

## CASTLE SWEET CASTLE

**Written by Joanna Lewis, Kristine Songco**

**Produced by Devon Cody**

**Story editing by Meghan McCarthy**

**Supervising direction by Jayson Thiessen**

**Co-directed by Jim Miller**

**Transcribed by Alan Back ([ajback@yahoo.com](mailto:ajback@yahoo.com))**

### Prologue

*(Opening shot: fade in to a close-up of an upside-down wooden bucket resting on the ground. A very dirty animal is levitated over to stand on this, and a soapy scrub brush floats in to give it a thorough cleaning, which it greatly enjoys. Zoom out to show Twilight Sparkle in charge of this grooming session, set up in the backyard of Fluttershy's cottage. A few other grungy critters are waiting their turn, and she is thoroughly splattered with muck from her work so far. The sky above the canopy of the nearby Everfree Forest shows late afternoon.)*

*(Elsewhere in the yard, Fluttershy is dealing with a group of her own, focusing for the moment on steadying a garden hose with her mouth to fill a washtub that contains a goat and a great mass of soap suds. She too is a mess from one end to the other. Tossing the hose aside, she nips up a washcloth to start cleaning the quadruped. A bear gets its teeth brushed under the guidance of Twilight's magic, giving a happy smile and grunt when the job is done. Next the two mares pull on opposite ends of a towel to polish the hide of a freshly scrubbed pig.)*

*(A cloud of soap bubbles floats up past the screen; behind its lower edge, the view wipes to a close-up of them, straightening up.)*

**Fluttershy:** *(wiping forehead)* Phew! Thanks for helping me get them so fresh and clean, Twilight.

**Twilight:** No problem. Happy to do it.

**Fluttershy:** You probably can't wait to get back to your castle and take your own bath, huh?

*(Close-up of the light violet face on the end of this, the purple eyes popping wide open in a flick of unease. The mouth beneath them rapidly shifts to its best attempt at a casual smile.)*

**Twilight:** Aren't there more animals that need cleaning? *(Big dopey grin.)*

**Fluttershy:** I think you and I are the only ones left— *(stroking her mane)* —and I can't wait to get the mud out of my mane.

*(Looking frantically about herself, Twilight spots Fluttershy's rabbit Angel at the edge of a mud puddle and bunts him into it with a hind leg. Once he gets his face out of the gunk, he aims a furious beady-eyed glare up at her.)*

**Twilight:** Oh, no! Angel got dirty! I'd better stay longer to help give him a bath too!

*(As the yellow pegasus looks on with clear concern, her friend trots away and levitates the white fuzzball into the washtub. The scrub brush is brought into play as his little bunny brain ponders the most effective way to avenge this indignity. Fade to black.)*

## OPENING THEME

### Act One

*(Opening shot: fade in to the exterior of Fluttershy's cottage, seen from the front, and zoom in slowly.)*

**Fluttershy:** (voice over) Thank you ever so much for staying to give Angel a bath too. (Cut to her inside, now cleaned up; zoom out slowly.) But, um...

*(The motion frames a still-filthy Twilight, hunching intently over something covered with a towel under her control.)*

**Fluttershy:** ...I think he's dry.

*(The violet winged unicorn stands up, caught off guard, and pulls the towel away. Underneath it is Angel, sparkling clean and very much out of sorts—and his mood does not improve when the white fur fluffs out wildly in every direction.)*

**Fluttershy:** Goodness, it's gotten late! *(Twilight lets the towel drop.)* You really didn't have to stay all day—not that we don't appreciate it. *(to Angel)* Isn't that right?

*(His only response is a grumbling glower. Now Twilight maneuvers a feather duster up to clean off a couple of birdhouses and a chair.)*

**Fluttershy:** *(pointedly)* I, for one, am exhausted. *(Yawn.)* Plus, I really need to rest up for that big pancake breakfast tomorrow.

