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MY LITTLE PONY IV
"Bats!"
Episode 411
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Polish draft: October 26, 2012

2nd Draft: October 17, 2012

1st Draft: Sept 19, 2012

Outline: July 30, 2012

Premise: July 17, 2012

TEASER

EXT. SWEET APPLE ACRES - DAWN

Applejack stands in front of her orchard in the dark

1 APPLEJACK
Any minute now...

The sun creeps over the horizon. In the distance, a ROOSTER <SFX: CROWS.>

Applejack leaps high in the air and rears up in excitement.

3 APPLEJACK (CONT'D)
Yee-haw! It's officially apple bucking day!

She gallops toward her orchard and down a row of apple trees.

4 APPLEJACK (CONT'D)
Look at all those apples! Ripe and juicy. Perfect for bucking!

AJ approaches the first tree in the row and gives it a good, swift kick.

IN SLO-MOTION, the shiny red apples come falling out of the tree.

ON AJ'S SMILING FACE as the apples fall all around her. She's in apple nirvana.

ON THE APPLES as they hit the ground and in SLO-MO crack in half.

5 APPLEJACK (CONT'D)
What the heck is going on?

Mortified, AJ bends over to take a closer look.

ON APPLE - it's innards shrivelled, as if all the juice inside had been sucked out.

Applejack's eyes grow wide.

6 APPLEJACK (CONT'D)
The Vampire Fruit Bats. They're back!

END TEASER

ACT ONE

EXT. SWEET APPLE ACRES - A LITTLE LATER

Twilight, Spike, Rarity, Rainbow Dash, Fluttershy, and Pinkie Pie are gathered around an upset Applejack who paces back and forth in front of her friends.

7 APPLEJACK (CONT'D)
Attention! This is a Sweet Apple Acres code red. I need all hooves...
(noting Spike)
...and claws on deck.

8 RARITY
Calm down, Applejack.

9 APPLEJACK
Calm down?! How can I be calm at a time like this? Vampire Fruit Bats are attacking Sweet Apple Acres! Look!

AJ points to the ground where dozens of apple cores lay scattered around.

10 TWILIGHT
But I thought the fruit bats usually stayed put in the West Orchard.

11 APPLEJACK
The <u>fruit</u> bats do, but these aren't just your every day ordinary fruit bats. They're VAMPIRE fruit bats. Come around once every 20 moons or so to wreak havoc.
(then)
I'll be durned if they think they're gonna sink their fangs into my blue ribbon apple.

AJ unveils a GIANT APPLE, hidden underneath a canvas sheet.

11A PONIES
<AMAZEMENT WALLA>

11B APPLEJACK
This here's our entry into the Appaloosa State Fair's Produce Competition. A competition mind you that Sweet Apple Acres has won every year since its inception. *
(MORE)

APPLEJACK (CONT'D)
You know how much TLC goes into gettin' an apple to grow like this?

11C RARITY
Applejack, when you go big, you really go big.

11D APPLEJACK
Them Vampire Bats want to shrivel it up like a raisin.

AJ re-covers the giant apple with her canvas sheet and takes a defensive stance in front of it.

11E FLUTTERSHY
I'm sure if we just let them know how special that particular apple is to you, they'll leave it alone.

11F APPLEJACK
Yeah, right. Be my guest.

She gestures to a nearby tree. Fluttershy slowly approaches it. She looks up into the tree. We hear <STRANGE SLURPING * NOISES> coming from its branches. *

11G FLUTTERSHY
Um, excuse me, Mr. Vampire Bat. *

She quickly steps aside as a half-drained apple drops from * the tree and hits the ground where she once stood. Her gaze * returns to the unseen Vampire Fruit Bat in the tree. *

FLUTTERSHY (CONT'D) *
We were just wondering if, maybe, you wouldn't mind leaving that really big apple alone?

We hear O.S. crazed <SNARLING NOISES>. Fluttershy returns to * her friends.

11H APPLEJACK
Well, what did he say?

11I FLUTTERSHY
Um, "yes".

Applejack reacts to the good news.

11J FLUTTERSHY (CONT'D)
...but it could have been "no".

Applejack reacts to the bad news.

11K FLUTTERSHY (CONT'D)
This is the first Vampire Fruit Bat I've ever met and... well, it might take some time for me to really understand their language.

11L APPLEJACK
Uh-huh. And in the meantime this pest and his vermin friends are gonna go after my prized apple, and while they're at it every other apple in the orchard. These Vampire Bats are nothin' but a bunch of monsters.

11M FLUTTERSHY
Monsters? That's a bit harsh, don't you think?

11N APPLEJACK
No, I do not.

MUSIC UP as we DISSOLVE TO:

EXT. SWEET APPLE ACRES - VARIOUS

When AJ sings, all the other ponies follow her around, hanging on her every word. When Fluttershy sings, they immediately turn their attention to her.

11O APPLEJACK (CONT'D)
Those vampire bats will give you a fright/Eating apples both day <u>and</u> night/They rest for a minute, maybe three/Then they're eatin' every apple in your apple tree

WE SEE a VISION of a scary, horrifying looking bat in a thought bubble above AJ's head.

