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MY LITTLE PONY 6
“Wind Beneath My Wings”

609

Outline by: Liza Palmer

Outline: January 15, 2015

TEASER**SC. 1 - EXT. PONYVILLE SCHOOLHOUSE - MORNING**

The CUTIE MARK CRUSADERS relax on the front stoop of PONYVILLE SCHOOLHOUSE. They discuss how nice it is now that they don't have the pressure of constantly striving to find something to get their cutie marks in. Apple Bloom points out that it's also a relief to know that they'll be able to use their special skills to help ponies with cutie mark problems whenever those problems crop up. Scoot can't help but wonder how often that will happen—she doesn't want to lose her edge. The others tell her not to worry about it. It'll happen when it happens.

Just then, two unfamiliar earth ponies approach the schoolhouse. FILLY KEEN (think Data from Goonies, but with a bunch more Temperance Brennan from Bones thrown in) is getting dropped off by her older brother on her first day of school. He tells her to make friends and she assures him that is exactly what she intends to do. Scoot notices Filly's cutie mark (GEARS) and complements her on it. But before she can interrogate the new pony about it, the others introduce themselves. They explain that cutie marks are of special interest to them, but mostly they just want to welcome her to Ponyville. And if Filly needs friends, they're happy to volunteer—after all friendship is magic. Filly stares at them confused. She explains that it's up to her to make friends. And it isn't magic. It's math. With that, Filly walks straight past the confused trio of CMCs and into the schoolhouse.

END TEASER**MAIN TITLES****ACT ONE****SC. 2 - INT. PONYVILLE SCHOOLHOUSE – LATER THAT SAME MORNING**

Filly stands at the blackboard, putting the finishing touches on an elaborate mathematical equation. Filly drops the chalk, turns to the class and tells them how the equation demonstrates irrefutably why they all are going to be friends with her. The entire classroom sits in silence, mouths hanging open. The CMCs feel bad for Filly. CHEERILEE breaks the awkward moment. "Thank you so much, Filly Keen, for that enlightening presentation." A smattering of applause and a distant cough in the back of the classroom as Filly makes her way to her seat, not noticing the snickering of her classmates. Why didn't the equation work? Filly is stumped.

Cheerilee gets everypony's attention, "Speaking of friendship, the Princess of Friendship herself, TWILIGHT SPARKLE, will be at our big OPEN HOUSE!" Cheerilee unveils a picture of a flying Princess Twilight Sparkle. The entire class breaks into cheers. Filly perks up at the raucous response to the announcement. She stares at her notebook wondering why her equation didn't garner the same reaction. As Cheerilee announces that everypony must make something for Twilight for the Open House, Filly looks back and forth from her notes to the picture of Twilight—her wings spread wide. Suddenly Filly's eyes light up as she starts frantically scribbling into her journal

SC. 3 - EXT. PONYVILLE SCHOOLHOUSE - THAT AFTERNOON

Scootaloo approaches Filly after school. She asks if she wants to hang out with the CMCs. Filly says no, because she finally understands what was missing in her Friendship Equation. Filly opens up the journal to the page with the Friendship Equation—she's drawn a PLUS SIGN and a PAIR OF WINGS. Flying is what is going to make Filly popular! As Filly walks off on a mission, Scoot is energized. A pony who wants to fly but can't? It sure seems like Scoot is the right pony to help Filly figure things out.

Scootaloo reports back to APPLE BLOOM and SWEETIE BELLE. Filly is an earth pony who is obsessed with flying, if that's not in Scoot's wheelhouse she don't know what is! The others agree, it sure seems like a problem tailor made for Scootaloo. They offer to help, but Scoot declines, insisting that it's so perfect she can handle it on her own.

SC. 4 - EXT. PONYVILLE – LATER

Scoot catches up to Filly as she walks home from school. Scoot tries to tell Filly she totally understands why Filly is upset, but flying isn't everything. It's okay if she can't fly. There's lots of other things earth ponies can do. But Filly tells Scoot she is going to fly and it's going to solve everything. Filly refers, once again, to her Friendship Equation—now plus wings.

