

Author's Note

Sorry guys, the artist for my chapter covers (Faceless JD) has run into some hurdles, and thus the art for this chapter is on hold. It will come eventually, but this chapter will be a tad naked until then. Enjoy the chapter!

The quaint little locomotive rolled past the rolling hills and into the tunnels through Canterlot's peaks. Both the inside of the train's cabins and a spot on the hillside glowed magenta, before the five element bearers zapped onto the hill.

Applejack stumbled as the group quickly regained their bearings, looking back at Ponyville below.

"Oh girls," Fluttershy squeaked. "Just look at it!"

They knew exactly what she was talking about. The shapes of scores of CID marched all over the lands surrounding Ponyville. Several tanks rolled in, taking position behind them. All the while, more poured in from the straight gap in the trees. And as the echoing pops from below indicated, several of the tanks had fired purposely into the town. Already, part of the town hall was blown off and aflame. One of the bridges over the river running through town was simply gone.

"It can all be rebuilt," Applejack said, watching the yet unoffended Sweet Apple Acres. "I'm just glad we got everypony else, or this mighta been about more than damages."

"Let's get out of here," Twilight said. "If they're already this close, we can't waste any time."

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Twilight was delighted to hear from Celestia's seneschal that she was in a meeting in the Canterlot barracks, and raced to find the lecture room therein. It was easy to find, with the pair of pegasus guards outside the door. Gaining access was a different matter altogether.

"I'm sorry ladies, but this meeting is *not* open to the public."

"Oh, you've gotta be kidding me," Twilight groaned. "Really, you don't recognise us at all?"

"Darlings," Rarity cooed, sidling slowly up to the guards, "we don't normally play this card, but you don't know the wielders of the Elements of Harmony themselves? Twice saviors of Equestria and most likely beyond? Do you not even recognize Princess Celestia's personal protégé?"

"Actually, now you mention it Blitzler," the left guard began, "I'm pretty sure that rainbow one is

one of the Element Bearers as well.”

“Y’hear that?!” Pinkie squealed. “Rainbow Dash made it! Rainbow Dash made it...”

Blitzer sneered as Pinkie continued singing her victorious chant. “What does it matter, Shields? Putting on jewelry doesn’t make you an essential audience to a war meeting.”

“Blitz, did Sarge jam his crop in your ear or something?” the guard called Shields asked, squinting over his snout at his partner with his head turned up. “The Elements are probably Equestria’s greatest weapon!”

“Yeah, the *Elements*,” Blitzer said with emphasis, “not the jumped-up little fillies wearing ‘em.”

“*Excuse me?*” Applejack demanded, glaring.

“How *dare* you refer to us like that, let alone the Princess’ star pupil!” Rarity fumed. “I don’t expect you’ve high hopes for your career in the guard?”

“Oh!” Blitzer exclaimed mockingly. “So what, you gonna tell the teacher on me? Or are you gonna *razzle dazzle* us with some a’ that star-student magic and give me a reason to arrest you?”

“Or how about you get lost till the meeting’s o—”

There was a sharp “thwack” sound as Blitzer collapsed, making a spectacular racket as his armor hit the floor.

“If anypony asks,” Shields said, retracting the hoof he had smashed into his partner’s head, “he was eavesdropping on the meeting, panicked when he heard something scary and galloped headfirst into the wall.”

“Oh goodness!” Fluttershy gasped. “Was that really necessary Mister Shields?”

“Private actually, Miss. Private Shield Shaker, at your service. Just try to be quiet on your way in.”

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“Last on Mandeville’s known roster are his heavy-hitters,” Corey said, his hand now ghostly white from having scrawled over most every inch of the blackboard with various rough figures. “The Terrestrial Hovercraft and Unmanned Munitions Platform, or ‘THUMPer’, and the Heavy-Payload Unmanned Aerial Bomber. The last one doesn’t *have* much of a witty shorthand

acronym, so we just refer to it as the 'Landscape,' which should give you some idea of what it can do."

Corey paused as the door creaked open, and a rather familiar group of ponies slid inside. He and Twilight caught each others' eye, and Corey smiled back at her as he proceeded.

"Alright, so the THUMPer. Looks a bit like a floating steel pyramid. It's lined with sensors and cameras all over, so there's not much of a blind-spot to it outside of close range or the underside. The THUMPer attacks with volleys of surface to surface and surface to air missiles. It's area-denial in design and limited to line-of-sight. Therefore, it's likely it'll be used to protect the bulk of his units, but don't be surprised if he turns it into a siege weapon either. If a THUMPer is commanded to do so, it possesses one cruise missile to use on a strategic target. These suckers are precise, and designed to clear-out whole structures. They're also big, so like a lot of Mandeville's things, if you can hit 'em with lightning, do it.

"The Landscape, however, has one job: turn a given region into rubble by spraying five-hundred pound bombs. This is the only other big flying unit you'll have to worry about, and it *has* to be big in order to carry those bombs. Make no mistake, if you see one of these heading towards the battlefield, drop what you're doing and take it out before it takes *you* out. If one of them had a free shot on this city, it could dump half of it off of this—"

"Princess Celestia, Princess Luna!" shouted a guard from the door, who panted between sentences. "There are all manner of strange machines gathering at the foothills! The guards need their officers back, nopony knows how to respond!"

"Then we must adjourn this meeting," Celestia said.

"Everypony to their battle stations!" Luna ordered, as the six pony friends and their human companion finally reunited.

"No, not yet," Corey muttered. "We need more time, we're not ready."

"Dashie Dashie, Corey Corey!" Pinkie shouted, smashing them into a hug.

"Well I'll be a sow in the henhouse!" Applejack cried. "You both made it!"

Rainbow rolled her eyes. "Boy if *that* wasn't the trick. Me n' Corey had to take out *four* a' those SHADE things just getting here."

"I don't think the one smashing itself on the city-shield counts as a mark on the fuselage, Dash," Corey said.

"Aw whatever, what about *you* guys?" Rainbow asked. "Did you really get everypony out in

time?”

“Well I was glad to have Applejack there,” Twilight said. “I don’t think the Mayor would have gone with it if not for her.”

“Let’s congratulate each other later,” Corey said, jogging for the door, “we’re not even in the thick stuff yet.”

“Indeed,” Celestia agreed, making the whole group turn their heads to her and Luna before they all vanished from sight in a yellow flash.

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The Princesses, Element Wielders and human found themselves on the palace balcony. The balcony was huge, wrapping partly around the castle in such a way that it offered the perfect view of Canterlot and Equestria at once.

“Whoa-holy fuck...” Corey mumbled at the scene below. The plains between Ponyville, the forest and Canterlot were dotted with white points everywhere. It was an ocean of death, ready to crash upon them at any moment, still until the order was given.

“Sister, they do not move,” Luna noted. “What should we do?”

“We must wait,” Celestia said. “Wait for the information from the meeting to filter down through the ranks. The longer they are immobile, the longer we have to prepare.”

“Hey, see that?!” Pinkie asked, pointing at a few black dots climbing towards them.

“Spotters,” Corey told them. “Testing the shield maybe?”

As they watched, the spotter drones reached level with the city, and climbed until they were well within sight of streetwalkers. Four of the spotters began spraying some manner of mist towards each other, holding steady about a hundred feet from each other as the mists met and sank. A third spotter floated behind, and then shot a light, and an image onto the mist.

The townspies gasped as the image of Adrian Mandeville became visible in the sky, smiling at them.

“Citizens of Canterlot, and Equestria et al!” Mandeville’s voice boomed from the drones. “I am Adrian Mandeville, soon to be your new guardian, provider and *master!*”

Luna took an exceptionally deep breath, before she found Celestia’s hoof on her shoulder, and

saw her shake her head.

“I bring with me, a new golden age of prosperity! From another world, technology will become available to you as well as your magic, and together we shall increase the standard of life for every pony under my dominion!

“I only demand, Princesses of Equestria, that you lower your shield, offer no resistance to my forces and stand down as rulers, that I might take it from here.”

Cries of anger and panic flooded the streets below. Some objects were even hurled at the face in the mist, coming nowhere close.

“But I know this is not a small decision,” Mandeville continued. “You will have one hour, either to lower your defenses and prepare your city to be entered, or for a fight you cannot possibly win. As an act of good faith, no non-combatants will be harmed if you choose to send them elsewhere before our confrontation.”

“He didn’t consider non-combatants when he fired indiscriminately into Ponyville,” Rarity muttered darkly.

“One hour, Luna. Celestia. Make your decision with care.”

The image vanished, and the fog stopped spewing from the spotter drones, which fell out of sight back with the swollen army below.

“We must address them, Luna,” Celestia said, indicating the growing crowd in the streets. “There will be many frightened ponies down there.”

“I... might be one of them,” Fluttershy mumbled as the alicorn sisters stepped to the edge of the balcony. Celestia’s horn glowed brightly, and her amplified voice flooded the air.

“My beloved ponies! Rest assured, we shall not leave you in the clutches of a tyrant! Those of you who wish to vacate Canterlot may do so, but I warn you against trusting a single word from this ‘Mandeville’.”

Luna’s horn lit up as well, thankfully amplifying her voice without the intimidating reverberation the ponies had heard her use before. “Mark us, citizens, the well-intended do *not* threaten violence to achieve unification! There have been no envoys, no ambassadors, no messenger from this party until the veiled-threat you have just witnessed!

“We would offer a diplomatic solution, but we have been ill-presented the opportunity. We are afraid that the only remaining course of action, is war.”

The very word caused the rabble in the streets to buzz with numerous reactions.

“We will not lie,” Celestia said, “our enemy is of a greatly unknown quantity, and Equestria is not known as a warring nation. But we are not unprepared! An informant has taught us how to fight these invaders, and with luck we can repel them from our land and restore the peace!”

“However,” Luna said, as seriously as she could muster, “it may not have escaped your notice that we are outnumbered. There can be no guarantee that our forces are sufficient, and as pained as we are to do so, we must ask, nay, *plead* that *anypony* of age join us in defense of the city. We cannot force you, nor would we, but this is, perhaps, Equestria’s most desperate hour. We shall leave the armories open, such that weapons and armor befitting a defender of Equestria might find their way into the hooves of the worthy.”

“And to all others,” Celestia said, her voice as soft and motherly as any of them had heard, “shelter your loved ones well, my little ponies. Be safe. We shall never abandon you.”

The two sisters stepped away, their horns dimming again. Celestia’s eyes found Twilight’s, and the young unicorn couldn’t help but approach her mentor.

“Twilight Sparkle,” she cooed, nuzzling her. “I’m so relieved to see you returned to me safely.”

Twilight smirked. “I’m not sure how ‘safe’ it all was, exactly.”

“No, perhaps not. But all the same Twilight, I could hardly be more proud of you. Your friends told me what you faced in there, and how mercifully you dealt with our friend Mister Mandeville, despite the hurt he’s cause you.”

“It’s just sad, Princess,” Twilight said, staring at the floor. “I can see why he’s done all these things, and I *can’t* at the same time. All I can do is... feel sorry for him.”

Celestia’s wingtip stretched towards her, before lifting her chin. “My faithful student, I fear I’m quickly running out of things to teach you. Between that well-sharpened mind and your incorruptible heart, I’d dare to believe you could teach yourself anything I could.”

“Sister, there is much to be done,” Luna said sternly, before shooting an apologetic look to Twilight.

“You’re right of course. Go on ahead Luna, I have but a few more orders of business here.”

“Very well.”

With that, Luna’s midnight wings spread, and she soared like a shot out of sight.

Celestia began to walk indoors. "Follow me, please."

They realized as they entered the glass double-doors that the balcony was a part of the Princess' own quarters.

Unmistakable in its regality, the room was grand, in blue stone, gilded in glorious calligraphic designs. A black, similarly gilded fireplace crackled warmly against a wall, a purple and gold rug situated in front of it. Opposite this was a great bed, a hand-furnished chest of drawers and the largest bird cage they had ever seen, holding an inferno-red bird with gold plumage and searing squinted yellow eyes.

"Philomena, my pet," Celestia called, and the magnificent bird glided effortlessly over to perch itself atop Celestia's outstretched wing. "Fluttershy, wielder of the Element of Kindness, I believe you and Philomena remember each other."

Philomena let out a high pitched call, friendly in tone.

"Oh," Fluttershy uttered, tilting her head down, "yes Princess."

"You know much about such animals. What can you tell me about Phoenix tears?"

Corey's eyes widened in understanding, mouthing the word "Phoenix" as he stared.

"Well, actually." Fluttershy smiled. "Phoenix tears are one of the most powerful curatives known to pony kind. They can heal almost anything, but the Phoenix can only give a single tear in a life-cycle, so they're very rare."

"A perfect answer," Celestia said, making her cheeks redden before levitating a small crystal phial from one of her drawers. Philomena watched as the phial approached her, closed her eyes and dropped a glowing golden drop into it. Celestia stopped the crystal phial, before offering it in Fluttershy's direction.

"Oh, Princess, I c-couldn't possibly— I mean, what if you or Princess Luna are hurt? I don't want to waste something so precious."

Celestia shook her head. "To jealously hoard such a thing is to disgrace my dear Philomena. Luna and I are far less fragile than other ponies, and we can take care of ourselves. But while the battle rages, we will be bound to one spot, so we might easily be found by and relay commands to the likes of General Smolder and my dear nephew-in-law.

"You, Fluttershy, are an unerringly kind and intelligent mare, and I can count on you to use this gift when its use is the most appropriate. I am unsure whether the Elements themselves will win this war, but I know if we lose you or your friends, replacing any one of you will be an impossible

task.”

Fluttershy curtsied, her wings stretching out and bending down to complete the gesture. “I’ll make the most of it that I can, your highness.”

Celestia gave a nod, and turned to a chest on the other side of the bed. The chest opened, and a platinum spool of a golden thread floated over to her.

“Rarity, wielder of the Element of Generosity.”

The mare in question gasped, mouth hung open at the sight of the spool. “Ethereal Thread! The strongest ever spun! Created out of aurum vivum and pure stardust! Only breakable if by the will of the owner!”

Celestia chuckled at Rarity’s wide-eyed rant, before it was held out in front of her. “I know of you to be boundless in your creativity, and I’m sure you will find the perfect use for a tool such as this. I bequeath it to you.”

Rarity let out a ragged sigh as the blue of her magic washed over the spool. “Oh Princess, I’ll treasure it always!”

She then proceeded to kiss Celestia’s hooves, and slowly back off, to the Princess’ imperceptible relief.

“Applejack, Wielder of the Element of Honesty.”

“Yer Highness, Ma’am?”

A pair of shaped, shiny brass cylinders floated out of the chest, lined on all sides by pistons. The inner mechanized workings were lousy with gears and cogs, and on either side were small vents like miniature smokestacks.

