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MY LITTLE PONY
Season 8

Fake It 'Til You Make It
Ep 804

Teleplay 1st Draft

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Premise: August 19, 2016
Outline: September 6, 2016
Teleplay 1st Draft: October 3, 2016

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TEASER:**SC. 1 - EXT. FLUTTERSHY'S ANIMAL SANCTUARY - DAY**

FLUTTERSHY sits on a blanket on the lawn with several adorable animals. She passes out some food. ANGEL BUNNY looks up at her impatiently.

1 FLUTTERSHY
Don't worry, Angel, I won't forget
you.

She rips off a piece of lettuce and sets it in front of him. Angel nods, satisfied. Fluttershy looks out at her animal friends and <SIGHS>, contented.

2 FLUTTERSHY (CONT'D)
There's nothing so peaceful as a
Cuddly Friends Picnic.

3 RARITY (O.S.)
FLUUTERSHYYY!!

QUICK PAN to a frantic RARITY at the entrance. She spots Fluttershy and charges across the lawn.

4 FLUTTERSHY
Goodness, Rarity, what's the
matter?

5 RARITY
A better question would be, what
isn't that matter!?

6 FLUTTERSHY
Oh, dear. Do you want to have some
lettuce and talk about it?

Angel pulls his bowl in close, he's not sharing.

7 RARITY
I'd love to, darling, but I just
don't have time. The Canterlot Fall
Fashion show is practically upon us
and the corner-stone piece of my
collection just isn't working!

8 FLUTTERSHY
That sounds serious.

9 RARITY
Well, of course it's serious. The
entire collection is designed
around it.

10 FLUTTERSHY
Do you need help knitting? I've
started making tea cozies.

Fluttershy holds up a tea kettle in a vaguely animal-shaped
tea cozy, though it isn't clear which end is the nose and
which is the tail.

11 FLUTTERSHY (CONT'D)
This one's an elephant.

12 RARITY
Yes, well, I won't be needing any
help making clothes--I'm pulling
all three of my Manehattan
assistant for that, but--

13 FLUTTERSHY
All of them? Well, who's going to
run the store?

14 RARITY
That's just it, darling. I was
hoping it would be you?

15 FLUTTERSHY
Me? I'm not sure I can provide the
service Manehattan fashion ponies
are used to. Unless quiet, meek,
and shy is what's expected these
days.

Rarity's eye twitches at each adjective, though she puts on a
brave face.

16 RARITY
I'm sure you'll do just fine.

Off another EYE TWITCH, we...

END TEASER

ACT ONE:

SC. 2 - EXT. MANEHATTAN - RARITY'S SHOP - DAY

Fluttershy and Rarity walk up to the shop.

17 FLUTTERSHY
Of course, I'm happy to help watch
your store but I'm surprised you
didn't ask somepony else first.

18 RARITY
(sheepish)
I may have asked a few others...

SC. 3 - QUICK CUTS:

-OUTSIDE OF TOWN, RAINBOW DASH talks as the WONDERBOLTS fly
in formation behind her.

19 RAINBOW DASH
Sorry, but we've got a Wonderbolts
show coming up.

DASH cringes as SPITFIRE barks from off screen.

20 SPITFIRE (O.S.)
Let's go, Crash!

-AT SUGAR CUBE CORNER, PINKIE PIE looks up, surrounded by
stacks of pies.

21 PINKIE PIE
Sorry, but it's pie season and the
pie orders are pie-ling up!

-WITH TWILIGHT, surrounded by books.

22 TWILIGHT SPARKLE
Sorry, I've got a curriculum to
make up.

-WITH THE CMC's, outside of the Ponyville School House.

23 APPLE BLOOM
Shouldn't you be asking grownups?

SC. 4 - INT. MAUD'S HOUSE - DAY - FLASHBACK

Rarity talks with Maud.

24 RARITY
Please. I'll do anything.

25 MAUD
My calendar's packed. But I hear
Fluttershy's free - and Boulder has
a pretty open schedule.

Rarity takes to Maud's pet rock, BOULDER, seriously considering it, then...

SC. 5 - EXT. RARITY'S SHOP - BACK TO PRESENT

Rarity looks a little guilty.

26 RARITY
Look it doesn't matter who I asked
because I couldn't be happier that
you agreed to help.
 (beat)
And Boulder had a prior engagement.