SC. 5 - EXT. FILLY KEEN'S WORKSHOP – MOMENTS LATER

Filly then tells Scoot that she hasn't flown yet so Scoot can't be her friend according to her Friendship Equation. Scoot assures her that they can be friends even without Filly flying, that's what she's trying to tell her! Unconvinced, Filly walks into her workshop and Scoot follows.

SC. 6 - INT. FILLY KEEN'S WORKSHOP – CONTINUOUS

Scoot can't believe her eyes! FILLY KEEN'S WORKSHOP is a nerd wonderland. Gadgets and inventions are everywhere! Filly disappears behind a screen and we hear her building and welding and tinkering. Scoot wanders around the workshop ogling everything, all the while telling Filly that ponies will be friends with Filly for who she is, especially if she can make such awesome stuff!

The screen falls and there's Filly... hovering above the ground. Full, beautiful, steampunkish wings retract and Filly is flying! Filly asks, "What were you saying?" Scootaloo stammers, "I honestly don't remember."

END ACT ONE**ACT TWO****SC. 7 - INT. FILLY KEEN'S WORKSHOP – RESUME**

Scoot is amazed! *eye twitch* As Filly soars around the workshop, she announces that now she and Scoot can be friends. Filly points to the chalkboard in her workshop that has the Friendship Equation—plus wings! Scoot is about to tell Filly that's not quite how friendship works when Scoot sees one of the purple flashing lights at the very tip of the wings switch to bright yellow, then the other one. Purple smoke streams from the wings and Scoot thinks it's all a big trick, until Filly starts careening toward the floor. Scoot leaps onto her scooter and shoves off, riding up the wall and saving Filly in a loop-da-loop maneuver that brings them both back to the ground safely.

Filly is hopeless—no one is going to like her if she can't fly! Scoot reassures Filly that ponies will like her just as she is. When Filly explains that the announcement of Twilight's visit got the kind of response she wanted, Scoot tells her that's exactly what she means. "Twilight is a princess and ponies like her for who she is and they'll like you for the same reason." Filly's eyes brighten. A-ha! That's the answer! As Scoot basks in the glow of having finally gotten through to her new friend, Filly starts frantically scribbling into her notebook once again.

SC. 8 - EXT. FILLY KEEN'S WORKSHOP – LATER

Sweetie Belle and Apple Bloom stop by to see how things are going. Filly barely pays any attention to them, but Scoot gives them a progress report. Filly can really fly! The others are amazed. "I know, right?" *eye twitch* She built the wings from scratch in no time at all and actually *flew*. Sweetie Belle and Apple Bloom share a look. They wonder if Scoot maybe isn't the right person to be dealing with Filly after all. Scoot assures them that she knows what she's doing. She's only trying to help Filly see the value in herself and what an awesome inventor she is. Sure the flying is impressive, but only because she actually built something that could do it. She and Filly have already decided they're going to build something even more amazing for the Open House. Sweetie Belle and Apple Bloom offer to help once again, but Scoot tells them she's got it handled. Off Apple Bloom and Sweetie Belle's concern.

SC. 9 - INT. FILLY KEEN'S WORKSHOP – LATER

Montage of Filly and Scoot geeking out building stuff in Filly's workshop. Scoot thinks she's helping Filly build an amazing animatronic Twilight Sparkle. Both Scoot and Filly are genuinely having fun. Finally, Scoot says goodbye to Filly, assuming they are both looking forward to the Open House for the exact same reasons.

SC. 10 - INT. FILLY KEEN'S HOUSE – NIGHT

Filly's older brother, MASON KEEN, asks Filly how her friend liked her inventions. Filly explains that she and Scoot aren't friends. Mason says they sure looked like friends to him. Filly tells him they won't be friends until tomorrow. As Filly heads back out to her workshop, Mason looks down at her open journal and the elaborate Friendship Equation that we saw earlier. We see that Filly has scratched out the drawing of wings and drawn a CROWN in its place. Mason looks out into the workshop where Filly is busy working. Lights flicker as sparks fly out the window like fireworks. Off Mason's concerned look...

SC. 11 - EXT. BACK OF THE PONYVILLE SCHOOLHOUSE – DAY

The Open House is in full swing! The students proudly show off drawings, sculptures and illustrated stories as they wait for the Guest of Honor to arrive

Scootaloo tells Apple Bloom and Sweetie Belle that things with Filly couldn't have gone better. Scoot assures them that Filly no longer thinks she has to fly in order to get people to like her and that they should get ready to see something truly unforgettable, something built by an earth pony—no wings involved.