*(Twilight manages to completely miss this hint and continues dusting.)*

**Fluttershy:** And I'm sure *you* have to get the castle ready.

*(During this line, cut to the resident of said castle, who finally snaps out of housecleaning mode and turns to Fluttershy with panic writ large on her face.)*

**Twilight:** No! The castle's...fine. *(forcing a smile)* But maybe I'd better see if Pinkie Pie needs help with the pancakes.

*(Cut to just outside the front door, now open. The besmirched Princess flies out; Fluttershy steps to the door to gaze after her, followed by Angel. Animal caretaker and over-dried rabbit trade a concerned glance, and the latter hops back into the house and slams the door. Fluttershy turns to go inside and is surprised to find herself shut out.)*

**Fluttershy:** *(knocking)* Um, Angel?

*(Dissolve to a long shot of Twilight's castle and zoom in slowly to the sound of enthusiastic gobbling. It is now sunrise of the following day. From here, cut to a slow pan across a round gold table loaded with plates of pancakes sporting a surfeit of various toppings. Each of Twilight's five friends is seated here—a dining room—on low chairs and getting her eat on, Rarity daintily levitating a fork to dig into her own breakfast. Pinkie Pie, on the other hand, simply plunges her face into her stack of flapjacks. The pan stops on Applejack, who swallows her mouthful and licks her chops.)*

**Applejack:** Mmm...these are dee-licious, Pinkie Pie.

*(The baking expert comes up with whipped cream and berries slathered over every square inch of her face. One 360-degree lick gathers all the sweet stuff into a single huge wad, which she cheerfully gulps down before speaking.)*

**Pinkie:** Thanks. Twilight spent all night helping me pick the flavor. *(reaching o.s., pulling a stack of pancakes into view)* I kept thinking we'd found the right one—*(plunking them onto her plate)*—but she insisted I make even more to try... *(retrieving/stacking more cakes)* ...and more...

*(Close-up of the rapidly growing stack. On each of the first three "more"s in the next line, she reaches up to add another pile of cakes.)*

**Pinkie:** *(from o.s.)* ...and more, and more, and more, and more. *(She leans into view behind the now-massive tower.)* It was like she never wanted to—

**Fluttershy:** —leave?

**Pinkie:** Exactly! *(She takes a bite from the side of the pile.)* Eventually we ran out of time, so we just went with Every-Berry-Any-Chip Surprise.

*(Now she whisks over to Rarity.)*

**Pinkie:** *(whispering loudly)* The surprise is, I lost a measuring spoon in the batter! *(normal volume, singsong)* Somepony's gonna get a very special pancake!

*(She zips back to her seat. Suddenly very concerned for the state of her own teeth and digestive system, the fastidious white unicorn carefully plies her magic to pry up the top half of her stack and peek beneath.)*

**Rainbow Dash:** *(from o.s.)* Up all night, huh? *(Cut to her.)* Is that why she's so...uh...out of it?

*(A cut to Twilight reveals that, for once, the flying ace might be understating the situation. She now looks a bedraggled, muddy, scuffed-up wreck and is asleep where she sits, snoring loudly over her plate.)*

**Fluttershy:** Um, I don't mean to sound unappreciative, but has anypony else noticed that Twilight's been a little *too* helpful lately?

**Applejack:** Now that you mention it, she was lendin' a hoof at Sweet Apple Acres the other day—

*(Dissolve to a pan across a tract of orchard land, peppered with dozens of freshly dug holes.)*

**Applejack:** *(voice over)* —and stuck around 'til near midnight.

*(She comes into view in the fore, as does a shovel in Twilight's telekinetic grip, pitching dirt up from within one of the holes. Slung on Applejack's back is a set of baskets loaded with tree seedlings.)*

**Applejack:** *(voice over)* Dug up fifty tree-plantin' holes when all I needed was ten.

*(Now Twilight puts her head up, showing a spot of dirt between her eyes, and grins placatingly; Applejack returns a humoring but uneasy one. On the beginning of the next line, dissolve to a close-up of Twilight in Rarity's workspace/living quarters on the upper story of the Carousel Boutique. She has a jeweler's loupe screwed into one eye and is scrutinizing two gems floating around her head.)*

