

Distribution:

Production

Devon Cody
Meghan McCarthy
Josh Haber
Jim Miller
Denny Lu
Lesley Crawford
Claire Bartleman

Discovery Family

Linda Shima Tsuno
Wayne Winstead

Hasbro Studios

Stephen Davis
Kathy Page
Brian Lenard
Gabriel Monje
Daniel Barnes
Finn Arnesen
Nina Scales

Hasbro Brand

Jamie Cipolla
Yusun Hwang
Kevin Evans
Andrea Ehret
Marissa Mansolillo
Samantha Lomow
Gretchen Forrest
Kristen Riley
Katherine Padilla
Brian Chapman

MY LITTLE PONY 6

"VIVA LAS PEGASUS"

Episode 620

Premise by: Michael Vogel

Written by: Kevin Burke and Chris "Doc" Wyatt

1st Draft: June 8, 2015
Outline V2: May 19, 2015
Outline: May 4, 2015
Premise: March 17, 2015

TEASER

SC. 1 - EXT. SWEET APPLE ACRES - ROLLING HILLSIDE - DAY

It's the perfect day for a picnic! The sun shines bright, the clouds couldn't be fluffier, and the breeze is to die for. APPLEJACK and PINKIE PIE are in the middle of a picnic, with FLUTTERSHY nearby, tending to a small bunny.

Applejack looks around the area, wistfully.

1 APPLEJACK
Hoo-eee! You ever seen anything
more amazing than this!

Pinkie blinks out at the landscape.

2 PINKIE PIE
Um... You mean the grass?

3 APPLEJACK
The grass, the trees, the sky, all
of it.

Applejack lies back, staring at the clouds.

4 PINKIE PIE
Sweet Apple Acres is pretty
amazing, but you see it all the
time. New places can be amazing
too.

5 APPLEJACK
New places? Who needs that?

Fluttershy lets the tended bunny run off, then joins the others.

6 FLUTTERSHY
New places can be scary.

7 PINKIE PIE
Being scared can be EXCITING! My
heart's racing just thinking about
it!

8 APPLEJACK
You can have your excitement. I
could just lie here and watch the
clouds roll by all day.

Fluttershy lies next to Applejack, watching the clouds.

Pinkie Pie lies back and looks up at the clouds. They barely move. Beat. Quiet.

9 PINKIE PIE
All day, huh?

Quiet. They all watch clouds, Applejack and Fluttershy in calm peace, but as the moments pass, it's clear Pinkie Pie is getting uncomfortable. Her eyes start to bug a little, she shifts around, bored.

<BRING!!> Suddenly Applejack and Fluttershy's CUTIE MARKS start to shimmer!! They both look at them.

10 FLUTTERSHY
Our Cutie Marks!

Pinkie Pie is up in a flash.

11 PINKIE PIE
Thank goodness!

Applejack and Fluttershy give her a look.

12 PINKIE PIE (CONT'D)
I mean...
(fake disappointment)
Awwwwwww.

13 APPLEJACK
I can't believe my cloud watching's
being cut short!

14 FLUTTERSHY
Yes, well, duty calls.

15 PINKIE PIE
Duty?! More like awesome friendship
adventure!

Pinkie Pie starts to pack up the picnic supplies.

16 PINKIE PIE (CONT'D)
You are so lucky! Who knows where
you'll be headed!

Pinkie Pie goes to put a SEVEN LAYER CAKE back into the basket. She looks at it quizzically.

17 PINKIE PIE (CONT'D)
I hope this is enough cake for the
trip.

Applejack and Fluttershy stare at her, deadpan.

END TEASER**MAIN TITLES****ACT ONE****SC. 2 - INT. TWILIGHT'S CASTLE, MAP ROOM - DAY**

Applejack and Fluttershy enter the Map Room, with Pinkie Pie hustling behind, carrying her over-stuffed picnic basket.

18 APPLEJACK
I hope it doesn't take too much
time to fix whatever problem the
map sends us to. I don't wanna be
away from home for too long.

TWILIGHT SPARKLE walks up to greet them.

19 TWILIGHT
I'm not sure how long it will take,
and I have to admit, I'm kind of
surprised at where the map is
sending the two of you--

Twilight gestures to the map to see exactly where they're being sent. REVEAL: Pinkie and AJ's cutie marks hovering over a miniature city of flashing lights--

20 APPLEJACK/FLUTTERSHY
Las Pegasus?

Pinkie Pie's <SQUEALS> with excitement! She bounces around, unable to contain herself.

21 PINKIE PIE
Las Pegasus?!?! That's the funnest
destination in all of Equestria! 24
hours, 7 Days a week, of non-stop
games, lights, and parties!!!

Applejack looks at the map, unimpressed. Fluttershy looks terrified.

22 APPLEJACK
Well, that's a far cry from
watching clouds roll by.

23 FLUTTERSHY
I can't say I'm looking forward to
non-stop lights and parties.

Fluttershy SHIVERS at the mere thought.

