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MY LITTLE PONY  
Season 9

**The Last Laugh**  
Ep 914

**Teleplay Final Draft V2**

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Outline: Mike and Wil Fox  
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**TEASER****SC. 1 - INT. TWILIGHT'S THRONE ROOM - DAY**

RAINBOW DASH zooms in through the doors to find TWILIGHT, FLUTTERSHY, APPLEJACK, RARITY and SPIKE all waiting. Dash looks around, confused.

1               RAINBOW DASH  
What gives? I thought Pinkie Pie  
said to get here right away.

2               APPLEJACK  
(agreeing) She sure had a bur in  
her britches about something.

3               SPIKE  
So, where is she?

They all stare at the doors to the room.

4               PINKIE PIE (O.S.)  
Yeah. What is taking her so long?

PAN OVER to reveal PINKIE PIE standing behind Spike. They all turn to look at her, surprised.

5               PINKIE PIE (CONT'D)  
Just kidding. You guys really need  
to look behind you once in a while.

6               TWILIGHT SPARKLE  
Pinkie, you said you had something  
important tell us.

7               PINKIE PIE  
Not telling so much as showing.  
(dramatic) In fact, what you're  
about to see may shake the very  
foundations of your perception for  
all time!

Off of their looks of intrigue, she pulls a LARGE CUPCAKE out from behind her back.

8               FLUTTERSHY  
A cupcake?

9               PINKIE PIE  
YES! But wait! There's more...

She pushes down on the cherry and the top of the cupcake pops open. With a BLAST of confetti, a NOTE pops out on a spring.

10 PINKIE PIE (CONT'D)  
(excited) It's an invitation to  
visit the Cheese Sandwich Amusement  
Factory!

11 SPIKE  
Cheese Sandwich opened a factory?

12 APPLEJACK  
(playfully sarcastic) What do they  
make there, rubber chickens?

13 PINKIE PIE  
That's ridiculous... (then) They  
make way more there than just  
rubber chickens!

14 RARITY  
Cheese hardly seems the factory  
type. I still remember the Goof Off  
showdown between you two at Rainbow  
Dash's party. I just assumed he'd  
continue to wander Equestria  
throwing parties. Still, you must  
be excited to see him.

15 PINKIE PIE  
I am! I can't wait to tour his  
factory, catch up, have him tell me  
my life's purpose, swap gag tips--

16 APPLEJACK  
Hold up. What did you say?

The rest of the Mane Six also look to Pinkie, unsure if they  
heard her right.

17 PINKIE PIE  
Uh, catch up? I mean, it has been  
awhile.

18 TWILIGHT SPARKLE  
Pinkie, I think Applejack is asking  
about the part about Cheese  
Sandwich and your life's purpose..?

19 PINKIE PIE  
Oh, that. Yeah. It's just all of  
you have found your thing. You're  
going to rule all of Equestria.  
Rainbow Dash is a Wonderbolt.  
Fluttershy has her animal  
sanctuary. Rarity has her  
boutiques.

(MORE)

PINKIE PIE (CONT'D)

Applejack has that hat... (off her look) and the farm, so that's, like, two things. I don't even have one.

Pinkie Pie slumps her shoulders and off-handedly takes a bite of the giant invitation cupcake. Her chewing makes a strange <CRUNCHING> sound.

20 PINKIE PIE (CONT'D)

When I first got Cheese's invite, I was a little jealous. It felt like even he was moving on to bigger and better things and everypony was leaving me behind.

21 RARITY

Darling, we would never leave you.

22 PINKIE PIE

But then I realized Cheese Sandwich is a party pony just like me. If he figured out his purpose, he can help me figure out mine!

23 TWILIGHT SPARKLE

Pinkie, I think talking to Cheese Sandwich is a great idea, but the only pony who can really find your life's purpose is you.

24 PINKIE PIE

I know, silly. That's why I'm going to visit Cheese Sandwich's factory so I can ask him to help me!

With that, Pinkie takes another big bite out of the invitation cupcake. The odd <CRUNCHING> sound continues. Spike inspects the cupcake more closely -- it's papier-mâché.

25 SPIKE

Ah, Pinkie, are you sure this is edible.

26 PINKIE PIE

(continuing to CRUNCH)  
I am not!

Off the others' uncertain looks we...

**END TEASER**

**MAIN TITLES**

**ACT ONE****SC. 2 - EXT. FACTORY/FRONT GATE - DAY**

Pinkie walks along the high walls that surround the factory. She passes HUGE POSTERS of Cheese Sandwich smiling HUGE smiles--in fact, his LAUGHING FACE is everywhere. Pinkie Pie stops to look up at it.

27                   PINKIE PIE  
Yep. Anypony with a laugh like that  
is exactly the kind of pony I want  
helping me.

She comes upon the guard house/main gate (think Buckingham Palace). As she approaches the gate, two GUARD PONIES block her path.

28                   PINKIE PIE (CONT'D)  
Oh, hey guys. Pardon me. Just gonna  
squeeze by...

She tries to squeeze through them, but no go.