**Rarity:** *(voice over)* She spent an entire afternoon rearranging a single gem drawer at the boutique.

*(Satisfied, the violet mare magically removes the loupe and sends the stones down to rest in a cushioned drawer. They are identical to each other and to the ten already resting within.)*

**Rarity:** *(voice over)* An entire afternoon!

**Rainbow:** *(voice over)* You think that's weird?

*(Dissolve to the speedster flying among the clouds to break through a tape strung between two pillars. During the next line, Twilight flaps in well after her.)*

**Rainbow:** *(voice over)* She raced me, like, a hundred times the other day— *(Rainbow breaks another tape, Twilight lagging again.)* —and lost every time! *(The daredevil zooms off...)* She

just kept going! (...*chased by a now-exhausted Twilight...*) Best out of ten. Best out of twenty. Best out of a hundred! (...*who drops o.s., sending up wisps of cloud.*) I mean...

*(Dissolve back to her and Fluttershy at the breakfast table.)*

**Rainbow:** ...I know hanging out with me is awesome, but it was like she'd rather keep losing than—

**Fluttershy:** —leave?

**Rainbow:** Yeah. Who does that?

*(Both look in Twilight's general direction; cut to her. The wiped-out sovereign's head tumbles forward to plant itself in her pancakes face first, scattering whipped cream and toppings all over the table. She cuddles the stack in her forelegs like a pillow and goes right on snoring. Over on Applejack/Pinkie's side of the table, the pink nut smacks the edge of her plate, launching her meal toward the ceiling, as the blond mare speaks.)*

**Applejack:** Somepony who's avoidin' somethin', that's who. Soon as she wakes up— (*Pinkie lets the cakes fall into her mouth and swallows them.*) —we're gonna find out what.

*(The blue eyes pop with instant discomfort, which is relieved when Pinkie spits out a spoon that can only be the one she admitted to losing. It hurtles across the table, nails Fluttershy dead square in the forehead, and falls to stick in her food, handle down. She stares at this unorthodox culinary tweak with great trepidation, as do Applejack and Rarity.)*

**Pinkie:** I win!

*(Twilight wakes up with a start, a pancake impaled on her horn and covering most of her face.)*

**Twilight:** I'm pancake! (*moving it aside*) I mean, awake. (*Sheepish grin.*)

**Applejack:** Uh, Twilight? Is there somethin' you want to tell us?

*(Twilight magically lifts the edge clear of her eyes as Rarity crosses to her, then floats the whole thing free during the next line.)*

**Rarity:** You know how much we appreciate all you do for us.

*(Pinkie leaps up from beneath the table, snaps her teeth onto the pancake, and is gone just as quickly.)*

**Rarity:** And we simply adore having you around, but...we worry you might be... (*Clear throat.*) ...avoiding something else?

**Twilight:** (*moaning sadly*) Has it been that obvious?

*(Fluttershy and Rainbow trade a concerned look, Applejack nods bluntly, Pinkie keeps eating her stolen treat, and Rarity glances away with a cringe.)*

**Twilight:** I've been...the thing is...I-I know it's silly, but I...I've been avoiding... (*Zoom out to frame the entire room, her voice echoing slightly in the space.*) ...this place.

*(It is indeed expansive, with the same green tree-patterned windows, tiny multicolored lights, and crystal columns seen in other parts of the castle. Back to Twilight/Fluttershy/Rarity; the unicorn gasps in shock.)*

**Rarity:** Why in Equestria would you want to avoid such a gorgeous castle? (*Pinkie pops up between her and Twilight.*)

**Pinkie:** Yeah! This place has everything! (*She zips away and bounds through another room.*) Big tall ceilings that make you feel tiny!

*(Close-up of a patch of glossy violet floor, her reflection popping into view here, then zoom out to frame her on the start of the next line.)*

**Pinkie:** (*running hooves/cheek over surface*) Shiny new floors that are cold to the touch! (*She lies down and huddles up, shivering.*) Brrr!