“Along with your impeccably truthful nature, I too know that you pride yourself in your diligence in all things you attempt. These boots were presented to the Ministry of Agriculture as prototype aids in harvesting, but they were left forgotten when a pair of investors offered up their own mechanized harvester. I can think of no pony else better to find a use for them.”

“Land sakes...” Applejack said in a breath, before Celestia set the boots down before her.

She quickly removed the back pair of Rarity’s diamond shoes and slid her hooves into the prototypes. Upon either hoof sinking into the bottom, the boots let out a hiss as the gears began turning. Applejack bounced from hoof to hoof, an unmistakable —and literal— spring in her step as steam blew out of the vents at each contact.



“Mind if I try something, Princess?” she asked, retrieving an apple from her saddlebag.

When Celestia nodded, she tossed the apple over her shoulder and made to one-leggedly buck it out over the balcony. What they all got, was a faceful of applesauce as the fruit was smashed in midair by the hydraulic boot.

“Oh hay,” Applejack muttered, as Celestia all but cackled behind them. “I’m sorry folks, that was a mite too much kick.”

“On the contrary,” Celestia giggled, “I *very* much needed that, my dear.”

“Thank ya, yer highness. Sorry Rar’, but Kicks and Bucky might need these a bit more’n yours. No hard feelings.”

“None at all, *darling*,” Rarity huffed, taking the pair of diamond shoes back, still wiping apple juice off of her face with a handkerchief.

“Pinkie Pie, Wielder of the Element of—”

“Oh, ooh, ooh!” Pinkie hooted ecstatically, bounding to the front as Twilight glared, scandalized.

Celestia simply chuckled. “Laughter. I understand you to be fearless, even in the grips of the most potent danger. Be it bravery or something else I cannot describe, it still pays to have friends who will come when you need them.”

This time from the chest rose a white-gold spiral horn with a mother-of-pearl finish. Celestia fit the strap around Pinkie’s neck and continued as she stared hypnotically at its mouth.

“This horn broadcasts far more than mere noise. To those who hear it, the will of the caller is known to them. Your call might communicate your own distress, or spur-on your allies. The possibilities only end with your imagination.”

Pinkie gasped two lungfuls of air and blasted them out through the horn, which sounded closest to the song of a humpback whale than anything else.

Rainbow Dash eyed the horn with a frown. “For some reason I feel like getting a banana-cream pie. Not *eating* one, just bringing one over here.”

The group stared at Pinkie, who only giggled at the attention along with Celestia. “Well, it was a while since breakfast.”

“This seems incredibly dangerous,” Rarity said to no pony in particular.

Celestia let out a non-committal hum, before clearing her throat and turning.

“Twilight Sparkle, wielder of the Element of Magic, my brightest student and dearest friend.”

“Princess?” Twilight croaked, not taking her eyes off of her beloved teacher as a golden amulet with a sapphire stone floated her way.

“For you, I bestow—”

“Princess, I’m sorry, I couldn’t *possibly* accept!”

Applejack and Rarity frowned at this, while Rainbow’s eyes shot open. Pinkie and Fluttershy simply stared blankly.

“Twilight, you mustn’t be rude!” Rarity whispered.

“You don’t understand,” Twilight explained, “that doesn’t belong around my neck, it belongs in a museum! That amulet was owned and made by *Starswirl The Bearded!* I referenced nothing but illustrations of it when I made my costume! Historians have no record that it still even *exists!*”

“It was a gift, in my early years of life,” Celestia said. “It focuses the magical power of the wearer. Much magic is often uselessly expelled in spellcasting, like waste-heat. With this amulet, more taxing spells seem easier. Your magic is not greater than it was, simply more efficient.

“Luna and I have no more need of it, mainly because we later fashioned our own.”

She tapped her own golden piece of royal regalia around her neck, whose existence Twilight had never questioned.

“Still, I...” Twilight muttered. “I’m not worthy of—”

“Twilight Sparkle, you have been worthy for longer than you know. It was not with carelessness that I chose to personally take you on when you were but a filly. In all other endeavors, strength in magical power was never a necessity for you to succeed. While abstaining from giving you this gift has made you powerful of your own right, now may be the time that your power will be tested. I want to see you as prepared as possible for whatever may come.

“And if, once all is finished, you’d still rather it were in a museum,” Celestia began, winking, “I cannot tell you what to do with your own property.”

Twilight smiled, and bowed her head. Celestia took this as a surrender, and slid the amulet over her head. Once set, the sapphire burned brightly in its molding, before dimming to a light glow.

"I'll use it the best I can Princess. Thank you."

"And Rainbow Dash," Celestia said. "Wielder of the Element of Loyalty, one of the fiercest wings in Equestria and the most ferocious of friends."

"Ah, it's alright Princess," Rainbow said, tilting her head away and examining her hoof. "I don't need any awesome gifts or powers, or anything super-fancy like that. I mean, I suppose if you insist and all."

"Well that's quite a relief then!" Celestia exclaimed, wearing a poker-face refined over millenia. "I rather found I couldn't *think* of any way to boost your current skill set."

Nothing about her had changed, but Rainbow's coat may well have been doused with a few coats of grey. "Oh. Well. Good then. That really is... good."

"Which is why," Celestia began, not continuing until Dash's ears distinctly perked up, "I'm sending you to the Wonderbolts, who will prepare and instruct you before battle. I'm sure they will need a flier of your caliber."

"Omigosh! Really?! I'm gonna fly with them against Mandeville's goons?!"

Celestia nodded. "And time really is of the essence, so I suggest you make for Wonderbolt Tower with all hast—"

Rainbow attempted to turn-tail and fly off without another word, only to find her hooves stuck to the floor by Celestia's magic, making the rest of her body weave back and forth like an old-fashioned toy.

"Oops, one moment now everypony. I nearly forgot. As hypothetical as this magnetic repulsion spell is, I'd like to ensure it is suitably applied. I will perform it myself. If you would all stand still a moment."

"Whoa, wait, wait a moment!" Corey cried, stepping forward.

"Yes, Mister Webber?"

"It's just that I..." Corey pulled out the flat, sleek object with the lit screen from before. "Do you think I could keep this in a safe place for now? I've got... well, a lot of memories on here, and the only real stuff to remember or see my world again. The magnetism would wipe it all out."

Celestia smiled softly at him. "Of course, Corey. It will be kept here, safe in my trunk."

She did just as she promised, levitating the device to the chest and setting it down.

“Ready then, everypony?”

When she received no objection, her horn lit up gold before the world appeared to dim.

“I do believe that should have done it. Now—”

“Bye gals!” Rainbow cried, nearly ripping the paint off the walls as she screamed out the door and over the balcony. Celestia could just make out a stretched-out and echoing “Thank you!” and chuckled to herself.

“For the rest of you, your destiny is your own. However you feel you may best serve Equestria and the world, I welcome your help in this time of trouble. Though if you would, Mister Webber, I’d rather have you on-hoof, that you might help me direct our forces better.”

“I’d say that sounds like a good idea, Princess.”

“Alright then girls,” Twilight said, “We’ll go to the entrance of the city. I’m betting my brother will be there, and that slope will be the only place those CID and tanks can approach Canterlot from. Applejack, you’ll be with me on the offensive.”

“Right’cha are, Twi.”

“The rest of you we’ll need on morale. If you can help the wounded or keep them up and fighting, we need everypony we can get.”

“*Morale*, dear?” Rarity puzzled.

“Some of those soldiers will be scared out of their minds when they see what Mandeville can do. They need to know they can win.”

“Good luck you guys,” Corey said. “I’ll do what I can to make life easier on you. You work on keeping everyone up and kicking.”

Twilight nodded and offered him a smile. “Okay, let’s get to it then. Hold onto your hoov—!”

The five mares vanished in a flash of light.

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“—*vesohwow!*” Twilight finished, arriving just within the city portcullis with the others, all of whom

were smoking in places.

“It might be me,” Applejack began, “but that felt a mite *rougher* n’ usual.”

“Oh,” Twilight muttered, staring down at Starswirl’s amulet, still faintly glowing blue. “Yeah, I *might’ve* overdone it. A jump like that would have usually had me reeling for a few minutes, but if I’m not wasting as much magic anymore...”

“It’s *fine* dear,” Rarity snipped, trying her best to fix her hair. “Ugh! Besides, that will be *nothing* compared to all this heat and moisture in the air. My mane is going to frazzle so terribly!”

Fluttershy began staring at their surroundings eagerly. “Actually, I don’t remember the weather being like this *before*.”

Indeed, a gloom had set over Canterlot. Beyond the magical dome, the rains pounded, and fog obscured everything. And as Rarity had said, it was warm, utterly unseasonal for Spring.

“That’s because it wasn’t,” said a voice, drawing the gaze of the mares, who smiled brightly, but none more so than Twilight.

“Shining Armor! *Cadance!*”

Twilight ran at the pair, who stood just outside the gates. This time, Shining Armor was accompanied by his bride, the pink coated, violet purple and light-yellow maned alicorn whose lavender eyes met Twilight’s with a glimmer.

Twilight nearly collided with them at top speed, wrapping the couple in a Pinkie-like hug—which Pinkie herself promptly joined out of nowhere—and beamed as she hadn’t for a while.

“I’m so glad to see you! I wish it were under better circumstances. But Cadance, what are you doing out here, isn’t it dangerous?”

“Shining’s shield is strongest when I have something to do with it. He needs all the help I can give him today.”

“Can’t tell you how good it is to see you safe and sound, sis,” Shining Armor said. “Rainbow and your Bonobo-buddy spun a grim yarn.”

“Twilight, that thing we heard about your cutie-marks,” Cadance began, “it’s not *true*, is it?”

“I’m afraid so, but nevermi—”

Cadance spun Twilight around until her right flank was visible, and promptly gasped in revulsion.

"It's okay, really, it's not important right now. What were you saying about the weather?"

"Oh," Shining Armor grunted. "Well supposedly these machines can see your body heat, not just the usual colors. So your boy Corey had the idea to make the air as hot as a pony's body temperature."

"Hey that's right!" Applejack exclaimed. "He taught me a thing or two about that whole heat-visioney business. Sounds like somethin' he'd suggest."

"But why oh why the *rain*?" Rarity asked, eyes wide as though the weather-ponies had simply gone insane. "It's torrential! How could this possibly help?"

"The rain'll stop when the machines attack," Shining Armor answered. "We're just getting it bad enough out there to get those things stuck in the mud."

"And the fog?" Fluttershy wondered aloud.

"Well, they can't hit us if they can't see us, can they? I mean, if we only have to deal with the ones closest to us—"

"No no no no no!" Twilight blurted. "The CID can all see what the others are seeing! Even if only one of them can find you, the rest will know where you are! They don't *have* to see you to hit you!"

"Clear the fog! Yes, clear it!"

Shining Armor took to a gallop, heading down the muddy slopes past platoons of soldiers set up at checkpoints on the way to the valley floor. The others followed, Rarity putting up a small field of magic above her head to catch water droplets, taking pains to avoid the ever-growing puddles and mud spots.

The soldiers watched curiously as they passed until pegasus guards within the platoons took to the air, hovering steadily and flying slowly backwards to fan the fog away. It was eerie to press further and further into the thick fog when they couldn't see twenty-feet in front of them, with a waiting army somewhere unseen in the mist. It was like wandering a field with a small flashlight in the dark, when you knew for a fact that a chasm existed somewhere inside it.

Finally, Shining Armor stopped at a checkpoint, still calling for the fog to be lifted. The others took a moment more to realize he had stopped, and only began to slow when a soldier cried out to them.

"*Wait!*"

“What in the world, why—” Twilight asked, her eyes narrowed until she chanced a peek back into the mist.

It was faint, but she was sure she could see a slight, sharp contrast in the color at places in the mist. For a second or so, it might have been her imagination, shapes in the clouds at its most literal. Then several pairs of glowing eye-lights blared through the fog, illuminating the silent swarms of CID standing as sentinels on the opposite of a no-mare’s-land currently occupied by Twilight and her friends.

Neither pony nor machine moved as the fog lifted at last, further revealing the beginnings of the army behind the mist. The ones they could see had their guns trained squarely on the five mares, waiting.

“Back off them,” Shining Armor instructed, “slowly.”

They complied, backing up one hoof at a time, the CID not moving but to adjust their aim with every step. Twilight felt a constant shudder, an ancient, nervous energy bidding her to bolt. She fought the instinct down, every moment watching the CID as they watched her and her friends, expecting them to drop their vigil and attack at every moment.

Something behind her touched her neck and she shrieked, pirouetting in the air and batting the space behind her with one of her hooves. She only found Shining Armor shushing her, and leading her back behind the platoon.

“Alright, that tears it,” he said, only now taking his eye off the machines. “I thought I could talk myself into being okay with you helping, but that was too much.”

“I’m not gonna blunder into another solid-wall of CID, and I’m not going to be up against that alone!”

“Right, because you’re gonna find Mom and Dad and hunker down till there’s a winner.”

Twilight smirked. “Make me. You forget, I outstripped you in magic a *long* time ago.”

“And *you* forget that power is nothing without experience. You’re not trained for combat. Besides, you’re a civvy, even with the Elements, even being Celestia’s student and even with being sister to both a prince and Captain of the Guard.”

Rarity advanced on the argument, sighing as she went. “Well, apart from the Princesses saying that anypony was encouraged to help, Celestia herself told us to help in whatever way we considered worthy. *If* we’re pulling rank already, I do hope you came with better than Princess of the sun.”

Shining Armor growled, before making his way back up the hill.

“Then at least get away from this part of the hill, and stay at range! Let the soldiers taking point get the first wave. It’s their job to take a hit well.”

A few guards in earshot turned and muttered behind him. He didn’t even pretend not to notice.

“What’re you salt-suckers lookin at?! You’ve got the toughest armor and defense-enchantments in Claymore Company! You don’t *get* to complain!”

As Shining Armor skulked off in the rain, a small stream of ponies pulling carts hauled along their tear-stained foals down the hillside.

“You’re fools if you do this!” Shining Armor shouted at the passing caravan. “Haven’t you seen the smoke rising over Ponyville? Why should you expect better?”

“We’ll take our chances!” one of the older stallions snarled back.

“Please!” Applejack cried. “Not long from now you’ll be pulling yer families through a *battlefield*! If Mandeville cares anything about ponies stayin’ safe, he won’t touch your homes! *Please!*”

A wobbly-kneed filly trudging through the mud turned to one of the stallions close to her. “Daddy, I don’t want to go anymore! I don’t want to g—”

“That’s enough, Orchid, come along.”

The child’s protests simply faded as they continued on, until at last they reached the field of machines and paused. Close-up, even the adults were somewhat transfixed by the clinically clean and alien things, standing so still. The children meanwhile did their best to avoid looking at them.