29                   GUARD PONY #1  
(sighs) Can we help you?

30                   PINKIE PIE  
You sure can. I'm here to see  
Cheese Sandwich!

31                   GUARD PONY #2  
<SMUG LAUGH> Cheese Sandwich  
doesn't "see" anypony.

32                   GUARD PONY #1  
This factory is shut tight. No pony  
ever comes out and no pony ever goes  
in - including you, so... move  
along.

33                   PINKIE PIE  
(resigned) Oh, that's a shame. And  
to think I came all this way  
because of this personal invitation  
from Cheese Sandwich himself.

She pulls out the half-eaten invitation cupcake and both guards' eyes light up.

34                   GUARD PONY #2  
You have an invitation?!

35                    GUARD PONY #1  
Well, why didn't you say so!?

Guard #1 turns and pushes a BIG RED BUTTON. Suddenly, ALARMS go off and a loud steam whistle BLOWS. The Guards stand aside and the massive gates slowly CREAK open. Smiling, Pinkie bounces past them and inside.

36                    GUARD PONY #2  
Next time, I get to push the button.

37                    GUARD PONY #1  
Not gonna happen.

**SC. 3 - EXT. FACTORY COURTYARD - CONTINUOUS**

She hops to a stop and looks around at the gray, empty and desolate courtyard.

38                    PINKIE PIE  
Oooh. Desolate-y.

An enormous metal door slowly opens. Pinkie peers into the dark interior.

39                    PINKIE PIE (CONT'D)  
Hello? Anypony there?

Suddenly, out of the darkness comes a huge unrolling RED CARPET. It heads towards Pinkie, but stops in front of her revealing-- "Cheese Sandwich" at the end of the roll. TA-DA! <MUSIC STING>.

"Cheese Sandwich" stares at her, an overly broad smile frozen on "his" face - in fact it's the EXACT SAME smile as the posters outside. Pinkie runs up and hugs him.

40                    PINKIE PIE (CONT'D)  
Cheese, I'm so happy to see you!

"Cheese's" face remains frozen. Then "he" reaches up and removes what we now see is a Cheese Sandwich MASK. The placid-faced pony beneath the mask, SANS SMIRK, turns to TWO LAB COATED ASSISTANTS who suddenly appear at his side--his speech is very proper (think Frasier Crane).

41                    SANS SMIRK  
(to assistants) Hmmm. This should have gotten a big laugh. I wonder if we need to add more carpet rolls. I suppose it could be the mask...

The assistants nod, jotting down notes on clipboards. Sans holds up the mask and studies it.

42           SANS SMIRK (CONT'D)  
(to assistants) Let's try taking  
the nostril flare down 10%.  
Thoughts?

He lowers the mask - revealing Pinkie standing in front of him.

43           PINKIE PIE  
I have a thought. Who are you?

44           SANS SMIRK  
Oh, so sorry. Sans Smirk, Vice-  
President of amusement integration.  
Mr. Sandwich is very excited you're  
here. In fact, we all are.

45           PINKIE PIE  
Well, I'm excited you're excited.

46           SANS SMIRK  
If you'll just follow me, it's a  
short trip through the factory to  
Cheese's office.

They head to the big door and Pinkie stops to look up at the place.

47           PINKIE PIE  
Wow. A whole factory dedicated to  
gags. I bet it's the fun-est place  
ever!!!

Excited, she dashes inside...

#### **SC. 4 - INT. FACTORY FLOOR - CONTINUOUS**

...and bursts in onto a normal, boring factory floor, with more lab-coated WORKERS at assembly lines. It's not quite the Orwellian vibe of Apple's famous "1984" Superbowl commercial, but it isn't fun looking either.

48           PINKIE PIE  
Huh. Maybe the fun is behind all this  
boring-looking factory stuff.

Sans looks at her, slightly confused.

49           SANS SMIRK  
The fun is the factory stuff. We  
take a fairly serious approach to  
comedy here. Observe...

He leads her around an assembly line. Sans points to a worker holding a squirting flower.

50           SANS SMIRK (CONT'D)  
(exaggerated) Oh, look. A pretty  
flower.

He makes a show of leaning in for a sniff, then gets hit with a TORRET of water. He looks to Pinkie, dripping, expecting her appreciating the gag. But she just smiles, politely.

51           PINKIE PIE  
(nods) The squirting flower's a  
classic. (then, thinking) Oooh!  
What if the flower was part of a  
shirt, but the flower didn't squirt-  
- the shirt did!

Sans just stares at her, wide-eyed. You can practically smell the smoke as his brain works through this revelation.

52           SANS SMIRK  
That. Is. Literally. The funniest  
thing I've ever heard.

53           PINKIE PIE  
Come on. That's just off the top of  
my head. You probably get seventeen  
ideas like that from Cheese every  
minute.

But Sans is already writing furiously in a notebook.

54           SANS SMIRK  
(to himself, as he writes)  
We'd have to use a series of  
interconnected tubes in the  
fabric...

He looks up at Pinkie, or more looks through her as he's too busy thinking (like an absent-minded professor), then a thought flashes across his face and he rushes off.