SC. 6 - INT. RARITY'S SHOP - DAY

Fluttershy and Rarity enter Rarity For You. Fluttershy looks out at all the racks of fancy clothes, intimidated.

27 FLUTTERSHY
I think I forgot how big this shop
was. How do you find anything?

28 RARITY
Oh, it's easy to keep track. The
store's divided into sections--

QUICK CONFUSING PANS as Rarity points around.

29 RARITY (CONT'D)
Chic, Classic, Modern,
Sophisticated, Avant Garde,
Traditional, and Alternative.

Fluttershy's gaze bounces around, trying to follow.

30 RARITY (CONT'D)
And, of course, each section is
divided by season, color, and
price. It's a classic SCP system.

Rarity grabs Fluttershy and pulls her over to the register.

31 RARITY (CONT'D)
Then it's just ringing ponies up, a
little fluff and fold, and voilà!

In a whirl of hooves, Rarity punches a few buttons on the register, folds a blouse, bags a dress, then packs them up in a pretty bag with a bow.

32 RARITY (CONT'D)
Of course that's the easy part.

Fluttershy stares, stunned.

33 FLUTTERSHY
It is?

34 RARITY
(nods) The real focus at Rarity For
You is on the customer.

Just then a snooty, FASHION SAVVY CUSTOMER (Tim Gunn-ish)
enters. Rarity motions to her.

35 RARITY (CONT'D)
(to Fluttershy) Care to give it a
try?

36 FLUTTERSHY
Um... Okay.

Fluttershy hesitantly walks over to the customer.

37 FLUTTERSHY (CONT'D)
Hello. Welcome to Rarity for You.
What can I help you with?

The customer looks Fluttershy up and down, skeptical.

38 FASHION SAVVY CUSTOMER
I'm looking for something classic
with a touch of modern. Something
moody, but not moody in-your-face.

Fluttershy looks around at all the sections, flustered.

39 FLUTTERSHY
(thinking hard) Classic, modern,
moody, in your face.

40 FASHION SAVVY CUSTOMER
No. Not in your face. Not.

41 FLUTTERSHY
(confused) Not, not in my face?

The Customer looks at Fluttershy, concerned.

42 FASHION SAVVY CUSTOMER
Are you all right?

43 FLUTTERSHY
(panicked) I don't know!

Rarity suddenly appears holding a striking suit.

44 RARITY
I'm thinking noir-esque minimalist
yet embellished -- perhaps with a
tapered hem?

Fashion Savvy Customer looks at the outfit and smiles.

45 FASHION SAVVY CUSTOMER
It's like you read my mind! Are
you a fashion psychic? (LAUGHS)

Rarity holds the pants to her head (a la Carnac the Magnificent).

46 RARITY
Hmmm... The inseams say yes!
(LAUGHS ALONG)

In another whirl of hooves, Rarity rings the customer up and packs the purchase in a bag with a bow. The Customer smiles and walks off. Fluttershy stares, impressed.

47 FLUTTERSHY
You make it look so easy.

48 RARITY
Come now, darling, you've helped
save all of Equestria on numerous
occasions. You shouldn't let a few
fashion ponies intimidate you.

49 FLUTTERSHY
I guess not.

50 RARITY
You simply must allow your inner
strength to shine through.

51 FLUTTERSHY
How?

52 RARITY
 (thinks)
Hmmm. Perhaps you should try...
POWER POSING!

IN A QUICK SERIES OF SHOTS RARITY TAKES VARIOUS POWER
POSES...

- Hooves on her hips, legs akimbo:

53 RARITY (CONT'D)
Confident warrior!

- Hooves spread to the sky, head up (think "Are you not entertained?!" Russel Crow from Gladiator):

54 RARITY (CONT'D)
Gold medalist!

- Hooves spread out presentationally, like a Broadway dancer:

55 RARITY (CONT'D)
Showpony!

WHIP PAN BACK - to Fluttershy, her hooves tangled around her body as she stares at Rarity, helpless.

56 RARITY (CONT'D)
Or perhaps not.

Rarity glances up at the clock with a start.

57 RARITY (CONT'D)
Goodness, I have a train to catch.

58 FLUTTERSHY
(shocked)
You're not going to be here-- In your workroom?

59 RARITY
I simply can't. The fashion show is in Canterlot tomorrow and I'll be up all night as it is. I'm afraid you'll be on your own.