They paused a moment, before deciding to hang left and avoid walking through the robotic hordes, towards the train tunnels that lead back to Canterlot, Dodge and Baltimore.

“Good luck out there, y’all,” Applejack said quietly.

“Alright,” Twilight began, “We’ll do as my brother says and stick back. Applejack and I will keep with the mid-level platoons and the rest of you pick one of the support platoons.”

Fluttershy bit her lip as she did her best to listen. “Um, Twilight? What’s a platoon?”

“Those groups of forty or so set up at each guard post. The ones you’re looking for will be



mostly archers if I recall correctly.”

“Exactly when did you learn so much about Equestrian military procedure?” Rarity asked, staring at her.

Twilight smirked. “Who do you think was Shining Armor’s study-buddy when he was trying to get into the guard?”

Then, an echoing scream shot out from behind Mandeville’s ranks, the scream of a young filly.

Pinkie gasped. “Oh no, the abandoners!”

“I think you mean ‘refugees,’ ” Rarity corrected.

“This is no time for jokes, Rarity, we gotta move!”

Reeling slightly from a combination of Pinkie-logic and the fact that Pinkie had opted *against* joking, Twilight ran after her friends to a spot where some of the soldiers were pointing into the distance. The refugees hadn’t made it far. It seemed as though the CID waited for them to be just far enough from rescue to surround them on all sides.

“Well,” Applejack said, “they’re not hurt or nothin’.”

“That’s the point,” Shining Armor said, having ran back as well. “They’re hostages now.”

“*Citizens of Equestria*,” Mandeville’s voice emitted at once from every CID near the city, “*we have taken a number of Canterlot refugees captive. If the shield is not lowered when the hour is up, they will be executed. How the shield goes down is entirely up to you. Their lives are in your hooves.*”

“Great.” Shining Armor gritted his teeth. “Just great, making us watch our backs for scared and desperate civvies.

“The shield can’t just be lowered!” he shouted at the CID. “Its power has to deplete on its own!”

“Shining!” Twilight hissed, resisting the urge to push him behind something made of granite. “Don’t let on that *you’re* putting the shield up!”

“What am I supposed to do?! I should never have let those refugees past. I *knew* nothing good would come of it!”

“No,” Twilight agreed, “but I might be able to fix it.”

The group looked to her, quirking their eyebrows, before Rarity silently gasped. “You think you can bring them over with that necklace helping you?”

Twilight nodded. “It’s worth a *shot*, isn’t it?”

Shining Armor frowned. “That’s quite a distance, quite a few ponies, and it’s non-personal teleportation. Do you really think you can?”

Twilight nodded again, more vigorously this time.

“Heh. Well, I’ve heard of worse bad options than this.”

With that, Twilight focused, not daring to blink as she picked out every one of the refugees in the group. It had to be fast, or the CID might see it and react. It had to be potent, or they might not reach. It was more than she had attempted before.

And it was far too easy.

In a blaze of magenta, the refugees stumbled onto the slanted, muddy hillside, and the sound of the befuddled CID firing into the carts left behind filled the air for but a moment after.

The onlooking soldiers cheered as the refugees nearly climbed over each other to tearfully hug their family members as they realized what had happened.

“Get yourselves to the city and stay safe!” Shining Armor told them, to which many made noises of assent and began the climb back home. “The rest of you!” He stood out in the middle of the path, looking to each soldier of the frontmost platoons. “*That* is how we beat them! They thought it would be easy to capture our civilians and threaten their lives to make us give in, but they didn’t count on a simple teleport spell! Never saw it coming!”

“I don’t know about *simple*,” Twilight muttered.

Rarity leaned over to her. “All for effect, darling.”

“That is how we fight!” Shining continued. “We don’t just give them the sword, we show them everything we can do that they can’t! And we’ll win! Win for your families, your princesses, and your natio—!”

At that moment, a series of loud, distant booms and flashes sounded over the field of machines. It was a moment before Twilight realized the source of them.

“*Tank fire, get to cover!*”

Moments later, shrill whistling filled the air above them, and part of the foothill path was obliterated by a fiery blast.

The ponies scattered, as one guard tower exploded in a shower of falling rock and split wooden beams. The sound of similar blasts further up the foothills suggested they weren't the only ones this was happening to.

And then, like a hellish sound of endless firecrackers, bullets whizzed through the air at them, tearing pockmarks into the ground, rock and barriers around them. But Twilight found herself, her brother and her friends unharmed. The magnetic barrier was working.

"Archers!" Shining Armor shouted, "Cover us!"

A few of the officers shouted something to the crowds, and a group of unicorn soldiers magically fitted their bows with silvery-looking arrows.

"Loose!" an officer commanded, and the snap of bowstrings filled the air as silvery streaks sailed out towards the advancing tripod machines. Several stumbled, others swiftly evaded and three crumpled.

"You need to get back with Cadance and keep the shield going!" Twilight shouted at her brother as they took cover behind a stone wall. "And you three need to get with the platoons further back."

"Twilight, you know we *can't* leave you and Applejack alone in all this!" Rarity said, having to shout above the cacophony all around them.

"I appreciate that, but you're not exactly fighters. And besides, we need *more* than just fighters to win this! I'll be happiest if you're with the support teams."

"H-how do we get back there in all this?" Fluttershy wondered out loud.

"Magnet or no magnet, we're gonna get torn apart running up that hill!" Shining Armor agreed.

"Well I know one spell those CID can't fend off," Twilight said, leaping out in full view of the marching machines. "Go!"

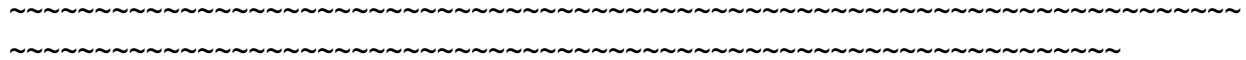
Twilight's horn lit up red hot, before a cohesive beam of energy raged forth, far more powerful than any time she had invoked it before. The beam cut across the line of CID like a hot blade, leaving them a technological horror show of severed limbs and bodies. The smoke and glow of melted ceramics, plastic and steel filled the air.

Behind them, CID marched feebly forward in spite of the damage the least of the beam had

caused on its way through the others, black marks across their chest plates and flaming punctures in some places. Some movement in the bodies of the front-line revealed legless CID crawling forward, undeterred by loss of limb.

Meanwhile, Shining Armor, Rarity, Pinkie Pie and Fluttershy had taken their opening and were galloping up the hillside.

“Stand your ground! *Stand your ground!*”



After a mad dash through the mud and debris, past yet more tank-fire that battered the region, the trail curved left, towards the city gates, and there the three mares found the less-accosted support troops. They were dug in tight, behind stone barriers and fresh trenches, but they didn't refuse the company of yet more ponies taking up their space.

Rarity found herself drawn to a group of amateur archers, whose bows she deplored for their poor condition, and insisted she could fix them up well enough to play them like a harp.

Fluttershy immediately began running up and down the trenches, finding ponies with various degrees of injury and dressing their wounds. Thankfully, the worse-off were being handled by the career medics in the platoons.

Pinkie, meanwhile, was busy offering words of encouragement and regaling the soldiers with her own experience facing Mandeville's forces. As she reached the back of the trenches however, she saw something that gave her pause. It was a weedy unicorn stallion, barely more than a colt wearing armor that looked too big for him. He trembled, holding his bow shakily, alone.

“Hey!” Pinkie cried, startling the boy, who stared at her as if she were a ghost. “I'm Pinkie Pie! I'm your friendly-neighborhood morale-booster!”

“I-I'm Double Time, Miss. Ar-aren't you worried?”

“Worried? 'Bout what?”

Double Time squinted at her, as if still uncertain whether or not she was his imagination. “That we'll lose, that our friends and family will get hurt, or that we won't make it out of here alive? I mean, those *things*, they're so... so...”

“Aw,” Pinkie enunciated, waving a hoof, “those things? They try n' act scary, but it's *real* funny when you knock 'em over! Then they act all confused and stuff. Y'just can't show 'em you're

afraid! You'll be fine, Doubly, just stick with me!"

"Y'know, I almost believe you. Do you promise?"

Pinkie began drawing an 'x' over her chest. "Cross my heart, hope to fly, stick a cupcake in my eye."

Double Time looked at her, frowning at her odd ritual.

"Yeah, I promise."

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"It hasn't been an hour! That liar, what about those refugees?"

Rainbow Dash stared down from the Wonderbolt's tower. She had had a perfect view of the starting carnage as the tanks opened up on the entire defensive line, before CID began flowing forward like water following a broken levy.

"I dunno, haven't heard anything," Spitfire said, watching with the rest of her team. "Haven't gotten the order to take off yet. Don't know what they're waiting for."

"Hey, hear that?" Misty Fly said, noting a building rumbling noise from an uncertain direction.

"Yeah, where's it coming from?"

A moment later they got their answer, as the sound increased instantly to a roar as three SHADEs screamed over the mountain behind the city, engaging their hover-mode, and slowly arranging themselves around the city shield. A short whirring sounded, before the twin cannons of each SHADE fired into the glowing pink bubble with a noise like a floored motorcycle engine, the concussion in the air being felt even by streetwalkers. Streams of spent shells ejected like a dotted chrome ribbon from the cannons, but still the shield didn't falter.

"Hey, looks like Armor's on top of things," Fleetfoot said, noting the magenta drop of power floating up towards the shield. Upon reaching it, the drop was absorbed by the shield, which brightened in response.

Rainbow Dash looked below to see the dot of white, silver and blue that must be Shining Armor standing near the city gates next to a similarly familiar pink, violet and yellow dot.

"Yeah, hope it stays that way," she muttered.

It was then that the SHADEs switched tactics, and fired volley after volley of missiles into the shield. The resulting blasts made everything shake, as it formed bigger and bigger fireballs whose smoke plumes were starting to dominate the view outside of Canterlot. Even from so far away, Rainbow Dash could feel the heat from where she stood on the tower. When at last the explosions stopped, they still echoed across the valley continuously, and the SHADEs slowly backed away and turned.

“Okay, they’re sending us in!” Spitfire shouted. “All wings, orders are to keep on the SHADE units! It’s go time, deploy deploy deploy!”

At last the Wonderbolts took to the sky, followed closely by Rainbow Dash and a colorful flood of weather pegasi, lightly-armored guards and civilian recruits. They flew in loose formation towards the shield and the SHADEs.

“Our informant says they’re out of firepower and will return to some kind of caching unit to restock. Those are our primary targets. Cut off the resupply, take out of the SHADEs when they’re vulnerable. Rookie wings, do anything you can do to keep those little Spotter things off our tails and cause the enemy as much general grief as you can! It’s gonna be chaos on the other side of that shield, so be ready to fly like you robbed a phoenix nest!”

Rainbow watched the army outside the shield as it continued to swarm upon the foothills. It looked as though Twilight and the others were at least putting up a decent fight, with the constant prism of colorful magical bolts and flashes lashing out upon the sea of white.

“Here it comes!” Spitfire shouted as the edge of the shield nearly reached them. “Go go go!”

At last they were out into the battle at large, and immediately Rainbow found herself dodging fire from below. The buzzing black shapes of Spotter drones sailed up at them, nearly matching the speed of the rookie pegasi and firing after them.

One of the poor stragglers was struck in the wing, and spiraled down, chased after both by one of her friends and still more spotters. A bolt of lightning kicked out of a passing cloud by one of the watching weather ponies struck some of the pursuing Spotters and found a grounding in a CID’s head, all of whom went limp and crashed to the ground in one way or another.

Rainbow didn’t even focus on the Wonderbolts, solely honing in on the retreating SHADEs, until she saw something zooming towards her.

She cried out as the world turned white in front of her, and something seared her from the front. She felt herself fly backwards against her volition and fought to right herself as lights popped in her vision and her ears rang, drowning out almost everything.

“Dash?! Dash!” The one exception was Spitfire’s voice from her earpiece, sounding a long way

from her.

Finally she regained a hovering position, still rubbing her eyes with her forehooves. “Wh- what happened?”

“You got blown up by a rocket is what happened, kid! Sweet Celestia, you’re lucky! Something just hurled a volley at us from wherever those SHADEs are heading, we just lost about four of the rookies in that, those poor ponies... Think it might be one of those THUMPer things, guarding the cache.”

“Me and Soarin have a visual, Cap,” came Hot Streak’s voice. “For sure, it’s a THUMPer and it’s heading our way.”

Rainbow scanned the battlefield, keeping to a higher altitude until she saw it. Like Corey had said, a building-sized four-sided silver pyramid, floating over the fields and making significant speed for its enormity. As she watched, several panels over its surface slid open, revealing the heads of little rounded tubes.

“Another volley!” Soarin shouted.

“Bolts, let’s give those things a taste of their own! Reverse-vortex, pronto!”

With that, the blue-clad pegasi began a constant circular flight pattern, to which Rainbow caught on quickly. It had taken an entire town of pegasi to create a suitable cyclone before, but between these elite fliers, a healthy hurricane had formed in seconds, twisting unnaturally until the top-end was positioned towards the THUMPer like a massive open mouth.

The Thumper continued its path undeterred, but as it fired a veritable net of missiles, it found them promptly overpowered and drawn into the eye of the storm along with several unfortunate CID. The bottom end of the whirlwind aimed below at a cluster of tanks, knocking several dozen CID off their feet before the surface to air missiles collided, reducing the area to a cloud of fire and shrapnel.

“Keep at it!” Spitfire commanded, “It’s working!”

It was at this moment that the THUMPer’s capstone lifted, in spite of winds that would shred most buildings. Within, a deep, rumbling roar sounded as a huge sleek missile sailed out from the cyclone, the smoke and flame of the launch creeping out from the THUMPer’s underside as it continued floating along.

“Wings, we have a priority target heading towards the city. Take it down, I repeat, take down that rocket!”

“I’ve got it!” Rainbow shouted.

“No, stay with the formation! You’re in too tight to pursue, your equilibrium is compromised.”

“My *what?*”

“You’ll be dizzy the second you’re out, you can’t catch that thing while doing corkscrews.”

While Rainbow argued, several weatherponies shot lightning after the cruise missile, which sailed past everything on its way. One pegasus even slammed into it from the side, and made to push it, only to slide off.

From near the city gates, a magenta beam shot into the shield and sustained, the bubble brightening in anticipation of the coming blow.

It was for naught, as the mighty missile slammed into the shield with the force of the bomb it was. Fire streamed through the fresh crack in the dome like dragon’s breath, before it disintegrated before the eyes of all, shards falling like broken glass before vanishing completely and leaving a Canterlot naked to the war erupting all around it. And indeed, dozens upon dozens of Spotter drones swarmed inside the city limits, bringing the fight to the streets.