11P APPLEJACK (CONT'D)
They don't care about nada, not a thing no, nothin'/ but bringin' about an orchard's destruction.

11Q FLUTTERSHY
Now wait a minute there's another side to this/If I did not defend them I'd be remiss/ These bats are mamas and papas too/and they care for their young just like ponies do

FLUTTERSHY's VISION appears in a thought bubble above her head. With a happy, pastel-colored background, a super cute bat wraps its wings around two smaller bats.

As AJ and FS continue to sing, their THOUGHT BUBBLE VISIONS for the bats, follows them around the orchard.

11R APPLEJACK
Oh give me a break. You're being too kind/To creatures who have a one track mind/The orchard is not their restaurant/But do they ever think of what others may want?/No, they don't. And that's a fact/These Bats they just don't know how to act.

11S FLUTTERSHY
I don't believe that's entirely true./They are loyal to each other Through and through/

11T APPLEJACK
They're big and ugly and mean as sin/And look at the trouble my trees are in

She gestures to the broken and drooping branches of her trees.

11U FLUTTERSHY
But they help spread seeds both far and wide

11V APPLEJACK
You see one comin' you'd better run and hide.

11W FLUTTERSHY
At their feeding ground, they sing as one

11X APPLEJACK
If you call that singing, I'm a son of a gun

<SFX: BAT SCREECH>

11Y FLUTTERSHY
They help apple trees to grow stronger and faster

11Z APPLEJACK
They've turned my life
into a total disaster.

On the last verse, the other ponies surround AJ, clearly on her side.

11[RARITY
Well I for one don't have a doubt/
these vermin must be stamped right
out

11\ RAINBOW DASH
I'll second that they've got to go/
These bats have got to hit the
road...

This time all, the ponies, except Fluttershy, join in.

11] APPLEJACK
Yes, it comes down to one simple
fact/ These bats they just don't
know how to act

11^ PONIES (EXCEPT FS)
Yes, it comes down to one simple
fact/ These bats they just don't
know how to act

SONG ENDS.

EXT. SWEET APPLE ACRES - PRESENT

The ponies are gathered in front of the barn.

35 RARITY
Sorry, Fluttershy, but I believe
Applejack has made the better
argument. These Vampire Fruit Bats
sound downright dreadful. The
sooner we are rid of them, the
better.

36 APPLEJACK
So let's get to roundin' 'em up so
that they don't destroy the rest of
my orchard.

37 PINKIE PIE
(ala Winter Wrap Up)
Fruit bat round up! Fruit bat
round up!

38 FLUTTERSHY
Um, excuse me, but what if instead of rounding them up, we let them have part of the orchard.

39 APPLEJACK
Give up part of the orchard? Have you lost your pest-lovin' mind?

40 FLUTTERSHY
They're only here because they're hungry. If we built a sanctuary for them, they could have their own apples to enjoy. After a while they could even help the rest of your orchard.

41 APPLEJACK
And how's that now?

42 FLUTTERSHY
The Vampire bats don't eat the seeds of the apples and when they spit them out they become even heartier than regular ones. They grow into even more productive apple trees.

The group considers this for a moment.

43 APPLEJACK
Listen, Fluttershy, that sounds real nice and all, but every second we spend buildin' this so called "sanctuary" is a second they'll spend destroyin' orchard. If we don't act now the whole crop will be gone by tonight.
(then)
Maybe you don't remember what it was like the last time we had a Vampire Fruit Bat infestation, but Granny Smith has told me enough *
stories about it that just the *
thought of it gives me nightmares. *

FLASHBACK TO:

EXT. SWEET APPLE ACRES - IN THE PAST

A younger GRANNY SMITH is walking down a row of apple trees, *
carrying a basket in her mouth.

44 APPLEJACK (V.O.)
...Granny says we lost a huge *
section of the orchard that year.

Granny turns a corner and sees a large section of the orchard *
that has been completely eaten by the Vampire fruit bats.
She looks up to see a Vampire Fruit Bat in a tree. It drops
a dry and shrivelled apple onto the ground in front of Granny *
Smith who drops the basket in horror. *

DISSOLVE TO:

EXT. PONYVILLE TOWN SQUARE - IN THE PAST

There is a line of ponies carrying small silver buckets in their mouths. They approach GRANNY SMITH who <SIGHS> as she drops a single apple into each pony's bucket.

45 APPLEJACK (V.O.)
They had to ration out apples all *
winter.

DISSOLVE TO:

EXT. MANEHATTAN - IN THE PAST

A similar line has formed on the city street. A pony handing out apples has to turn away the last family in line because his barrel is empty.

46 APPLEJACK
And Ponyville wasn't the only town that felt the pinch. Lots of towns in Equestria get their apples from Sweet Apple Acres.

DISSOLVE TO:

EXT. SWEET APPLE ACRES - THE PRESENT

The other ponies are stricken by Applejack's tale.

