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MY LITTLE PONY V

"Scare Master"

Episode 51#

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TEASER

SC. 1 - INT. FLUTTERSHY'S COTTAGE - EARLY EVENING

The SCARY LOOKING FRIENDLY SPIDER, a flock of BIRDS, HAIRY THE BEAR and ANGEL look on as FLUTTERSHY moves around her cottage, glancing out her windows in a panic.

1 FLUTTERSHY
Oh dear, oh dear, we're running out of time!

She turns to the Spider.

2 FLUTTERSHY (CONT'D)
Spider? Do you think you could secure those windows?

It immediately scurries over and quickly begins using its sticky web to securely seal all the windows.

She turns to the birds.

3 FLUTTERSHY (CONT'D)
And you'll alert me if anything scary comes close to the cottage?
(then)
Oh, who am I kidding? When something scary comes close to the cottage.

Fluttershy turns her attention to Hairy the Bear.

4 FLUTTERSHY (CONT'D)
Please tell me my hiding place is ready.

He nods excitedly and takes her over to her bed. She looks at it and then back at him, not seeing anything. He points to underneath it. She ducks her head under and takes a peek.

He has filled it with blankets and food and pillows -- it's an enormous pile of stuff that doesn't look cozy at all, but it looks like she will never have to leave again if she doesn't want to. And maybe even if she does.

5 FLUTTERSHY (CONT'D)
(grateful)
Oh, look, you've filled it with everything I need to survive this awful night.

She gives Hairy a hug.

6 FLUTTERSHY (CONT'D) *
Thank you. *
(then to the others) *
Thank you all! Now I don't have to *
step a hoof in Ponyville until this *
whole thing is over. *

She plops down on the couch next to Angel. Angel jumps off *
and stomps his foot. *

7 FLUTTERSHY (CONT'D) *
What is it, Angel? *

Angel stomps over to the pantry and points to an empty bin. *
Fluttershy's eyes go wide. *

8 FLUTTERSHY (CONT'D) *
Oh no! You don't have any carrots?? *

Angel throws his paws up in the air, very annoyed.

9 FLUTTERSHY (CONT'D) *
Do we have any other fresh veggies *
you may enjoy? Or maybe some hay? *

Angel shakes his head.

10 FLUTTERSHY (CONT'D) *
(hesitantly) *
Pellets? *

Angel looks away as if offended that she even mentioned them. *
Fluttershy gets up and looks out the window. *

11 FLUTTERSHY (CONT'D) *
But that means I'll need to go *
out... *

She sees all of Ponyville bustling about, getting ready for *
Nightmare Night. We see a tiny image of a ghost on a balloon *
and through Fluttershy's eyes it comes TOWARDS the camera as *
if in 3D, the same with a decoration of a spider and then a *
seemingly innocuous pumpkin. *

12 FLUTTERSHY (CONT'D) *
(barely able to say it) *
...ON NIGHTMARE NIGHT?? *

FADE OUT.

END TEASER

MAIN TITLES**ACT 1**

FADE IN:

SC. 2 - EXT. PONYVILLE - EARLY EVENING

Decorated with fake cobwebs. Bats and scary images of Nightmare Moon are strung between buildings. PONYVILLE PONIES stock booths with Nightmare Night goodies and hang last-minute decorations as Fluttershy, accompanied by Angel, nervously walks down the street.

She passes by a window that is cheerily decorated with purple and green and has a smiling skeleton in the window.

13 FLUTTERSHY
Chilling.

A GROUP OF YOUNG FILLIES walk by her laughing as they chant.

14 FILLIES
Nightmare Night, what a fright,
give us something sweet to bite!

The fillies flash FAKE FANGS.

15 FLUTTERSHY
Aaahhhh!

Terrified, Fluttershy ducks away from them as fast as she can and runs into BIG MAC and GRANNY SMITH, who are putting large bushels of maize into their wagon.

16 GRANNY SMITH
Fluttershy? What are you doing out
and about? It's Nightmare Night,
remember.

Fluttershy fearfully looks around at the town and its "spooky" Nightmare Night decorations.

17 FLUTTERSHY
How could I forget?

Fluttershy notes the hay in their wagon, and brightens.

18 FLUTTERSHY (CONT'D)
Oh I don't suppose I could borrow a
few pieces of hay from you.
(MORE)

FLUTTERSHY (CONT'D)

I forgot to stock up on food for
Angel and you do seem to have quite
a lot.

*
*
*

Granny Smith grabs Fluttershy and takes her aside.

*

19 GRANNY SMITH
You better believe that's a lot of
hay! We need it for the Apple
Family Haunted Maze. The
scarrrrriest maze that ever there
was!