“All wings, break off!” Spitfire commanded. “Shield is down, we need all wings to defend the city! I’ve got visual on the weapons cache, it’s right outside their rally point by the Everfree trail. Gonna take it out and rendezvous back at the city.”

“Boss, what about the THUMPer?” Fleet Foot asked, as the tornado wound down.

“Keep clear, that’s gonna take care of itself any seco—”

At that moment, the sky brightened sharply, just before a heavenly golden ray shot down, incinerating the THUMPer’s armor and igniting its remaining warheads. The resulting blast shook everything for a mile, and made Rainbow Dash very glad she’d visited the little fillies room before taking off. The fireball itself covered several hundred yards and took nearly as many of Mandeville’s forces with it, three nearby tanks laid bare as empty, burned-out hulks.

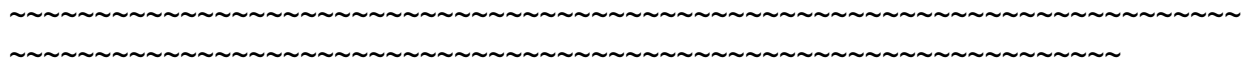
Spitfire, meanwhile, had taken to flying low, catching a bit of cloud and scooting it along with her just over the heads of the CID army. The cache, a house-sized dispensing unit, sat before her as she sped towards it. Bullets whizzed by her, as nearly every unit in the area took aim. Magnetic shield or not, a lesser pegasus would be reduced to pulp. But she was Spitfire, Captain of the Wonderbolts.

Even so, she winced as a few rounds struck through her feathers, and cried out as a few close-calls grazed her belly and cheek. But finally, she was close enough.



Like a professional swimmer, she flipped backwards and kicked off the cloud, speeding away quick as she came as a lightning bolt shot forth and instantly ignited the cache.

A shockwave rippled across the planes, flattening trees and the nearby Apple family barn. Spitfire quickly found herself racing away, but no longer of her own power, as a hellish heat pushed her out and away. The roiling fireball that resulted might have been seen by Mandeville's satellite, had it lived to see the cold vacuum. But even after the flames rose into the air, the carnage left behind persisted. Several trees were alight with flames. Drone units that had survived the initial blast had to contend with the ammunition being set off by the blaze, snapping and zipping through the air chaotically, flares of white smoke sometimes arcing into the air like fireworks.



So much had happened in such a short short time, but Twilight Sparkle was certain she would never forget any of it. In mere minutes, she witnessed two of the largest destructive forces she had ever seen top each other, not to mention yet another breaking of her brother's shield.

The shield, which should have re-engaged by now. That it hadn't meant something was wrong, surely? In any case, Shining Armor's special talent was really being put through the wringer lately.

A tank shell slammed into the barrier below, spraying mud and smoke out at the CID, and shaking her of her reverie. She couldn't afford to be distracted, with the drones doing their best to work out a way past their barrier.

The "barrier" was in reality nothing more than a chunk of the foothills below their position that had turned into a mudhole in the rain. Between the explosions of tank fire and the number of unicorns grabbing rocks from it to hurl at the machines, the hole turned into a steep ditch. The CID and tanks being averse to tackling such terrain, few had gotten up and over since, but the tanks were trying their best to rectify this by blasting it into a more agreeable shape.

Given it had been *them* who were making this such an issue, Twilight couldn't understand why the tanks hadn't aimed for their piece of cover. It was closest, and yet somehow it was receiving less fire than anywhere else. Why didn't the tanks just fire a few degrees to the right and count on the explosion to do its job?

She wasn't about to give them tips though, and nor was Applejack, who popped from cover to clock a CID in the head as it tried to climb its way up to them, with her prototype boots. Like a number of others, it flew off ten feet and into the mudhole it crawled up from, a horseshoe-shaped dent in its unmoving metal head. Even so, one of the unicorn soldiers

blasted it with arcane lightning. The concept of the “double-tap” had by now firmly worked its way into their heads, given the tenacity of the CID.

Suddenly, they heard the sound of galloping hooves growing loud to their flank.

“News from the city!” cried a lightly-armored soldier from behind them, wheezing. “Prince Guard Captain Shining Armor is incapacitated, and cannot restore protection to Canterlot!”

“What?!” Twilight cried, forming a beam so potent from her horn that an advancing tank exploded outright upon contact with it.

“Apparently he made a direct connection with the shield, to strengthen it. The shield’s failure rebounded into him. He is alive, but nopony can revive him.”

“Ugh!” Twilight groaned. “Shining, *I* was supposed to be making *you* worry! So what are our orders?”

“We’re not to let the enemy advance. Our aerial forces are taking care of the city in the shield’s absence.”

“So we can’t do nothin’ up top till we sort things down here,” Applejack said, watching the thinning, but ample drone forces clambering towards them.

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A whale-like song echoed over the trenches, as a general sensation of optimism overcame its occupants. Again.

“Don’t give up, everypony! You’ve *got* this! You’ve got it *good!*”

The soldiers watched her cartwheel over the trenches, all while carrying and blowing her little magic horn. Some of them tried to ignore her, while others laughed at her antics, their own personal cheerleader doing a one-mare show. It couldn’t be argued that the tension was lessened with her involvement, be it the horn and the oddly positive mood it brought over the listeners, or just because some silly pink mare was essentially dancing in an allegedly deadly war-zone without a care in the world.

However, Pinkie or no Pinkie, the battle was still on. The platoons taking point had yet prevented the army from stomping all over Canterlot, but this enemy wasn’t limited to damaging things right in front of them. The tanks were constantly raining down fire, and it had only been by sheer luck that their trenches hadn’t been hit by a shell yet. One trench hadn’t been so lucky, and Fluttershy was unlucky enough herself to aid some of the few survivors, hooves shaking as

she helped to wrap the stump of a foreleg belonging to an older stallion.

“I-I can’t wrap it tight enough!” Fluttershy told one of the platoon medics. “He just won’t stop...”

“It just needs to clot,” the mustachioed stallion told her. “I’ll get Splint, he knows a blood replenishing spell that’ll keep him stable.”

“Please hurry!”

“Fluttershy?” called Rarity’s voice around a bend in the trenches. “Dear, I don’t suppose there’s anything here I can help with? Oh.”

She rounded the corner to see Fluttershy, staring at her bloodied hooves as the soldier groaned pitifully.

“Is... is there anything I can do to help, dear? I’ve already tightened their bowstrings, patched-up their mail. I’m feeling quite useless, and...and...”

Fluttershy turned towards her, muttering something she couldn’t make out.

“Darling, you’ll have to speak-u—”

“It’s all just so *horrible!*” Fluttershy squeaked. “All these ponies are getting hurt! And what about our friends? I don’t even know if Twilight or Applejack are still okay! And Rainbow Dash is flying around out there with those things! And Corey, what about him?!”

“Please, calm yourself!” Rarity begged, shaking her by the shoulders, before settling down and looking her friend in the eye. “I can’t make you any promises, Fluttershy, but I... I *believe* in our friends. Twilight is much too smart and skilled to be beaten by some machine, and Applejack is too stubborn. Rainbow Dash is up there with her heroes, and Corey is with Luna and Celestia! If *he’s* not safe, then nopony is.

“Come now, let’s wash that... *that* off your hooves.”

Fluttershy nodded, as a whistling above grew louder and louder. Pinkie, meanwhile, was perched above the trench doing some manner of chant.

“Firecracker firecracker, sis-boom— hey!” she yelled, as a slim stallion leapt up and shoved her into a trench. He clambered to follow, but only did so in the wake of a tank shot mere feet from where Pinkie Pie had stood before. The fiery blast threw him into the muddy wall.

Pinkie sprang to her hooves quickly, beaming over at her rescuer. “Hey! You saved my skin just now! I’m so gonna throw *you* a party!”

She pulled the soldier's chest to face her, only to gasp at a blank expression and open, unblinking eyes. Familiar eyes.

"Doubly?" she asked, tapping his overly large helmet. There was no response. "D-Double Time? Come on now, that's not funny."

She shook him, her eyes widening and straining with every passing moment.

"Please, please! You're okay, you've *gotta* be okay! I *p-promised* you'd be okay!"

Her eyes watered as she listened, for a breath, for a heartbeat. For anything.

"You *have* to be okay," she sniffed. "Cause, losing a friend's trust is the fastest way to lose a friend..."

She hugged the small soldier's vacant form, as the tears finally fell.

"...*forever*..."

For a while, there was nothing but the sounds of war in the background, the distant buzz of automatic and tank-fire. But then Pinkie sat up, nosing Double Time's eyelids shut, and leaping out of the trench with fire in her eyes.

"They made *me*," she said, shaking with every word, "*break a Pinkie Pie Promise!*"

She pulled out the gleaming horn, and blew into it once more. No longer a purveyor of positive feelings, the message felt by any who heard was simple: smash them all to rivets.

"*CHARGE!*"

And so Pinkie ran pell mell down the slope, a lone pink blur ducking gunfire and explosions on her way past perplexed war-ponies.

"Pinkie, what on *earth*?!" Rarity cried as she flew past them on wings of fury. She and Fluttershy stared at each other a moment, before the seamstress grabbed the wounded soldier's bow and quiver of titanium and diamond-tipped arrows.

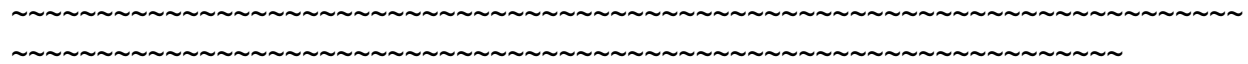
"Quite sorry, borrowing these!"

"Rarity, wha—?" Fluttershy asked.

"I've practiced in archery a number of times, and I'll *not* stand by while Pinkie risks her life."

And thus, she too leapt out, her voice lowering to a growl, chasing after Pinkie with all she had.

“Cry ‘havoc,’ and let slip the ponies of war!”



Twilight was catching her breath, the tip of her horn white-hot from the constant spellcasting, sweat dripping down her face as Applejack joined her. She had been resting in a more productive way, letting the prototypes do all the work while she merely pressed a hoof into the CID whenever they got too close. It was enough to keep them at bay at least.

And then, the unmistakable sound of a whale song filled their ears, and she felt a slight compulsion to keep fighting. Turning around, she saw the culprit racing downhill, closely followed by Rarity.

“Pinkie Pie?” she muttered.

“Mmm?” Applejack asked.

It was at that point that Pinkie let out a feral cry and grabbed a small cannon with flower-painted wheels from seemingly nowhere. She jumped inside the barrel, and moments later, sailed out with the sound of a party favor. All eyes, pony or otherwise, watched as she arced over the barrier and smashed into a squad of CID like they were ninepins.

“Pinkie, *no!*” Applejack shouted, before leaping over and into the no-mare’s-land herself, kicking off a CID that had been climbing up the barrier before running to her friend’s aid.

“Shoot!” Twilight exclaimed, before tumbling less gracefully over the side and into the fray. Rarity too leapt over, landing daintily while drawing an arrow with her magic.

And the fight was on. Pinkie listened to her unique sixth sense and had already managed to dodge five CID, making a few of them clobber each other. Arcane lightning struck several CID from Twilight’s horn, and others still faced her heat beam and fell before it. Applejack bucked a few into each other, leaping into others by springing off the ground with her prototype boots and diving into them. Rarity speared a CID through the head with an arrow and turned to a tank that was rounding on them. Magically, she tied one end of her Ethereal Thread to the tank’s barrel and the other to the legs of two CID at the other end of a small robotic crowd. As the tank tried turning its cannon to face the four mares, it ended up dragging the two CID through the crowd, tripping dozens and straining the tank’s turret motor until it bled smoke. And all the while, any CID close enough to engage in hand to hoof combat found its faculties corrupted, if not outright erased by the powerful magnetic field surrounding their targets.

Fluttershy finally wandered over to the front line and beheld the spectacle of four mares taking on an army of robots three times their size, and *winning*. Looking around, she found most of the other ponies were similarly transfixed. Finally, she grit her teeth and stepped on top of the barrier.

“What’re you all lookin at?!” She shrieked at the soldiers, her eyes huge. “Are you gonna let a bunch of *mares* win your battles for you?!”

The soldiers glanced at each other, now staring at *her*.

“Well?! GO!”

With a short wince, the other soldiers drew their blades and charged out into the brawl, closing the distance between them and the futile firing of the CID whose rounds continued to miss almost entirely. Unicorn soldiers telekinetically slashed through the air with their swords, slicing through or cutting deeply into the armor and joints of the CID. Most of them quickly learned to aim for the CID’s curved spine, which made its body below the point of attack seize up or crumple. Other more skilled unicorns had taken to gripping their own limbs in magic and super-charging their kicks, almost putting them on par with the earth ponies who were trampling everything with an electronic circuit in a focused stampede.

The hot air rendered a group of cloaked unicorns as background noise beneath their invisibility enchantments, as they crept behind enemy lines and slowly removed the anti-magic defenses from several tanks.

Pitfall spells were gouging holes in the ground beneath several other tanks, leaving the war machines tipped over like turtles. Their turrets twisted back and forth, incapable of aiming anywhere but at the sky.

One tank in this situation began firing its four-barrelled anti-aircraft cannon, whose rounds were evaded by Rainbow Dash as she pursued a pair of Spotter drones. She kicked one of them in midair, making it weave as she grabbed hold and jammed its barrel into one of the other spotter’s rotors.

The Spotters tumbled down as Rainbow jeered, before flattening a CID that was busy advancing on Fluttershy. Fluttershy leapt backward at this, colliding with a CID that was sneaking up on Rarity. The magnetic interference of Fluttershy’s presence shorted the CID out as Rarity fired arrow after arrow at targets.

One arrow whistled through the air before slicing through a cable in a CID’s gun arm, rendering itself incapable of gunning down Pinkie Pie before she leapt onto its shoulders and started beating its face in with her hooves. She leapt off with a cry as another CID flew into her victim

with a loud clattering, before Applejack ran into sight chasing after it, her prototype boots swapped to her front hooves.

Both ponies stopped dead as a tank rumbled towards them, one tread flattening a CID's head as it crawled over the grass them. The grass, which came suddenly to life, blades swelling to the size of pythons in seconds. Twilight Sparkle stepped behind the two earth ponies, horn aglow as the grassy blades became serpentine vines the width of tree-trunks and wrapped the tank up. The tank's cannon barrel bent from the constricting vines as the behemoth was picked up, followed soon by the other vines noisily crushing the tank's armor like an aluminum can.

All three friends hooted in victory, before Pinkie held a hoof up to Twilight, who reciprocated in a hoof-bump. Enthusiastically, Twilight offered a hoof to Applejack, who stuck her own hoof out. With a yelp and a hydraulic hiss, Twilight sailed through the air and out of sight, while Pinkie watched wide-eyed and Applejack's ears sank.