47 RAINBOW DASH
What about cider? There was still cider, right?

48 APPLEJACK
Not a drop. *

49 RAINBOW DASH
No cider?! No cider?!
(then, to the others)
We need to round up these monsters and we need to do it now!

APPLEJACK *
If Granny wasn't with Apple Bloom *
and Big Mac checkin' out our *
produce competition in Appaloosa, *
she'd be here tellin' us to do just *
that. *

50 TWILIGHT
I'm sorry, Fluttershy, but I think Applejack is right. We can't risk losing the whole orchard to the bats while we try to create a sanctuary for them.
(thinking aloud)
I just wish there was another way we could convince them not to eat them in the first place.
(then, brightening)
Maybe there is.

INT. LIBRARY - LATER

Books are strewn all over the floor and Twilight's friends are gathered around her.

51 TWILIGHT
So there's good news and bad news.

52 PINKIE PIE
Good news first! Good news first!

53 TWILIGHT
The good news is that I've found a spell that can get the Vampire Fruit Bats to stop wanting to suck the juice from the apples. But in order for the spell to work...

54 RAINBOW DASH
(eager)
Yes?

55 TWILIGHT
In order for the spell to work, I need the bats full and complete attention.

All eyes turn to Fluttershy, they know where this is going.

55A FLUTTERSHY
Oh, no....

56 TWILIGHT
Fluttershy, I need you to do your STARE on the bats.

57 FLUTTERSHY
Oh, gosh, I don't know...

57A RAINBOW DASH
What's the problem? You've used the STARE plenty of times before.

57B FLUTTERSHY
Yes, for self-defense. Or if somepony was in danger, but I don't like to use it except in dire circumstances.

57C APPLEJACK
Well, my apples *are* in danger. This circumstance is plenty dire to me.

58 RAINBOW DASH
Me, too!
(over-dramatic)
Think of the cider! Won't sompeony please think of the cider!

59 FLUTTERSHY
I'm sorry, I just don't like the idea of taking away the thing that really makes the Vampire Fruit Bats... Vampire Fruit Bats. It just feels wrong.

59A TWILIGHT
But if we don't do this, there won't be any apples left for anypony here in Ponyville.
(then)
Doesn't that feel wrong too?

All of the ponies are now looking at Fluttershy, waiting for an answer.

ON FLUTTERSHY's ANXIOUS FACE we...

END ACT I

ACT TWO

EXT. SWEET APPLE ACRES - PRESENT

BACK ON FLUTTERSHY, still torn over what to do. The other ponies surround her, waiting for an answer.

61 APPLEJACK
So what's it going to be Fluttershy? Will you do your STARE on the bats or not?

Fluttershy looks to her friends who eagerly await her response.

62 FLUTTERSHY
Um....um....um....okay, I'll do it.

63 RARITY
Good choice, dear. I knew you wouldn't side with those icky bats.

64 FLUTTERSHY
(quietly)
They're not icky.

65 RAINBOW DASH
First round of cider's on me!

66 APPLEJACK
Hold it right there. We gotta round up these beasts with wings first. Time's awastin'!

EXT. SWEET APPLE ACRES - VARIOUS - BAT ROUND UP

AJ leads the others out into the orchard. She STOPS and looks around, trying to spot the bats.

67 APPLEJACK (CONT'D)
Hey, where'd they go?

68 PINKIE PIE
I don't see any bats, anywhere!

Suddenly a bat flies out of nowhere and SLAPS into Pinkie's head. BOING!

69 PINKIE PIE (CONT'D)
I stand corrected!

She falls down to the ground. THUD!

70 RAINBOW DASH
There it is! He's an ugly one alright.

Rainbow Dash points to an extremely creepy looking bat hanging from a nearby TREE. It flies down to the ground near the ponies to sink his fangs into a fallen apple.

74 APPLEJACK
Look, everypony surround him. We've got him cornered.

The ponies all surround the bat.

75 APPLEJACK (CONT'D)
Now!

All the ponies DIVE into the middle and eat DUST. The bat flies away, unscathed.

76 APPLEJACK (CONT'D)
Don't let him get away.

Cue montage music: UPBEAT

Series of gags/beats around the farm of the ponies trying to round up the bats.

1) Rainbow Dash acts like a classic cattle herder. She weaves * clouds together to ultimately form a rope and then a CLOUD * LASSO. Once the CLOUD LASSO is made she "throws" it around the creepy bat and pulls the lasso tight.

2) AJ puts an apple shaped bow in Pinkie Pie's hair. Pinkie Pie pops up here and there in the trees and soon she is leading a bat behind her, pied piper style.

3) Rarity dons a crazy huge "Outbreak" style of protective gear. She knocks a bat out of a tree and it falls on her head. Rarity screams, "Ewww" as she runs around, trying to shake the bat off her head.

4) Spike stands at the bottom of a tree, looking up at a vampire bat. He shakes his fist at them

77 SPIKE
You vampire bat...you come on down now. Do you hear me? If you don't come down here....well, I'll be forced to climb that tree and then you'll really be in trouble.

The vampire bats just stare at him blankly.

78 SPIKE (CONT'D)
Okay, if that's the way you want it.

Spike tries to climb the tree, but the trunk is too wide to get his arms around and he just ends up sliding down and landing with a <SFX: THUD.>

78A SPIKE (CONT'D)
(groan)

The vampire bats SMIRK at Spike. A second later, Rainbow Dash ZOOMS through the air and lassos them with another CLOUD LASSO.