*
*

(then, eerily)
Who knows what lurks inside?

*
*

20 FLUTTERSHY
Oh, I'm sure I don't.

*
*

21 GRANNY SMITH
(painting a picture)
Is that a mummified pony that just
leaped out at you?!

*
*
*
*

22 FLUTTERSHY
I don't know, is it?

*
*

23 GRANNY SMITH
And what's that crunching sound
beneath your hooves? Maybe it's the
bones of ponies that didn't make it
out alive!

*
*
*
*
*

24 FLUTTERSHY
B-b-b-bones???

*
*

25 GRANNY SMITH
Are those peeled grapes or a
thousand slimy eyeballs starin' at
you from beyond the grave?

*
*
*
*

26 FLUTTERSHY
Are they grapes? Please tell me
they're grapes.

*
*
*

27 GRANNY SMITH
(mildly sinister)
Oh, I'll never tell. <MANIACAL
LAUGH>

*
*
*

Fluttershy runs away as fast as she can, forgetting all about
the hay. Granny Smith looks after her.

*

28 GRANNY SMITH (CONT'D)
Wonder what got stuck in her craw?

*
*

SC. 3 - INT. TWILIGHT'S CASTLE - FOYER - LATER

Fluttershy, still accompanied by Angel, slowly enters.

29 FLUTTERSHY
Twilight? Hello?

SPIKE, dressed in a TWO-HEADED MONSTER COSTUME walks in. His costume isn't fully done so the second head keeps flopping up and down, making him look decidedly un-scary to anypony who isn't Fluttershy.

30 FLUTTERSHY (CONT'D)
EEEEEEKKK!!

31 SPIKE
You think it's scary now. Just wait until it's done.

32 FLUTTERSHY
That's okay. I'll take your word for it.

Spike wrestles with his costume, trying to get the second head to stand up. He stops, having realized something.

33 SPIKE
Hey, wait a minute! It's Nightmare Night and you're here and not holed up in your cottage!
(then, excited)
Does this mean what I think it means?

34 FLUTTERSHY
That I foolishly forgot to stock up on food for Angel and had to go out to get him something but got spooked in town so I came here hoping Twilight had some lettuce I could give him?

That was clearly not what Spike was thinking.

35 SPIKE
Oh. I thought maybe you'd decided to come out with us tonight.

36 FLUTTERSHY
Goodness, no. I can't be out on Nightmare Night. I just can't.

37 SPIKE *
Technically speaking, you have *
already been out on Nightmare *
Night. *

Angel nods in agreement. Spike makes a good point. *

38 FLUTTERSHY *
I guess that is true. *

39 SPIKE *
So what if you stayed out a little *
longer with your friends? I know *
they'd be super excited. *

40 FLUTTERSHY *
They would? *

41 SPIKE *
Nightmare Night is one of the most *
fun things they do together. Of *
course they would be excited if you *
joined in. *
(then) *
Come on, Fluttershy, what do you *
say? *

Angel looks up at Fluttershy, curious to hear her reply. *

SC. 4 - INT. TWILIGHT'S CASTLE - LIBRARY - SOON AFTER *

RARITY, TWILIGHT, RAINBOW DASH, PINKIE PIE AND APPLEJACK are *
all sitting in a circle. Pinkie Pie has a flashlight under *
her face and is doing her best to use a very scary voice. *

42 PINKIE PIE *
And then it got very, very quiet *
and suddenly they realized the *
BALLOONS HAD NEVER BEEN INFLATED!!! *

Pinkie's friends REACT in gleeful terror. *

43 RARITY/RD/TS/AJ *
AGH!!!! *

44 RAINBOW DASH *
(very serious) *
Did I ever tell you all about the *
night the phantom Pegasus poisoned *
the clouds and took over the sky? *

45 TWILIGHT *
Noooo. What happened? *

46 RAINBOW DASH *
I just told you. A phantom Pegasus *
poisoned the clouds and took over *
the entire sky. *

47 FLUTTERSHY *
Hi, everypony. *

They turn around to see Fluttershy standing there with Angel *
and Spike. Twilight rushes over to her. *

48 TWILIGHT *
Fluttershy?! What are you doing *
here? Is everything okay? *

The rest of her friends are equally alarmed to see her. *

49 APPLEJACK *
Oh, no. Is it one of your animals? *

50 TWILIGHT *
Is it Discord? *
 (then, suspicious) *
What's he up to now? *

51 FLUTTERSHY *
Everything is fine. In fact, it's *
more than fine. *
 (then, proudly) *
I've decided to join you in your *
Nightmare Night festivities. *