"Um... oops," Applejack muttered, before calling out. "YOU OKAY, TWI?"

For every pony that fell to gun or tank fire, —or one unlucky stallion thrown under a tank's treads— thirty of Mandeville's forces went with them. Finally the remaining CID began distinctly backing off, still firing non stop in an unmistakable retreat. By no means was the army even a quarter thinned, but the bottleneck proved too effective, and the march too costly.

The soldiers cheered, jeering at the machines as they slinked off to regroup. Meanwhile, the five friends found each other, tired but smiling.

"We did it!" Pinkie shouted, her rage having left her.

"I can't believe what we just did!" Twilight cried, looking at the mechanical carnage around them.

"Let's not get *too* excited," Rarity said.

Applejack nodded her agreement. "Yeah, we ain't done with this yet."

"Right," Twilight said. "We've still got to worry about the Spotters in the city."

"The Spotters are the easy part!" said a familiar voice.

They turned to see Rainbow Dash, battered and woebegone, landing beside them.

"Rainbow!" Fluttershy cried. "But what are you doing here?"

Applejack stared. "What do y'mean the Spotters are the easy bit, sugarcube?"

“Spitfire got a little hurt,” Rainbow reported, “so she’s backed off to do some high aerial recon. She spotted something *big* headed this way, escorted by a couple of those SHADEs. We think it’s one of those ‘Landscaper’ things Corey was talking about. You know, the ones that can spray bombs all over the place?”

Twilight unconsciously shook her head. “So why are you here with us? I can only help you so much with something that flies.”

“Maybe not, but how’s your throwing-horn?” Rainbow asked.

“My *what?*”

In the distance, a dull roar built as a trio of dark shapes loomed over the forest. Two of the shapes were readily identifiable, but one of them was three times the length of the others. It might have looked disc-shaped were it turned to them head-on, but the angle gave away its bat-wing shape.

“I reckon that’s it,” Applejack said. “Must’ve pulled back so they don’t hit their own.”

“Look, there go the Wonderbolts!” Rainbow cried.

Indeed, as the Landscaper closed in, seven blue streaks swarmed upon them. The SHADEs gave chase, the bright trails of turret fire diverting the elite pegasi from the bomber at each turn, while employing their guided missiles. Lightning filled the sky, detonating the projectiles, but none of them could get close enough for enough time to disable it.

“Alright Twi,” Rainbow said, “backup plan.”

Twilight glowered. “Rainbow, could you *please* share what exactly you want me to do?”

“Throw me at it,” Rainbow Dash told her, “as hard and fast as you can! Make sure you throw me ahead of it, lead the target n’ all that.”

“That’s suicide!” Rarity shouted.

“Nah,” Dash laughed, “you’ve seen me slam into stuff before!”

“All the same, maybe if I heat up the entry point,” Twilight considered, “it won’t be so bad?”

“Can your super-duper heat-ray reach that far?” Pinkie asked.

Twilight shrugged. “It’s worth a try.”



“No more time!” Rainbow shouted. “Now or never, Twilight!”

“Kay, here goes,” Twilight muttered, grabbing her blue-feathered friend in magic and pointing her in the right direction. She leaned her head back as Rainbow moved behind her like she were in a slingshot, and with a wrenching effort, cast her into the sky like a big blue paper airplane.

Rainbow screamed towards her target like a missile, a multi colored explosion occurring in moments, but her momentum had yet to peak.

Twilight turned her attention to the Landscaper, picked a spot on its underside, and let loose another beam of cohesive energy. It made contact, not quite drilling into it, but releasing sparks and making the dark metal glow red hot. Rainbow Dash carefully followed the length of the beam towards its ultimate target.

However, one of the SHADEs broke off its struggle with the Wonderbolts, and began following the beam to its source. It passed Rainbow in mid air, momentarily driven off-course by the turbulence of the rainboom, but correcting until it was back on-target.

The SHADE’s twin cannons whirred to life, and only then did Twilight disengage the beam, teleporting herself and her friends twenty feet to the side. The cannons buzzed hellaciously, gouging foot-deep holes into the ground in a pair of straight lines, hurling dirt thirty-feet into the air.

As it passed, Rarity had an arrow ready, a length of her magic thread tied to it. At the proper moment, she let it loose, a shot that whistled through the sky and fell right inside one of the jets. The arrows itself shattered upon impact, but the thread quickly wound and knotted around the turbine blades, seizing the engine completely. A banging noise filled the air as it lurched over them, smoke billowing from the exhaust. It turned, trying its hardest to remain airborne as it rolled haphazardly.

“Whoa, Rarity, how’d you know that would work?” Pinkie asked, marvelling at the deed.

Rarity shrugged. “Well, I certainly didn’t think it was going to *help* it. The phrase ‘monkey wrench in the works’ came to me.”

Meanwhile, Rainbow noted the absence of Twilight’s beam, but honed in on the red-hot spot it had left. As the Landscaper’s bomb-bay began to open, she slammed into the bomber from below, ripping through the dark metal like it were paper. She emerged on the other side and kept speeding on, as the Landscaper pitched upward violently, and explosions ripped it apart from the inside. The blasts soon ignited its payload, resulting in an airborne fireball that might have been a second sun.

Rainbow Dash turned back towards her friends as the crippled SHADE did much the same. But

before the craft could attempt anything more, she slammed down on top of its nose with colossal speed. It front-flipped wildly over the group and smashed itself across the ground, not exploding, but aflame and unmoving.

Rainbow came to a screeching halt in front of her friends, multi colored flames left where she'd made contact.

The six stood in position, back to back with each other in battle stances, anticipating the next challenger. When none came, they relaxed, as the shell-shocked soldiers cheered.

"That," Rainbow said, "was awesome."

"Yeah," Twilight said, letting herself sag before she laid down on her back. "But could we rest a minute, y'know, before we try anything else 'awesome'?"

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Corey Webber watched everything below unfolding with an odd sense of detachment. It didn't seem possible to him that it was going so well. They were far from unblemished, but as he stood beside the two princesses on the balcony beyond the throne room, he wondered if the tide had truly turned.

Much of Mandeville's army lay scattered below, the wrecks of titanic death machines burning into the grass of the valley.

Spotters still buzzed by, Corey taking the odd shot at the quadrotor craft that ventured too close with his G36, returned to him by Celestia.

"This battle is decided!" Luna said, smiling brightly.

"Oh, my brave ponies," Celestia said. "I do believe you are correct, sister. It will now be down to us, to root out the problem before they regroup."

"If you go to Mandeville's facility, CAIRO is your target. Mandeville is smart, but he's just one man. Kill CAIRO, and this war ends."

"How will we know it when we see it?" Luna asked.

Corey sighed. "I don't know. I know that CAIRO is designated 'Omega,' but that doesn't narrow it down. *Everything* designed as a base system is Omega. Nobody's ever *seen* CAIRO's core. I assume it would be big, but it's still probably well hidden. Mandeville guarded it jealously. I wish I could tell you more. If I had known where CAIRO was back when I was trapped in there, I'd

have killed it myself.”

Celestia extended a wing around his back. “You’ve done more than enough, Mister Webber. If not for what you’ve told us, there would be no victory here—”

It was then that a Spotter flew over their heads, a blast of air from its four rotors ruffling Corey’s hair as it sped into the throne room to the great doors, and slammed into them. The door shuddered, and the Spotter fell, spinning feebly until its rotors stopped moving and it lay motionless on the floor.

Luna looked around the room. “Is everypony alright?”

“What the he—” Corey began. “Since when do Spotters go kamikaze like that?”

“A desperate charge, perhaps?” Celestia offered, as the six guards in the room converged.

“Doesn’t even have a gun,” Corey noted, stepping towards it. “Why would—”

At that moment, a spot in front of the drone became blinding, as a white and prismatic light filled the room. Moments later, and five figures appeared in the center of the light. Not a second after the flash faded, a series of gunshots filled the air. And then, silence.

Celestia’s guards fell, some groaning, some dead before they struck the ground. Celestia watched the CID aim her way, her eyes widened at what had been done in her very presence.

“No!”

There were only four CID, however. At the center of the group, was Mandeville himself. Wearing a blue and black uniform, he stared over at them.

“That’s right,” he said, smirking. “I can fucking teleport.”

The CID retained their aim on Celestia and, —along with Mandeville— slowly walked down the throne room towards them.

“But how?” Luna wondered aloud. “If this were within human capabilities, why have the army *walk* here?”

“It’s *not* within human capabilities,” Mandeville said. “Well, unless the human in question is wearing this.”

He held up his right arm, upon which a silvery gauntlet was attached. He flexed his fingers, revealing a sort of focusing crystal in the palm. But the situation became no clearer, until the

three looked below the wrist, where two carousels under glass casually spun opposite directions like a gatling gun. But rather than gun barrels, several stubby, colorful fluted cones glowed in distinctive hues.

Celestia gasped, unable to look away from it. "What have you *done*?!"

"Holy god," Corey muttered.

Mandeville chuckled, pointing the palm at one of his CID and watching as it lifted into the air on a multi colored aura. "Yes, like it? A unity between Force Five and the others, my own personal unifying field theory. Bridging the gap between magic and technology.

"In fact that's what I call it. The 'Bridge'."

Mandeville let the CID drop, turning back towards the three as it landed catlike on its three legs.

"How?" Celestia asked, her soft eyes still wide and gleaming.

"Well, wasn't possible until I found a little device in that library," Mandeville began. "Reverse engineering its method of detecting magical power opened up a lot of doors. CAIRO soon found in his tests that unicorn magic functioned through a combination of neural signals, and a proper application of frequency and amplitude along a sort of three-dimensional sine wave structure. *Amazingly* sensitive, with all manner of effects.

"When we got something promising, we recorded the conditions and programmed them as presets. Miss Sparkle took to employing her little teleport trick so often, we took note of *that* one too. I just had to get a frame of reference for where you three were hiding from my little Spotter's video feed."

"But power alone isn't enough to cast spells!" Celestia said. "It also takes the power of *will!* Affixed to your arm, how can—"

"Easy," Mandeville replied. "We've had functioning cybernetic prosthesis for years. Our technology can interface with the impulses of the nervous system just fine. The Bridge is a part of me as much as the flesh and bone beneath it. And thus, my will is done."

**"HOW MANY INNOCENTS HAST THOU SLAIN?!"** Luna bellowed suddenly, in an unearthly blast of sound. **"WHAT REPUGNANT CRIMES HAST THOU COMMITTED UPON THOSE WITH WHOM YOU'VE NO QUARREL?!"**

"Now now, it's not as bad as it looks," Mandeville said, holding his hands out in a mock calming motion. "I can't *afford* to sacrifice that many of my workers—"

“You mean *slaves!*” Celestia shouted, tears rolling down her face.

“You have your word, I have mine,” Mandeville replied. “But no, I took most of these from burial sites. Okay, so grave robbing isn’t much of a step up, but still.”

“That’s sick,” Corey spat. “Stealing the power of the dead to work against the living. Against their own people. Even for you, this is low.”

“*Even for me?!*” Mandeville growled. “Oh, because *you’re* a regular boy scout. You think I’d forget you’re the *reason* I’m stuck here? That you bent my entire life, my legacy, *everything* I ever gave a shit about over a rail?!

“I was a fucking philanthropist! *You* were a jarhead stupid enough to die for his country, so you could kill a man you couldn’t convict of a crime he never committed!”

“Mister Webber has acknowledged his crimes and sought to atone,” Celestia said. “And you?”

“And me?” Mandeville parroted. “I arrived in utopia, only to find out I’m not *good* enough for it. The utopia that’s a fucking *lie!* A place where they plead love and tolerance, but shame and ostracise you because you didn’t grow up there. Because life wasn’t so damn simple for *you*. Because you evolved to be an omnivore and not a cute and cuddly vegetarian. Because *God* decided to actually *exist* in this world and solve everyone’s problems herself, while leaving mine to the darkness and the chaos of the unknown!

“I look forward to it, *princess*. To the ponies seeing their gods die, the source of their cute and fluffy unity. In mere generations, they’ll look to your examples of wisdom as gospel, trying to figure out what their dearly departed princesses would have done. Naturally, they’ll begin to disagree, to project their own values onto you. Some might favor one princess, some might favor the other. Some will wildly misinterpret you, out of madness or to meet an end. And one day, some of them will wonder if you ever really existed at all.

“Of course, you have the advantage of having letters signed by you, photographs no doubt, perhaps film reels. You have the advantage of the legends being *true*. But without you they will regress and regress and regress, until at last your world... well, it’ll start looking and feeling awfully familiar.”

“Mister Mandeville,” Celestia said, trying her best to control her quivering voice, “it is true that one day my ponies will be without us. And yes, perhaps what you say will come to pass.

“But you mistake our feelings. We have *not* rejected your kind! I love my ponies, but they are not perfect. Mister Webber has explained much about the state of your world, and I am sorry you have suffered. My subjects are borne to a land and an era of peace and plenty, and they forget it was not always so. That my *sister* and I were not always so. I have seen in Corey that our

hearts are no different. We are *not* better than you. If any of my subjects feared or condemned you, it was out of a cultural ignorance. Please, do not paint us with the same brush. If you wish to be given a chance, should you not also give *us* a chance?"

Mandeville pressed his lips together, breathing loudly and raggedly through his nostrils. "I gave your kind a chance. In fact, I gave you *two*. No, it's time you were reminded of what it was to suffer."

"Two chances?" Celestia asked. "You mean, the two ponies who rejected you? You are a scientist of sorts, aren't you? Surely you don't *believe* such a miniscule sample size can tell you anything about us?"

"I don't believe you. So the question is, who benefits from the lie? Is it us? Or is it *you*?"

Mandeville recoiled. "I-I'm *not* lying! Don't try and tell me what I believe, *princess!*"

"Is it to justify yourself of something more petty?" Luna asked. "Do you resent the world you once tried to help?"

"I gave them *everything!*" Mandeville cried. "After everything I did for—"

"I offer this once, Adrian Mandeville," Celestia said, her voice going stern. "End this madness, and no harm will befall you."

Mandeville stared, and shook his head like a dog ridding its ears of water. "I came here to *end this!* You want me to surrender?!"

Mandeville laughed, exasperated.

"I see it in you, Adrian Mandeville," Celestia told him. "You're not here to punish my ponies, and you know it. You could not hurt your world back after they betrayed you, so you directed your fury towards us. You cannot admit to yourself that you play the villain's role, you must justify that your actions are right. You are tired, you don't want this anymore. You know it is folly, but you press on because you are afraid, because you feel it is too late to turn back.