79 RAINBOW DASH
Gotcha!

RD pulls them OS. Spike comes to and notices that all the bats have gone.

He stands, dusts off his paws, congratulating himself.

80 SPIKE
Looks like I took care of them.

EXT. SWEET APPLE ACRES - LATER

All of the bats are now rounded up, hovering in a group nearby the ponies. RD flies around, herding the bats so they stay in one area.

81 APPLEJACK
Good work everypony - I think we got them all.

A vampire bat tries to escape, but Rainbow Dash quickly and expertly LASSOS him back down toward the group.

Fluttershy WINCES and turns away when Rainbow Dash LASSOS them.

82 RAINBOW DASH
And don't worry about them getting away, I got that covered.

Applejack turns to Fluttershy.

83 APPLEJACK
Now all we need is for you to do your STARE.

84 FLUTTERSHY
(still unsure)
Um...well I... are you sure I really need...
(off her friends' looks)
(MORE)

FLUTTERSHY (CONT'D)
Okay.
(to bats)
I really, really, really hate to do this to you. I just hope you can forgive me.

The vampire bats stare at her blankly before FS musters up her courage and does the STARE them.

INTERCUT BETWEEN FS's STARING eyes and the Bats eyes - circles ring around the eyes. A few even try to look the other way, but they can't.

Their eyes are transfixed, but their mouths still hang open, revealing their fangs.

84A APPLEJACK
Good. Now you go Twilight...

84B TWILIGHT
Alright.

Twilight aims her horn toward the bats. It GLOWS and with some concentrated effort a WAVE OF RED LIGHT passes over the bats and they instantly close their mouths and appear more docile.

Twilight's horn stops glowing.

85 TWILIGHT (CONT'D)
You can stop staring, Fluttershy.

Fluttershy stops doing the STARE.

86 SPIKE
Did it work?

87 APPLEJACK
Only one way to find out for sure.

Applejack offers the vampire bats a ripe, juicy apple, but the bats just ignore it. In fact, one of them literally sniffs the apple and turns up his nose at it.

88 APPLEJACK (CONT'D)
Whoo-ee! My crop is saved.
Yee-haw!

89 RAINBOW DASH
We'll be drinking cider all winter long!

91 APPLEJACK
I want to thank you for your help. I couldn't have done it without you.

92 SPIKE
Don't mention it, Applejack. It was my pleasure, really.

The ponies all look at Spike like he's crazy.

93 APPLEJACK
I mean I want to thank ALL of you for helping. Everypony helped.

94 SPIKE
Sure, we all chipped in. Just some of us more than others.

95 RAINBOW DASH
You're right, Spike.

She drapes her hoof around his shoulder.

96 RAINBOW DASH (CONT'D)
I don't know how we would have managed without you.

Every pony smiles.

96A APPLEJACK
Now all we gotta do is sweep up these cores so I can start bucking fresh tomorrow morning.

They all move off except for Fluttershy who stays behind, eyeing a juicy red apple.

Her lip curls up just the tiniest bit.

EXT. SWEET APPLE ACRES - DAWN

AJ bursts onto the scene, trotting happily toward the orchard.

97 APPLEJACK (CONT'D)
Apple bucking day, take 2. Time to collect those juicy sweet apples.

She bucks her first tree.

SMASH CUT TO:

AN APPLE, DRY AND SHRIVELLED.

WE PULL OUT TO REVEAL the ponies and Spike all gathered around it. They are all in shock, mouths agape.

98 TWILIGHT
(in disbelief)
The spell didn't work.

99 APPLEJACK
Yar durn tootin', the spell didn't work. I think we're going to have to take more EXTREME measures.

100 RAINBOW DASH
I hear ya', Applejack. Come on, everypony, let's track down those Vampire Bats!

Rainbow Dash leads the charge. The other ponies follow her across the orchard.

But soon she comes to a <SFX: SCREECHING STOP.> The rest of the ponies stop behind her, amazed by what they see.

ON THE VAMPIRE BATS, surrounded by apples. None of the apples have been sucked dry. The vampire bats aren't eating them.

101 APPLEJACK
Wait a minute...

AJ offers one of the bats another apple and he sniffs it and turns up his nose at it again.

102 APPLEJACK (CONT'D)
I don't think these bats are the ones that sucked my apples dry.

103 RARITY
But if the vampire bats aren't eating your apples...

104 TWILIGHT
...who is?

105 APPLEJACK
You mean there's something else that's poaching my apples?

107 TWILIGHT
Fluttershy, you're our animal expert. Do you know of any other creature that might be capable of this?

108 FLUTTERSHY
I'm sorry. I don't.

109 TWILIGHT
Well, there's only one way to find out. We'll have to catch whoever it is in the act.

112 RARITY
And how do you propose we do that?

Twilight's eyes narrow.

113 TWILIGHT
A stake out.

EXT. SWEET APPLE ACRES - LATER - SUNSET

The ponies and Spike have gathered around Twilight. Behind them a blood red sky as the sun begins to set.