He returns holding a Whoopie Cushion.

55           SANS SMIRK (CONT'D)  
What do you think of this?

56           PINKIE PIE  
I think it's a whoopie cushion.  
Embarrassing sounds are always  
good.

57           SANS SMIRK  
(leading) Yeeesss...

He waves over a small group of lab ponies.

58           PINKIE PIE  
But what if you made the  
embarrassing sound come from  
somepony else?

He looks to the other ponies in shocked appreciation.

59           SANS SMIRK  
(getting excited) I sit on it, but  
the sound comes from you! We could  
call it the "Ventriloquoopee  
Cushion"!

The lab ponies all give <AFFIRMATIVE MUMBLES> as they  
scribble away on their note pads.

60           PINKIE PIE  
So... which way is Cheese's office  
again?

61           SANS SMIRK  
Right. Of course. Sorry. It's  
just... It's been quite a while  
since we've had the opportunity to  
work with true comic inspiration  
like this.

62           PINKIE PIE  
(confused)  
What about Cheese?

63           SANS SMIRK  
OH! One more thing...

He runs over and grabs a glass dome holding a banana peel on  
a small pedestal. He smiles, beaming.

64           SANS SMIRK (CONT'D)  
Our "Super-Slip Banana Peel." Still  
in development, but we think it's  
pretty special...

He lifts the glass dome and the banana peel slips off its  
pedestal.

It slides along the floor, slipping under several Worker Ponies who all fall along their assembly line, before the peel rebounds off a wall and shoots back into the glass dome. (**NOTE:** we see all of the fallen workers get up no worse for wear.)

65           SANS SMIRK (CONT'D)  
          (to Pinkie, expectantly)  
So? Too slippery?

66           PINKIE PIE  
Well, bananas are slippery. Oooh!  
What if instead of slipping, you  
were sticking? One step on this  
banana peel and you can't get it  
off. (laughs to herself) That's  
funny.

Sans stares, stunned.

67           SANS SMIRK  
(clapping) Wow. Just... wow. (then)  
Ms. Pie, I am so glad you're here.  
You're exactly the pony Cheese  
Sandwich needs to see.

As they head up the stairs:

68           PINKIE PIE  
Great, because he's exactly the  
pony I need to see.

#### **SC. 5 - INT. CHEESE SANDWICH'S OFFICE - LATER**

Pinkie sticks her head into the small, dark office where a figure (**CHEESE SANDWICH**) sits at a desk shrouded in shadow.

69           PINKIE PIE  
Hello?

Without turning on the light:

70           CHEESE SANDWICH  
(flatly) Pinkie, I'm glad you came.

71           PINKIE PIE  
Of course I did! And your factory  
is-- big! It really seems like you  
found your purpose - which is  
perfect, since I came here for  
help.

72           CHEESE SANDWICH  
That is perfect! I knew I could  
count on you to help me!

73           PINKIE PIE  
That's triple perfect because--  
Wait. Why do you need my help?

Cheese Sandwich finally turns on the lights and we see him  
for the first time.

His color is less saturated and his hair falls completely  
flat along the side of his head (think Pinkamena). More  
shocking, the broad smile we've seen plastered everywhere is  
completely absent. He stares at her, flat in every way.

74           CHEESE SANDWICH  
(panicked and pleading) Because,  
Pinkie, I've completely lost my  
laugh!

Off of Pinkie's jaw on the floor, we...

#### **END ACT ONE**

#### **ACT TWO**

#### **SC. 6 - INT. CHEESE SANDWICH'S OFFICE - RESUME**

Pinkie stares in disbelief as Sans Smirk looks on.

75           PINKIE PIE  
You lost your laugh? Is that some  
kind of joke? Because if it is,  
it's not a funny one... Unless it's  
over my head. (looking up) Nope.  
Nothing up there.

76           CHEESE SANDWICH  
It's not a joke. And even if it was,  
I wouldn't be able to laugh at it.

77           PINKIE PIE  
(not believing) Riiiiight.

She spots a "CAN OF PEANUT BRITTLE" on his desk.

78           PINKIE PIE (CONT'D)  
(slyly) Why don't we continue this  
discussion over some delicious  
canned peanut brittle?

She opens it. Spring loaded snakes and confetti launch out, bouncing off of Cheese's face. Pinkie looks at Cheese expecting him to laugh, but he just stares blankly.

79 PINKIE PIE (CONT'D)  
Wow. You did lose your laugh.  
<GASP> That's horrible!

Sans steps forward, looking through his notes.

80 SANS SMIRK  
Sorry to interrupt, but it occurs to me that a 7% tighter wind on the snake springs would yield a 12% increase in giggle output.

81 CHEESE SANDWICH  
(to Pinkie) This is why we're a team. Sans, here, has always been able to eek every last laugh out of my gags. Which is a help since I haven't come up with any good ones in a while.

\*  
\*  
\*

Sans gives a curt little bow.

82 PINKIE PIE  
Wait. So you can tell if a gag is funny or not, you just can't laugh at it?

\*  
\*

Cheese turns to her with a dramatic SOB.