Jaws drop in disbelief. *

52 RAINBOW DASH *
Seriously? You? Out? Tonight? *

53 FLUTTERSHY *
Every Nightmare Night I shut myself *
in my cottage and refuse to come *
out until morning. *
 (then) *
But it's just like when I was *
afraid to sing in front of anypony. *
If I hadn't given it a try, I never *
would've found out how much I enjoy *
it. *

54 APPLEJACK *
And we'd have missed out on how *
great ya sound. *

Fluttershy smiles. *

55 FLUTTERSHY *
As Spike so wisely pointed out, *
I've already stepped out of my *
cottage on Nightmare Night, I might *
as well try to stay out. *

56 SPIKE *
Yep. That's me, mister wise guy. *

57 RARITY *
Fluttershy with us on Nightmare *
Night?! Why that's positively the *
most wonderful news I've heard in *
ages! *

Pinkie Pie bounces up and down in front of Fluttershy. *

58 PINKIE PIE *
You can get dressed up in a costume *
with us and play Nightmare Night *
games with us and eat candy apples *
with us... *

59 APPLEJACK *
Don't forget the best part! Goin' *
through my family's corn maze. *

Fluttershy's resolve weakens a bit. *

60 FLUTTERSHY *
Oh, right. The maze. *

61 APPLEJACK *
Only if you're up for it. *

62 FLUTTERSHY *
(confident) *
I am! I am ready to take on *
Nightmare Night! *

Her friends erupt into <SPONTANEOUS CHEERS>. Their elated *
shouts startle Fluttershy who REACTS. *

63 FLUTTERSHY (CONT'D) *
AAAHHH! *

She quickly tries to cover. *

64 FLUTTERSHY (CONT'D) *
<NERVOUS LAUGHTER> Just practicing. *

Her friends don't look like they are buying what she's
selling. *

FADE OUT. *

END ACT 1 *

ACT 2 *

FADE IN: *

SC. 5 - EXT. CAROUSEL BOUTIQUE - EVENING - ESTABLISHING *

Ponies in Nightmare Night costumes walk by the boutique. *

SC. 6 - INT. CAROUSEL BOUTIQUE - AT THE SAME TIME *

Rarity goes through the costumes on a rack, showing them to
Fluttershy. Rarity herself is dressed in a very detailed and
layered Mermaid costume. *

65 RARITY *

Mummy. No. Vampire Bat. No. *

Headless Pony. No. *

(then) *

You see, Fluttershy, the beauty of *

Nightmare Night is that you don't *

have to dress up as something *

scary. *

She finds something to her liking. *

66 RARITY (CONT'D) *

Ooh. Yes. *

Rarity retrieves a MARIE ANTOINETTE-LIKE COSTUME with
multiple frilly layers. *

67 RARITY (CONT'D) *

This one will look gorgeous on you. *

Period costumes are all the rage *

this year. *

Fluttershy eyes the dress with trepidation.

68 RARITY (CONT'D) *

No good? *

69 FLUTTERSHY *

It's just that it has all those *

layers. *

70 RARITY *

Indeed. Lends it an air of *

authenticity. *

71 FLUTTERSHY *

And danger. *

Rarity gives her a quizzical look. *

72 FLUTTERSHY (CONT'D) *

What if we encounter something *

terrifying and need to get away *

quickly? All those layers could *

slow me down, or worse, make me *

trip! *

Rarity returns the costume to the rack. *

73 RARITY *

I'd never considered that. *

(then) *

Never fear. It's not the only "it" *

costume of the season. Let's see *

what else I have. *

Rarity looks further and uses her magic to retrieve an *

ORNATELY DECORATED MASK, complete with feathers and beads. *

She also pulls out a PLAIN BLACK DRESS to go with it. *

74 RARITY (CONT'D) *

Now this is a real stunner! Just a *

simple black dress underneath but *

with this ornately decorated mask! *

75 FLUTTERSHY *

(very unsure) *

A mask? *

76 RARITY *

No? *

77 FLUTTERSHY *

They can just be so difficult to *

see out of. *

78 RARITY *

Yes, but this one has eyeholes. *

Rarity puts on the mask and widens her eyes to showcase that *

she can see out. *

79 FLUTTERSHY *
What about being able to see what's *
to the left or right of me? *

Rarity's eyes shift to the left, then shift to the right. *

80 RARITY *
I suppose your vision would be *
somewhat obscured. *

Rarity is looking right, oblivious to the fact that on her *
left OPAL is tearing some curtains to shreds with her nails. *

