

Distribution:

Production:

Devon Cody  
Meghan McCarthy  
Jayson Thiessen  
Jim Miller  
Lesley Crawford  
Melinda See

The HUB:

Tegan Molloy  
Allegra Newman  
Linda Shima Tsuno  
Wayne Winstead

Hasbro Studios:

Stephen Davis  
Kathy Page  
Michael Vogel  
Brian Lenard  
Gabriel Monje  
Lauren Solomon  
Finn Arnesen  
Nina Scales

Hasbro Brand:

You Sun Hwang  
Samantha Lomow  
Gretchen Forrest  
Marissa Mansolillo

MY LITTLE PONY 5

The Cutie Re-Mark Parts 1&2

525 & 526

Written by: Josh Haber

Outline: July 11, 2014

**TEASER****SC. 1 - INT. TWILIGHT'S CASTLE – DAY**

Twilight Sparkle looks out on her throne room as she wraps up a speech explaining how honored she feels to have been asked by Princess Celestia to speak. She can't really describe the feeling, but wants everyone to know that it's the fulfillment of a lifelong dream. She hopes everyone was able to find something in her words that meant something to them, and she can tell by looking out at the crowd that the future of Equestrian magic is in very good hands. She finishes to the sound of a single pair of claws clapping. As we cut to the reverse shot we see that the only person in the audience is Spike. The baby dragon congratulates Twilight on her fine speech and thinks that it will only get better when she does it in front of this year's graduating class from Celestia's School of Magic. Twilight isn't so sure. She wants to practice it again because she needs it to be... "Perfect," Spike says, finishing her sentence. "Right," Twilight says and she starts the speech again. Off Spike's long-suffering expression we...

**END TEASER****MAIN TITLES****ACT 1****SC. 2 - INT. CELESTIA'S SCHOOL OF MAGIC – DAY**

The lecture hall is standing room only as Twilight gives her speech. In it, we finally discover the subject of her talk, Cutie Mark Magic. Twilight describes the recent events surrounding the Cutie Mark Crusaders receiving their cutie marks, along with the context and circumstances that lead to them all appearing at the same time. She goes on to explain that while it is rare, there have been other examples of simultaneous manifestations of cutie marks that seem to indicate a larger magic at work. She lays out the events of the Sonic Rainboom that lead to her and her friends all getting their cutie marks at the same time. While the exact nature of cutie mark magic is still a subject that needs to be studied, Twilight knows from her own experience how real and powerful it can be. As she continues the speech, she looks out at the room of eager faces along with the faces of Spike, the MANE FIVE, and AURORA GLIMMER! Twilight blinks, not sure of what she saw, but when she looks again Aurora Glimmer is gone. Unsettled, Twilight continues with the rest of her speech, scanning the crowd the whole time.

Afterward, Spike and the others congratulate Twilight. She tells them about seeing Aurora and is worried that the pony has come to exact some kind of revenge for the parts they all played in ruining her cutie mark-free society. The others reassure her that if Aurora Glimmer came to hear Twilight's speech on cutie mark magic, it could be a sign that she's changed her ways. Rarity, "Exactly. Even if it was her, I'm sure she was just as interested in your speech as everyone else." Twilight, "I know she was interested. I'm just not sure why."

**SC. 3 - INT. TWILIGHT'S CASTLE – DAY**

Later, back in Ponyville, the Mane Six are summoned to the map room in Twilight's Castle. They all look on, surprised, as each of their cutie marks appears on the map – all of them floating over Canterlot. Applejack wishes that the map had told them the day before, so they wouldn't have had to waste a trip. As they head out, Spike calls Twilight's attention back to the map where a second one of her cutie marks has appeared – over Cloudsdale. Twilight wonders which destination she should head to first and the gang convince her that they should all travel to Canterlot together. Twilight agrees, figuring that Celestia can provide some incite into her double cutie mark map situation.