Fluttershy's eyes go wide with worry when THREE RACCOONS enter from the back room. Fluttershy lights up at the sight of them.

60 FLUTTERSHY
Smokey! Softpad! Smokey Junior!

They CHIRP and SQUEAK as Fluttershy hugs them.

61 RARITY
(smiles) Well, not totally on your own.

Fluttershy feels better as the raccoon family nuzzles up against her.

62 FLUTTERSHY
I know I'll do a better job with these wonderful helpers here, but I'm still not sure how to let my inner strength shine through.

Rarity hurries to collect her bags and bolts of fabric.

63 RARITY
I wish I could stay and offer more help. (struck with an idea) Why don't you try a new outfit? That always makes me feel more confident...

She pulls a STARK BUSINESS PANTS SUIT off one of the racks and holds it up.

64 RARITY (CONT'D)
You know what they say, "Clothes make the pony!"

65 FLUTTERSHY
Who says that?

66 RARITY
You know, them.

Rarity lays the suit down on the counter and grabs her things.

67 RARITY (CONT'D)
All right. I'm sure you and your furry friends will do just fine. Ta-ta!

With that, Rarity exits. Fluttershy turns to the raccoons.

68 FLUTTERSHY
I hope she's right.

Almost immediately a high-society customer, CAVALIERY enters the shop.

69 FLUTTERSHY (CONT'D)
(to the raccoons) Here goes nothing.

The raccoons CHIRP good luck as Fluttershy walks up to Cavalieri.

70 FLUTTERSHY (CONT'D)
Welcome to Rarity For You. What can I help you with?

71 CAVALIERY
(re: dress on a rack)
What's the thread count of this
dress? I wouldn't be caught dead in
anything less than a thousand.

72 FLUTTERSHY
Thread count? Um... I'm not sure.
Let's see...

Uncertain, Fluttershy starts to count the threads.

73 FLUTTERSHY (CONT'D)
One, two, three, four...

Fluttershy looks up and sees the raccoon family shaking their
heads. She turns to Cavalieri.

74 FLUTTERSHY (CONT'D)
Excuse me for just one second.

With that she rushes to the back room.

SC.7 - INT. RARITY'S SHOP - BACK ROOM - CONTINUOUS

Fluttershy runs in and looks down at the raccoons.

75 FLUTTERSHY
I don't know anywhere near enough
about fashion to satisfy these
customers. What am I going to do?

Softpad pats Fluttershy on the shoulder while Smokey drags in
the business suit that Rarity suggested. The raccoons all
CHIRP and point at it.

76 FLUTTERSHY (CONT'D)
Well, I suppose it's worth a shot.

SC. 8 - INT. RARITY'S SHOP - MOMENTS LATER

Fluttershy emerges from the back room in the business suit,
her mane slicked back. She stops and looks at herself in the
mirror - speaking with a sudden, snooty accent.

77 FLUTTERSHY
Severe, but not unapproachable.
(nods) Acceptable business attire.

Fluttershy starts, surprised at herself.

78 FLUTTERSHY (CONT'D)
(back to herself) Did I just say
that?

The raccoons poke their heads out from around the corner and nod. Fluttershy looks to Cavalieri, now tapping her hoof impatiently, and strides over.

79 FLUTTERSHY (CONT'D)
(back to snooty accent) So sorry
for the wait, the shop has some
staffing issues today.

Cavalieri looks Fluttershy up and down, confused by her new appearance.

80 CAVALIERY
Yes. Well, I still haven't had an
answer on this thread count.

Fluttershy takes the garment and makes a show of studying it.

81 FLUTTERSHY
(snootily)
Here at Rarity for You, our
merchandise defies typical attempts
to quantify its quality, but rest
assured it will make you the envy
of all who see it.

Cavalieri's eyes go wide with delight.

82 CAVALIERY
In that case, I'll take three!

Off Fluttershy's smile...

SC. 9 - INT. RARITY'S SHOP - MOMENTS LATER

Cavalieri exits the shop with three bags tied in bows. Fluttershy give her a snooty wave.

Once she's gone, Fluttershy catches a glimpse of herself in the mirror and drops her act. The raccoons all scamper out and look at her.

83 FLUTTERSHY
Smokey Junior. I can't believe it
worked.

With that, she turns back to the mirror and straightens up, putting on the snooty persona again.