81 FLUTTERSHY *
I just think I'd be more *
comfortable if I could see *
everything that was going on around *
me. *

82 RARITY *
Yes, yes, of course. It's your *
first Nightmare Night out and *
about, we do want you to be *
comfortable. *

83 FLUTTERSHY *
What if I just wear the dress? *

84 RARITY *
Sure, dear. That's fine. *
(to herself)
It's so plain, it's frightening.

Just then the rest of the Mane 6 come bursting out of the *
back dressing rooms with their costumes on. Pinkie Pie is a *
DISCO BALL, Rainbow Dash is a BLACK CLOUD with LIGHTNING
BOLTS shooting out, Applejack is in a FIREMAN costume,
Twilight is CLOVER THE CLEVER. Rarity instantly lights up. *

85 RARITY (CONT'D) *
Oh my, look at all of you! My *
costumes fit you all to a T! *

86 APPLEJACK *
I know, right? Hoo-ee we're gonna *
have the best time! *

87 RAINBOW DASH *
Hey, Fluttershy, where's your *
costume?

REVEAL: Fluttershy now wears the simple black dress. *

88 FLUTTERSHY
I'm wearing it.

*

They all stop and look at her confused for a second. **The group mind is clearly not including one member** as they try to make sense of her costume.

*

*

89 TWILIGHT
It's great!
(then, to others)
Isn't it great?

The rest of the Mane 5 feign enthusiasm for Fluttershy's costume.

90 RAINBOW DASH/APPLEJACK/PINKIE PIE
Oh, yeah./Great costume./So creative.

Fluttershy appreciates their encouragement.

*

DISSOLVE TO:

SC. 7 - INT. THE SWEET SHOP - LATER

*

The Mane 6 **play "Pin the horn on the Nightmare Moon"**. They each get a turn being blindfolded, and then put a "horn" in their mouths and stick it onto the **picture of Nightmare Moon**.

*

*

*

Rainbow Dash has her blindfold on **and Fluttershy waits behind her, next in line. Pinkie Pie is about to spin Rainbow Dash.**

*

*

91 PINKIE PIE
I figured I'd save the really scary games for next year when Fluttershy is more used to it. But everypony loves this one!

*

*

*

*

*

92 ALL THE PONIES BUT RAINBOW DASH
Round and round and round you go
where you stop no pony knows!

Pinkie Pie stops spinning her.

93 PINKIE PIE
Okay, GO!!!

94 RAINBOW DASH
Oh yeah, I GOT this!

She goes up confidently and almost pins it right on the **top of Nightmare Moon's head.**

*

*

Rainbow Dash takes off her blindfold, does a little victory dance, and hands the blindfold back.

*
*

95 RAINBOW DASH (CONT'D)
Good luck beating THAT Fluttershy!

96 FLUTTERSHY
Well, um. Would it be terribly
disappointing if I didn't play?
It's just that I've had brushes
with vertigo in the past and I've
heard that if you spin too much too
quickly it can bring on the sudden
onset of vertigo. I'd rather face
tonight in complete steadiness.

*
*
*
*
*
*

They are clearly a little disappointed but try to cover.

97 RARITY
That's fine darling, you don't have
to do anything you don't want to.

98 TWILIGHT
We're just glad you're here.

*

99 PINKIE PIE
We don't have to finish that game,
I have another one I KNOW you'll
love! Bobbing for apples!

*
*
*

100 RAINBOW DASH
Yes!! I am SO good at this.

*

101 APPLEJACK
This is my FAVORITE game at family
reunions!

102 TWILIGHT
Fluttershy? What's wrong.

They notice that Fluttershy is staring into the bucket.

103 FLUTTERSHY
Oh, nothing. It's just, um, have
you heard of secondary drowning? It
can actually occur in water as
little as a puddle. It's just like
drowning only it takes longer. Talk
about a Nightmare.

*
*
*
*
*
*

Pinkie Pie stares at her for a second. Fluttershy looks up
and sees her.

104 FLUTTERSHY (CONT'D)
I'm being overly cautious aren't I? *

105 PINKIE PIE
No, no, no, I know JUST what to do!
Let's just keep the water to a couple of drops! EVERYPONY BACK *
UP!!! *

She quickly drains most of the water from the barrel to make
it a less daunting task. All the ponies peek their head in the barrel to see how much is left. It's nearly empty. *
Fluttershy quickly puts her head in and grabs an apple. *

106 FLUTTERSHY
Oh my. What a thrill. Good apples too. *

She is smiling and enjoying herself.