83 CHEESE SANDWICH  
YES! And it's torture!

84 PINKIE PIE  
How did this happen?

85 CHEESE SANDWICH  
I don't know. Back when I was a party pony, I laughed at everything.

#### SC. 7 - EXT. ROAD - FLASHBACK

We see Cheese Sandwich moments after he walked off into the sunset in episode S04E12.

86 CHEESE SANDWICH (V.O.)  
I spread my party cheer wherever it was needed.

**SC. 8 - EXT. FIELD - FLASHBACK**

He comes upon a Cute-ceanera. Everypony looks bored out of their minds, fighting to stay awake. Cheese smiles knowing he can work his magic. He spins a YOUNG FOAL in a fancy dress around, hands her a thick bat and points her at a piñata.

87               CHEESE SANDWICH (V.O.)  
I even started making individual,  
one of a kind novelty gags for each  
and every one of my parties.

When she strikes the piñata it doesn't move, but THE BAT BREAKS OPEN and candy falls out. Cheese Sandwich, along with everypony around him, doubles over in laughter.

A PONY taps Cheese on the shoulder. He holds out some bits and points at the bat.

Cheese smiles, but somepony else taps him on the shoulder. He turns to see a long line of ponies waiting to give him money.

88               CHEESE SANDWICH (V.O.)  
Soon, it seemed like everypony in  
Equestria wanted one.

**SC. 9 - INT. WORKSHOP - LATER**

Exhausted Cheese Sandwich stands at a work bench, a small pile of gags next to him. He presses a hoof buzzer and laughs, then looks to a long list in front of him.

89               CHEESE SANDWICH (V.O.)  
It was more work than my hooves could  
handle, but I didn't want to disappoint  
all those smiling faces...

The door to the workshop swings open and Sans Smirk walks in holding a briefcase.

90               CHEESE SANDWICH (V.O.)  
Luckily, Sans Smirk came to me with  
the idea for a factory. A gag  
factory.

Sans opens his briefcase and pulls out a set of blueprints.

**SC. 10 - EXT. FACTORY - LATER**

Cheese Sandwich stands outside of the factory with Sans Smirk at his side.

91               CHEESE SANDWICH (V.O.)  
I could finally keep up with demand  
and make everypony happy.

Cheese Sandwich and Sans start putting the smiling posters of himself all over the walls. Cheese Sandwich looks at them and smiles himself.

**SC. 11 - INT. FACTORY - LATER**

Cheese Sandwich stands watching all of the employees working away on the line.

92               CHEESE SANDWICH (V.O.)  
Soon we were sending gags all over  
Equestria.

Cheese and Sans watch as a collection of gags roll off the line. Sans checks a clipboard as Cheese nods (but doesn't laugh) at each one - binoculars that leave rings, leaking tea cup, a fake hoof, etc.

Cheese looks over as a worker pony presses down on a can of silly string. Nothing happens. He turns it around to look at the nozzle and a torrent of silly string shoots out, covering his face. Cheese Sandwich just nods and turns back to his work. Suddenly he freezes - a horrified look of realization washing over him...

93               CHEESE SANDWICH (V.O.)  
But then, one day my laugh was just  
gone.

**SC. 12 - INT. CHEESE SANDWICH'S OFFICE - RESUME**

Cheese Sandwich sits with his head in his hooves.

94               CHEESE SANDWICH  
I haven't left the factory since. I  
don't want anypony to see me like  
this. Who's going to buy a gag from  
a pony who can't laugh? I mean look  
at me - Boneless 2 doesn't even  
recognize me anymore!

Boneless 2 sits in a nearby chair, its head facing away almost like it's avoiding eye contact.

95               CHEESE SANDWICH (CONT'D)  
So can you help me Pinkie? What do  
you think?

96 PINKIE PIE  
I think I've got two words for you -  
(slow, intense) Knock, knock.

97 CHEESE SANDWICH  
(confused) Who's there?

98 PINKIE PIE  
Boo.

99 CHEESE SANDWICH  
Boo who?

100 PINKIE PIE  
Don't cry because I'm gonna get you  
your laugh back!

101 SANS SMIRK  
(in awe) She has the gift.

As he starts scribbling away furiously in his notebook and off Cheese's hopeful expression...

**SC. 13 - EXT. FACTORY COURTYARD - LATER**

Pinkie stares at Cheese, deep in thought.

102 PINKIE PIE  
Hmmm. Let's start with something  
small... Like a joke!

She reaches off screen and pulls in a small brick wall, a la a comedy club. She's instantly in a jacket, with the sleeves pushed up and holds a microphone.

103 PINKIE PIE (CONT'D)  
This bit always works for Maud--

She smooths her hair down with a hoof and does her best Maud impression...

104 PINKIE PIE (CONT'D)  
(Maud-like) How do you make a rock  
float? (then) You put it in a glass  
with ice cream and root beer.

A <RIM SHOT> comes from nowhere, but Cheese Sandwich just stares.

105 PINKIE PIE (CONT'D)  
Nothing, huh.

Pinkie's hair POPS back to normal and she shoves the brick wall and comedy attire out of frame.