24 TWILIGHT
I know Las Pegasus doesn't seem
like either of your cups of tea,
but I have total faith the map
wouldn't have called you unless you
were the perfect ponies for the
job... somehow.

Applejack and Fluttershy look at her. Applejack <SIGHS>.

SC. 3 - INT. GLADMANE'S - DAY

CLOSE ON: Applejack and Fluttershy, walking towards a set of double doors (we are seeing this from inside Gladmane's looking out, but it's so tight we don't see the resort yet. Ponies pass by in front of the frame.)

Fluttershy stumbles towards the door, dragging Pinkie Pie's enormous picnic basket behind her.

25 APPLEJACK
Well, the map says this is the
place.

26 FLUTTERSHY
(out of breath)
Yes... <HUFF> Gladmane's... <WHEW>
Hotel.

Applejack sees her struggling with the basket.

27 APPLEJACK
Um... I don't think we'll need
Pinkie's snacks anymore.

She takes the basket and sets it aside. Fluttershy looks at it, uncertain.

28 FLUTTERSHY
It just felt nice having something
from home with us.

29 APPLEJACK
I know, but I'm sure this place
won't be as overwhelming as we
think--

As the front doors SLIDE OPEN, we PULL WIDE to see--

The interior of Gladmane's! Lights! Music! Games [the non-gambling variety. Think - skee-ball]! SENSORY OVERLOAD! Pretty much the EXACT OPPOSITE of lying in the country watching clouds.

30 APPLEJACK (CONT'D)
Now I know what the inside of
Pinkie Pie's brain looks like.

31 FLUTTERSHY
Um, maybe the map is on the fritz
again.

32 APPLEJACK
Come on, now. All we need to do is
find our friendship problem, solve
it, and get back home.

They work their way forward through the crowd, trying to
avoid bumping into oblivious ponies enjoying the excitement.

A CARNIVAL BARKER stands in front of several POSTERS of the
resort's attractions: a pony on TRAPEZE and an ANIMAL ACT
stand out in particular.

33 BARKER
Gladmane's has it all folks! But if
you see one thing while you're here
make sure it's Cirque Du Poné!
Trust me when I say you've never
seen anything like it! Unparalleled
acrobatics, edge-of-your seat
animal thrills! Your only regret
will be - that you didn't see it
sooner!

Applejack and Fluttershy share a look as ponies BUMP past
them, hurrying to find the show.

34 BARKER (CONT'D)
And like everything at this
amazing, incredible, "I can't
believe it even exists" hotel,
Cirque Du Poné is brought to you by
the Chairpony of Kindness, the King
of Friendship... GLADMANE himself!

The Barker points OS and we WHIP PAN to a giant GOLD STATUE
of a STYLISH PONY with AVIATOR SUNGLASSES and a SLICK
POMPADOUR (think later-era Elvis).

35 BARKER (CONT'D)
Born a country pony, with nothing
to do but watch the clouds roll by,
Gladmane built his massive success
on a foundation of generosity and
kind-heartedness.

As the Barker finishes extolling the virtues of Gladmane, the crowd erupts in <APPLAUSE> and <CHEERS>! Everyone loves him!

36 FLUTTERSHY
Wow. Gladmane sure sounds
impressive.

37 APPLEJACK
(dubious)
Yeah. Amazing how easy it is to get
talked up at your own hotel.

38 GLADMANE (O.S.)
To tell you truth, it's a little
embarrassing--

The ponies turn behind them to see - GLADMANE in the flesh
and looking nearly identical to the statue.

39 GLADMANE (CONT'D)
--but the crowds seem to like it.

40 APPLEJACK
Mr. Gladmane?

41 GLADMANE
We're all friends here, just
Gladmane'll do. And it is a
pleasure to meet actual cohorts of
the Princess of Friendship!

He takes both their hooves in his and shakes them vigorously.
Fluttershy and Applejack are taken aback.

42 FLUTTERSHY
You know who we are?

43 GLADMANE
Of course! I'm what you might call
a friendship connoisseur, so
naturally I'd be familiar with the
friends of the great Twilight
Sparkle! Applejack, Fluttershy, it
is an honor to have you here.

44 APPLEJACK
Well, thank you. I have to admit
you're not the type of pony I
expected to find in Las Pegasus.

45 GLADMANE
I know my guests are looking for
lights and music and parties, but
for me, being with friends is all
the excitement I need.

Gladmane looks out at the expansive interior of his hotel.

46 GLADMANE (CONT'D)
That's not to say my establishment
doesn't have something to offer
everypony. In fact, if you two
want, I'd be happy to show you
around.

Applejack looks to Fluttershy.

47 FLUTTERSHY
(aside)
We do have to find a friendship
problem.

48 APPLEJACK
I guess it's as good a way to look
around as any.
(to Gladmane)
Lead the way, Mr. Gladmane.

49 GLADMANE
(correcting her)
Ah, ah! Just Gladmane, friends.

Gladmane leads them through the crowd to a curtain in a
corner.