107 FLUTTERSHY (CONT'D)
Go ahead, Rainbow Dash! Your turn!

108 RAINBOW DASH
That's okay, I can wait. You know,
until there's actually water in there.

Fluttershy looks at her and sees how disappointed she is. *

109 FLUTTERSHY
Oh, goodness. We've only just started to celebrate Nightmare Night together and I'm already taking all the fun out of it, aren't I? *

110 PINKIE PIE
You're not taking out ALL the fun. *

111 RAINBOW DASH
Just like, 90 per--
(off Twilight's look)
--some of it. *

112 FLUTTERSHY
I really want to do this. I really do. I don't want my fear of Nightmare Night to keep me from having fun with my friends. *
(then, defeated) *
(MORE) *

FLUTTERSHY (CONT'D)

But there's just so many things
that terrify me about tonight, I
couldn't possibly predict what
might upset me.

She slumps, then suddenly brightens.

113 FLUTTERSHY (CONT'D)
Unless...

Pinkie Pie leans in close, intrigued.

114 PINKIE PIE
Yes...

115 FLUTTERSHY
What if I was the one doing the
scaring?

116 RAINBOW DASH
YOU scaring US? <LAUGHTER>
(then, realizing)
Oh, you're being serious.

117 FLUTTERSHY
If I'm not the one getting scared
but I can help you all have fun,
then I can still be a part of
Nightmare Night!
(then, excited)
And I think I know just how to do
it!

Fluttershy moves to the door.

118 FLUTTERSHY (CONT'D)
Meet me at my cottage in an hour.

DISSOLVE TO:

SC. 8 - EXT. FLUTTERSHY'S COTTAGE - LATER

Rainbow Dash, Pinkie Pie, Rarity and Twilight walk up to the
cottage. They hear Fluttershy's voice coming from what sounds
like a bullhorn from inside her cottage.

119 FLUTTERSHY
Wellllllcome, to Fluttershy's teaaa
parrtty!

120 RAINBOW DASH
Did she say tea party?

121 TWILIGHT

(reaching)

It sounds like it's a scary tea party?

*

SC. 9 - INT. FLUTTERSHY'S COTTAGE - SOON AFTER

*

The cottage is a little dark, but there is a tea party set up at the table.

122 FLUTTERSHY (O.S.)

Have a seat. Don't be scared of what awaits you!

They all look at each other, a little confused. They each sit down.

123 FLUTTERSHY (O.S.) (CONT'D)

Go onnnn. Pass the sugar.

Rarity passes the sugar to Applejack who opens the lid to find it empty.

124 FLUTTERSHY (O.S.) (CONT'D)

Oh noooo! There is none! You're a terribbbbbbble hossst!!!

Rarity and Applejack share a look -- huh?

125 FLUTTERSHY (CONT'D)

Rarity, putttt your coatt onnn!!!

*

*

126 RARITY

Why would I do that?

*

*

127 FLUTTERSHY

You need to coverrrr up because no onnnnee has complimented your dresssss!

*

*

*

*

Rarity's eyes narrow.

*

128 FLUTTERSHY (O.S.) (CONT'D)

Pinkie Pie, look to your left and ask your best friend to pass the finger sandwichessssss!

129 PINKIE PIE

Huh? I can't! There's no one there!

130 FLUTTERSHY

That's right there isn't! Because she didn't care to show uuuuupppp!!

131 PINKIE PIE
What??

132 FLUTTERSHY
A friend who didn't come through!
That must scarrrrrrre you to the
coreeee! Quick, everypony, look
behind you!

They look and see floating cut-outs of a group of ponies in
party dresses.

133 RAINBOW DASH
What are those?

134 FLUTTERSHY
They're unplanned guests!! Your
worrrrst nightmare!!! You don't
have enough food for them!!

135 TWILIGHT
Oh, dear.

136 FLUTTERSHY
But check the cupboarddddd!

Twilight goes to the cupboard.

137 FLUTTERSHY (CONT'D)
There's no shortbread
coookiiiiessss! Those are their
favorite!!!

Twilight gives the rest of her friends a confused look, then
closes the cupboard and sits back down.

138 FLUTTERSHY (CONT'D)
What's that sound???

139 RAINBOW DASH
What sound?

140 FLUTTERSHY
Silence. You just told a joke and
nobodddy geeeeets itttt.

141 RAINBOW DASH
I didn't say anything!

142 FLUTTERSHY
Oh no! There's a tiny kitten that
needs a home!

They look down and see a wind-up kitten. It bumps into Rainbow Dash.

143 FLUTTERSHY (CONT'D)
But you are over-scheduled right
nowwwwww. You don't have time to
hellllp!!!

The friends all just look at each other.

