers Discord inside. He quickly closes the door behind him.

Discord tells them he's so glad to have found them all here together and apologizes profusely for betraying his friends, especially his dear, dear friend Fluttershy. He doesn't have a clue what came over him or why he made such a terrible mistake. "Where is Tirek?" Rainbow Dash asks. "I don't have the faintest idea," Discord responds. "When I told him I didn't want to be a part of his plan we went our separate ways," he says.

28) EXT. PONYVILLE – AT THE SAME TIME

Tirek moves through Ponyville, stealing magic and strength from its citizens and growing even more powerful. Everyone runs in fear, screaming.

29) INT. FLUTTERSHY'S COTTAGE - AT THE SAME TIME

Spike and the ponies react to the sound of screams, knowing what they must mean. They move for the door but Discord stops them. "There is nothing you can do," Discord says with a sinister smile. "He is too strong. And once he steals Princess Twilight's magic, we will be unstoppable," he adds. Fluttershy is devastated to be confronted by Discord's betrayal. She tries to reason with Discord. He has to help them stop Tirek. He has to help his true friends. For a moment it seems as if Discord is moved by Fluttershy's pleas. But with a snap of his clawed fingers, reveals that he is not. SMASH CUT TO:

30) EXT. SKY ABOVE PONYVILLE - SECONDS LATER

Spike, Fluttershy, Rainbow Dash, Applejack, Pinkie Pie, and Rarity are trapped in a Phantom Zone-like floating prison above Ponyville. They look down in horror to see Discord pow-wowing with Tirek.

31) EXT. PONYVILLE – AT THE SAME TIME

Tirek congratulates Discord on rounding up Twilight's friends so easily. "You really think she'd do anything for them?" Tirek asks. "Absolutely," Discord responds confidently. "You will soon have her magic, Tirek, and when you do there will not be a Pegasus, Earth Pony, or Unicorn who will be able to stand against us," he adds. "Us?" Tirek says, his horns glowing red, "Who said anything about us?" And with that said, he strips Discord of his magic. "I thought we were friends!" Discord pleads. "Who needs friends when you have ultimate power," Tirek responds as he sends Discord off to join Twilight's friends in the sky prison.

Just then, Twilight flies onto the scene, firing a blast of magic at Tirek. He dodges it with a grin. "Princess Twilight! So glad you could make it. You have something I need," Tirek says as his horns glow red.

Twilight and Tirek proceed to engage in an EPIC MAGICAL BATTLE as Discord and Twilight's friends look on from their magical prison in the sky. Twilight powers up to unleash a powerful blast toward Tirek, but instead unleashes a sonic wave that fries the Golden Oak Library and turns it to ash. Twilight reacts in horror, and then sets her sights back on Tirek. Twilight and Tirek fire wave upon wave of magical blast at one another, but they are too evenly matched.

Tirek comments that it appears the two are at an impasse. He does not have the magic to defeat her and she does not have enough control of her magic to defeat him. Her friends will remain trapped forever and there is nothing she can do about it. Unless, of course, she's willing to trade that magic for her friends release. Twilight considers this as we...

END ACT V

ACT VI

32) EXT. PONYVILLE – CONTINUOUS

Twilight's friends plead with her not to accept Tirek's offer. She's the Element of Magic. She can't turn her back on her Element. Twilight looks at her imprisoned friends, then back at Tirek. Suddenly, her EPIPHANY RAINBOW swirls around her. "It's a deal," Twilight tells Tirek. Tirek smiles and looks up at Discord. "You were right, Discord, she will do anything for her friends," he says. "The desire for friendship is weakness I am so lucky not to have," he adds.

Twilight tells Tirek that she has two conditions: "Before I give you my magic in exchange for my friends, I am going to use it to create a shield around them so that you cannot harm them once my magic is yours." Tirek agrees to allow her to do this. "And I want you to release Discord as well," she adds. Discord is as shocked to hear this as Twilight's friends.

Twilight and Tirek stand opposite one another and as her magic travels from her horn to his horns, her friends are released and appear around her. Tirek grows even larger in size until he towers over them all.