"Do the right thing, Adrian Mandeville. For once, take *responsibility* for your actions. You have done too much to keep your freedom, but you may yet be redeemed. *Please.*"

Mandeville stared at Celestia, shaking. From fear, from anger, none of them knew. His gaze flicked between the two princesses, until at last they found Corey.

"You're right," Mandeville said at last. "I can't exact revenge upon my world through you. Him, however..."

And in a sudden motion, Mandeville thrust his palm out at Corey, who hadn't sighted his weapon before an invisible force struck him and sent him sailing out over the edge of the balcony.

"*Webber!*" Celestia cried, turning to rescue the airborne soldier, before the CID fired upon her. An unconscious thought brought a golden shield between the two sisters and the bullets as she turned back to her assassins. "You foal!"

Luna's horn glowed as she took hold of the five, punting the CID into the far walls and making Mandeville sail, before The Bridge glowed and he floated gently to the ground again.

"You call us godlike," Luna said, "and yet you challenge us yourself, ancient wielders of the arcane arts, with mere *days* of experience and the raw power of a few unicorns. From whence doth victory cometh?"

Mandeville chuckled. "Ah, yes, me and what army? Oh right. *That* one."

Mandeville pointed over the balcony behind them. Neither princess took the all too obvious bait, until Celestia spotted something floating in the corner of her eye.

"Luna!"

Celestia raised a shield as three Spotters outside the balcony unloaded onto the moon princess, who turned at her sister's cry.

Luna cried out as four spots on the side of her body were struck before the bulk of the shield ended the progress of the other bullets. Not being instantaneous, the shield slowed but did not stop the progress of the first few rounds. She winced as Celestia watched, her eyes wide and her mouth open.

Celestia bounded to her as she stood, grimacing. "Luna! Sister, speak to me!"

"It's not bad," Luna replied. "Just beneath the skin. The shield absorbed much."

"Interesting," Mandeville said. "Perhaps you're more fragile than I was led to believe."

Celestia ignored him, instead allowing her horn to brighten and dim. "You never applied the magnetic spell. Overconfidence is dangerous, my sister."

"Magnetic spell?" Mandeville echoed. "That explains a lot, but no matter. When you're the only game in town, brand recognition isn't really a concern. I'll not be using a nickel jacket anymo—"

A bolt of lightning lashed out at Mandeville, striking him in the chest and knocking him onto his

back. He groaned, standing up with a great black mark on his shirt.

“What is this?” Celestia demanded. “A strike like that should have at *least* left you unconscious.”

“My choice of fashion isn’t all about looks, Apollo... or would that be Apolla? I dunno,” Mandeville mused. “Nah, this little ensemble is special. Nanotube weave, with a top-layer of insulated graphene. Several times harder than diamond. Generally conductive, but that’s why it’s insulat—”

A gout of flame swept forth from Celestia, but Mandeville flashed white and manifested several feet to the side, lightning erupting from his own palm, only to be drawn to and absorbed by a sphere of light at the tip of Luna’s horn.

“Did you come to talk or did you come to fight?!” Luna demanded. “Because we’ll not be so mocked in our own throne room!”

“Then let the games begin, meatball hea—”

This time, an icy beam of frosty fluid blasted at Mandeville as he vanished once more, the telltale flash appearing near the ceiling. His body glowed as he fell a distance, before shooting back into the ceiling and crumpling against it. Stumbling he stood up, upside-down on the curved ceiling, as he batted ice off The Bridge.

“Nice try,” he said, before forming a fireball in the gauntlet’s palm. The ice melted, and he promptly hurled the flames at Luna like a baseball. She took to a hover, waiting for the fireball to reach in close and blew it into nothing with one strong flap of her mighty wings.

Celestia meanwhile, fired a simple bolt of golden magical energy, catching Mandeville under the chin and sending him sprawling along the ceiling.

Mandeville groaned as he recovered, looking up only to find a midnight blue face scowling at him upside-down. With a simple flash, Mandeville found himself inverted and falling, shouting in surprise.

Luna’s magic prevented him from falling the full distance, but she still allowed him to crash into the floor hard enough to make him gasp for air. In an instant, she was in front of him again, her magic washing over his body and forcing him upright.

“You think yourself so capable of slaying us?” Luna asked. “Overpower me with this *anathema* you have created. Are you capable?!”

Luna’s magical grip pulled his limbs taut, pulling hard enough to make him groan. The Bridge glowed, its carousels spinning ever faster as its own magic vied for control. Quickly, however,



Mandeville found it proving futile.

“Yes, as I expected,” Luna growled, before slapping him in the face. “You arrogant little *child*. Granted a new lease on your short life, yet you threw *everything* away to enact this campaign of brutality! In fact, not even a campaign, but a *tantrum*. The wails and moans of one spoiled with power he doesn’t respect, with none around to tell him ‘no!’”

“Fuck you!” he spat, before he was forced to the ground by Luna’s magic.

“Was this your vision?” Luna asked. “Where did it end? With you as ruler of Equestria? Would you have ruled the world? What was to happen when your rage broke, and the only one left for you to be angry with, was yourself?”

At that moment, a dark shadow loomed through one of the nearby stained glass windows, and the sound of gunfire and splintering glass filled the cavernous room. All three occupants turned to watch as one of the Spotters tried to shoot its way through. A moment more, and the Spotters on the balcony-side began firing non-stop, drawing the attention of all but Mandeville, who turned his focus on the broken window.

With a thought, the window shattered into great, lethal shards and telekinetically sped towards Celestia.

Celestia saw it all too late. But Luna didn’t.

“NO!”

And before the white alicorn princess, midnight blue flashed, quickly followed by streaks of red.

Celestia winced as glass shards grazed her chin, leg and stuck shallowly into her upper side. But as she turned back around, she felt something warm, wet, and sharp fall into her.

“L-Luna?”

Celestia tried desperately to process what she was seeing. Luna was collapsed against her, her lungs working furiously in ragged breaths that made her blood run cold. She took hold of her sister and began to lay her carefully onto the floor, her magic clearing the space of the broken shards littering the room.

Luna stared back at her, pupils small as she winced and shuddered. At last Celestia could see the extent of the damage. Luna’s body was littered with lacerations, small shards poking out of wounds everywhere, trickling blood over her body.

It was worse still. A jagged piece of glass poked out of her neck, which bled like an open tap.

The glass might have been stained red before, but it was impossible to tell. And through her midsection, a slab like a great hydra's fang gored her. It had been the piercing end that Celestia had felt before, run through to the other side.

"No...!" Celestia moaned at the sight, growing pallid enough in spite of her coloring. "NO!"

A pair of footsteps clapped clumsily against the floor towards the scene. Adrian Mandeville beheld his deed, neither chuckling nor with a smile. He watched, like a child intruding upon something private, and recoiled when a pair of purple eyes found his.

"I-I," Mandeville spluttered, before Celestia let out an anguished howl, and her horn appeared to explode.

Mandeville was thrown by an invisible force into the opposite wall, while the stone of the throne room cracked and rumbled. The Spotters Celestia had been guarding against flew backwards and out of control, until they struck a building adjacent to them and tumbled out of sight.

Celestia's horn glowed as she leaned her cheek into her sister's. Suddenly, the flow of blood heightened, and Luna's breathing grew stronger. Shards of glass lifted from her wounds, including the knifelike shard in her neck. Luna moaned as it happened, before even the wound in her neck began to knit and heal under an ethereal glow.

"Why, Luna?" she asked. "Why did you not simply shield me?"

"I-I did," Luna answered, leaning into her sister. "But I was n-not confident it was enough.

"I was r-right." Luna smiled up at Celestia, her breath still labored.

Celestia shook her head violently, knitting her brows. "Luna, I'm your big sister, it is / that should be protecting *you!*"

"I am s-sorry, Celly, it was selfish. I just thought, for once, I could protect *you*. After everything I did, I—"

"Luna, I was *never* angry with you! There was no debt to be paid! Now, no more talk until I've fixed this."

"Sister—"

"Save your strength, I need to remove this."

"*Celestia!*" Luna cried, before gasping air again, as Celestia stared into her eyes. "Please, I've little time now. P-please, spend it with me."

Celestia's breathing quickened as she shook her head. "Nonsense, I can heal this. I have to *try*."

"Even *you* cannot heal this," Luna told her, touching the glass slab embedded into her. "Once it is removed, I will follow it shortly. I *wane*, sister."

"P-please," she begged, tears rolling down her face, "stay with me, till the end. I... I am afraid to go into it alone."

"I can't give up, I can't *lose* you again Luna! I'm not... I'm not *strong* enough to face the years without you... I died every day we were apart."

"You n-need to *find* strength," Luna choked. "These ponies need you... I-I'm sorry."

Celestia held her sister, eyes streaming as she clung to every breath and beat. But at last, Luna began to convulse.

"S-s-sister, I'm *going*! I-I—"

"Luna, please hold on! *Please! I love you...*"

Luna tried to fight the spasms of her body as the light began drifting from her eyes, staring as close to Celestia as she could.

"I-I lo... I... I love..."

Finally, the convulsions subsided, and she grew still.

"Luna?!"

As Celestia watched, her starry mane faded. Each point of light flickered and died, until naught but sky-blue follicles remained where they had glimmered.

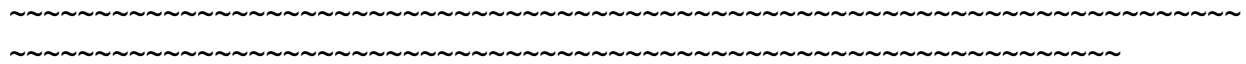
Celestia's eyes wrenched shut as she wept quietly, her horn glowing as the glass slab in her sister's body dissolved into sand. She lifted Luna into a sitting position, and nuzzled against her cheek as she held her one last time. With her eyes shut, she might have been sleeping.

"Goodnight Luna... Dream sweetly."

Meanwhile, Adrian Mandeville watched, quite incapable of looking away. It was the perfect moment to strike, and yet he did not. He only sat against the far wall, hand over his mouth, and watched.

Moments later Celestia got up, mottled in her sister's blood, and walked towards him. She took her time, her face inscrutable, until at last she towered over him.

*"Get up."*



The six returned to Canterlot in short order and dashed through the streets, shielding the citizenry from the Spotters' indiscriminate fire. The machines buzzed through the air en-masse, acting less as assault units and more as a nuisance. Distraction was likely their chief tactic, but that didn't make them any less deadly.

Meanwhile, more SHADEs had arrived, hovering and zooming overhead. The pegasi were keeping them busy, but one of Canterlot's turreted towers had already been blown off by a missile, rock and brick smashing into the streets and structures below.

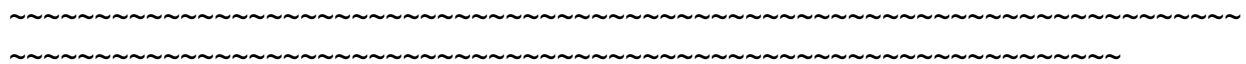
"Inside!" Twilight Sparkle shouted above the din. "Get inside and stay there! Keep away from the windows!"

Twilight guided a group of passerby into a nearby cafe, watching the skies for more trouble. And that was when she saw it.

The moon and sun were slowly drifting apart over the days, but for now it was a visible crescent in the sky. A crescent that, in a flicker and a flash, had turned red.

She stared at the phenomenon. Nothing she had ever read described a lunar event like what she was seeing. It would have been fascinating, were the circumstances not so crushingly suspect.

"Luna," she whispered to herself, before breaking into a gallop for the palace.



Mandeville slid on his back over the marble floor. He yelped as an electrical arc found grounding at his feet, and he scrambled to right himself again.

*"Please! Wait!"*

Celestia calmly strode after him, a cold lack of expression in her face. "Fight, if you want me to stop."

"I-I can't, please, I'm done!" he bawled, staggering away as quick as he could, before finding his feet drug out from under him and back towards his pursuer. "Oh god, *please don't kill me*, I don't want to die!"

"How interesting," Celestia said, no anger in her voice. "I don't think Luna wanted to die either. I warned that you had one chance, Adrian Mandeville. Why oh why should I not do unto you as you have done unto her, and so many others now?"

"I'm *sorry!*" he sobbed, unable to look at her. "I never *killed* anyone like that before—"

"Are you lying? Or have you already forgotten the young dragon Spike?"

"I- wha? You know about that? Well, that was different, easy! I-I didn't even think the glass was gonna *work!* It was supposed to be simple, clean! I wanted to do it, but I never thought you'd be so..."

"Distraught? Did you really believe that for my sister, the one anchor I've had in the world all my life, I would not mourn?"

"It was easy to order killing, but you've no stomach for the deed yourself," Celestia nodded. "Your crimes are no less for your tears, nor your intent. Fight for your life, murderer. Defeat me, or accept responsibility for your crimes. At the cost of your own life, I could revive hers, and absolve you."

"What good is that to me *dead?!?*"

"Consider it a redemption, a deed of penitence sincere enough that you may not be hated in history's eyes! It is only in the power of the one who took the life, to give it back. Prove to me you're more than the snivelling invertebrate I see writhing pathetically before my throne. Prove that a good heart still beats somewhere in your being."

"P-Princess Celestia?" a small voice uttered from the door.

Both human and alicorn turned, to see Twilight Sparkle, beholding the scene with eyes damp and glistening.

Celestia stared. How long had she been standing there? "Twilight?"

"Princess, is it true?" Twilight asked, eyes darting between the room's occupants, the scrapped CID, and the dead guards. "Is Luna really... Adrian, did you—? ADRIAN NO!"

Celestia barely ducked out of the path of a magical bolt Mandeville had aimed at her face, using the momentary distraction to his advantage. The bolt struck the golden throne, blasting it off its

dais while the small pools of water at its base geysered into the air. Celestia froze the water in a flash, the watery trails becoming needle-sharp icicles, which she then controlled to rain down upon the man.

Mandeville's teeth clenched as he fought, teleporting to safety behind Celestia and hurling a barrage of fireballs, one of which Celestia guarded with her wing. The rest were caught as Celestia's horn lit, and a whirlwind sprang into existence before her, creating a fiery tornado that blew its way towards Mandeville.

"Princess, don't kill him!" Twilight bawled over the howl of the miniature maelstrom. "Please, you're better than this! Luna wouldn't have want—"

"Twilight, stay down and *trust* that I have this well in hoof!"

A cry rang out from behind the advancing cyclone, before an unbroken beam of multicolored magical energy blasted through it. Celestia countered, rays of light encircling her horn before a golden beam shot into the oncoming blast.

Kaleidoscopic energy sprayed from the point of impact like a firehose over stone, as Celestia's beam overpowered her foe's in seconds, to which all he could do was yelp as he dove for cover.

A burst of light erupted from the wall behind the spot Mandeville had been standing, blinding the room's occupants for several seconds and leaving a red-hot welt in the marble, which dripped glowing molten stone lazily onto the floor.