**SC. 4 - INT. CANTERLOT – THRONE ROOM – DAY**

In Canterlot, Celestia explains that someone broke into the restricted section of the Library of Magic. Twilight asks if anything was stolen, but Celestia tells her that's not exactly the situation. Celestia goes on to explain that whoever the perpetrator was, they were only interested in gaining access to Starswirl the Bearded's spell book on time travel. When Twilight asks Celestia how she knows that, Celestia reveals that she's been able to determine that the book was used to send someone back in time. Beyond that, Celestia doesn't know much else. She goes on to warn that if the time traveler went back with the intention of changing events in the past, things in the present could start to look very different. "Different how," Rainbow Dash asks. "Different like Lord Tirek never being defeated and absorbing all the magic of Equestria and ruling over everypony like an all-powerful overlord?" asks Pinkie. Celestia admits that could be a possibility. "Or a fact!" says Rarity as she and the others join Pinkie at the windows. They all look out to see an enormous TIREK standing in the middle of Canterlot. Crowds of ponies kneel in front of him as he shouts, "I am Tirek, ruler of all Equestria. Bow before me!"

**SC. 5 - INT. CANTERLOT – LIBRARY OF MAGIC – CONTINUOUS**

Celestia leaps into action, calling for everyone to follow her to the Library. Along the way she explains that whoever altered Starswirl's spell must have been very capable with magic. As they stand over the glowing book, Celestia admits that she can't use her own magic to undo whatever the time traveler did, but she thinks that Starswirl's book can be used as a tether to the point in the past that they traveled to. Celestia believes she can cast a spell and use the book to send somepony after them. Twilight immediately volunteers and Spike refuses to let her go alone.

Celestia tells Twilight that it will be up to her to figure out what the time traveler did and stop them. If she's successful, all will be well. But if she fails, the tether will snap her back to the moment she arrived and she will have to try again. Spike asks if they'll be stuck repeating the same events forever and Twilight assures him that they'll just have to keep doing it until they get it right. Unfortunately, Celestia tells her, that's not exactly true. Her spell is only strong enough to give Twilight three chances before the tether stretches too far and breaks. After that, the new timeline will be set. Twilight and Spike will be stuck in the past and they will all forget the way things used to be.

The others volunteer to go along. If Twilight's going to be stuck in the past, they all want to be there with her, but Celestia tells them that she needs them to stay. Tirek might not be the worst of the changes they can expect to see and she'll need as much help as possible protecting Starswirl's book – it's Twilight's lifeline to the present. The others agree to do whatever they can. Celestia casts her spell, warning Twilight to be ready for anything. She has no idea who the time traveler is or where or when Twilight and Spike will show up. With that, Twilight and Spike jump through time (with an awesome TIME SHIFTING VISUAL EFFECT) and end up in...

**SC. 6 - EXT. CLOUDSDALE – DAY**

Twilight and Spike look around. "Well, I guess this explains why the map had my cutie mark over Cloudsdale." Spike, "What do you mean?" Twilight points at young Rainbow Dash and Fluttershy standing with a collection of other young pegasi all waiting to start Cloudsdale's Summer Flight Camp. Twilight tells Spike that they travelled back to the day she talked about in her speech – the day they all got their cutie marks.

**END ACT 1****ACT 2**

**SC. 7 - EXT. CLOUDSDALE - RESUME**

Spike asks Twilight about Flight Camp and Twilight reminds him of Fluttershy's and Rainbow Dash's related cutie mark stories. As they talk, an announcement plays over a PA calling for all Flight Camp Counselors to assemble on the main cloud. A crowd of older ponies head toward a central cloud and Twilight spots Aurora Glimmer among them. Rushing over, Twilight corners Aurora and confronts her, demanding to know why she's come to the past. Aurora admits she's impressed that Twilight was able to follow her, though she doubts there's anything the Princess can do to stop her. Aurora tells Twilight that since she and her friends took her cutie mark-free society away from her, she's going to take something away from all of them. She reveals that her plan is to stop Rainbow Dash from performing the Sonic Rainboom, thereby preventing the Mane Six from getting their cutie marks. With that, she leaves the stunned Twilight and heads toward the main cloud with the camp counselors.