144 FLUTTERSHY (CONT'D)
I said, you don't have time to
helllppp!!! This should appear to
scarreee you!!!

They are confused about what to do. Fluttershy sticks her
head through the door. *

145 FLUTTERSHY (CONT'D)
Everypony? Why don't you look
terrified? You showed up to a party
and everypony was extremely
disappointed in you. Can you
imagine anything more upsetting? *

146 RARITY
It was a really good try, darling
but the scares at Nightmare Night
are of an entirely different
nature. *

147 TWILIGHT
It was really creative though. I
never would have thought of... all
this. *

148 FLUTTERSHY
This just isn't working out.
(then)
You should just go out and have a
great Nightmare Night without me. *

149 RARITY
Are you sure? *

150 FLUTTERSHY
I insist. *

She opens her door and gestures for everyone to leave. *

The rest of the Mane 5 glumly make their exit. *

Through her window, Fluttershy watches them go. *

She looks to Angel who shakes his head in disappointment.

151 FLUTTERSHY (CONT'D)
Don't look at me like that. I did
the best I could.

Angel crosses his arms and shakes his head again.

152 FLUTTERSHY (CONT'D)
Oh you're right. I've been taking
baby steps. It's time for grown up
ones. Or you know, big steps. Large
sized leaps. You know what I mean.
(then)
I don't suppose you have any ideas
how I could do that?

Angel grins a mischievous grin.

FADE OUT.

END ACT 2

ACT 3

FADE IN:

SC. 10 - EXT. PONYVILLE MARKET PLACE - NIGHT

The streets are filled with PONY VENDORS selling different
Nightmare Night-centric objects. Pinkie Pie picks up a pair
of glasses that have eyeballs that pop out.

153 PINKIE PIE
Whooooooooaaa. These kind of make me
dizzy! I hope I don't get that
vertigo thing Fluttershy was
talking about.

154 TWILIGHT
You won't, Pinkie Pie.
(sighing)
It's too bad she can't be here.

155 APPLEJACK
I know. I never considered her ever
wantin' to come, but now that she's
not here, I miss her!

Spike comes running up to them with his monster head now
fixed right next to his head.

156 SPIKE *
I made it! I finished my costume! *

The Cutie Mark Crusaders push past him to get to Rainbow Dash. He gives them a look. They are all dressed in their costumes: SCOOTALOO is a WONDERBOLT, SWEETIE BELLE is MARIE ANTOINETTE and APPLE BLOOM is LITTLE RED RIDING HOOD. *

157 SCOOTALOO *
Rainbow Dash!! Do you like my costume? *

158 RAINBOW DASH *
Totally! *

She gives Scootaloo a hoof bump. *

159 SWEETIE BELLE *
Do you think Luna is going to come by tonight? *

160 APPLE BLOOM *
And scare us all???

161 RAINBOW DASH *
You never know. *
(then, spooky) *
You never know... *

162 APPLEJACK *
Everypony's lining up for the corn maze, y'all. Let's go! *

The Mane 5 and Spike make their exit. *

DISSOLVE TO: *

SC. 11 - EXT. CORN MAZE - A LITTLE LATER *

The Mane 6, minus Fluttershy, are in front of the corn maze, waiting to go in. Spike is with them. *

163 SPIKE *
It's really happening!! I can't believe it! *

164 APPLEJACK *
I sure thought it was but we've been waitin' here forever! I wonder what the hold up is! *

165 RARITY *
Applejack? There's a rather ominous *
looking scarecrow over there and I *
believe it's motioning in our *
direction. *

She looks over to see a tall SCARECROW wearing a hockey mask. *
It motions to them. *

166 PINKIE PIE *
I think so too!!! Is this part of *
it??? *

167 RAINBOW DASH *
Let's go find out! *

They leave the line and go to the front. It nods when it sees *
them and motions eerily that they should go in. *

168 APPLEJACK *
Oh, I see what's happenin' now. *

She whispers to the scarecrow. *

169 APPLEJACK (CONT'D) *
Hey Granny, or Big Mac or whoever *
you are, I don't want any special *
treatment just 'cause this is the *
Apple Family maze. *

170 MASKED SCARECROW *
Goooo innnnn. *

171 PINKIE PIE *
It's starting!! *

172 RAINBOW DASH *
It's a good thing Fluttershy isn't *
here, because she would NEVER be *
able to handle this! This is *
AWESOME!! *