Twilight's friends all embrace her but admonish her for doing what she's done. Twilight explains that she knew she was being tested and that she had to embrace her Element. Rarity responds that this doesn't make sense, Twilight's Element is Magic and she's given that away. Twilight explains that her Element is Magic. "But it is the Magic that is more powerful than all others, the Magic of Friendship."

Discord apologizes for his betrayal and thanks Twilight for her friendship. He will never turn his back on his friends again. He offers Twilight the CLASP Tirek had given him. Fluttershy lets out a little gasp. "Is that what I think it is?" she asks. "There's only one way to find out," Twilight replies. With her friends behind her, she races toward the Everfree Forest.

33) EXT. CASTLE OF THE TWO SISTERS – A MOMENT LATER

Twilight and her friends arrive at the chest. Twilight places the clasp next to it and it transforms into her key. "I'm not sure what's inside, but it takes all of us to unlock it," she says, inserting her key into the final lock. "Together. I think we have to do this together," she tells her friends. They gather around the chest and all turn their keys...

PHZAMMMM!! The chest BURSTS OPEN and out of it shoots 6 BEAMS OF LIGHT that match the colors of our Mane 6. The beams travel through their respective pastel pony and then swirl around them, lifting them up into the sky above the Everfree Forest.

34) EXT. PONYVILLE – AT THE SAME TIME

Tirek turns and his eyes go wide as the beams combine to make an enormous EPIPHANY RAINBOW that encircles him. He is powerless against it and grows weak and shriveled as it strips him of all the magic that he has stolen across Equestria.

The rainbow then swirls around Twilight and her friends and suddenly... each of them is TELEPORTED to a different part of Equestria.

35) EXT. EQUESTRIA – VARIOUS

PASTEL LIGHT shoots out of a powered up Fluttershy, Rainbow Dash, Applejack, and Rarity and restores magic, flight, and strength to Unicorns, Pegasi, and Earth Ponies across the land, including Canterlot and the Crystal Empire where Cadance, Luna, and Celestia find their magic restored as well.

A FLASH of WHITE LIGHT brings us back to...

36) EXT. CASTLE OF THE TWO SISTERS

Where the Six friends are reunited. They continue to float in the air and suddenly, their pastel light combines and their rainbow swirls around the Castle of the Two Sisters, lifting it into the air and TRANSFORMING it into a beautiful CASTLE IN THE SKY.

Another FLASH of WHITE LIGHT and Twilight and her friends are returned to the ground. They stare up at the Castle in amazement. "Whose castle is that?" asks a stunned Twilight. OVER this we HEAR Celestia's voice: "It is yours Princess Twilight."

37) INT. CASTLE IN THE SKY – DAY

Twilight and her friends, including Spike and Discord, follow Celestia, Luna, and Cadance down a hallway. "You have been wondering what role in Equestria you are meant to serve and by unlocking the chest, you have discovered it," she explains. "You are the Princess of Friendship. And you must insure that the Magic of Friendship is spread across all of Equestria," she adds.

"But it took all of us to unlock the chest," Twilight replies. "All of us had to earn a key," she adds. (Perhaps the Mane 6 are now all wearing their keys around their necks.) "And that is why you will not take on this task alone, Princess Twilight," Celestia replies, using her magic to open a pair of doors to reveal a throne room. At its center is a throne with Twilight's Cutie Mark. It is flanked on either side by thrones bearing the Cutie Marks of Applejack, Rarity, Rainbow Dash, Pinkie Pie, and Fluttershy. There is also a smaller throne with what appears to be the imprint of dragon's claw upon it.

"Tirek believed that a perfect Equestria could only come from bending others to his will, but all of you know that it is by setting a good example for others to follow that true greatness can be achieved," Princess Celestia tells them.

Twilight and her friends smile and move in for a group hug. Discord suddenly pulls away. "Hey! Where's my throne?" he asks. "I don't think you're quite there yet," Fluttershy says gently. "I suppose not," Discord replies.

Pinkie Pie then exclaims: "I don't know about you gals, but I think this calls for a... PARTY!!"

Streamers suddenly fill the air and we are now in...

38) INT. CASTLE – LATER

A huge party is in full swing. MUSIC UP as Twilight sings a REPRISE of the song from Part One. Only this time she rejoices that she's got her wings, she's got her friends, and she's be given a chance to soar.

THE END