50 GLADMANE (CONT'D)
Come on backstage! I'll show you a
side of Cirque Du Poné that not
many ponies get to see.

Gladmane opens the curtain, letting Apple and Flutter inside.

SC. 4 - INT. BACKSTAGE - CIRQUE DU PONE - CONTINUOUS

Gladmane leads the two ponies backstage, where they see the
beautiful, graceful TRAPEZE STAR (the star of the show). She
SQUEALS as Gladmane walks in.

51 TRAPEZE STAR
Gladmane! You're just in time to
see my newest move!

52 GLADMANE
New moves or not, I'm honored to
have a "star" like you working
here.

53 TRAPEZE STAR
Oh, don't make me blush. Everypony
knows you're the real star.

Applejack and Fluttershy share a look - *impressive*.

54 DIRECTOR (O.S.)
Okay, everypony! First marks! Let's
run through this!

Trapeze Star takes hold of her trapeze and rises into the air
above the nearly empty stage. The DIRECTOR (megaphone Cutie
Mark and an accent, German? Italian?) steps in and does a
double-take when he sees Gladmane.

55 GLADMANE
Just giving a tour to my new
friends, Applejack and Fluttershy.

56 APPLEJACK/FLUTTERSHY
Howdy/Hi.

The director points at Gladmane.

57 DIRECTOR
If this pony calls you friend,
you're welcome backstage anytime. I
owe him my whole career.

Trapeze Star begins her move as Gladmane leads them deeper
backstage. Applejack whispers to Fluttershy.

58 APPLEJACK
Doesn't look like there's any
friendship problem here.

Off Fluttershy's nod...

SC. 5 - INT. ANIMAL TENT - CONTINUOUS

Gladmane leads them out the back and into an ANIMAL TENT.
Exotic animals of all sorts mill about: Cheetahs, jaguars,
lynx, polar bears, a hippo, etc.

Fluttershy looks at the menagerie, giddy.

59 FLUTTERSHY
I've never even seen some of these
animals in person before.

60 GLADMANE
I like my customers to have an
experience unlike anywhere else.

61 TRAINER #1 (O.S.)
And we love him for it.

The ponies turn to see TWO ANIMAL TRAINERS working with the
animals. TRAINER #1 helps a baby elephant step through a
hoop, while TRAINER #2 tends to the injured paw of a LION.

62 TRAINER #2
With Gladmane's help, we've been
able to help all kinds of needy
animals.

Fluttershy can't hide her excitement.

63 FLUTTERSHY
Maybe Pinkie Pie was right about
new places. I think this is the
best place I've ever been.

64 GLADMANE
Glad you like it.

With that, Gladmane heads out of the tent. Applejack starts
to follow, but notices Fluttershy's still staring wistfully
at the animals all around her.

65 APPLEJACK
<AHM> Fluttershy?

Fluttershy comes around, remembering herself.

66 FLUTTERSHY
Hmm? Oh. Coming.

SC. 6 - INT. GLADMANE'S - OUTSIDE CIRQUE DU PONE - CONTINUOUS

Applejack and Fluttershy fall in behind Gladmane as he leads
them toward the show's main entrance.

67 FLUTTERSHY
There doesn't seem to be anything
wrong around here at all. Do you
suppose the map could be broken?

68 APPLEJACK
I reckon I don't know. I figured
looking for a friendship problem in
Las Pegasus'd be like trying to
find a needle in a stack of
needles, but everypony seems to be
getting along just fine.

Suddenly a familiar voice rings out from behind them.

69 FLIM (O.S.)
Ladies and gentleponies, despite
what my competition might say, I
know you've come to this fair city
to be entertained, and I assure you
there is nothing more entertaining
than the astounding acrobatics in
Gladmane's Cirque Du Poné!

Applejack's eyes go wide.

70 APPLEJACK
Oh, no...

Another immediately voice chimes in.

71 FLAM (O.S.)
I suppose that might be true if it
weren't for the existence, and far
superiorly entertaining presence,
of the show-stopping exotic animal
acts that Cirque Du Poné includes!

Fluttershy tilts her head.

72 FLUTTERSHY
Those voices sound familiar...

73 APPLEJACK
(frowns)
They sure do...

Applejack and Fluttershy turn to see FLIM and FLAM addressing
a small group of CUSTOMER PONIES from opposing ticket booths
on either side of the Cirque's main entrance.

74 APPLEJACK (CONT'D)
(eyes narrowing)
Flim and Flam.

Gladmane, Applejack, and Fluttershy watch as Flim and Flam
vie for the attention of the customer ponies.

75 FLIM

Why, I won't even dignify that assertion with a response, except to say that if you were to consider buying your tickets from me, I might consider offering them at a substantial discount.

Flim levitates up a batch of tickets, spreading them out like a fan. As the customer ponies start to drift in Flim's direction, Flam calls out to them.