106 PINKIE PIE (CONT'D)  
Okay, how about some classics...

In a FLASH, Pinkie zips out and zips back in with San Smirk. She positions him directly in front of Cheese, then turns away.

107 PINKIE PIE (CONT'D)  
Excuse me, Mr. Smirk, but is there something in my EEEEEYYE!

She turns back wearing classic EYES ON SPRINGS glasses. They bounce up and down in front of Sans who nods appreciatively.

108 SANS SMIRK  
Top notch eye googling, Ms. Pie.

Pinkie checks Cheese - nothing. Undeterred, she holds a hoof out to Smirk.

109 PINKIE PIE  
Why thanks, Sans, old pal. Put 'er there.

Sans takes her hoof and gets "shocked". Pinkie laughs and reveals she's wearing a hoof BUZZER, but Cheese remains unmoved. Not giving up, Pinkie looks back.

110 PINKIE PIE (CONT'D)  
Sorry about that. Let me make it up to you. How about some pie?

She pulls out an oversized cream PIE and goes to pie him, but "trips" and lands face first into the pie. She stands with a flourish and takes a bow.

111 SANS SMIRK  
(quietly to himself, while scribbling away) Googly eye to hoof buzzer to pieface pratfall. Masterful.

But Cheese Sandwich just shrugs and <SIGHS>. Pinkie's expression drops.

112 PINKIE PIE  
Come on! Those classic bits put Rainbow Dash's funny bone in a cast for a week!

113 CHEESE SANDWICH  
Don't blame yourself, Pinkie. Whatever I got, I got it bad.

114           PINKIE PIE  
Maybe we need to start even  
smaller.

**SC. 14 - INT. FACTORY FLOOR - CONTINUOUS**

Pinkie, now dressed like Mickey from Rocky (sweats and with a whistle around her neck, etc.) paces back and forth in front of Cheese Sandwich as San Smirk looks on.

115           PINKIE PIE (CONT'D)  
You can't run before you can walk  
and you can't laugh before you can  
smile. And your smiler's all out  
whack.

116           SANS SMIRK  
Is there any assistance I can  
provide?

117           PINKIE PIE  
Just stand back and watch, mister.  
(then, to Cheese) Now let's see  
what we're working with. Gimme your  
biggest, bestest smile!

Cheese tries his hardest to smile. The edges of his lips barely quiver and sweat pours down his face.

118           CHEESE SANDWICH  
Am I doing it? Am I smiling? I feel  
like I'm smiling.

He is definitely not.

119           PINKIE PIE  
Aaaalmost... Maybe I just need to  
spot you for a rep or two.

She jumps in and contorts his face into different shapes, finally ending in something resembling a smile. She strains under the weight of maintaining it.

120           PINKIE PIE (CONT'D)  
<BREATHING HARD> OKAY! YOU GOT  
THIS! IT'S ALL YOU! READY?

Cheese nods and Pinkie releases his face and steps away-- but Cheese's face immediately POPS back into his flat expression. He looks at them, hopeful.

121           CHEESE SANDWICH  
Anything?

Pinkie shakes her head sadly. Cheese slumps. Pinkie screws up her face, determined...

122           PINKIE PIE  
I'm not giving up on you yet, Cheese.  
I know there's something somewhere  
that'll make you laugh. I just have  
to figure out where to look.

123           SANS SMIRK  
I would like to take this  
opportunity to point out that we  
are in a gag factory...

Off Pinkie intrigued...

**SC. 15 - INT. FACTORY - R & D ROOM - LATER**

Pinky follows Sans into a "clean room" type section of the factory. Cheese Sandwich mopes in behind them.

PONY RESEARCHERS in lab coats scribble intricate formulas on chalkboards. One dissects a spring snake, another drops different size weights onto various whoopie cushions.

124           SANS SMIRK  
This is where the magic happens.  
Research and development. It's  
where we figure out the science of  
funny.

125           PINKIE PIE  
(confused)  
How do you science funny?

126           SANS SMIRK  
Of course there's no one size fits  
all joke, no grand unified gag  
theory. But, if we figure out the  
funny of one gag, we can combine it  
with the funny of another gag, and  
make a third funnier gag!

127           PINKIE PIE  
I guess that makes sense...

Pinkie looks around curious. She looks at a blackboard.

128           PINKIE PIE (CONT'D)  
(re: board) Rule of threes. Hmmm,  
one, two, three. Yep, that math  
checks out.

She looks at a chart.

129           PINKIE PIE (CONT'D)  
Oooh, I bet the aardvarks weren't  
the only one's surprised by your  
research on non-sequiturs.

Pinkie takes a long look around the room and comes to a  
decision...

130           PINKIE PIE (CONT'D)  
Hmmm. At this point, I'm willing to  
give anything a try!

WIPE TO:

QUICK "COMEDY SCIENCE" MONTAGE

In a few stylized shots we see Pinkie (now in a lab coat and  
glasses) leading the team of comedy researchers...