Spike asks Twilight if stopping the Rainboom would really keep her and her friends from getting their cutie marks. Twilight tells him that she doesn't know, but it's possible. Maybe they'd still get their cutie marks later. Maybe their cutie marks would be in different things. Maybe she'd never go to Celestia's School of Magic or to Ponyville or even meet her friends. They already know that whatever Aurora does will have profound affects on the future. With a sudden blast of Alicorn Magic, Twilight turns and shouts for everypony to "Stop that unicorn!" Surprised by the appearance of a new Alicorn, everyone in Cloudsdale immediately looks up from what they are doing. Twilight explains that the future depends on Aurora being stopped and Cloudsdale guards quickly apprehend her. The Pegasi Authorities agree to conduct a full investigation, but in the meantime all Cloudsdale activities will have to be canceled – including Flight Camp. As young Rainbow Dash groans in disappointment, young Fluttershy admits that she could use another year of practice before going to Flight Camp anyway. Twilight realizes that she's inadvertently done Aurora's job for her. As Aurora starts to gloat, Celestia's spell kicks in. With the TIME SHIFTING VISUAL EFFECT, both Aurora and Twilight find themselves back to when they first arrived.

**SC. 8 - INT. CANTERLOT – LIBRARY OF MAGIC – DAY**

Meanwhile in the present, Celestia reiterates to the girls how important it is to guard the book. Not only is it Twilight's lifeline to the present, it's also their only connection to the original timeline. Whatever the changes are that are happening in the past, they're only going to make things worse for them in the present. Fluttershy points out the window at the massive form of Tirek thunderously stomping past (continuing to demand fealty from the pony world) and wonders what could possibly be worse than Tirek ruling Equestria. Before any of them can even shrug the TIME SHIFTING VISUAL EFFECT happens and the world outside goes quiet. All of them rush to the window to see that Tirek has vanished. Dash wonders if Twilight already managed to fixed everything, but before the words are even out of her mouth, a collection of Plunder Seed Vines spring up. While the girls look on in shock, a group of the vines surround Celestia and pull her through the floor. The second before she disappears she shouts at the Main Five to remember to guard the book. Almost as if it heard her, a nearby vine shoots toward Starswirl's book, but Dash is able to fly over and grab it. Applejack suggests that everypony stop asking how things can get worse.

**SC. 9 - EXT. CLOUDSDALE – DAY**

Back in the past, Twilight and Spike decide to take a lower profile. Spike gives Twilight a hat or helmet that hides her horn and she tries to pass herself off as a normal pegasus. Meanwhile, they again find Aurora at Flight Camp Counselor orientation. Now it's Aurora's turn to demand some answers. How was Twilight able to reset the timeline? Why does she remember what happened last time? Are they going to be stuck reliving the same events forever? Spike tells her not to worry. It's just a spell that Celestia cast. He also inadvertently lets slip that they only have a limited number of tries before Aurora's changes become permanent. "Thanks. That's all I wanted to know." Twilight admonishes Spike for being so forthcoming, but quickly shifts her attention to Aurora. Twilight tries to explain to Aurora that there are consequences for her actions – that the ramifications will extend far beyond whether Twilight and her friends get their cutie marks together or not. Unfortunately, Aurora is unswayed. Still determined to stop the Rainboom, she explains that all she has to do is keep Fluttershy from being made fun of.

**SC. 10 - INT. CANTERLOT – THRONE ROOM – DAY**

Meanwhile in the present, the girls all run into the throne room. The place is empty and they assume the worst, Luna and Celestia must be trapped by the vines at the Tree of Harmony. The gang discuss what's going on and figure out, by the way that the timeline is unraveling, that the changes in the past must involve all of them. The only way Tirek would be around is if they weren't there to stop him – same with the Plunder Seeds. They all take turns looking through Starswirl's book as they try to figure out what will happen next. Finally, Pinkie Pie asks to see the book, but once she has a hold of it, she takes off toward the doors. We pan over to a second Pinkie Pie. Pinkie number two asks why they'd hand the super important book that they are supposed to be guarding to just any old Pinkie Pie they see. The gang look toward Pinkie number one escaping with the book and take off in pursuit.

**END ACT 2****ACT 3****SC. 11 - INT. CANTERLOT – THRONE ROOM – RESUME**

The gang quickly corner the imposter Pinkie Pie who surrenders the book and apologizes. As they all pepper the fake Pinkie with questions, "Who are you?" "What do you know about the time traveler?" etc., Applejack unwittingly hands the book off to a second Applejack. As Applejack number one demands to know if the Pinkie impersonator is a part of the plot to change the timeline, she realizes what she's done. They all turn as Applejack number two tries to make off with the book and the gang give chase once more.