114 TWILIGHT
It's nearly dark now...

114A RAINBOW DASH
(spookily)
...the witching hour...

An <SFX: HOOTS> in the distance.

114B FLUTTERSHY
Maybe we should just call this off. I'm not sure about the rest of you but I'm really... hungry.

She eyes an apple in the tree. One of her eyes begins to twitch. She shakes it off.

114C RARITY
Fluttershy, it'll be okay. Don't forget, darling, we're all in this together.

114D TWILIGHT
That's right. Nopony leaves this orchard until we solve this mystery. Agreed?

115 PONIES
Agreed.

The red sun sinks below the horizon and now it's dark.

116 APPLEJACK
Does everypony have their pony signal?

Everypony NODS YES. Pinkie Pie retrieves a flashlight with her mouth and shines it up in the sky. (It's like the bat signal: only a pony)

116A SPIKE
Pretty cool. But I like mine even better.

He turns on his flashlight to shine his "dragon signal" in the sky.

118 APPLEJACK
Now remember Pinkie Pie, only use the signal if you see something suspicious.

Pinkie Pie puts away her flashlight.

119 PINKIE PIE
I got it. Something suspicious.

She looks around shifty-eyed. Her gaze falls on Fluttershy who is pawing at a nearby apple with her hoof.

119A PINKIE PIE (CONT'D)
Whatcha doin?

119B FLUTTERSHY
Huh?

Fluttershy realizes for the first time that she is stroking the apple. She quickly moves her hoof away from it.

124 APPLEJACK
Alright, now everypony split up. We'll each patrol our own row of the orchard. Whoever's destroying my apples has got to be here somewhere.

By now it's dark and the full moon is out. The moonlight on the trees cast eerie shadows across the orchard rows and across their faces.

The ponies all cast nervous sideways glances at each other as they split up, each taking her own row.

ON FLUTTERSHY, as she walks down her row, extremely nervous.

<SFX: ANOTHER OWL HOOT>

125 FLUTTERSHY
I have a bad feeling about this...a really bad feeling about this...

She spots an apple hanging from a branch and is drawn to it.

125A FLUTTERSHY (CONT'D)
That apple... it looks...so juicy and sweet...

She licks her lips.

ON PINKIE PIE, in her own row. She hears something fall from a tree with a <SOFT THUD.>

125B PINKIE PIE
What was that?

She lets out a <GASP> and marches over to an apple core.

127 PINKIE PIE (CONT'D)
Looks like someone was enjoying a midnight snack. Which makes me very...
(excited)
Suspicious!
(even more excited)
It's pony signal time!

Pinkie Pie is about to turn on her flashlight when suddenly she hears a <SCARY NOISE> which STARTLES her. With the flashlight still in her mouth, she <GASPS>.

ANGLE ON THE ORCHARD, there's no one there.

BACK ON PINKIE PIE

She opens her mouth to speak and a light shines out of it, her pony signal cast on the ground in front of her.

127A PINKIE PIE (CONT'D)
Oops.

ON RARITY walking down her own row. She sees A DARK SHADOW OVERHEAD out of the corner of her eye and turns around quickly.

129 RARITY
Who's there?

The SHADOW PASSES OVER HEAD AGAIN.

130 RARITY (CONT'D)
(nervously)
Oh, well, there's obviously no need to worry about that shadowy figure overheard.

The SHADOW PASSES over her again.

130A RARITY (CONT'D)
Or maybe there is. I think I'll just go see how Rainbow Dash is doing.

She looks around there are ominous looking spider webs stretching between the tree branches.

130B RARITY (CONT'D)
Ewww. Spiders. They're almost as creepy as bats.

The WIND picks up, SHAKING the branches. As the branches shake they seem to be reaching out for her mane.

131 RARITY (CONT'D)
Eeek. My mane!

She backs away from them, slowly, right into a waiting GIANT SPIDER WEB.

132 RARITY (CONT'D)
Ahhhhhhh!

She gets all tangled up in the web. Spike arrives at her side.

133 SPIKE
Don't worry, Rarity. I'll save you.

Spike dives into the spider web, but gets completely caught up in it too.

ON RAINBOW DASH as she walks down her row.

<SFX: MORE OWL HOOTS AND WIND RUSTLING>

She sees A SHADOWY FIGURE AHEAD.

134 RAINBOW DASH
Who's there?

Nothing but the wind.

134A RAINBOW DASH (CONT'D)
Answer me, or you'll regret it!

More wind.

134B RAINBOW DASH (CONT'D)
Fine. Have it your own way...

She attacks the shadowy figure...

135 RAINBOW DASH (CONT'D)
...take that, you...you...you...

RD has a huge wrestling match, before WE REVEAL the shadowy figure to be just A SCARECROW.

136 RAINBOW DASH (CONT'D)
(embarrassed)
You scarecrow.

ON TWILIGHT, walking down her own row. The full moon lighting her way. Suddenly, A DARK SHADOW PASSES OVER THE MOON, leaving Twilight in almost total darkness.