173 ALL OF THE PONIES AND SPIKE *
Yay!!/This Is the best!!/It's *
finally happening! *

SC. 12 - INT. MAZE - CONTINUOUS *

They walk in and a MUMMIFIED PONY jumps out at them. *

174 ALL THE PONIES AND SPIKE *
AGH!!! *

They realize from how he talks that it's actually Big Mac. *

175 BIG MAC ZOMBIE
Boo...yup. *

176 ALL THE PONIES AND SPIKE
Hahahahaha! *

177 RAINBOW DASH
This is the best. *

He gives them a look like he's disappointed they weren't
really scared and goes back to his start position. *

Spike and the Mane 5 walk in the darkness and soon hear
crunching under their feet. *

178 RARITY
What. Is. That. Sound??? *

179 RAINBOW DASH
It's coming from under our feet! *

Pinkie Pie looks down. *

180 PINKIE PIE
It feels like...
(looking down)
Bones!! *

181 TWILIGHT PINKIE PIE SPIKE AND RARITY
Agh!! *

182 RAINBOW DASH
Are those the bones from the
skeleton costume I was going to
wear? *

183 APPLEJACK
(to Rainbow Dash)
Hey, TRY to keep up the illusion,
would ya? *

They keep walking and find themselves face to face with
dozens of "eyeballs" that dangle from strings connected to an
unseen rig above. *

184 ALL THE PONIES AND SPIKE
Agh!!! *

They turn a corner and Applejack looks confused. *

```
185      APPLEJACK      *
```

This is weird. This wasn't here

this mornin'.

*

```
186          SPIKE                                     *
          (nervous)                                   *
What wasn't? What are you talking                   *
about?                                              *
```

```
187      APPLEJACK      *
```

Nothin', it's just that the corn is *

a little taller and it's darker *

over here. *

Suddenly, something scurries past them. *

```
188          SPIKE          *
What was that??          *
```

```

189          APPLEJACK                                *
You saw that too?                                    *
    (quickly)                                         *
Uh, I'm not exactly sure where we                   *
are...                                                *
    (trying to play it off)                           *
...but that's no big deal.                            *

```

Another DARK FIGURE suddenly scurries behind them. The ponies react to the sound and turn around, but the dark figure is already gone. Applejack grabs Pinkie Pie.

```

190      APPLEJACK AND PINKIE PIE      *
AGH!                                  *
```

Applejack quickly lets go of her, realizing she shouldn't let
on that she is scared too. She acts like she's fine.

```
191      APPLEJACK      *
```

I mean, uh, c'mon everypony! This

way for more scares!

```
192          RAINBOW DASH                                     *
Which way? I can't see anything!                             *
```

```
193             APPLEJACK                                     *
Uh...you know, forward!                                   *
```

Rarity moves forward. *

```

194          RARITY
Fluttershy had a point with the
layers on the dress. I keep
tripping on---
          (MORE)

```

RARITY (CONT'D)
(then)
AGH!!!

REVEAL: Rarity has fallen into a hole about as deep as she is tall. Her friends look down at her.

195 TWILIGHT
What happened? Are you okay?

196 RARITY
I'm stuck! I seem to have fallen into a hole!

197 APPLEJACK
A hole? There aren't any holes in here!

198 RARITY
Oh, really? Then what do you call this thing I am standing in? Because I would call it a hole!

Just then FOUR FLOATING GHOSTS swoop in front of them.

199 ALL THE PONIES AND SPIKE
AGH!

200 APPLEJACK
I don't want to scare anypony, but I don't remember any of this bein' part of the maze I helped Granny and Big Mac set up.

201 PINKIE PIE
I don't. Know. Why. That. Would. Be. SCARY!!

They try to find their way in the dark. They hear <MANIACAL LAUGHING> coming from all directions in the corn.

202 TWILIGHT
Applejack? Which way are we going?

203 APPLEJACK
Uh, I don't know.

Suddenly they all fall...

204 ALL THE PONIES AND SPIKE
Agh!

...into the same hole Rarity is in.

205 RARITY *
Oh thank goodness, you're all here! *

206 APPLEJACK *
You know what everypony, maybe *
they're just tryin' to make it *
interestin' for me too! *
(hopefully) *
I'm sure Granny Smith or Big Mac is *
behind this. *

They then hear Granny Smith from another direction. *

207 GRANNY SMITH (O.S.) *
Are those peeled grapes? Or *
eyeballs starin' at you from beyond *
the grave. Mwahaha! *

208 BIG MAC (O.S.) *
Eyup. *

209 CUTIE MARK CRUSADERS *
<PLAYFUL SCREAMS> *

210 APPLEJACK *
(really scared now) *
That's what WE were supposed to *
do!! Let's get out of here. *

They start to go and Pinkie Pie gets a funny look on her face. *

211 PINKIE PIE *
Um...Applejack?? I can't move?? My *
hooves are stuck to the floor!! *

212 TWILIGHT *
So are mine! *

213 RAINBOW DASH *
So are mine! *

She tries to fly out of the hole but is stuck to the ground. *

Then looking over the edge of the whole for some way out, *
they see a VERY LARGE CREATURE coming at them. *