**SC. 12 - EXT. CLOUDSDALE – DAY**

In the past, Twilight tries to be more subtle as she works to prevent Aurora from stopping the Rainboom. Using her ad hoc disguise, Twilight blends in with the camp councilors along with Aurora. The two of them jockey for position as the pegasus in charge details the councilors duties and starts assigning them to groups of campers. Twilight manages to position herself in line so that she will be assigned to Fluttershy and Dash's group, but at that last minute Aurora manages to cut in front of her and nab the assignment. Twilight watches as Aurora leads her campers away from the orientation cloud, already doing her best to keep Dash and Fluttershy separate. As Twilight worries about what she can do, Spike points out that she has been assigned the group with Hoops and Dumb-Bell, the two pegasi who bully Fluttershy about her flying. All she needs to do is make sure they go through with it. Twilight feels uncomfortable encouraging any kind of bullying. Spike understands, but explains that it's an important moment in Fluttershy's life. If she's never made fun of, Dash can never stand up for her. Even more important, Fluttershy will never fall from Cloudsdale, or find the cloud of butterflies that save her, or discover her true calling. Even so, Twilight is conflicted.

**SC. 13 - EXT. CLOUDSDALE – PRACTICE TRACK - DAY**

Twilight leads her group of campers in a few flying exercises, while trying to keep an eye on Aurora. Still working to drive Fluttershy and Dash apart, Aurora divides her campers into two groups, strong and remedial flyers. She sends the strong flyers through an obstacle course while working patiently with the weaker ones on the equivalent of a bunny slope. Finally, Twilight's own campers notice her staring at the other group and ask why. Twilight tells them that she's just checking out the competition. Hoops points out that Fluttershy doesn't seem like much competition and Dumb-Bell adds that she looks like a klutz. Fighting her natural instinct to admonish the bullies, Twilight adds, "You could almost call her Klutzershy." Hoops and Dumb-Bell find this hysterical and immediately run off to make fun of Fluttershy. Twilight feels terrible, but Spike reminds her how important it is for everything in the past to happen just as it is supposed to.

Unfortunately, as Twilight and Spike watch Hoops and Dumb-Bell start to bully Fluttershy, Aurora walks over and stops them. Twilight flies over just as Aurora finishes lecturing them on bullying. The Pegasus in Charge flies over and asks what's going on and Aurora describes what the bullies were doing. The Pegasus in Charge asks Hoops and Dumb-Bell where they got the idea that it was okay to call other ponies names and they both point at Twilight. The Pegasus in Charge admonishes Twilight for her behavior. With a smirk, Aurora suggests that Twilight be removed from the camp and the Pegasus agrees. As Twilight is escorted out, Hoops and Dumb-Bell apologize to Fluttershy and join Dash in helping her to get over her fear of flying. Aurora laughs as Twilight tries to tell all of them that they don't understand. But another TIME SHIFTING EFFECT occurs and Twilight and Aurora find themselves back where they started.

Aurora looks around frustrated. "How many of those spells do you have?" she asks. "Enough to stop you!" Twilight says as they both race back to Flight Camp. Aurora starts running faster, hopping from cloud to cloud in an effort to stay ahead of Twilight. Twilight just beats her wings and flies along side telling her that as long as she can fly there's no way Aurora can get anywhere in Cloudsdale faster than she can. But just at that moment, Twilight's wings vanish and she starts falling to the earth.

#### **SC. 14 - INT. CANTERLOT – THRONE ROOM – DAY**

Back in the present, the gang finally trap the fake Applejack. As they hold on to her and recover the book, the imposter calls out, "GUARDS!" The gang stare in horror as a battalion of changelings burst in and the fake Applejack reveals herself to be Chrysalis. She and her army run Canterlot now.

#### **END PART 1**

#### **PART 2**

#### **ACT 1**

#### **SC. 1 - INT. CANTERLOT – THRONE ROOM – RESUME**

As the gang are all tied up by the changelings, they realize that whatever happened in the past must have also prevented them from saving Canterlot from Chrysalis' invasion. The Changeling Queen leafs through Starswirl's book. She admits that she doesn't know what could possibly be so important about it, but she's looking forward to finding out. Just as she prepares to send our girls off to the dungeons, there's another TIME SHIFTING EFFECT. Chrysalis and all the changelings vanish and the girls are alone in the throne room once more. As Applejack picks up Starswirl's book, she admits that she can't think of anything worse that could happen. Suddenly a familiar voice intones, "Oh, I can think of a thing or three." As Discord's face starts to appear above them (piece by piece like the Cheshire Cat), the others all turn to Applejack. Rarity: "I thought we weren't supposed to mention how things could get worse."