In the background we hear HEAVY, ROBOTIC STEPS: Rrrrrrclunk! Rrrrrrclunk! Rrrrrrclunk! Everyone at the Open House turns to see Filly Keen stomping up in a full TWILIGHT SPARKLE IRON MAN SUPER SUIT.

Scoot's jaw drops as Filly unleashes a full set of GIANT, PURPLE WINGS from the suit. Fwwwwwwwink!

Off Apple Bloom and Sweetie Belle's arched eyebrows at Scootaloo.

END ACT TWO**ACT THREE****SC. 12 - EXT. BACK OF THE PONYVILLE SCHOOLHOUSE – CONTINUOUS**

Filly beams with pride at the magnificence of her suit. This is it! The Friendship Equation plus her Princess Twilight Sparkle Super Suit equals instant friends! There is no way this plan doesn't work!

Apple Bloom and Sweetie Belle ask Scootaloo if she's sure she has this under control, because it sure doesn't look that way.

Scootaloo rushes over to Filly and tells her that she thought they agreed: It's not about flying. Filly agrees, "Right. It's not about flying. It's about who I am and in this suit, I'm Princess Twilight Sparkle 2.0." Scoot is confused. Filly explains to Scoot that it's just like she said: Twilight Sparkle is a princess and ponies like her for who she is and they'll like Filly for the same reason. With that Filly proudly thunks off.

Scoot walks through that last sentence in her head. She repeats it: And they'll like you for the same reason. *Because she's a princess.* Oh, no! That's not what Scootaloo meant at all!

SC. 13 - EXT. FRONT OF THE PONYVILLE SCHOOLHOUSE – LATER

Twilight Sparkle arrives to the excitement of everypony at the school. Cheerilee offers to take Twilight on a tour of the things everypony made for her, but before they can get started, Filly comes clomping up in her full Princess Twilight Sparkle Super Suit. Everypony thinks it's amazing! Wow, what an invention! Twilight Sparkle asks Filly

who she is and Filly answers, “I’m Twilight Sparkle!” Twilight smiles and says, “Aww, of course you are.” Filly bristles when Cheerilee tells her she thinks her costume is great. “It’s not a costume,” Filly says, “I am Twilight Sparkle.”

Filly lets the wings unfurl with a FWIIIIINK and takes off into the sky. The crowd gasps. They love it! Even Sweetie Belle and Apple Bloom have to confess, what Filly built is amazing—wings and all.

Then Scoot sees it: The purple flashing lights at the very tip of one of the wings switches to bright yellow! Then the other! Soon purple smoke streams out of Filly’s wings. The crowd cheers, thinking it’s part of the show, but Scoot acts fast.

As Filly begins to lose altitude, Scootaloo jumps on her scooter and speeds to the rescue, just as Filly struggles to free herself from the falling suit. Banking off of the school house to a tree, Scoot catapults herself into the air and manages to help Filly get free of the suit. Together, they land safely as the suit cashes to the ground.

Filly and Scootaloo stands over the ruins of her Princess Twilight Sparkle Super Suit. Filly says, “I failed. I’m not a princess and now no one will like me.” Scootaloo is just about to tell her how wrong she is when everypony swarms around. Even Twilight comments on how talented Filly must be to build her amazing flying suit.

SC. 14 - INT. PONYVILLE SCHOOLHOUSE – LATER THAT AFTERNOON

As the crowd disperses, Apple Bloom and Sweetie Belle catch up to Scootaloo and apologize for ever thinking that Scoot shouldn’t be the one to help Filly. Obviously she was perfect for it. Filly tells Scootaloo that she gets what Scootaloo was trying to tell her. Filly thought Scootaloo meant she had to be a princess for people to like her. Filly finally understands that Scootaloo just wanted Filly to be Filly. She just didn’t think anypony would like her for who she was. Scootaloo tells her that she thinks Filly Keen is kind of amazing. They share a warm moment as the Princess Twilight Sparkle Super Suit sparks and smokes in the background.

END