214 APPLEJACK *
Twilight, can you do something to *
get us unstuck??? *

The large creature comes at them, corn flying as his claws *
slash the stalks on either side. *

All the ponies Spike are now scared for their very lives.
Twilight lights up her horn and melts the adhesive sticking
them to the ground. They all JUMP and land back on level
ground.

215 CREATURE
ROAR!!!

216 EVERYPONY AND SPIKE
AGH!!!!

217 RAINBOW DASH
Run!!!

They all run in different directions for a second, then
realize they are running in different directions and run
back, and then run into each other.

218 EVERYPONY AND SPIKE
AGH!!!

219 APPLEJACK
Go straight!!

They run straight and suddenly they see an ENORMOUS BAT
FLYING RIGHT FOR THEM.

220 SPIKE
This is more than one dragon can
take.

He falls back on them as they look on too terrified to speak.

221 MANE 5
AAAAAAHHHH!

The bat flies down and reveals herself to be....

Fluttershy! They are SHOCKED.

222 FLUTTERSHY
Oh my, what have I done? I'm so, so
sorry I thought this is what you
wanted. Ohmygoodness can you ever
forgive me?

223 APPLEJACK
FLUTTERSHY???

224 RAINBOW DASH
It was YOU???

225 TWILIGHT
I can't believe it!

226 RARITY *
That. Was. *

227 PINKIE PIE *
THE BEST THING EVER!!!!!! *

228 RAINBOW DASH *
It was way more terrifying than the *
most terrifying thing I could have *
thought of! *

229 APPLEJACK *
You out-nightmared the scariest *
part of our corn maze!! *

230 TWILIGHT *
How did you do all this?? *

231 FLUTTERSHY *
After you left I realized that I *
wasn't ready to give up on *
Nightmare Night. Not yet. So I *
asked Granny Smith if I could try *
to make the maze even scarier for *
my friends. *

232 RAINBOW DASH *
You came up with all of this? *

233 FLUTTERSHY *
I had some help. *

Angel suddenly pops up and takes a bow. He motions for the *
ponies to look up and the "ghosts" appear. They shake off *
their costumes to reveal they are Fluttershy's bird friends. *

234 FLUTTERSHY (CONT'D) *
This little guy made the sticky *
stuff that made you unable to move. *

The spider scurries out from Fluttershy's mane. *

235 FLUTTERSHY (CONT'D) *
And of course Hairy was the *
especially scary figure coming at *
you. *

Hairy the bear runs out from behind them and bows. *

236 TWILIGHT *
Wow. That was inspired. *

237 PINKIE PIE *
You have to do this EVERY YEAR!!! *

The others <AD-LIB AGREEMENT>.

Fluttershy looks at her friends eager, happy faces.

238 FLUTTERSHY
We *could* celebrate Nightmare Night
together every year. But the truth
is I really don't want to.

239 PINKIE PIE
You DON'T?

The rest of the ponies register their surprise.

240 RARITY
But you've done it. You've found a
way we can all have a fabulous time
together.

241 FLUTTERSHY
I have, but I've also realized
something.

242 APPLEJACK
What's that, sugarcube?

243 FLUTTERSHY
You all may love Nightmare Night,
and I may be good at being a part
of it, but it's just not my cup of
tea.

Pinkie Pie holds up a flashlight and makes a scary face.

244 PINKIE
Spooooky tea?

245 FLUTTERSHY
No. Just regular tea.
(then)
We do lots of fun things together.
But I'm afraid, this just isn't
going to be one of them.
(then, confident)
Actually, I'm not afraid, I'm
perfectly fine with it.

246 TWILIGHT
Then we are too.

Fluttershy grins as the girls move in for a group hug. Hairy
the Bear moves in as well and SQUEEZES them a bit too tight.

SC. 13 - INT. FLUTTERSHY'S COTTAGE - NIGHT

*

Fluttershy is under her bed, bundled up in some blankets,
reading a book. She addresses her birds who are bundled up in
their own little blankets.

*

*

*

247 FLUTTERSHY
I don't know why I doubted myself
for a second. Now THIS is what I
call a perfect Nightmare Night.

*

*

*

*

THE END

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