76 FLAM

Maybe that's a good deal and maybe it's not, but I've always thought you get what you pay for and in my humble opinion, these tickets are a value at twice the price!

Flam magics up his own fan of tickets. The customer ponies look from Flim to Flam, both waving their tickets around. Unsure which to chose, the confused customers finally give up and leave.

77 FLIM

Wait! Don't let this charlatan scare you off!

78 FLAM

Charlatan!? I'm not the one price-gauging just to make a sale.

Gladmane shakes his head as the brothers continue to argue.

79 FLUTTERSHY

Well, they certainly don't seem to be getting along.

(with sudden realization)

You don't suppose we've been brought here to help them?

Applejack looks at Fluttershy like she's just sprouted another head.

80 APPLEJACK

I most certainly do not!

Off Applejack's look of abject disgust...

END ACT ONE

ACT TWO**SC. 7 - INT. GLADMANE'S - RESUME**

Applejack and Fluttershy stare aghast as Gladmane finishes refereeing a heated discussion between Film and Flim. Finally, they storm off in opposite directions. Gladmane returns.

81 GLADMANE

I'm sorry you two had to see that. I don't know what's the matter with those two. They've been fighting ever since they got here. I thought giving them these jobs might help them work out their differences, but I guess it kinda backfired.

82 APPLEJACK

Don't you worry about it, Gladmane. You're better off with those two con-ponies apart.

83 GLADMANE

They do have a keen business sense. I suppose I should be grateful. If they ever decided to work together, they could open their own hotel and give me a real run for my bits.

(then)

Speaking of, I better go run the place. Enjoy your stay!

With that, Gladmane exits. Fluttershy turns to Applejack.

84 FLUTTERSHY

I know you've had your differences with Flim and Flam before, but solving a friendship problem is important no matter who's having it.

85 APPLEJACK

I suppose that's true...

(then, vehemently)

For anypony but them!

Applejack takes in their surroundings.

86 APPLEJACK (CONT'D)

I'm gonna go scour this resort from top to bottom.

(MORE)

APPLEJACK (CONT'D)

I just know there's another
friendship problem here we're
supposed to solve and I aim to find
it.

Applejack stomps off. Fluttershy looks after her, then looks
off in the directions Flim and Flam headed, considering.

SC. 8 - INT. GLADMANE'S - VARIOUS - MONTAGE

MONTAGE: CUT BETWEEN Fluttershy interviewing first Flim, then
Flam separately. On ONE SIDE OF GLADMANE'S she looks up at--

87 FLIM

I hope you didn't travel all the
way from Ponyville to try to get me
to reconcile with my no-account
brother!

Off Fluttershy's frown...

CUT TO: On the OTHER SIDE of Gladmane's with Flam.

88 FLAM

Brother? I don't believe I have one
of those. At least not any more.

CUT TO: Fluttershy back with Flim.

89 FLIM

Oh, I already know what he thinks
of me, all show and no substance.
Well, if he's so smart he should
have no trouble becoming a big
success on his own!

CUT TO: Fluttershy continues with Flam.

90 FLAM

(super-sarcastic)

Why, he's the greatest salespony
that ever lived, of course! Just
ask him, he'll tell you all about
it!

CLOSE ON FLUTTERSHY - as she looks up with sweet concern.

91 FLUTTERSHY

I'm sure you could work out your
differences if you just sat down
and talked to each other.

CUT TO A SPLIT-SCREEN: We see Flim on one side, Flam on the other -- like they're facing each other (and yet not, get it?).

92 FLIM AND FLAM
I'm never speaking to that pony
again!!!

ON: Fluttershy - Crestfallen. *This is going to be harder than she thought.*

SC. 9 - INT. GLANDMANE'S - DAY

Applejack wanders the resort. She glances around at:

- Ponies CHEERING as they win a giant stuffed animal in a bean bag toss.
- Ponies dancing happily to LOUD MUSIC.
- Ponies LAUGHING and SCREAMING with delight as they pass the FLASHING LIGHTS of the different attractions.

Applejack squints at all the happy ponies.

93 APPLEJACK
You wouldn't think it'd be so hard
to find a friendship problem in Las
Pegasus.

As Applejack passes the curtain leading to Cirque Du Poné's backstage she hears shouting.

94 DIRECTOR (O.S.)
No! No!! NO!!! You are ruining my
show!

SC. 10 - INT. GLADMANE'S - CIRQUE DU PONY - CONTINUOUS

Applejack peaks around the edge of the curtain to see it's the Director and Trapeze Star! Star has an UPSIDE-DOWN TOP HAT on her head.

95 TRAPEZE STAR
It isn't just *your* show, and I'm
improving it!

96 DIRECTOR
By adding cheap parlor tricks!? You
don't pull a rabbit out of a hat on
a trapeze!

Applejack's eyes go WIDE as she inches closer - the Director and Star are really SHOUTING at one another aggressively.