#### **SC. 2 - EXT. CLOUDSDALE – DAY**

Meanwhile, in the past, Twilight panics as she falls through the clouds until she finally remembers that she can use magic to save herself. Her horn glows and she BAMFS back up to Cloudsdale. Spike wonders what happened to her wings and Twilight theorizes that the original timeline must have unraveled far enough to undo her becoming a princess. She tells Spike that they have to find Aurora because they only have one more chance to set things right.

**SC. 3 - EXT. CLOUDSDALE – PRACTICE TRACK – DAY**

Meanwhile, Aurora again plays the role of camp counselor, now in charge of the group with Hoops and Dumb-Bell. Hoops starts to make fun of another camper in their group, but before Aurora can leap to the camper's aide and lecture Hoops on the dangers of bullying, Twilight BAMFS right next to her and pulls her aside. Aurora accuses Twilight of being a showoff with her magic. Why didn't she just fly over on her Princess Wings? Twilight shows her that she no longer has wings and Aurora is surprised. Twilight explains that it's obviously because of what they are doing here in the past. Losing her wings is just one of the many things their actions in the past are changing. If the Sonic Rainboom doesn't happen, not only will Twilight not get her cutie mark, but she'll never go to Celestia's School of Magic, Celestia will never send her to Ponyville, and she'll never discover the magic of friendship. Aurora starts to understand the larger implications, but still can't let go of her need for revenge. Luckily, Twilight has kept her occupied long enough for Hoops and Dumb-Bell to tease Shutterfly. They look over just as Rainbow Dash comes to her aide. Twilight smiles. "Finally, Rainbow Dash can race against those bullies and perform the Sonic Rainboom." Aurora tells her in that case she'll just have to stop the race all together, and runs off.

**SC. 4 - INT. CANTERLOT – THRONE ROOM – DAY**

In the present, Fluttershy refuses to accept that there isn't some part of her friend in this alternate timeline version of Discord and reveals the details of their situation to him, along with the importance of Starswirl's book. Discord is intrigued and the others try to downplay it, but it's too late. Discord pops over to Applejack, grabs the book and pops back, sitting in a reading chair, smoking a pipe, and wearing reading glasses as he flips through the pages. "This is fascinating," he tells them, "really groundbreaking stuff." Discord is impressed with Starswirl's magic and realizes that he can use it himself. He quickly comes up with a plan to use the book to travel back in time to when he was first defeated by Princess Celestia and Princess Luna. If the two sisters are never able to use the Elements of Harmony to defeat him, his reign of chaos over Equestria can last forever.

Dash shoots over and grabs the book out of Discord's hands and in a series of fun-Discord-magic-filled bits, the girls try to keep the book away from him (think: Benny Hill yackety sax montage or a Scooby Doo chase scene music break).

**SC. 5 - EXT. CLOUDSDALE - DAY**

Twilight finds Aurora and tries to convince her not to stop the race. Aurora explains that she's decided to let the race go on after all. Twilight asks her what made her change her mind and Aurora confesses that she didn't change it. She's just made sure that Rainbow Dash is going to win so easily there will be no need for her to fly fast enough to set off a Sonic Rainboom. Twilight asks her what she did, but Aurora just smiles. Meanwhile the race starts with a SHOT. Twilight and Spike look over to see the racers all explode off the starting line. Fluttershy falls off her cloud as Dash, Hoops and Dumb-Bell shoot through the air. But suddenly Dash flies ahead as Hoops and Dumb-Bell start to slow down – almost moving in slow motion. Twilight looks on concerned as Aurora's smile widens.

**SC. 6 - INT. CANTERLOT – THRONE ROOM – DAY**

In the present, Discord finally gets a hold of the book. He cackles with glee as he prepares to travel back in time. Unfortunately for him another TIME SHIFTING EFFECT starts. "Oh, rats!" he exclaims as he disappears and the gang look up to find themselves outside.