84 FLUTTERSHY (CONT'D)
I suppose clothes really do make
the pony after all.

As the raccoons all exchange surprised looks we...

END ACT ONE

ACT TWO

SC. 10 - EXT. SADDLE ROW - DAY

Rarity hurries along the street as two INSUFFERABLE PONIES pass by.

85 INSUFFERABLE PONY 1
...and the staff of this so called
"boutique" knew less about fashion
than I did. Well, you can imagine I
gave them a piece of my mind!

Rarity stops short, with sudden worry.

86 RARITY
Canterlot fashion show or no, I
can't leave Fluttershy to fend for
herself with these Manehattanites!

With that, she rushes back towards the shop.

SC. 11 - EXT. RARITY'S SHOP - MOMENTS LATER

Rarity rushes toward her boutique, passing Cavalieri on the way. Cavalieri turns and calls to her.

87 CAVALIERY
Rarity?!

88 RARITY
I'm afraid I can't stop. I'm
worried my friend is in trouble.

89 CAVALIERY
Well, you certainly can't mean the
pony you left in charge at the
shop. She's simply wonderful!

Rarity stops and turns, surprised.

90 RARITY
Really?

91 CAVALIERY
Why, yes. I don't think there's a
more competent salespony in all of
Saddle Row.

Rarity breathes a <SIGH> of relief.

92 RARITY
Goodness, what a relief! I knew
Fluttershy had it in her. I got all
worked up for nothing.
(checks her watch)
And there's still time to catch the
train to Canterlot!

With that, Rarity rushes off.

START MONTAGE:

SC. 12 - INT. RARITY'S BOUTIQUE - DAY

- Snooty Fluttershy helps a CUSTOMER with a dress.

93 FLUTTERSHY
(with snooty accent)
I wouldn't call this a traditional
empire waist, it's a unique play on
the old standard. We call it a
Rarity-cut with a triple cross
stitch hem in a guacamole chevre
patterned fabric.

94 CUSTOMER
Don't you mean chevron?

95 FLUTTERSHY
(with snooty accent)
If I had meant chevron, then that's
what I would have said.

96 CUSTOMER
So unique. So in vogue. So many
words I've never heard of. It must
be mine!

CUT TO:

- Fluttershy pops out of her persona (back to her normal
sweet and shy self) and leans over the counter where the
raccoons sit.

97 FLUTTERSHY
How am I doing?

They nuzzle up against her and CHIRP their approval.

98 FLUTTERSHY (CONT'D)
Aw, thanks.

They CHIRP AND CHITTER some more.

99 FLUTTERSHY (CONT'D)
Well, if you really want to help, I
suppose serving tea would be nice -
if you don't mind.

As the raccoons all jump around and CHIRP, excited...

CUT TO:

-CLOSE ON: The raccoons pouring tea for customers. WIDEN TO:
Snooty Fluttershy with A JEWELLED PONY (an older pony covered
in gaudy jewelry) who peruses an accessory case.

100 JEWELLED PONY
I like my accessories bold, shiny,
and if at all possible expensive!
But I'm not seeing anything nearly
bold and shiny enough.

Snooty Fluttershy looks around and gets an idea.

101 FLUTTERSHY
(with snooty accent)
Well there is something, but it's
quite the daring statement and most
ponies aren't ready for it.

Jeweled Pony is intrigued.

102 JEWELLED PONY
I love daring. I love statements! I
must see it.

Snooty Fluttershy grabs a nearby mirrored display stand and
shakes the jewelry off. Snooty Fluttershy hands over the
display stand explaining--

103 FLUTTERSHY
(with snooty accent)
"Found objects" are the newest
trend. The ultimate accessory.

Snooty Fluttershy balances the display stand on Jeweled
Pony's head. Jeweled pony looks at herself in the mirror.

104 JEWELLED PONY
Jewelry and art! I'll take it!

The Jeweled Pony exits, all smiles (and trying her best to balance the "artwork").

A beat later a POSH CUSTOMER holding a cup of tea approaches in a tizzy.

105 POSH CUSTOMER
Pardon me, but my tea has gone
lukewarm. It's barely drinkable.

Snooty Fluttershy glances over at the raccoon family who try their best to make tea and waves them over.

106 FLUTTERSHY
(with snooty accent)
It's my understanding that the tea
has reached an unacceptable
temperature. See it doesn't happen
again.