97 TRAPEZE STAR
That's the point! To give the
audience something they've never
seen before-- acrobatic magic!

Star does a big "TA DA" gesture. As she does, a RABBIT <POPS> out of the top hat, making the same gesture.

98 RABBIT
<RABBIT SOUNDS RESEMBLING: "TA DA")

99 DIRECTOR
No. No! NO! Magic is magic.
Acrobatics is acrobatics. Is
separate!

Shocked by the Director's shout, the rabbit HIDES back down inside the hat!

100 TRAPEZE STAR
It's called "blending genres" and
it's AWESOME!

A STAGE MANAGER PONY, dressed in all black with a headset walks by. Applejack grabs him and points to the Director and Star arguing in the background.

101 APPLEJACK
Shouldn't somepony do something?

102 STAGE MANAGER
(shrugs)
They've been doing this since they
started working here. Too bad,
really. If they ever stopped
shouting at each other we could
take the show on tour. They'd be
way more successful then staying at
Gladmane's.

103 APPLEJACK
(excited)
That sounds like a friendship
problem to me!

She gallops out.

SC. 11 - INT. GLADMANE'S - ANIMAL AREA - CONTINUOUS

As Applejack heads out, she walks through the animal tent, where she sees-- one of the TRAINERS from earlier. He stands in a spot light.

104 TRAINER #1
Hup!

From out of the shadows comes a line of running PRAIRIE DOGS. They race into the spot light and immediately jump onto each other's shoulders to form a Prairie Dog tower.

105 TRAINER #2 (O.S.)
Stop, stop, stop!

Applejack watches as the second Trainer walks angrily into the light.

106 TRAINER #2 (CONT'D)
It's supposed to be a Prairie Dog
Pyramid. It's alliterative!

The Prairie Dogs jump down from their tower and start to form a pyramid.

107 TRAINER #1
You said a tower! Why do you keep
changing everything?!

The Prairie Dogs stop, jump down and start building their tower again.

108 TRAINER #2
I'm not changing anything. You said
pyramid!

Again the animals stop, roll their eyes and start on the pyramid again.

109 TRAINER #1
ARGHHH! You are driving me crazy!

With that, Trainer 1 stomps off into the shadows. Applejack steps forward and looks up at Trainer 2.

110 APPLEJACK
I thought you two worked so well
together.

111 TRAINER #2
We used to. But we just can't seem
to agree on anything anymore.

The Prairie Dogs all shake their heads.

112 TRAINER #2 (CONT'D)
We used to perform all over
Equestria. Finding new animals to
help and add to our show, but if we
can't agree on what the act is, we
might as well stay at Gladmane's
forever.

The Trainer gives two short claps and the Prairie dogs all
jump down and follow him off.

113 APPLEJACK
 (to herself)
Two friendship problems in the same
tent? Now we're talking!

Excited, she DASHES off.

SC. 12 - INT. GLADMANE'S - MOMENTS LATER

Fluttershy looks at Applejack, surprised.

114 FLUTTERSHY
If you count Flim and Flam, that's
three big friendship problems all
in the same place.

115 APPLEJACK
Well, I don't count Flim and Flam
since those two not being friends
isn't a problem.

116 FLUTTERSHY
It certainly isn't for Gladmane. He
said if they got back together they
could be his biggest competition.

Applejack looks up, struck with a sudden thought.

117 APPLEJACK
Actually, the other ponies'
problems seem to work out for
Gladmane too. Both the trapeze show
and the animal act would be better
off if they left, but everypony is
so busy arguing they can't.

118 FLUTTERSHY
You don't suppose Gladmane is
getting everypony to fight on
purpose?

119 APPLEJACK
I don't know. But I'm starting to
think we should find out.

Off Applejack, determined...

SC. 13 - INT. GLADMANE'S - VARIOUS - MONTAGE

MONTAGE: CUT BETWEEN Applejack talking with each of the
problem ponies. In the Cirque tent she talks to the...

120 TRAPEZE STAR
Gladmane!? That's insane. He's the
nicest, most genuine pony I've ever
met.
 (then)
Did the Director put you up to
this?

Applejack looks to Fluttershy who's in a deep conversation
with the Rabbit from the hat.

CUT TO: Applejack with the...

121 DIRECTOR
I tell you, if Gladmane is your
friend, you are welcome backstage,
but if you are speaking of him
poorly, you leave... NOW!

CUT TO: The animal tent. The prairie dogs all sit on
Fluttershy's shoulders as she looks at...

122 TRAINER #1
Gladmane is the kindest, most
gentle...

CUT TO: Applejack staring at...

123 TRAINER #2
...most compassionate pony I've
ever known.

PULL WIDE TO REVEAL: Trainer 1 and Trainer 2 pointing at each
other from across the tent.

124 TRAINER #1/TRAINER #2
My problem is with him!

Applejack shakes her head, confounded.