**SC. 7 - EXT. CANTERLOT – HEDGE MAZE – SUNSET**

Our girls find themselves in the hedge maze with the stone statue of Discord looming over them. With Celestia still nowhere to be seen, the gang despair, fearing that Twilight has failed in the past. Worse still, none of them can find Starswirl's book. As the sun starts to set the gang races back to the Castle as they slowly realize that if the timeline continues to unravel, the next villain to appear will be Nightmare Moon.

END ACT 1

**ACT 2****SC. 8 - EXT. CANTERLOT – HEDGE MAZE – RESUME**

As they run through the maze, Futtershy wonders if Nightmare Moon will really come back. At the edge of the maze the light takes on an eerie quality and they all stop to look up at the sky. While the sun continues to set, the moon suddenly appears high in the sky. Applejack tells Fluttershy that it's not a promising sign. "Neither is that," Dash says as she points ahead of them. A pack of Timber Wolves creeps out of the forest surrounding the maze, their eyes glowing red. As the wolves all look up at the moon and begin to howl, the gang rush past them and into the castle.

**SC. 9 - INT. CANTERLOT – THRONE ROOM – CONTINUOUS**

Inside, the gang find Starswirl's book on the floor of the throne room. Relieved, Rarity sees that the book is still glowing and thinks it might mean that there's still a chance for Twilight to succeed. Applejack hopes that she does since the five of them don't stand much chance against Nightmare Moon. Rainbow Dash suggests that they could still find the Elements of Harmony and defeat her on their own. In fact, since they already know what to do, it might not even be that hard. Except, Pinkie points out, that they won't know what to do. Celestia said that if the new timeline becomes permanent, none of them will remember the way things used to be. Rarity is thankful that at least they won't know the difference. Fluttershy doesn't find that very reassuring as she points out more ominous signs of Nightmare Moon's return: the stained glass in the castle starts to change, the daylight start to fade to night, and the face of the moon starts to shift from Luna's to Celestia's. Worried, the girls all look down at the faintly glowing book.

**SC. 10 - EXT. CLOUDSDALE – DAY**

Back in the past Twilight and Aurora are still at the start of the race. Twilight turns to Aurora and pleads for her help to put things right. She apologizes for taking away Aurora's perfect society and explains that she understands why Aurora would want revenge. Twilight then opens up to her, confessing that this is their last chance. If there's no Rainboom this time, there never will be. Twilight tells Aurora that even though she understands why Aurora has come back to the past, preventing Twilight from getting her cutie mark won't change things for the better. If Twilight never becomes friends with the girls in Ponyville, Equestria will be a very different place. It will be a much darker place, literally, since the first thing she and her friends ever did together was stop Nightmare Moon from taking over the world and casting all of Equestria in perpetual night. Aurora looks up, finally understanding the far reaching consequences of her actions. "I guess I hadn't thought about that."

**SC. 11 - INT. CANTERLOT – THRONE ROOM – NIGHT**

Back in the present, the girls all look out at the sun setting over Equestria for possibly the last time. As the last of the sunlight fades, Applejack turns to the others and tells them that she can't believe anything could make her forget all the things they've been through together. The others share her sentiment, still holding out hope that Twilight will be able to save the day. They all hold hooves and look up at the moon as it completely changes from Luna's face to Celestia's. Suddenly, behind them in the throne room, a whirling vortex of magical energy forms and two green and purple eyes appear, blinking out at them.

**SC. 12 - EXT. CLOUDSDALE - DAY**

In the past, Aurora admits that she hadn't considered the fallout of her time traveling escapades. She only wanted to get back at Twilight and the others. She certainly doesn't want to be responsible for bringing back Nightmare Moon and destroying Equestria as they know it. Aurora finally tells Twilight what she did. She explains that she convinced Hoops and Dumb-Bell to wear a pair of horse shoes that she imbued with magical properties. The faster they fly, the heavier they get. Twilight realizes that all they have to do is get the horse shoes off of the bullies and the race will be back to normal. Aurora thinks it might already be too late. She points over to the race track where Hoops and Dumb-Bell continue to struggle and Dash's lead looks insurmountable.