The raccoons all hang their heads and slump off. Fluttershy, immediately feels bad, but before she can go after them, a DEBUTANTE PONY with a horrible, over-the-top valley girlish accent (think Paris Hilton) steps in her way.

107 DEBUTANTE PONY
I need, like, a red carpet glitz
and glamour gown that's also casual
but, like, still artsy and a total
head turner.

108 FLUTTERSHY
(snooty accent)
Yes, casual-chic is all the rage.

Debutante Pony screws up her face.

109 DEBUTANTE PONY
Uhhh. What?

Snooty Fluttershy looks worried, but suddenly gets an idea.

110 FLUTTERSHY
(with snooty accent)
One moment please.

Snooty Fluttershy ducks into a changing room then reemerges wearing a disaffected-hipster outfit with hipster hair. DEB FLUTTERSHY talks with the same horrible accent.

111 FLUTTERSHY (CONT'D)
(with debutante accent)
Okay, I've got, like, the perf
outfit for you.
(MORE)

FLUTTERSHY (CONT'D)

It's this fierce ensemble with little, like, things that sparkle and totally make everypony around you one hundred and ten percent jelly.

112 DEBUTANTE PONY

No way! That's, like, exactly what I'm looking for!

CUT TO:

- A GOTH PONY stands staring at Deb Fluttershy, expressionless.

113 GOTH PONY

This store is a desperate wasteland of nothingness. Do you have anything in black?

114 FLUTTERSHY

(with deb accent)

Can you, like, wait just a mo'?

115 GOTH PONY

Ugh.

Fluttershy disappears and comes back in goth-like clothes with eye-liner and goth hair. She holds up a leather jacket with metal studs. Goth Fluttershy takes on a dark, dismissive personality:

116 FLUTTERSHY

(dark, emotionless)

How do you feel about leather with hammered metal studs?

117 GOTH PONY

(impressed)

I feel completed.

CUT TO:

-QUICK CUTS between Fluttershy in her goth, debutante, and snooty personalities to suit each customer.

DEBUTANTE FLUTTERSHY darts over to a beach blonde pony.

118 FLUTTERSHY

(with debutante accent)

Oh my gosh, that color is so you!

GOth FLUTTERSHY appears next to a pony in all leather looking at a black vest.

119 FLUTTERSHY (CONT'D)
(re: outfit)
The blackness of this vest is a
reflection of your soul.

SNOOTY FLUTTERSHY helps a high-brow customer.

120 FLUTTERSHY (CONT'D)
(with snooty accent)
This hemline is nothing short of an
inspiration in craftsmanship!

ANGLE ON the raccoon family watching Fluttershy with concern.

Snooty Fluttershy claps her hooves together for them to bring tea to a customer. The raccoons struggle with the tray and accidentally spill some of the tea.

SLOW-MO on a single drop hitting Fluttershy's hoof, then back to real time as she <GASPS>.

121 FLUTTERSHY (CONT'D)
(with snooty accent)
I don't know what's worse, that
you've spilled the tea or that it's
still cold! Now clean this up!

The raccoons all stare at her in anger, then throw down their aprons and walk out in a huff. Fluttershy turns to a customer.

122 FLUTTERSHY (CONT'D)
(snooty accent)
It is so hard to find good help.

END MONTAGE:

SC. 13 - EST. TWILIGHT'S CASTLE - DAY

123 SPIKE (O.S.)
Okay... slow down everyone. My
raccoon is a little rusty.

SC. 14 - INT. TWILIGHT'S CASTLE - THRONE ROOM - DAY

Twilight sits on her throne while Spike stands next to Smokey and the other raccoons.

Smokey jumps up and down, CHIRPING wildly.

124 SPIKE
I don't understand, that doesn't
sound like Fluttershy.

Smokey Junior adds some more desperate CHIRPS.

125 TWILIGHT SPARKLE
What is it, Spike?

126 SPIKE
He says that's just it. Fluttershy
isn't being herself at all.

127 TWILIGHT SPARKLE
This sounds serious. We better get
the others and go check it out!

SC. 15 - INT. RARITY'S BOUTIQUE - DAY

Fluttershy continues to switch between her three
personalities (as we WHIP PAN between them).