--Pinkie holds a blueprint, while the rest of the lab workers  
stand behind her. Pinkie uses a large pencil to erase  
something and then roughly draws in a replacement. The lab  
workers excitedly nod in agreement.

--While lab-coated workers look on, Pinkie leads Cheese up to  
a welcome mat in front of a door frame - a large bucket  
precariously balanced above. As Cheese opens the door, the  
bucket falls onto his head, but there's no water. Suddenly a  
BLAST of water shoots up from the welcome mat, knocking the  
bucket off of Cheeses head-- but also reveals he isn't  
laughing. The researchers shake their heads and take notes as  
we... STYLIZED WIPE TO:

--Pinkie looks at a lab pony, proudly showing her a model of a  
covered wagon. He pulls out a tiny figure of a lab pony from  
it. Pinkie shakes her head no. As she begins to speak and  
gesticulate wildly, the lab workers scribble away frantically.

--Pinkie pulls a ridiculously small COVERED WAGON up to  
Cheese. She opens the tailgate and a succession of research  
ponies come out, each one shorter than the last (think: clown  
car). Finally the shortest one exits, then pulls an impossibly  
large wagon out of her lab coat, which the research ponies  
then all proceed to climb back into. Cheese just stares at  
this, unmoved. Sans take more notes as we... STYLIZED WIPE  
TO:

--CLOSE on Pinkie as we PAN around her head, "Beautiful Mind"--esque diagrams and joke structures float by-- a cross section of a rubber chicken, a engineering diagram of a hoof buzzer, crazy math-like formulas (banana + whoopee cushion = cream pie), etc. The images get more intense, moving by faster and faster until we... END MONTAGE.

RESUME on Pinkie, who tosses her notes down in frustration while Cheese looks on, despondent.

131           PINKIE PIE (CONT'D)  
I don't understand. We've tried everything. Stand-up, classic gags, physical humor, prop comedy, vaudeville, surrealist alt-scene character pieces. Nothing's worked!

132           SANS SMIRK  
It seems we've exhausted every avenue that even the science of comedy can provide.

Saddened, Cheese nods and stands up.

133           CHEESE SANDWICH  
That's it, then.

134           PINKIE PIE  
What do you mean?

135           CHEESE SANDWICH  
I appreciate everything you've done, Pinkie, but if you can't make me laugh, nopony can.

136           SANS SMIRK  
But, sir, you can't just surrender.

137           CHEESE SANDWICH  
It doesn't look like I have a choice. I need to figure out how to live without a laugh. (then, to Pinkie) I know you tried your best, but it's time you went home.

With that, Cheese heads back into his office and shuts the door. Off Sans and Pinkie sharing horrified looks, we...

**END ACT TWO**

**ACT THREE**

**SC. 16 - INT. R & D DEPARTMENT - RESUME**

Pinkie looks on as Sans and his team of disheartened research ponies start to clean up.

138           PINKIE PIE  
So that's it? You're all just  
giving up?

139           SANS SMIRK  
I'm afraid Mr. Sandwich is right.  
You are the funniest pony in  
Equestria and if you can't bring  
back his laugh, it is surely gone  
forever.

140           PINKIE PIE  
But Cheese was just as funny as me.  
I can't believe all that's gone.

Pinkie drops her head as the reality starts to sink in. Sans  
puts a hoof around her shoulder as they walk toward the exit.

141           SANS SMIRK  
None of us can. I shudder to think  
what will become of the factory.

He starts to open the large metal door to the courtyard.

142           PINKIE PIE  
You're not going to close down are  
you? I thought this place was  
Cheese's life's purpose.

143           SANS SMIRK  
It certainly was mine, but if Mr.  
Sandwich has finally given up,  
there's only so long we can re-tool  
his old ideas before we run out of  
gags to produce.

\*  
\*  
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\*

He turns to Pinkie, hopeful.

144           SANS SMIRK (CONT'D)  
I don't suppose you'd consider  
working here? Your fresh take on  
our classic gags rivals Mr.  
Sandwich in his prime.

145           PINKIE PIE  
I need to find my life's purpose,  
but I don't think that's it. I'm a  
party pony. I need to make ponies  
happy in real time!

146           SANS SMIRK  
Ah, yes. In our early days, nothing  
brought Mr. Sandwich more pleasure  
than seeing the laughter his gags  
brought to ponies first hoof.

\*

147           PINKIE PIE  
Yep. Cheese and me are the same,  
that's why I really thought he  
could help me figure out what I'm  
supposed to do. Guess it's back to  
the drawing board.

148           SANS SMIRK  
Well, there will always be a place  
here for you if you change your  
mind.

With that, Pinkie gives Sans a faint smile and turns to go,  
then suddenly, she freezes.

149           PINKIE PIE  
Hold on. What did you just say?

150           SANS SMIRK  
There'll always be a place here--

151           PINKIE PIE  
No. Before that.

152           SANS SMIRK  
Back to the drawing board?

153           PINKIE PIE  
That was me!

154           SANS SMIRK  
Nothing brought Mr. Sandwich more  
pleasure than seeing the laughter  
his gags brought to ponies first  
hand?