Meanwhile, the prairie dogs crowd around Fluttershy's head,
whispering in her ears as her eyes go wide with shock.

END MONTAGE

Applejack and Fluttershy start to head out of the tent.

125 APPLEJACK
I just can't figure it. The only pony who benefits from all this acrimony is Gladmane, but by all accounts he's the best friend any of these ponies have.

126 FLUTTERSHY
Not all accounts.

127 APPLEJACK
What do you mean?

128 FLUTTERSHY
Well, Bernard, that adorable bunny from the acrobat's hat, claims that Gladmane's been telling the Director that the Star wants control of the show - and telling the Star that the Director wants to get rid of her - but it's not true.

129 APPLEJACK
Well, I'll be!

130 FLUTTERSHY
And the Flying Prairinos, the Prairie Dog family, say Gladmane keeps changing their act to make each trainer think the other is doing it.

131 APPLEJACK
So, he's gettin' them all to fight with each other just to keep them working here. I guess all that talk about being a connoisseur of friendship is a load of apple sauce. He even had me fooled.

132 FLUTTERSHY
He's fooled everypony. I just don't know how we'll convince them of what he's really doing.

133 APPLEJACK
There must be some way to trick him into confessing.

They pull aside a curtain and walk back toward the main entrance for the show. Fluttershy looks up.

134 FLUTTERSHY
Gee, if only there was a pony who
knew how to trick a trickster.
(nodding OS)
Or a pair of ponies...

Applejack follows Fluttershy's gaze to see: FLIM AND FLAM back in their ticket booths, still arguing with each other.

After a beat, Applejack <SIGHS>, resigned.

135 APPLEJACK
Fine. I guess bringing Flim and
Flam back together might be why
we're here. Maybe.

Off Fluttershy's smile...

END ACT TWO

ACT THREE

SC. 14 - INT. GLADMANE'S - DAY

Flim eyeballs Fluttershy with skepticism.

136 FLIM
You'll pardon me if I don't take
the word of some pony off the
street. Even if that street is in
Ponyville.

137 FLUTTERSHY
But it's the truth. Gladmane is
behind so many problems, are you
sure he isn't the cause of yours?

138 FLAM
The only problem I have is standing
right there.

Flam sticks a hoof and Flim.

139 FLIM
Same here, buster.

140 APPLEJACK
Do either of you know what you're
even fighting over?

141 FLIM
Of course! That ex-bother of mine
thinks I'm just a mouth piece
without a single good idea.

142 FLAM
Nonsense! That former, fraternal
foal thinks I couldn't sell heat
lamps to Eskimo ponies.

143 FLIM
Ridiculous!

144 APPLEJACK
Well, if neither of you actually
think those things, where do you
suppose you got those ideas?

145 FLAM
Call me clairvoyant, but I have
feeling you're going to say
Gladmane.

146 FLIM
But he's only ever told me the
truth, even when it's a cruel,
hurtful truth-- like what my
"brother" really thinks of me.

147 APPLEJACK
You know what hurts even more than
the truth? A lie. And if there's
one thing I know it's the
difference between the two.

148 FLIM
But why would Gladmane lie?

149 FLUTTERSHY
Because he's afraid that the two of
you together would be too much
competition for him.

150 APPLEJACK
Yep. And if I'm telling you that's
what he said, you know it's the
truth because...

151 FLIM AND FLAM
You never lie!

The brothers turn and stare at each other.

152 FLAM
That pony's been conning us.

153 FLIM
--NOPONY CONS THE CON-PONIES!

The brothers do a complicated, Masonic-like secret handshake, look at each other, and nod.

154 FLAM
I think it's time for some payback.

155 FLIM
(nods)
The "Canterlot Two-step?"

156 FLAM
(shakes his head)
We don't have the chickens. How about the "Baltimore Bump"?

157 FLIM
My bump isn't what it used to be, but...

The brothers eyes meet-- they smile and point at each other.

158 FLIM AND FLAM
The "Pony Express!"

159 APPLEJACK
The what, now?

160 FLAM
Just a little something we can pull to tease a confession out of the old trickster.

161 FLIM
And once everypony hears straight from that horse's mouth what he's been up to, they'll leave him flat.
(to Applejack and Fluttershy)
Of course, we're going to need your help.

Applejack and Fluttershy look at each other, apprehensively.

162 FLAM
(to Fluttershy)
What size suit do you wear?

SC. 15 - INT. GLADMANE'S - DAY

There's a <WALLA> on the resort floor as several PONIES gather around, rubbernecking at something we don't see.

Gladmane STROLLS from his office, looking at the cluster of curious onlookers.

163 GLADMANE
What's all the fuss?

Flim appears at his side and points through the crowd at IMPOSSIBLY RICH-- a pony in a power suit, dark glasses, a cash-green mane, and a cutie mark of a TOWER OF BITS.

164 FLIM
Oh, that's the grand-matriarch of the Rich family, Impossibly Rich. She's one of the wealthiest business-ponies in Equestria.