128 FLUTTERSHY
(with snooty accent)
Of course that's fabulous! And I
know fabulous when I see it!
(as goth pony)
It's like a scream in the void.
Powerful.
(as debutante)
That looks so amazes words can't
describe so I'm just totes not even
gonna try.

PULL WIDE to reveal Twilight, Rainbow Dash, Pinkie Pie,
Applejack and Spike staring in shock.

The raccoons pop out from behind the ponies CHITTERING and
pointing at Fluttershy.

129 TWILIGHT SPARKLE
(to raccoons)
You weren't kidding. This is worse
than we thought.

130 APPLEJACK
I'm not even sure that's
Fluttershy.

131 PINKIE PIE
Maybe it's just three really,
really fast ponies that really,
really look like her.

132 RAINBOW DASH
Well, let's find out.

Dash flies over to Snooty Fluttershy who's helping a customer.

133 RAINBOW DASH (CONT'D)
Hey, Fluttershy, what's up with the multiple ponies?

Snooty Fluttershy doesn't even turn around.

134 FLUTTERSHY
 (snooty)
I'm with another customer, if you don't mind. You'll have to wait your turn.

Snooty Fluttershy leans in for a very audible aside to her highbrow customer.

135 FLUTTERSHY (CONT'D)
 (snooty)
Honestly, these small town ponies come to the big city and think they can behave any way they please.

136 RAINBOW DASH
WHAT!? You're a small town pony-- and you don't even live in town!

Snooty Fluttershy walks behind a rack of clothes and emerges as Goth Fluttershy to help another customer. Applejack approaches.

137 APPLEJACK
Look, Fluttershy, we came all the way here because we were worried and care about you.

Goth Fluttershy rolls her eyes, then looks to her customer.

138 FLUTTERSHY
 (as goth)
Let's get out of this aura of positivity before it consumes us.

Applejack stares in disbelief as Fluttershy leads her customer off.

Pinkie and Spike walk up just as Deb Fluttershy appears beside another costumer.

139 PINKIE PIE
As fun as this Fluttershy
Swiithcheroo game is, Smokey, Smokey
Junior and Padfoot are really
concerned.

140 SPIKE
Yeah. They came all the way to
Ponyville to get us.

141 FLUTTERSHY
(as deb)
They should have, like, stayed
there. This shop is kind of a no
rodent zone now.

Spikes eyes go wide. Pinkie <GASPS> and grabs at her heart as
she staggers back to the others.

142 PINKIE PIE
(pained whisper) She called them
rodents!? I think we've lost her.

Finally, Twilight walks up to Snooty Fluttershy folding
clothes.

143 TWILIGHT SPARKLE
Fluttershy, I think the pressure of
running this shop has really gotten
to you. Why don't we all go outside
and talk about it?

Snooty Fluttershy smiles.

144 FLUTTERSHY
(snooty)
Actually, that's a wonderful idea.

Snooty Fluttershy walks to the front door and holds it open
for Twilight and the rest. Once they walk out she shuts the
door behind them and locks it, turning back to the customers.

145 FLUTTERSHY (CONT'D)
(snooty)
Don't worry, everypony. They're
gone.

Twilight and the rest turn and look back through the glass in
disbelief.

SC. 16 - EXT. RARITY'S SHOP - CONTINUOUS

Dash turns to the rest of them, incredulous.

146 RAINBOW DASH
Did she just lock us out?

147 TWILIGHT SPARKLE
 (stunned)
I think she did.

Off all of their shocked expressions we...

END OF ACT TWO

ACT THREE

SC. 17 - INT. FASHION SHOW - BACK STAGE - DAY

Rarity stands with a few models back stage behind a curtain. She puts the finishing touches on an outrageous outfit, then steps back, frustrated.

148 RARITY
Still not right. I'm sorry, dear,
but there isn't time for a clasp,
I'll have to sew you in and undo it
after.

As Rarity sews we pull wide to reveal Twilight and the others are gathered back stage as well. She talks as she works.

149 RARITY (CONT'D)
I find it hard to believe things
have gotten that bad. When I left
Fluttershy had everything well in
hoof.

She peaks through the curtains, nervous.

150 RARITY (CONT'D)
 (to the models)
All right everypony, remember,
poise! Perhaps that will be enough.

She pulls open the curtain and ushers the models out. Light from FLASH BULBS spills through the curtains.