Mandeville's breath heaved as he stared at the spot, before looking back at Celestia, whose horn glowed brilliantly once more.

"Your life," Celestia said. "One way or the other. This is your final chance. Make your choice!"

"*No!*" Mandeville shouted, raising his arm as both charged-up for another blast. As they each fired their respectively colored beams however, Twilight's purple form dashed in between them.

"*STOP!*" she shrieked, a magenta bubble forming around her body as both attackers recoiled and ended their attacks.

As if in slow motion, both beams struck Twilight's shield, engulfing and hiding her from sight. With a crashing noise, the bubble imploded as the two energies smashed into the center, and Twilight's form was tossed like a ragdoll out the other side. She skidded to a stop atop the red carpet defining the path from the door to the now broken throne, legs splayed as she lay, unmoving.

"*TWILIGHT!*" Celestia ignored her foe, who remained similarly transfixed.

“Kid,” Mandeville breathed. “Sparkle, the hell did you do that for? Jesus, what the hell, I didn’t want…”

Mandeville began jogging towards Twilight, but was promptly cut off by an arc of lightning at his feet.

“You’ll not take another step!” Celestia bellowed, advancing upon him with a glare, forcing him to back up. “I’ll not allow you to harm any more of the ponies I love this day!”

Mandeville continued to scramble backwards, tripping onto his back as he fumbled for a button on a square object on the left side of his belt. Out of it popped a magazine, which he inserted into a pistol he pulled from his right side.

When he pointed the weapon at her, she paused, before a golden shield flicked into existence in front of her.

“Truly a desperate thing,” she commented. “Even if your projectiles were anti-magic, —impossible, given you could teleport them with you— an average unicorn’s anti-magic spell is nothing an alicorn cannot overpower.”

Her horn glowed brighter and brighter as she stared at Mandeville from above.

“And now, Adrian Mandeville, your time has co—”

A great “pak” rang through the throne room as Mandeville fired a single shot. Celestia’s shield rippled, flickered, and finally faded. She gasped, before looking down to find a red, ragged hole in her chest. Her knees buckled, and she struggled to stay up. Meanwhile, from the spell she was busy casting, a pair of manacles clattered upon the floor.

Mandeville stood up again, the hair on his neck standing up as he pointed the gun once more. Celestia only had time to wince, and stare at him as if in question.

Five more deafening shots, and Celestia fell to her knees, grimacing. One round had glanced off the regalia of her neck, but the others had been wounds to her core.

“H-how?” Celestia asked.

Mandeville stared at her, before pointing to the box on his belt. “I don’t suppose you know anything about quantum entanglement? It’s sort of like teleporting. Wouldn’t try it on something living, and it’s very limited. Idea is, entangle a pair of particles, change one and change the other. Move them as far apart as you please, the twin will still change. It’s complicated, but apparently in this world it can transfer enchantments too. So yeah, the magazine didn’t come

with me. It came here a little while later. The bullets themselves are depleted uranium, but nothing special there.

“As to the unicorn, I was only gonna take the best. One in particular cast the spell on those rounds in your body, but in light of... *new* information, I think it might be kinder if they remain anonymous.”

Celestia’s broken body sagged further, as she turned to look at her most faithful student.

“P-please, don’t tell her they were h-hers... She would never forgive herself...”

“I’m so sorry I failed you, Mister Mandeville. I should have a-anticipated something like this.”

Mandeville re-holstered his pistol, and frowned at her. “*Failed* me? Y-you were trying to *kill* me! What sick and weird shit is this? I gave up and you tried to kill me!”

Celestia shook her head. “It was an empty threat, Adrian. Twilight is correct. I would disgrace my sister and all I have taught Miss Sparkle, if after everything, I sought something as base and destructive as revenge.

“I know you are more than your role in this, Adrian. Even here, dying for your works, I saw the regret on your face. I wanted to see if, under assurance of death, you would own up to your crimes. I quite forgot you were more than the magic you brought with you. I did not believe you could defeat me.”

“Then, the manacles?”

“I intended to arrest you, and have you answer for your actions through Equestria’s legal system. It was to happen either way, but if you had offered to give your life to s-save Luna, it would have been cause for your sentence to be less severe. No such spell exists, I fear. The dead cannot be revived through any magical means I am aware of. I trusted your ignorance of the limits of magic to compel you. I wanted to give you a chance, to be *more* than the frightened and furious child inside.”

Mandeville stared at her, constantly shaking his head. “I’ve really robbed the world of something special, haven’t I?”

Celestia coughed, her mouth dark and red. “My ponies will need to get along without us now... but it is not too late to make amends. You may n-never earn their trust, but you might spare them anymore of these horrors. *Please!*”

Celestia’s eyes streamed, as her hooves stretched out towards him. “Please, do no more harm to them! Take not the easy path, but the *right* one...!”



Mandeville covered his eyes and knelt down beside her, placing his other hand on her hoof. "I'll... I don't know *what* to do..."

All the while, as Mandeville was unaware, Celestia's horn glowed like a beacon. Her eyes closed, her expression intense, until at last her horn positively burned gold.

And in that instant, a hail of gunfire rang out from the wall. Celestia's eyes shot open, and Mandeville fell back as the alicorn's body shuddered with the impacts.

"Twilight..." Celestia groaned, fighting to keep her sinking eyelids open. "Save them! Twilight..."

With a final great rattle, Celestia's eyes closed. Her shimmering hair dulled, until it shined no more, a simple mane of fairy floss pink. Outside, the sunlight that filtered in turned a rusty red.

Mandeville stood up, speckled in blood as he searched for the shooter. From the pile of mechanical bodies at the wall, a single CID shakily approached.

"CAIRO, what the fuck?!" he demanded.

"Unit required rebooting. The *equus sapien* designated: 'Celestia,' was telegraphing something I considered too suspicious to permit. Shall I run the established routines for this operation's success?"

"Yes."

"And what are we to do with the rest of the bodies?" CAIRO asked, ever cheerful in manner.

"We'll deliver them to their subjects, as dignified as possible."

"Forgive me," CAIRO began, "but feigning respect seems logically moot, given the openness with which we will be demonstrating our intent."

"It's not a meaningless peace-offering to get them on our side, CAIRO. I just feel like they deserve it."

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Twilight Sparkle awoke to a whirring around her ears. Her first instinct was that she'd fallen asleep waiting for an appointment with Ponyville's dentist, but that didn't explain why she was on the floor.

She opened her eyes to see the throne room, impressively trashed for a room with one piece of furniture. A window smashed, the throne broken, pockmarks and debris littering the floor. And standing in front of one window in particular, was Adrian Mandeville, staring at it.

She stood up, bidding her horn to charge just in case, but she found it quite impossible. She realized the familiar cold and uncomfortable sensation of metal around her neck and on her horn. She'd been captured again.

Still, she walked over to him, her hooves echoing on the hard floor.

"What were you to them Sparkle?" he asked, not looking away from the window. The window, which she realized depicted the defeat of Discord at the hooves of herself and her friends. "The princesses I mean. Daughter, friend, niece?"

Twilight tried to process what was happening, how Mandeville could be standing here, talking to her with a battle going on around them. "I-I'm a student, and Princess Celestia is my mentor. Adrian, what's going on?"

He chuckled mirthlessly. "I guess I should have figured you weren't just the neighborhood watch. You caused far too much trouble for that."

"Adrian, where are the princesses? What's going on? How did you even *get* here?"

He closed his eyes as his head tilted down. "Before I tell you that, I want you to know you're the closest thing to a friend I've had in this world. And that I'm sorry."

A sensation of burning dread began to grow at the base of her neck and under her ears. "A-Adrian, what are you talking about?" She whipped her head around wildly, backing away when she saw a battered-looking CID standing at attention behind her. As she scrambled back past Mandeville, she saw just behind the throne in her peripheral vision. Something that made the very world stop turning.

She wasn't even aware of her own actions as she bounded to the place where two bodies lay on their sides, facing each other. Simultaneously angelic and horrific to behold, Luna and Celestia looked utterly calm, in spite of grievous wounds. One great gash ran through Luna, while Celestia's body was riddled with small holes. Their royal attire had not been taken from them. Luna's hair looked much as it had after the defeat of Nightmare Moon. Celestia's light pink was new however.

But by far, the most surreal thing was that each were posed with one front-hoof stretched out to touch the other's. Something about it was both haunting and beautiful. But after it all was the reality she could not face.

“Princess Luna?” She asked, prodding her mentor’s shoulder, eyes watering. “Princess Celestia?”

There was no response. She didn’t know if she had really expected one, but at the same time her mind said again and again that what she saw was impossible.

“Wake up... *please, wake up...*”

She knelt down beside her teacher, her cheeks growing wet as she pressed her face into the neck of the pony she considered a second mother.

“I *am* sorry,” Mandeville said from behind her.

Twilight sniffed, not bothering to look up. “Do you know what you’ve taken from the world? How *could* you?”

“I know, now,” he said. “If I could undo it, I would. But I can’t. Look, I’d hoped, maybe we could start over. Maybe you could come with me.”

He’d made to put a hand on her shoulder, but the moment she’d registered his touch she whirled around and smacked it off. The CID aimed its gun cautiously.

“Go with you?!” she hissed.

“Yeah!” He beamed. “Look, I blew up your home, but I can make up for that. You can bunk with me, you’ll be safe, you’ll have your own bodyguards like I do!”

“You’ve ruined my entire *life!*” she screeched. “Half of everything I ever cared about is *gone*, and I don’t even dare tell you about the *other* half! You’ll probably kill *that* too! Nothing can *ever* be the same anymore, and it’s all *your* fault!”

Mandeville watched her as she scolded him. He appeared to have wilted.

“Besides,” she scoffed mirthlessly, “it’s all over anyway. No pony can command the sun or the moon anymore. Give it a month, and everything will die.”

“No, no they won’t!” Mandeville said, lighting up like a bulb as he held up his gauntlet. The gauntlet, which now contained two long and familiar dark blue and white horns in sockets on the sides, just beyond the carousels. “See, now *I* can control them!”

Twilight’s face went momentarily blank as she stared at the thing on his arm, and what it contained. She stole a cursory glance back at the two bodies, before every feature of her face contorted.

She leapt at him from the ground, trying her best to kick, bite, or gore him with her covered horn.

“Twilight, ow! *Stop!*”

“YOU SICK, THIEVING PSYCHOPATH! HOW COULD YOU?! *HOW COULD YOU!?*”

Finally, a gunshot sounded, and Twilight let out a girlish shriek as blood spurted from her front-right knee.

“NO!” Mandeville roared, rounding on the CID. “CAIRO, what the hell are you doing?!”

“I elected to protect you,” CAIRO said, the CID appearing to shrug as Twilight clutched her leg to her chest, moaning on her side as she was rendered incapable of standing.

“I said she wasn’t to be harmed!”

“The shot was non-lethal. She will survive.”

“When we get back CAIRO, I’m checking your fucking code, because *this* is fucking unacceptable!”

“I-I’d rather *die* than go anywhere with you!” Twilight groaned. “I’ll n-never be a friend to somepony like you, and nopony in Equestria will ever accept you! J-just... just *go away!*”

Mandeville watched her, heard her words and eventually scowled before walking off to the balcony. The CID followed him, until he turned to look the CID in the eye.

Meanwhile, Spotters in the city converged again, spraying their mist and putting his face in view of any who looked up.

“Citizens of Equestria, this is Adrian Mandeville. You fought well, but ultimately it was of no consequence. For while you busied yourselves with my armies, I entered the fray myself, and slew your princesses in their throne room.”

Across the city, a variety of reactions were heard. Screams of terror, wailing, cries of anger, all incomprehensible from Mandeville’s perch.

“Know that I do not lie, for I have taken their horns, and by extension their power. Behold!”

His fingers outstretched, he reached towards the sun, parting the clouds on the way, and slowly curled his fingers as though squeezing a lemon. The bright star began to dim, darker and darker, as the screams of ponies became more pronounced. At last, the sun was so dark it took

the blue of the heavens with it, stars visible in the afternoon sky. The sun itself was a hellish looking orange ball, veined in white-hot streaks and black sunspots. It was a view a pony astronomer would give their eyeteeth for, —if they had any— but for Equestria it was an unmistakable sign.

In seconds, the sun and sky returned to what they were. The noise in the streets however, wasn't going anywhere.

"I am now the most powerful being in the land!" Mandeville said, with no lack of bravado. "I have the power in technology, and I have the power in magic. There must be no more war. From this moment, my drones will become passive. Those who resisted are hereby forgiven, and may return to their lives. Know that this courtesy will *not* be extended twice.

"However, in an hour I will hold a meeting on the palace steps, outlining the new law of the land. All are welcome to attend."

Mandeville's projection ended, and he turned to see Twilight Sparkle, limping towards him with her right foreleg off the ground.

"So what now?" she asked, glaring at him while nursing her injury. "Are you *really* just going to let me go? It's not like you."

Mandeville's eyes narrowed. "You don't even realize it, but I've been saving your life for a while now. Oh yes, you wonder why on the battlefield you weren't just blown-up?"

He quickly tapped two fingers to his temple. "Me. That was *me*, ordering CAIRO not to hurt you, preventing much of my military strategy from being effective. It was actually getting to where you were becoming too costly to keep alive."

"Not killing me isn't the same thing as *saving* me," Twilight snarled. "So what, do you think I owe you?!"

"Yes! Whether I saved you or spared you, you owe me your *life*. And if we can't do this the easy way, well... I think we know how that old saying goes."

Mandeville shot the CID a significant nod, and Twilight quickly found her collar seized by the robot, led away towards the throne room doors.

"I'll be right along," he said, as Twilight struggled against the machine holding her firmly as they walked.

Behind the throne sat a wall he had been studying for a time. The magic detectors in his gauntlet went crazy around it, feeding a scaling numb sensation to his arm as ambient magic

intensified, but thus far he'd failed to find any leads. And then he noticed it.

There was a hole in the star-shaped center, like a keyhole, and only now did he guess the identity of the key. Opening one of The Bridge's sockets, he reached for Celestia's horn and pulled it free. Cautiously, he slid the horn into the keyhole, and nearly jumped as a bright blue light began tracing the details of the wall.

He retracted the horn and replaced it, as the wall opened to reveal a hidden vault, and a dark-blue chest therein.

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It was not with immediacy that the ponies of Canterlot made their way to the palace steps. As the Spotters backed-off, scouts filtered in along with the curious. What they saw was a raised platform, covered in red linens, and the alicorn sisters set atop them. They were guarded by four CID, who remained lenient but insistent against the approach of the distraught.