Gladmane spruces up, straightens his collar, polishes his glasses, etc.

165 GLADMANE
Why didn't somepony tell me? You know I like to give my VIP guests personal attention.

166 FLIM
(embarrassed)
Oh. Well, she's not exactly a guest. She's come to Las Pegasus to open a resort of her own.
(aside)
I think she's here to scout the competition.

Gladmane's normal friendly and implacable demeanor shifts. His eyes narrow.

167 GLADMANE
Oh, really?

168 FLIM
And with her bits, she could take over the whole strip, hire away anypony she wants...
(off Gladmane's stare)
Not me, of course. I love it here. My good for nothing brother on the other hand...

Flim points to Flam-- who walks next to Impossibly, chatting easily, pointing out features of the resort to her. Flam leads Impossibly and her entourage around a corner, Gladmane's expression DARKENS.

169 GLADMANE
If anypony's gonna take over the
strip, it'll be me. And I won't let
some rich pony stand in my way.

Gladmane heads back to his office, talking over his shoulder.

170 GLADMANE (CONT'D)
Tell that ex-brother of yours I
wanna see him.

Flim watches Gladmane go. Off of his wry smile...

SC. 16 - INT. GLADMANE'S - BACK ROOM - CONTINUOUS

Flam and Impossibly Rich slip into a back room, where Applejack is waiting for them. She helps Impossibly removed her mane-wig and sunglasses, revealing-- FLUTTERSHY.

171 FLUTTERSHY
Are all of you sure I'm the best
pony for this job.

172 FLAM
The best and only. You're doing
great.

Just then, Flim sticks his head in. Flam looks up at him.

173 FLAM (CONT'D)
Is he hooked?

174 FLIM
Line and sinker, brother of mine.
All that's left is to reel him in.

175 APPLEJACK
Are you two sure you know what
you're doing?

176 FLAM
When it comes to pulling off a
switcheroo like this...

177 FLIM
...no two ponies know it better.

178 APPLEJACK
I guess, I can't argue with that.

179 FLIM
But don't worry. We've got just the
job for an honest pony like you.

Flam straightens his vest.

180 FLAM
And it comes right after I finish
mine. Wish me luck.

181 FLUTTERSHY
Good luck.

Flam exits.

SC. 17 - INT. GLADMANE'S - GLADMANE'S OFFICE - DAY

Gladmane stands by his desk, looking down at a map of Las Pegasus. He looks up as Flam pokes his head inside.

182 FLAM
I heard you want to see me, but let
me say that whatever my brother
told you is categorically untrue.

Gladmane looks up from his map.

183 GLADMANE
I'm not interested in whatever feud
you two have. I've got bigger
things on my mind.

Gladmane gestures to the map. Flam walks up and looks down.
It's an image of the Las Pegasus strip.

Gladmane points at a picture of his face over his hotel...
and several others along the street.

184 GLADMANE (CONT'D)
The grand plan. Every hotel on the
strip as amazing as this one and
everyone of them... mine.

He looks up at Flam.

185 GLADMANE (CONT'D)
But I can't do it without the
ponies that work for me. And I
certainly can't do it if they start
leaving to work for somepony else.

Gladmane walks around the desk. He steps toward Flam menacingly.

186 GLADMANE (CONT'D)
Somepony like Impossibly Rich!

Flam puts a hoof to his chest.

187 FLAM
Is that what you think? Gladmane, I'm crushed. I'd never leave this place. But to be honest, that rich pony did make a tempting offer. Lucky for you I talked her out of competing with you entirely.

188 GLADMANE
You did? How?

189 FLAM
Why re-invent the wheel? I told her. Why not invest in Gladmane's? Make it even better than it already is. Everypony wins.

Gladmane's expression brightens. He looks back at the map.

190 GLADMANE
With backing like that, I could start my grand plan even sooner!

191 FLAM
You're not kidding. There's only one little thing holding it up.
(off Gladmane's look)
Just like you, Impossibly Rich knows this place depends on the staff. If she could make me an offer, what's to stop some other pony doing the same, to anypony who works here? She wants to know how you can hold on to the ponies working here.

Gladmane sits back on his haunches and smiles.

192 GLADMANE
If that's all it is, I think I can put her mind at ease.

Off Gladmane's confident smirk...

SC. 18 - INT. GLADMANE'S - CIRQUE DU PONE - DAY

Gladmane waits backstage at the Cirque Du Poné. Flam walks in, leading Impossibly Rich (Fluttershy in drag) along the CLOSED CURTAIN. Gladmane extends his hoof with a wide smile.

193 GLADMANE
Impossibly, if I may call you that,
I couldn't be more please to make
your acquaintance.

Impossibly stops short. She looks down at his outstretched hoof, then turns and whispers to Flam.

194 FLAM
Sorry, but Ms. Rich doesn't see
much point in talking until you've
explained how you plan to keep your
employees from leaving.