151 TWILIGHT SPARKLE
She might have seemed all right
when you left, but things are
definitely not all right now.

152 APPLEJACK
She wouldn't even talk to us.

153 RAINBOW DASH
She kicked us out of the shop!

154 PINKIE PIE
She called Smokey, Smokey Junior,
and Padfoot-- (low and dire)
RODENTS!

Rarity turns in shock!

155 RARITY
What?! Why didn't you say that from
the start? She obviously needs our
help! Come on!

With that, Rarity leads the whole gang out.

After a beat, the model who's sewn into her crazy dress comes back through the curtain and looks around, confused. How's she going to get out of it?

SC. 18 - INT. RARITY'S BOUTIQUE - DAY

Fluttershy bounces around the shop switching personas--which have gotten even more exaggerated as she starts judging the customers.

GOTH FLUTTERSHY - emerges from behind a wall and stares hard at Goth Pony.

156 FLUTTERSHY
 (as goth)
Sorry, but your melancholy seems
too shallow for an outfit with this
much unfeeling depth.

Goth Pony gapes, offended, then scoffs and heads for the exit.

WHIP PAN TO:

DEBUTANTE FLUTTERSHY - next to Debutante Pony looking at a dress.

157 FLUTTERSHY (CONT'D)
 (as deb)
Your, like, style isn't really on
the same, you know, level as that
dress. So, yeah, no.

Debutante Pony looks at her, shocked, then storms out.

WHIP PAN TO:

CAVALIERY - browsing through a rack, then turns to find Snooty Fluttershy assessing her.

158 FLUTTERSHY (CONT'D)
(snooty)
I wonder if this couture isn't a tad too fashion forward... for you.

Cavalieri <GASPS> mortally offended.

159 CAVALIERY
Well I never!

WHIP PAN TO:

RARITY - as we PULL WIDE to reveal Twilight and the rest, all watching the scene, flabbergasted.

160 RARITY
This is worse than I could have possibly imagined.

Fluttershy looks over and sees her. She rushes up.

161 FLUTTERSHY
(snooty)
Rarity, I'm so glad you're here.
(air kisses)
I've actually made some pretty impressive improvements to raise the profile of your shop.

Snooty Fluttershy leads Rarity through the shop.

162 RARITY
Raise my profile? How?

Snooty Fluttershy ducks behind a rack then emerges as Debutante Fluttershy.

163 FLUTTERSHY
(as Deb)
First I, like, totally got rid of all the lame customers who weren't up to our, like, standards!

They reach the counter and Debutante Fluttershy ducks down and Goth Fluttershy rises back up.

164 FLUTTERSHY (CONT'D)
(as Goth)
Watching them leave filled me with a sweet sadness.

Rarity turns to see the customers are, in fact, all gone. She turns back, shocked to see Snooty Fluttershy again.

165 FLUTTERSHY (CONT'D)
 (snooty)
And you'll be pleased to hear that
I've taken care of your rodent
situation.

Across the shop, Padfoot faints into Pinkie's arms. Smokey and Smokey Junior fan her face to try to revive her.

166 PINKIE PIE
Will somepony tell her to stop
saying that word!

Fed up, Rarity turns back to Fluttershy and grabs her by the shoulders.

167 RARITY
 (yelling)
That's it! I want to talk to
Fluttershy! I demand to speak to
Fluttershy!!!

Fluttershy switches to her Goth persona.

168 FLUTTERSHY
 (as goth)
Fluttershy isn't here.

She switches to Debutante Fluttershy.

169 FLUTTERSHY (CONT'D)
 (as Deb)
It's like, totally just us now!

She switches to Snooty Fluttershy.

170 FLUTTERSHY (CONT'D)
 (snooty)
Now if you'd kindly remove your
hooves I have a shop to run.

Rarity lets go and Fluttershy darts off. Twilight and the others gather around Rarity.

171 TWILIGHT SPARKLE
Rarity, what are we going to do?

172 RARITY
I think there's only one thing we
can do...

Rarity strides up to Snooty Fluttershy, determined.

173 RARITY (CONT'D)
Fluttershy, I'm sorry, but you've
given me no choice. I'm going to
have to let you go.

Snooty Fluttershy jolts upright, shocked.

174 FLUTTERSHY
(snooty)
Am I being fired?! After all that
I've done?!

Rarity looks at her, resolved.