**END ACT 2****ACT 3****SC. 13 - EXT. CLOUDSDALE – RESUME**

Unwilling to give up, Twilight convinces Aurora that they can still fix things. She tells Aurora to head over to the track and use her magic to get the horse shoes off of Hoops and Dumb-Bell. Meanwhile, Twilight shoots out along the track ahead of Dash and starts creating a detour. Using her magic, she forms a series of cloud rings that lead Dash off of the track in a wide sweeping arc that loops back on itself. Aurora manages to remove the extra heavy horse shoes from the other racers and they shoot on along the track falling in behind Rainbow Dash, just as she finishes the looping detour that Twilight sent her on. Dash, "Man, this course seems a lot longer than it looked."

Twilight and Aurora exchange looks of accomplishment as the race continues, Dash still in the lead. The three racers take the tight turn that causes Dumb-Bell to veer off the track and crash into a cloud column. But as Dash continues to pull ahead, Hoops gets discouraged. Twilight and Aurora exchange worried looks as a frustrated Hoops starts to slow down and give up. Aurora suddenly BAMFS onto a cloud right next to him. She asks him what he's doing and he tells her that Dash is just too fast. Acting like a real Flight Camp Councilor, Aurora gives him a quick pep talk explaining that real flyers never give up. With that, she shoots him in the tail with a burst of magic that sends him careening into Rainbow Dash (just as he does in the original Cutie Mark Chronicles story). The rest of the race happens just as everyone remembers. As Dash performs the Sonic Rainboom, the TIME SHIFTING EFFECT starts again. Aurora and Twilight smile at each other as they vanish from Cloudsdale and reappear in...

**SC. 14 - INT. CANTERLOT – THRONE ROOM – DAY**

Aurora, Twilight, and Spike shoot out of the book with a blast of magical energy and appear before Celestia and the rest of the gang, who all stand around waiting for them. Twilight asked what happened while she was gone and Rainbow Dash tells her that she doesn't want to know. Applejack, "Let's just say that we're all plenty glad to see you instead of Nightmare Moon." Aurora apologizes to everypony, explaining that she never thought her actions would have the kind of consequences that could change all of Equestria. She was just mad at them for taking away the town she had worked so hard to build and she was blinded by her need for revenge. She knows it's going to take a lot for anypony to forgive her for what she tried to do, but she wants them all to know that she's willing to try. Celestia tells her that the important thing is that the timeline has been restored and everything is back to normal. She only wishes she had been able to contribute more herself, but is glad that Twilight has the kind of friends who can come through when they're needed. In fact, she is so grateful for everypony's help that she can only express it in SONG...

**SC. 15 - MUSICAL MONTAGE**

In an uplifting musical number, Celestia sings about how all of Equestria is grateful for the ponies of Ponyville, who've saved them more times than they can count. In quick cutaways throughout the song, we see ponies from all over (Manhattan, Cloudsdale, Appleoosa, etc.) singing about Twilight's and her friends' abilities to consistently come out on top. Celestia ends the song by saying that there's a whole big world out there with places that they haven't even seen, but she's certain that Twilight and her friends will be able to bring the magic of friendship to them as well.

After the song, Celestia takes Twilight aside and commends her on everything that she's accomplished. All of Equestria owes it's very existence to her bravery and perseverance. Twilight confesses that Aurora was a big help, she just had to be convinced to do the right thing. Celestia admits that the magic Aurora used to alter Starswirl's spell and travel into the past was quite impressive. In fact, it reminds her of another pony she once met. A pony whose first display of magical abilities was so impressive, it gave her a cutie mark. Twilight looks down at her cutie mark and Celestia tell her that she's come a long way since then. Celestia nods to Aurora and tells Twilight that perhaps it is time for her to take on a student of her own.

**SC. 16 - INT. TWILIGHT'S CASTLE - DAY**

Aurora walks into Twilight's throne room to find Twilight and her friends all sitting in their thrones. She asks Twilight why she wanted to see her. Twilight reiterates that when Aurora tried to stop her and her friends from getting their cutie marks there were all kinds of unintended repercussions. In fact, it's pretty clear that if she and her friends had never met, all of Equestria would be a very different place. Every action they took in the past, every action any of them have ever taken, has a series of effects that ripple through time. Twilight tells Aurora that she's summoned her to make her a proposition. She offers to teach Aurora everything she knows about the magic of friendship. The only condition is that Aurora consider the ramifications for the future, that she try to imagine all the possible future outcomes if she decides to refuse. Aurora tells her she doesn't need to think about all the possible consequences of refusing because she doesn't intend to. She's eager to become Twilight's student.

**END PART 2**