As the news carried, more and more ponies filtered into the square. The crowd grew more and more restless as the occasional irate pony hurled abuse at the drones, the moans of the bereaved filling the background. At last, the five friends arrived to the scene.

Pinkie Pie's watery-eyed, open-mouthed stare was all any of them got before her hair turned flat as a board, Rarity clutching her and whispering incoherently whilst beholding the sight before them. Rainbow Dash blocked Fluttershy's view with a wing, hugging her while turning her back on the scene. Applejack however was staring determinedly at the floor, constantly muttering to herself.

"It ain't real, it can't be real, it's just some sort a' trick or something..."

Eventually though the crowd buzzed, destined to blow up into a riot, and at that moment the palace doors flew open.

"*Silence!*" Mandeville's amplified voice bellowed, as a many-hued glow came over each member of the crowd, the ponies lifting a foot or so off the ground before being dropped again.

"If you'd please," he finished, to the speechless crowd. "First and foremost I wish to state that any additional resistance to my forces is, from this point, an act of treason. This also includes destruction or vandalization of Mandeville Arms property, such as the drones you have been fighting. And treason is penalized by death. Your death, and the deaths of your immediate family."

The ponies recoiled as one, parents holding their children close as others shouted their

displeasure.

“You’re *crazy!*” one stallion cried.

Mandeville’s eyes found him. “CAIRO?”

Without hesitation, one of the CID turned to the offending pony and fired. Screams filled the air as the ponies ducked, some bolting out of the square as fast as their hooves could carry them. The ponies closest to the stallion stood up, rigid and open-mouthed as their coats were splashed with red, the departed pony collapsing to the ground.

“*Murderer!*” a pegasus mare cried from several feet in the air, only to be struck through the chest with a bullet and fall to the ground.

“*Slander,*” Mandeville shouted over the din, “is *also* met with death, but thankfully only your own. The same applies to libel. But back to treason.”

Mandeville paced slowly before the crowd, catching the eye of some ponies, most of whom shrank away under his gaze.

“Conspiracy to commit treason is another big one. In this case, in which traitorous acts are planned but not yet met out, the citizen in question will witness the deaths of their family members, before serving a life sentence at my facility through appropriate means of labor and testing.”

Not daring to speak out against Mandeville again, the crowd reacted with significant looks from some ponies to their friends. Some inched away, eager to leave but not daring to miss something crucial or find themselves singled-out. A brave few scowled at Mandeville, Rarity and Rainbow Dash included. Applejack stared at Mandeville with pleading eyes, having flinched each time he mentioned the word “family”.

“It is important to note, that should treason, or conspiracy to commit such be discovered or known to a citizen, withholding or failing to report this information will be in itself considered conspiracy to commit treason, and be met with the appropriate aforementioned sentence. Contrariwise, reporting criminal acts can work very much in your favor. Those who show me loyalty will find themselves rewarded appropriately.”

It was this that finally prompted a few scowling ponies to stomp off angrily, apparently unafraid of incurring the human’s wrath if this offended him.

“There will be other laws outlined, but that will keep till later, and be made easily available in every town. I tell you these things first to prevent any undue interruption. I would like to congratulate you on your fortitude. You fought well, and indeed I welcome Equestria’s armies

into my own. Truly this will be a mighty nation!

“As such, know that I offer your princesses respect. It was only by cunning that I defeated them. I am remiss to deprive you of such great rulers, and I deliver their remains to your people that you might bury them with due dignity.”

It instantly became quieter once his words registered with the crowd. Some of the scowlers’ heads turned, an ear perking up.

“I have taken your nation, not as a conquest of my own, but to mend your peoples’ flaws. You live in a land of order and control, and you take your fortune for granted. The bite of the blizzard always relented. The summer sun curbed its blaze. You know nothing of tyranny, you forget that it could all be so very different.

“I am here to show you suffering, my friends. To show you humility.”

There were a few scoffs and sneers at the words “my friend,” but he most certainly had the crowd’s attention, even if some of its occupants were shaking their heads with every other word.

“I use words like ‘someone’ or ‘anyone’ when referring to another sapient being. Whereas you ponies have always added ‘pony’ to your pronouns, whether you’re speaking to a pony or not! There is an arrogance and an air of entitlement that permeates you all, and I shall be the one to hand you the mirror, that you might see the ugliness within and strive to correct it.

“My brand of tyranny will be lifted, once you have proven to understand your faults and have begun to correct them. We will then strive for a world of fairness and enlightenment, and I do believe by then you will appreciate the ill I inflict upon you now.”

The crowd was now buzzing with every manner of reaction as friends whispered at each other. Mandeville let them, watching until at last he cleared his throat.

“But before I go home and rest this off, I figured you ponies, ever loyal to your princesses, might enjoy seeing a traitor punished for their part in my victory.”

The muttering increased now, as ponies looked to their friends, brows knit.

“Yes, I had help from the inside! Someone very close to the princesses indeed! I first met her when she was a prisoner, but we endeared ourselves to each other, as I hope you all will. I owe much of my victory to Celestia’s dear student, one Miss Twilight Sparkle.”

Certain members of the crowd gasped, but no reaction was stronger than that of the five friends.

“That’s not true!” Rainbow shouted, “You’re—”



Applejack threw Dash to the floor in an airborne tackle, all while stuffing a hoof into Pinkie Pie's mouth before she could utter a syllable.

"Oh, but it *is* true!" Mandeville said. "I even have proof. CAIRO, playback the log."

In response, two spotters flitted down in the front of the crowd, one deploying its mist and the other airing its exclusive broadcast upon it.

The crowd exhaled collectively in utterance, as they beheld the sight of Twilight as she stumbled onto the scene of the soundly trounced Mandeville, addressing him by his first name before allowing Mandeville the opportunity to strike. They heard her plea for the man's life, and saw her leap between the pair as their attacks collided. Strangely missing was the audio of Twilight's scream just prior to Mandeville's distractionary attack.

The crowd varied in reaction from cries of disgust to cries of anger. As if to fan the flames, Mandeville piped up again.

"What's more, I'd have been beaten if it weren't for the anti-magic bullets she gave me. Any other unicorn's enchantment would have failed against the shield Celestia used to protect herself, but she gave me the edge she needed.

"But when all was finished, she attacked me while my back was turned! Of course, her ploy was to wrest control from me once I'd won her battle for her, cleared the way for her to assume the throne. A usurper that would have played you all for fools!"

The crowd's restlessness grew by the second, until such time as Mandeville smiled.

"Justice shall be had, my friends! Bring her out!"

All of them stared at the door behind Mandeville, until one of them pointed to the nearest tower, where the unicorn in question was led forward by a pair of CID.

"Twilight!" Applejack, Rarity and Fluttershy bellowed. Rainbow Dash and Pinkie Pie wrested themselves from Applejack's grip to step closer.

Even from where they stood in the crowd, Twilight Sparkle looked the worse for wear. Starswirl's amulet had been removed, and in its place was the same inhibitor collar worn by unicorns at the Mandeville Arms facility. A strip of black cloth muzzled her, only allowing a faint and muffled moaning to carry through the air as she struggled against her captors. As she stepped forward, she did so with an odd gait, partly throwing herself forward and falling before her legs unevenly caught her.

“Twilight Sparkle,” Mandeville bellowed for all to hear. “You have been found guilty of two separate counts of treason. One under the jurisdiction of the old regime, and one under the jurisdiction of the current.

“Owing to the severity of your crimes, you are to receive the maximum punishment. Exception, however, will be granted to your family in light of services rendered to the current regime, and no small amount of personal mercy on my part.

“On this day, to atone for your crimes against two crowns, you are to be hung by the neck until dead.”

None of the crowd registered with more than a furrowed brow until the word “dead” left his lips, upon which several of them gasped, and the five friends paled as their mouths began to drop open.

“NO!” Fluttershy screamed, a hoof reaching towards her friend on the tower. “TWILIGHT!”

The unicorn herself began to struggle ever more, gagged screams struggling to be heard as the CID each held one end of a black hood and forced it over her head. Her wide-eyed face vanished from sight as she continued thrashing for her life.

“MANDEVILLE!” At last, Applejack leapt to the front of the crowd, the CID aiming cautiously at her. “Let her go, *please!* I’ll do it in her place! Please, you win, I’ll do anything you say, but I’m beggin’ you! Why are ya’ doin’ this?!”

Mandeville only stared at her, as atop the tower the CID were fitting a gnarled, knotted loop of rope around Twilight’s neck. It tightened around to sit snugly under her jaw, as sobs could be heard under the hood. Where her eyes would be, the black hood grew blacker as something wet bled through the fabric.

The CID lifted her bodily onto the very edge of the tower, as her legs scrambled to push backwards.

“*I’m not letting this happen!*” Rainbow shrieked, taking a mighty flap off the ground before finding herself tackled a second time by Applejack and wrestled to the ground.

“AJ, stop it, what’re you doing!? *Let me GO!*”

“Twilight wouldn’t want you to get yourself and yer family killed for her! I can’t save her, but I sure as sugar can save *you!*”

“I don’t *care!* Let me go, *I can’t just let her die!* Let me go right now, or I’ll *never* speak to you *again!*”

Applejack didn't even hesitate as she drew her rope and quickly hogtied her feathered friend, who then looked back up at her, betrayal lining every inch of her face.

"I *hate* you!" Rainbow bawled, her eyes and nose dripping as she fought uselessly against her bonds. "I *HATE YOU!*"

Applejack stared at the floor, her ears drooping. "I-I know."

Rainbow smacked her head against the floor before shuddering with silent sobs. "*TWILI-HIGHT!*"

"TWILIGHT, WE LOVE YOU!" Fluttershy cried at the top of her lungs.

Mandeville turned his back on the scene, before muttering, "Do it."

"*NO!*" Rarity screamed.

It all happened in slow motion, as the CID atop the tower both shoved Twilight Sparkle over the edge. Her rear legs flailed, while her forelegs scraped at the noose, as if to hoist it off of her. Meanwhile, more and more rope fed over the side of the tower. Beneath the hood, a muffled scream could just be made out.

As she fell, they waited, hoped that some forgotten savior would whisk her away from the danger. Bring their friend back to them, and fight to free Equestria again. They begged as the rope fed out like fishing line to a landed cod. They wished as the wriggling, sideways sine-wave's peaks and valleys levelled out towards grisly equilibrium, like a heart monitor flat-lining.

They felt the cold, yet burning sensation of reality run down their spines, as the rope went taut. The sound of her scream gave way to a gut-wrenching "snap" as her head pitched up and to the left. The rope and the unicorn attached to it bounced up a few beats, before she swung like a macabre pendulum, unmoving.

While all eyes remained fixed upon the sight, a flash was all that told them Mandeville had gone, leaving the crowd to its devices. Rarity collapsed onto the stone below, the usual drama entirely absent. None caught her, or even appeared to notice.

Tears flowed openly from Pinkie's huge, unblinking eyes. She hadn't said a word, nor looked away.

Rainbow sat limp as Applejack failed even to remove her hat, unbinding her knot by knot until a blue hind leg had clocked her suddenly in the jaw.

Applejack reared back as Rainbow Dash freed herself the rest of the way, instantly pouncing onto her and straddling her belly on the floor.

“HOW COULD YOU DO IT?!” she shrieked to Applejack’s face as she started beating it with her bare hooves. “HOW COULD YOU TURN YOUR BACK ON HER?!”

Applejack didn’t answer, or fight back, or even offer any resistance. She sat, owning every blow as Rainbow gradually wound down.

“Even if YOU were too much of a coward, w-w-why wouldn’t you just let *me* die trying to save her?!”

Applejack’s left eye was a vicious shade of purple, and her cheeks were starting to bruise. She turned her head only to spit out part of a bloody tooth. “I was bein’ selfish is why. I didn’t want to lose you too.”

Applejack sniffed, holding back a quivering lip. “I gave up, you’re right. I wish it were mine to dive in after a friend without a thought. I wish I were like you that way, RD... I’m just too honest about mah’ chances fer’ that.”

Rainbow recoiled, suddenly avoiding the very sight of Applejack, before she leapt to the air and approached the swinging body.

With a swift flyby, she tore through the thick rope and freed Twilight’s form, turning quickly around to scoop it out of its resulting fall and coast back to the street. She laid Twilight down on her back, quickly joined by Fluttershy and Applejack before she lifted the hood.

For a moment, their hearts held the hope that it was a trick, a dummy, or an impressive double. But the face beneath the hood was none other than the face of their friend, eyelids open and blank, fresh tear streaks lining her pallid cheeks. Her jawline was bruised where the noose had held her.

Rainbow checked for anything amiss, any wrong identifying markers, but it was all there. Her right cutie mark still bore the healing wound of the Mandeville Arms logo. The only thing that looked foreign was the wound on her knee, which had stained the coat on her lower foreleg red.

There could be no escaping the truth: they had actually watched Mandeville execute their friend. Twilight Sparkle was dead.

“Fluttershy, the phoenix tear,” Rainbow choked.

Fluttershy looked up from her spot on the ground, where she had buried her head beneath her

hooves. Her eyes were red and moist. “Wh-what?”

Rainbow leapt over to her. “The tear Celestia gave you! You’ve gotta use it, maybe we can still bring her back!”

“P-phoenix tears don’t work like that!” Fluttershy said, retreating a step. “You can’t bring them back if they’re already—”

“Maybe she’s not completely dead! We’ve gotta try Fluttershy, give it to me!”

“Celestia gave this to me! I’m not going to waste it when somepony could still really need it later on!”

“*Twilight* needs it *NOW!*” Rainbow shrieked, voice cracking. “You’re wasting time! You’re *killing* her! Shes gonna *DIE!*”

Fluttershy’s face contorted as she hid her face and saddlebag from Rainbow, flinching upon the accusations.

“That’s *ENOUGH*, RD!” Applejack growled, stomping towards her. “Don’t you *dare* put this on her like that, I thought she was your oldest friend! *Twilight’s* already—”

“*SHE’S NOT DEAD!*” Rainbow howled, rivers coursing down her cheeks as she rounded upon Applejack. “What’s *wrong* with all of you?! *W-why* won’t you help her?!”

“Dashie,” Pinkie whispered from behind, a hoof suddenly on Rainbow’s shoulder.

Rainbow turned to see a pair of bright blue eyes glistening, trails of tears lining her face. The hoof on her shoulder advanced, along with the other until Pinkie had her in the softest, most delicate embrace. “I’m sorry. She’s gone.”

In a moment, Rainbow returned her embrace, burying her head in Pinkie’s neck.

Meanwhile, Applejack approached Twilight’s body, running a hoof over her eyelids and closing her motionless eyes. Fluttershy tried at last to move Rarity out of the street, an action which stirred her, upon which she woozily raced to Twilight’s still form. Rarity repeated Twilight’s name, as if she could call her friend back.