175 RARITY
I'm afraid so, yes.

176 FLUTTERSHY
(snooty)
Well! Good luck replacing me!

Snooty Fluttershy storms off in a huff. A beat later, she
returns as Goth Fluttershy.

177 FLUTTERSHY (CONT'D)
(as goth)
Finally. I always thought she was
way too controlling.

178 RARITY
I'm afraid we no longer have a
position for you either.

179 FLUTTERSHY
(as goth)
Whatever.

Goth Fluttershy rolls her eyes and walks out. A beat later
she returns as Deb Fluttershy.

180 FLUTTERSHY (CONT'D)
(as deb)
Wow. Like, good riddance to those
two, right?

181 RARITY
Actually, you're, like, totally
fired, as well.

182 FLUTTERSHY
(as deb)
Ugh.

Debutante Fluttershy storms off. A beat later Fluttershy walks back and looks at them all like she's seeing them for the first time.

183 FLUTTERSHY (CONT'D)
What are you all doing here?

184 APPLEJACK
Saving you from yourself,
apparently.

185 PINKIE PIE
Or three scary versions of
yourself!

Fluttershy takes in the scene.

186 FLUTTERSHY
I guess I got all wrapped up in
being the kind of pony I thought
your customers wanted.

She leans down to Softpad, still passed out, and the other raccoons.

187 FLUTTERSHY (CONT'D)
Will you ever forgive me?

Softpad blinks awake and looks into Fluttershy's big, sorrowful eyes. She sniffs at her, then satisfied Fluttershy's back to normal, gives her a nuzzle. Smokey and Smokey Junior follow suit.

188 RARITY
Darling, I'd never trust some
horrible Saddle Row pony with
running my shop. That's why I
wanted a friend to do it.

189 FLUTTERSHY
I guess I'd rather be myself
anyway, even though I don't really
have what it takes to make it in
the fashion world.

190 TWILIGHT SPARKLE
I wouldn't sell yourself short.
Those salespony personalities all
came from you.

191 RAINBOW DASH
Yeah. I think you totally have what
it takes.

192 PINKIE PIE
Maybe a little too much.

193 RARITY
Indeed. You have all the inner
strength you need, but I think we
prefer having Fluttershy be the one
in charge of it.

They all laugh.

194 RARITY (CONT'D)
And that's just given me an idea!

Rarity runs off--

DISSOLVE TO:

SC. 19 - INT. RARITY'S BOUTIQUE - LATER

CLOSE on Rarity, pins in her mouth as she ties off a final
stitch.

195 RARITY
And last one-- There!

PULL WIDE to reveal Fluttershy wearing a new HIGH FASHION
GOWN-- pieces of fabric that look like armor under soft
drapes of silk.

196 RARITY (CONT'D)
The missing piece for my new
collection: The Warrior of Inner
Strength!

Fluttershy walks through the shop - full of customers once
more - and does a runway turn.

Everypony RAVES and CLAPS.

197 FLUTTERSHY
I don't think I've ever felt so
strong.

198 RARITY
Well that's hardly surprising,
dear. You were the inspiration.

More CLAPPING. Fluttershy smiles big and Rarity gives her a
hug. But their moment is broken when a SNOOTY FASHION
SCENESTER approaches.

199 SNOOTY FASHION SCENESTER
Wonderful dress, Rarity. But given
your dramatic exit from the
Canterlot fashion show, I wonder,
is this all some promotional stunt?

Rarity is taken aback.

200 RARITY
Well I--

But before Rarity can continue, Snooty Fluttershy butts in--

201 FLUTTERSHY
 (with snooty accent)
Anypony who's anypony knows drama
is an inherent part of the fashion
world.

The Fashion Scenester stares as Deb Fluttershy pops up on his
other side.

202 FLUTTERSHY (CONT'D)
 (with debutante accent)
Yeah! And when, like, fierce
inspiration knocks you need to
answer immediamenté!

The Scenester whirls around, confused as Goth Fluttershy pops
up behind him.

203 FLUTTERSHY (CONT'D)
 (as goth)
Otherwise meaningless sadness will
overwhelm you.

Freaked out, the Scenester beats a hasty retreat. Rarity
looks at Fluttershy, stunned. Fluttershy shrugs.

204 FLUTTERSHY (CONT'D)
Inner strength...

Fluttershy and Rarity smile and as the rest LAUGH we...

FADE OUT

END.