155           PINKIE PIE  
YES! That! We've been going about  
this all wrong. We don't need to  
make Cheese laugh. He needs to make  
US laugh!

With that, Pinkie rushes back inside. A stunned, Sans turns  
to follow.

**INT. CHEESE SANDWICH'S OFFICE - CONTINUOUS**

The door to Cheese's office bursts open as Pinkie bounces in.

156           PINKIE PIE  
Cheese! I figured it out. I know  
why the caged Cheese doesn't laugh.

157           CHEESE SANDWICH  
What? Why?

158           PINKIE PIE  
You started this factory because  
you didn't want to disappoint  
smiling faces, but in here you  
can't see any!

Sans appears in the doorway out of breath.

159           SANS SMIRK  
It does make a certain sense, sir.  
Spreading laughter has always  
brought you joy.

Cheese stands, considering.

160           CHEESE SANDWICH  
But spreading laughter is what this  
factory does.

161           PINKIE PIE  
But you don't see it. You're a  
party pony like me. You need to  
make ponies smile in person!

Pinkie grabs Sans and pulls him over as a few of the factory  
workers gather around the doorway.

162           PINKIE PIE (CONT'D)  
Here! Just try it.

Cheese walks up to Sans, thinking, then...

163           CHEESE SANDWICH  
Why did Boneless 2 cross the road?  
To prove to Boneless 1 he wasn't a  
chicken.

\*  
\*

164           SANS SMIRK  
Very funny sir. Excellent joke.  
(then, realizing) Oh! I mean,  
(stilted) Ha. Ha, ha.

Pinkie stares at him, indignant.

165 PINKIE PIE  
Really!?

166 SANS SMIRK  
Sorry. Not much of a laugher.

167 PINKIE PIE  
Here. Try me. I promise I'll laugh.

168 CHEESE SANDWICH  
Pinkie, you laugh at everything. I  
appreciate what you're doing, but I  
think it's a cost laws, er, a lost  
cause--

\*

As Cheese corrects himself, a SNICKER comes from the crowd of workers in the doorway.

Cheese freezes and whips his head around at the sound, a sudden intensity in his eyes.

169 CHEESE SANDWICH (CONT'D)  
What. Was. That?

The crowd of workers parts as he strides toward them, revealing a single WORKER, biting his lip.

170 WORKER  
I'm sorry. But when you swapped the  
letters of those words it was just  
a bit...

Cheese leans in super close.

171 CHEESE SANDWICH  
...Funny?

As the worker nods, just the edges of Cheeses mouth curl upwards in the faintest of smiles. <MUSIC UP> as Cheese continues in a spoken rhythmic prelude.

172 CHEESE SANDWICH (CONT'D)  
(spoken)  
So you're saying it's the mix up  
of the sounds that I just made,  
that coaxed the snicker from your  
throat in a delicate cascade?

The worker nods more emphatically.

173 CHEESE SANDWICH (CONT'D)  
(spoken)  
If I did it one more time, if I  
reproduced the feat?  
(MORE)

CHEESE SANDWICH (CONT'D)  
Mixed up some letters here and  
there you'd lelly baugh tout suite?

The worker busts out with a loud full-throated LAUGH. The smile on Cheese's face gets broader as he turns to the rest with a twinkle in his eye. <MUSIC SHIFTS INTO MAIN MELODY>

174 CHEESE SANDWICH (CONT'D)  
*So that's all I need to do  
that's who I need to be!  
I thought I needed to be made to  
laugh  
But now I know the laughter making  
has to come from me*

Cheese spins with a flourish and is suddenly dressed in a top hat and tails, holding a cane as he bursts from the office and onto the factory floor.

He rushes up to the WORKERS on the assembly line.

175 CHEESE SANDWICH (CONT'D)  
*I suppose now I should amp things  
up to get the thing I'm after.  
Move whole syllABLEs all around and  
change emPHAsis to get laughter!*

The workers on the line all start to LAUGH. Cheese turns, smiling now ear to ear as he high-steps over to the science ponies in the R&D room.

176 CHEESE SANDWICH (CONT'D)  
*I can't stop now I'm on a roll,  
I've almost got it back  
Smart folks like you aren't subject  
to my play on words attack.  
So with something else I'll have to  
play to get me where I'm going.  
Some Commedia dell'arte to get the  
laughter flowing...*

Cheese sits next to a pony mannequin situated in front of a pie-to-the-face administering machine.

In a physical comedy bit reminiscent of Donald O'Connor's in Make 'Em Laugh (ref: <https://youtu.be/SND3v0i9uhE?t=2m5s>), Cheese interacts with the mannequin. First appearing to rescue it from another pie, then seeming to offer to share a slice, then appearing to unintentionally take the pie to the face himself. [note: Doesn't have to be this. Directors feel free to take liberties]

By the end, the science ponies are all laughing hysterically. Cheese leaps away, energized, blissful and nearly laughing himself.

177           CHEESE SANDWICH (CONT'D)  
*That's what I need to do  
this is who I need to be!  
I thought I needed to be made to  
laugh  
But now I know the laughter making  
has to come from me!*

He turns and looks back to his office where a delighted Pinkie and Sans look out.