ON HER FACE as she stares up at the shadow passing.

137 TWILIGHT
What is that thing?

An OWL <SFX: HOOTS> in the distance and Twilight is STARTLED by the noise.

Suddenly, the pony signal appears in the sky.

EXT. ORCHARD - A MOMENT LATER

A frightened Applejack is looking up into the trees. Twilight rushes up to her.

139 TWILIGHT
Applejack, what is it?

She points to the ground next to her. There is the DARK SHADOW of a HUGE BAT. She then gestures up.

Twilight looks up to the tree. Her jaw drops.

Hanging upside down from an apple tree is...

...FLUTTERSHY! Her now red eyes glow. Her face is covered in juice from the apples.

140 FLUTTERSHY
<HISS>

Fluttershy opens her mouth wide to reveal a scary pair of fangs before sinking them into a another apple and with a voracious appetite sucks out the juice.

Pinkie Pie arrives on the scene, gets one look at Fluttershy and <SCREAMS>. Her flashlight falls out of her mouth.

140A PINKIE PIE
Yay!

Back on Fluttershy who attacks another apple. She shoots threatening looks as she gorges herself on the fruit.

Another <HISS> as she squints her eyes as she is suddenly hit by the light of a flashlight.

WIDEN to REVEAL that Pinkie Pie is pointing her flashlight at Fluttershy.

140B PINKIE PIE (CONT'D)
Suspicious!

Cue climactic scary music sting!

END ACT II

ACT THREE

EXT. SWEET APPLE ACRES - SAME TIME

Rainbow Dash, Pinkie Pie, Rarity, and Spike have now joined Twilight and Applejack. They are all staring up at Fluttershy who is still plucking apples off the tree and * gorging herself on them. *

141 PINKIE PIE (CONT'D)
Fluttershy! Yooo-hoo! Fluttershy!

Fluttershy shows her fangs and....

142 FLUTTERSHY
<HISS>

143 RARITY
Uh, that's not Flutter-*shy*. That's Flutter-*bat*.

144 TWILIGHT
We've got to get her down from there.

145 RARITY
Fluttershy sweetie, please come down. And do stop being a vampire bat while you're at it.

Flutterbat just bites into another apple.

146 SPIKE
Everypony stand back.

Spike runs up to the tree and tries to climb it, but again, his arms are too short and he falls to the ground in a <THUD.>

146A SPIKE (CONT'D)
This just isn't my day.

Rainbow Dash flies toward Flutterbat (keeping her distance)

147 RAINBOW DASH
Fluttershy! It's me Rainbow Dash. Why don't you cut the bat act and come on down?

Flutterbat narrows her red eyes and spreads her wings out which are much bigger than Rainbow Dash's. They are starting to transform into leathery bat wings. She leans toward RD in a menacing way.

147A FLUTTERSHY
HISS!

148 RAINBOW DASH
Whoa!

Rainbow Dash retreats and flies back down to her friends.

149 RAINBOW DASH (CONT'D)
Maybe we should just let her come down when she's ready.

Flutterbat suddenly SWOOPS in a small circle around the ponies. All eyes are upon her except for Pinkie Pie who suddenly gets comically hysterical and runs in circles, screaming.

150 PINKIE PIE
(hysterical)
Flutterbat on the loose! Flutterbat on the loose! Run for your lives!

151 TWILIGHT
Pinkie Pie, calm down.

"Flutterbat" completes her loop above them before landing and re-folding her wings.

152 TWILIGHT (CONT'D)
See, she's back on her...branch.

153 PINKIE PIE
She's just biding her time. Waiting for the right time to pounce! Ahhhhh!

155 APPLEJACK
Pinkie Pie, bats don't eat ponies. Not even vampire bats.

156 PINKIE PIE
But maybe *vampire ponies* eat other ponies. I'm not taking any chances.

Pinkie Pie POPS down behind Applejack in hiding.

157 RARITY
How did this happen? That's what I don't understand.

158 TWILIGHT
I think that this was actually our fault.

159 RAINBOW DASH
Our fault?

160 APPLEJACK
How do you figure that?

Like a school teacher (or the Seinfeld episode where they traced the trajectory of Kramer's spit) Twilight uses her magic to draw a diagram in the air.

161 TWILIGHT
Okay, so this is me....these are the bats and this is Fluttershy doing her stare. The spell was supposed to go right onto the bats like this....

She uses her magic to draw a dotted line to the bats.

162 TWILIGHT (CONT'D)
But somehow the spell must have backfired.

She draws another dotted line toward a wild-eyed Fluttershy who is rabidly gorging herself on apples.

163 TWILIGHT (CONT'D)
It took the Vampire Fruit Bats desire to be Vampire Fruit Bats, and transferred that desire into Fluttershy.
(then)
And by the looks of it, she's gradually becoming more bat and less Fluttershy.

The ponies react.

164 RARITY
Fluttershy was right. We shouldn't have tried to take away what made the Vampire Fruit Bats...Vampire Fruit Bats. It backfired on us and now Fluttershy is paying the price.

165 APPLEJACK
This is all our fault. We've got to fix this.

166 TWILIGHT
C'mon! We'll reverse the spell and make it right.

Pinkie Pie POPS UP from behind Applejack.