195 GLADMANE
(nods)
Fair enough. I respect that since
it's something I've based my entire
career on. And I don't mind sharing
it because with Ms. Rich on my
side, you and your Brother won't
pose nearly the threat you once
did.

196 FLAM
I don't understand.

197 GLADMANE
You're both so savvy, I could risk
having to compete with you two
together, so I drove you apart. I
hope you don't take it personally.

198 FLAM
I'm...

Flam walks around Gladmane who follows him, turning his back to the curtain.

199 FLAM (CONT'D)
I'm speechless.

Flam looks to the wings where Flim stands by the rigging that controls the curtains. As Gladmane continues to talk, Flam puts a hoof to his nose. Flim nods and starts to quietly open the curtains.

200 GLADMANE
But don't feel too bad. It's what I do. It wasn't hard to set the Director and the Trapeze Star against each other. Show ponies are easy. But it took weeks to dismantle the trust those animal trainers have for each other.

Gladmane stands facing Flam and Impossibly, the curtain behind him open wide to reveal all of his employees sitting in the audience listening.

201 GLADMANE (CONT'D)
And that's really all it's about, Ms. Rich. Destroying trust. It's a technique I use across the board. With my employees unable to trust each other, the only pony they can turn to, the only pony they'll never leave... their best friend... ME!

From the audience, Applejack calls out.

202 APPLEJACK
I'm not so sure that's true.

Gladmane turns to see the entire staff of his show sitting in the audience.

203 GLADMANE
What are you all doing here!?

204 APPLEJACK
It's simple. I just told them you had something really important to say. And that was the truth!

The two TRAINERS stand.

205 TRAINER #1
I can't believe we let you almost ruin our friendship.

206 TRAINER #2
And our act. Good luck finding another one.

They turn and start to head out.

207 GLADMANE
Wait! No! I can explain!

The Director stands.

208 DIRECTOR
I think you've done enough of that.
(holds a hoof to Star)
Darling?

Star takes the Director's hoof. She gives one <HMMPH!> to Gladmane and walks out with the others.

Gladmane stares aghast as his staff exit. He looks back as Flim joins Flam by Fluttershy who takes off her wig.

209 FLUTTERSHY
You probably shouldn't have tried
to con a couple of con-ponies.

Gladmane's expression turns to panic. He turns and races after his staff.

210 GLADMANE
NO! COME BACK!

211 APPLEJACK
And Gladmane has left the building.

SC. 19 - INT. GLADMANE'S - DAY

Applejack, Fluttershy (no costume) walk across the resort.

212 APPLEJACK
So I guess the map wasn't on the
fritz after all.

213 FLUTTERSHY
I guess not. If it weren't for you
not wanting to help Flim and Flam,
we wouldn't have found all those
other friendship problems.

214 APPLEJACK
And if it weren't for you wanting
to show kindness to even those two
con-ponies, we might never have
figured out how to expose Gladmane
for the greedy pony he is.

Flim and Flam approach.

215 FLIM
We have to thank you two. If it
weren't for you, we'd still be
fighting.

216 FLUTTERSHY
You can thank us by promising to
help ponies from now on.

217 FLAM
It actually felt pretty good to do
something nice. From now on, my
brother and I plan to use our
skills for the betterment of Pony-
kind. In fact...

<MUSIC UP> as Flim and Flam break into SONG!!!

218 FLIM
With a penchant for games--

Flim does a quick THREE CARD MONTE on a tabletop. Fluttershy
picks the wrong card!

219 FLAM
And and a flare for tricks--

Flam quickly produces a coin from Applejack's ear - then
makes it disappear.

220 FLIM
We two brothers can put in the fix.

Film PICKS THE POCKET of a passing PONY and hands it to Flam--

221 FLAM
*But now it's time for a change -
we'll add honesty to the mix!*

--Flam SLIPS the wallet back into the passing Pony's other
pocket.

222 FLIM AND FLAM
*We used to use our talent for
deceit/ to feed our own needs/ But
now you've shown us/ through love
and care/ that helping others can
give joy to spare!*

Film and Flam shake their rumps as they dance around.

223 FLIM AND FLAM (CONT'D)
*From now on we'll only use lies/ to
help us realize/ benefits for
others/ these two brothers will
only help others!*

The brothers finish with a BIG FLOURISH!

224 APPLEJACK
Wait. Did you just say "lies?" I'm
not so sure you get what we're
saying...

Flim puts an arm around Fluttershy, while Flam puts an arm
around Applejack.

225 FLAM AND FLAM
Trust us!

With that, the brothers rush off. Fluttershy watches them go,
then turns to Applejack, smiling. Applejack sees her look.

226 APPLEJACK
All right, I might have been wrong
about those two after al--

But then she pats herself down.

227 APPLEJACK (CONT'D)
Where's my wallet!?! FLIM AND
FLAAAAAAM!!!

She SHAKES her FIST at the departing brothers. Fluttershy
covers her eyes.

FADE OUT

END