178           CHEESE SANDWICH (CONT'D)  
*And now my biggest test, the  
hardest fish to fry.  
A mind so analytical, a sense of  
humor dry.*

In a flash, Cheese is right next to Sans, peering into his face.

179           CHEESE SANDWICH (CONT'D)  
*To make you laugh would prove to me  
that this experiment's done.  
Something ridiculous, and not too  
smart... something like a pun?*

<MUSIC OUT> as Cheese leans in further.

180           CHEESE SANDWICH (CONT'D)  
(spoken) Hey Sans, how do you call  
a laughing bird? (beat, then) With  
a guffaw caw.

Sans's eyes start to bulge, like something is building up behind them.

181           SANS SMIRK  
Sir. That is so...  
*ridiculou*AAAHHHHAAHHHAWWWW!

\*

As Sans explodes into a fit of uncontrollable LAUGHTER, Cheese joins him. Soon, the entire factory is in hysterics as the <MUSIC> comes back up in a big finish.

182           CHEESE SANDWICH  
*That's all I need to do  
that's what I need to see!  
I thought I needed to be made to  
laugh when all this time  
(MORE)*

CHEESE SANDWICH (CONT'D)

<BIG FINISH>

*The laughter making had to come  
from me!*

<MUSIC OUT> as everyone falls down laughing. Cheese helps Sans to his feet.

183 SANS SMIRK

It's so good to have you back, sir.  
Finally we can get the factory back  
to how things used to be!

Sans and puts a hoof on Sans' shoulder.

184 CHEESE SANDWICH

Sans, my good pony, I don't think I  
can run this factory anymore. (off  
Sans' look of shock) But YOU can!

SANS SMIRK

(shocked) Without you?! I don't  
understand.

\*  
\*  
\*

Cheese grabs Pinkie and pulls her close, then points to everypony laughing.

185 CHEESE SANDWICH

Pinkie was right! This is what I  
need! I can't just have funny ideas  
- I need to wander the land and see  
ponies laughing at them. You can  
run the factory, but I need to  
LIIIIIVEEE!

Cheese does a twirl and is suddenly dressed in his old cowboy hat and poncho. He looks off screen.

186 CHEESE SANDWICH (CONT'D)

And don't think I've forgotten  
about you, little buddy.

CUT TO Boneless 2 in the same chair he was before, only this time he's turned toward Cheese, like he's look right at him.

187 CHEESE SANDWICH (CONT'D)

I knew you'd be on board!

With a flourish, he slings Boneless 2 over his shoulder, then turns to Sans.

188 CHEESE SANDWICH (CONT'D)

Don't worry. Out in Equestria I'll  
have more great ideas for gags and  
I'll send them all to you!

189 SANS SMIRK  
Sir, are you sure this is what you  
want to do?

190 CHEESE SANDWICH  
Of course! It's my life's purpose!

Pinkie looks up at this.

191 PINKIE PIE  
Hey! That's what I came here  
looking for.

192 CHEESE SANDWICH  
You did? Well, come on! Let's  
figure it out.

Pinkie looks around at the happy factory ponies, the  
rejuvenated Cheese Sandwich, and the big grin on Sans Smirk's  
face.

193 PINKIE PIE  
Actually... I think I'm good.

Off all of them smiling...

#### **SC. 17 - INT. TWILIGHT'S THRONE ROOM - DAY**

Twilight, Fluttershy, Rainbow Dash, Rarity, Applejack and  
Spike are gathered around Pinkie.

194 PINKIE PIE  
...and then I said goodbye and then  
I came here. Oh, and then I  
gathered you all together and  
started telling you about it. First  
I said--

195 TWILIGHT SPARKLE  
--Well, that sounds like quite a  
trip!

196 FLUTTERSHY  
And Cheese Sandwich just left his  
own factory?

197 PINKIE PIE  
Yep. But I think Sans Smirk's  
hooves were the perfect ones to  
leave it in. As much as Cheese was  
born to wander Equestria and make  
ponies laugh in person, Sans was  
born to run that factory.

198           APPLEJACK  
And you don't sound so worried about  
finding your life's purpose anymore.

199           PINKIE PIE  
Nope! I figured out Cheese and I  
are pretty much the same. We both  
need to see ponies laughing to feel  
fulfilled. And I already do that.  
My life is purposing itself all  
over the place!

\*  
\*  
\*  
\*  
\*

200           TWILIGHT SPARKLE  
It certainly is.

201           RARITY  
I agree completely.

202           APPLEJACK  
I couldn't have put it better  
myself.

203           PINKIE PIE  
Thanks. (then) Oh, I almost forgot.  
I got you all a little something  
from my trip. Who likes peanut  
brittle?

She points to nearby table covered in cans of peanut brittle.

204           PINKIE PIE (CONT'D)  
(snickering) Dig in...

**SC. 18 - EXT. TWILIGHT'S CASTLE - CONTINUOUS**

Spring snakes and confetti shoot out of the windows. As  
everypony laughs, we...

FADE OUT

**END**