167 PINKIE PIE
Then what are we waiting for?!! Let's save Fluttershy before that thing eats us all!

Flutterbat spreads her wings and dive-bombs at her.

168 RAINBOW DASH
Hit the deck!

The ponies drop to the ground. Flutterbat narrowly avoids Pinkie Pie, scoops up a nearby apple, then flies off deeper into the orchard.

169 PINKIE PIE
Follow that bat!

The ponies give chase, deeper into the orchard.

EXT. SWEET APPLE ACRES - SOON AFTER

Applejack, Twilight, Rainbow Dash, Rarity, Spike, and Pinkie Pie search the orchard for Flutterbat.

The huddle together, walking as a unit. The wind still <SFX: HOWLS> and the owls <SFX: HOOT>.

169A RARITY
I can't believe we lost her.

170 TWILIGHT
Oh Fluttershy, where are you?

Flutterbat suddenly <SFX: WHOOSHES> down and grabs an apple off the ground.

171 RAINBOW DASH
There she goes!

Flutterbat disappears from sight, but we hear <SFX: LOUD SUCKING NOISES.>

All the ponies look up into the trees.

THEIR POV: An apple comes flying out of the tree toward their heads.

172 APPLEJACK
Look out!

The ponies all dive to one side or the other as the apple hits the ground and turns to dust.

173 PINKIE PIE
(to Applejack)
You were right. She eats apples, not ponies. There's no reason to be scared at all.

Pinkie Pie stands up. A second later Flutterbat <SFX: WOOSHES> past her and she drops to the ground again.

174 PINKIE PIE (CONT'D)
Or maybe there is!

Another apple comes flying into scene from above, hits the ground and turns to dust.

175 RAINBOW DASH
(to Applejack)
If she keeps this up, your whole crop will be gone in no time.

176 APPLEJACK
That's the least of my worries. I just want my friend back.

177 TWILIGHT
We'll never get her back unless we corner her and catch her so I can reverse the spell. C'mon!

Twilight leads the other ponies deeper into the orchard.

They see Flutterbat up ahead with her back turned to them, <SFX: SUCKING> on an apple.

178 TWILIGHT (CONT'D)
(whispers)
There she is. Get her.

The ponies (and Spike) all charge Flutterbat. They almost nab her, but at the last second Flutterbat <SFX: WHOOSHES> away and the ponies fall in a heap.

As they sit up we again hear <SFX: SUCKING> and an apple flies into scene and hits Rarity on the head, covering her with dust.

179 RARITY
(frozen with disgust)
There is. Apple dust. In my mane.

Spike does his best to wipe the dust out.

180 SPIKE
Don't worry, Rarity it still looks b...b...b...beautiful.

Rarity looks at Spike like, "Yeah, right."

181 APPLEJACK
(pointing)
There she goes.

The ponies once again charge forward, chasing Flutterbat deeper into the orchard. The deeper they go into the orchard, the spookier it gets.

Once again, they spot Flutterbat with her back turned to them.

182 SPIKE
I got this.

Spike runs as fast as his little legs will carry him up to Flutterbat who at the last second flies away, revealing a tree trunk behind her.

For the third time, Spike SLAMS into the tree trunk and slides to the ground with a <SFX: THUD.>

The ponies catch up to Spike and pull him up.

183 RARITY
Are you okay?

Spike looks up into Rarity's face and reacts to her beauty.

184 SPIKE
(in love)
I'm better now.

185 TWILIGHT
This is no use. I don't think we'll ever be able to catch Fluttershy.

186 RAINBOW DASH
Let me give it a shot on my own. I can catch her.

Rainbow Dash flies into the air and puts on her full speed, she easily catches up to Flutterbat and for a moment they fly side by side.

186A RAINBOW DASH (CONT'D)
(to Flutterbat)
I'm just as fast as you.

Flutterbat <SFX: HISSES> at RD and puts on a burst of speed (like the Road Runner) that literally leaves RD in a tailspin.

But the moment RD rights herself, Flutterbat SWOOPS in and upends RD from below (like Jaws). RD flips over and over until she lands <SFX: CRASH> on the ground.

187 RAINBOW DASH (CONT'D)
(dazed)
Or, maybe not.

188 TWILIGHT
I think the only way we're going to catch her is if we can find a way to lure her closer to us.

189 APPLEJACK
But even if we can lure her to us, how are we going to get her to stay still long enough for you to do your reverse spell?

190 PINKIE PIE
If only we had Fluttershy to do her STARE on the Flutterbat...

191 TWILIGHT
That's it!

EXT. SWEET APPLE ACRES - LATER

The ponies are gathered, ready for action.

192 TWILIGHT (CONT'D)
Does everypony know what to do?

All the ponies and Spike nod.

193 RAINBOW DASH
We're good to go.

194 TWILIGHT
Okay, let's do this. Let's get our friend back. Action stations.

The ponies disperse to their "action stations."

ON APPLEJACK AND RAINBOW DASH as take the canvas sheet off the giant apple and roll it out as bait.

194A RAINBOW DASH
So much for having the winning apple at the Appaloosa State Fair, huh?

Applejack <SIGHS>.

194B APPLEJACK
First time Sweet Apple Acres won't take home the blue ribbon. *

Once the apple is in place, AJ and RD duck behind it, hiding themselves from view. They hear a nearby <SFX: WHOOSH>

200 RAINBOW DASH
(whispers)
She's coming!

ON FLUTTERBAT as she comes swooping over to the apple. She hovers next to it, staring greedily at the apple.

She licks her lips and opens her mouth to take a huge bite.

201 APPLEJACK
Now!

At the last second Applejack and Rainbow Dash kick the apple aside, revealing a MIRROR held by Pinkie Pie, Rarity and Spike.

Flutterbat STARES into the mirror at her own reflection STARING back at her.

ON TWILIGHT as she fires up her horn. While Flutterbat remains focused, Twilight casts the reverse spell.

ON FLUTTERBAT as the spell hits her. At first she gets THROWN BACKWARD HARD. But then the magic starts to work. <SFX: MAGIC BELLS>

Flutterbat starts to spin around, slowly at first and then faster and faster. It's as if she is getting "unwrapped" from the bat spell. The bat spell comes off her like strings of yarn and floats away.

The more Fluttershy spins the more she becomes herself...

...until finally she stops spinning. She has completely changed back to normal.

ON THE NEWLY TRANSFORMED FLUTTERSHY.

She looks around, confused.

202 FLUTTERSHY
Where am I?

Suddenly her friends surround her, rejoicing.

203 PONIES
Hooray!/She's okay!/We were so scared.

AJ gives Fluttershy a big hug.

204 APPLEJACK
Thank goodness you're okay!

205 FLUTTERSHY
But what happened to me?

Pinkie Pie, as usual, POPS up out of nowhere.

206 PINKIE PIE
You turned into a vampire pony!

207 FLUTTERSHY
(mortified)
I tried to eat ponies?!

207A PINKIE PIE
Of course not.

207B FLUTTERSHY
(relieved)
So I wasn't a vampire?

207C PINKIE PIE
Yes!

207D FLUTTERSHY
(nervously)
"Yes," I was? Or "Yes," I wasn't?

207E PINKIE PIE
Yes, you were!

207F FLUTTERSHY
But I didn't try to eat ponies?

207G PINKIE PIE
Yes!

207H FLUTTERSHY
I did?!

207I PINKIE PIE
No.

207J FLUTTERSHY
I'm confused.

210 RARITY
Me, too, dear, and I was there.

210A TWILIGHT
What's important is that you're okay now.

All the ponies nod in agreement and lean in for a group hug.

EXT. SWEET APPLE ACRES - THREE DAYS LATER

The ponies are putting the finishing touches on a brand new VAMPIRE FRUIT BAT SANCTUARY. The Vampire Fruit bats seem happy as clams inside their new home. *

Applejack "bucks" in the last nails of the structure.

211 APPLEJACK
Fluttershy, I'm real sorry I didn't take your suggestion in the first place. Truth is I didn't want to give up some of my orchard for these bats. I just didn't like 'em.

212 FLUTTERSHY
They were only acting the way they're supposed to.

ON A VAMPIRE BAT, sucking an apple DRY and SPITTING OUT an APPLE SEED.

213 FLUTTERSHY (CONT'D)
And don't forget, now you'll get seeds that will grow into even bigger and better apple trees.

*

217 SPIKE
So Ponyville won't have a shortage of apples after all?

218 APPLEJACK
No, sir. Looks like pretty soon we're gonna have us a surplus. *

219 RAINBOW DASH
Does that mean what I think it means?

220 APPLEJACK
Yep. More cider too.

Rainbow Dash begins doing a crazy dance and pumping her "fists" in the air.

221 RARITY
Does anypony else get the feeling that Rainbow Dash really enjoys cider?

DISSOLVE TO:

INT. FLUTTERSHY'S CABIN - LATER

The ponies are gathered around their group journal. Spike takes dictation from Fluttershy and Applejack.

222 SPIKE
Okay. Got the part about the spell... Fluttershy turning into a bat... Building the sanctuary...

223 APPLEJACK
Be sure to put in there that I came to see that my short term solution was a little short-sighted.

Spike nods and starts to write in the journal.

224 FLUTTERSHY
And that you shouldn't let anypony pressure you into doing something you don't think is right. Sometimes you have to tell even your closest friends, "no".

Spike writes this down as well. Applejack and Fluttershy nod their approval.

225 APPLEJACK
Now how 'bout we celebrate our stronger than ever friendship with a nice, ripe juicy apple?

Applejack offers Fluttershy an apple.

Fluttershy stares at the apple, seemingly transfixed.

Her friends share concerned glances then, suddenly, Pinkie Pie POPS UP with obviously fake plastic fangs in her mouth.

226 PINKIE PIE
(like Dracula)
Stand back! I vant to suck it's juice!

She tries to take a bite out of the apple, but her fake teeth remain stuck in the apple.

Her friends <GIGGLE> as we...

FADE OUT.

THE END *