*(Off she goes, bursting through a set of closed double doors.)*

**Pinkie:** And it even has loooooong empty hallways!

*(On "loooooong," the camera zooms out to frame a stretch of the one in which she has arrived and her voice echoes time and again in the stillness. As the reverberations gradually die away, the camera cuts to a bench up against one wall, then to a hanging tapestry that ripples in a chance breeze. Pinkie then whips back to Twilight's side in the dining room.)*

**Pinkie:** (*glumly*) Okay, I get it.

**Twilight:** The castle is amazing, but it just... (*Sigh.*) ...it doesn't feel like home.

**Rarity:** (*chuckling*) Oh, is that all? Why, you simply need to decorate, darling—make this space your own.

**Twilight:** It's just so daunting. Look how big it is! I-I don't even know where to start!

*(She plants her face on the table again, but this time Rarity's aura slides her plate away first.)*

**Rarity:** You can start by letting us do it for you. (*Twilight lifts her head; Rarity crosses to her.*) We will make this the castle of your dreams, while *you* go to the Ponyville Spa for some much-needed rest and relaxation. (*Close-up.*) I'm saying this with love— (*Horn warms up.*) —but...

*(As she continues, she floats up a hand mirror, blocking herself from view and presenting a clear reflection of Twilight's disheveled, dismal state.)*

**Rarity:** ...have you looked in a mirror lately? (*Twilight's eyes pop; Rarity peeks out from behind.*) I've never seen you look this...mmm... (*Fluttershy's reflection appears in the glass.*)

**Fluttershy:** ...frazzled?

(*Cut to frame all three and Pinkie.*)

**Rarity:** (*sending mirror away*) Yes! That is absolutely the word I was going to use.

**Twilight:** (*smiling*) Oh, I guess I do need a little help—and so does my castle. And I just know you'll do a great job because nopony knows me better than you.

**Applejack:** (*crossing to Pinkie*) We'll make this place feel cozier than hot cider on a rainy day.

(*Rainbow, bored, snaps to full attention with a little yelp and pops out of her seat.*)

**Rainbow:** (*eagerly*) There's gonna be cider?!? (*Dirty look from Applejack; she calms down, rising a bit higher.*) Uh, I mean, let's decorate!

**Spike:** (*from o.s.*) Aw, no!

(*Cut to him at the open doors leading in from the corridor. A blanket is over one arm, a stuffed Rarity doll under the other.*)

**Spike:** Did I miss the pancakes? (*Tossing the doll aside, he runs in and climbs onto the table.*) I sleep like a baby under that cold, cavernous ceiling.

(*In a possible breach of mealtime etiquette, he tosses the blanket aside, takes a couple of pancakes from Twilight's plate, and sits down to eat.*)

**Rarity:** Spike! I'm so glad you're here. (*He stops just short of taking the first bite.*)

**Spike:** Really?

**Rarity:** Yes! You're taking Twilight to the spa.

**Spike:** Great! (*eyeing one hand*) I've been meaning to get my claws done.

(*Chomp; zoom out to frame all six mares looking expectantly straight at him. It takes a second for him to get the message.*)

**Spike:** (*mouth full*) Oh! You mean now.

(*Stuffing the rest of his two commandeered cakes into his mouth, he turns to an abandoned plate and proceeds to start scarfing down its load as well. Cut to just outside the doors; he steps out into the corridor, a pancake clutched in each hand and Twilight following right behind. As they make their exit, the camera cuts back to the other five.*)

**Applejack:** Come on, y'all! We've got work to do!

*Acoustic guitar/mandolin/string/bass melody with light percussion, lively 4 (E flat major)  
Strings out at start of first verse*

*(Cut to the upper reaches of the corridor and tilt down to floor level; the doors swing open and they step out. Each runs her eye over a different bit of the architecture.)*

**Rainbow:** Let's all work together  
To make this castle shine

***Strings in***

*(Rarity levitates a cloth and polishes a patch of crystal wall.)*

**Rarity:** Once we add some sparkle

***Full drums in***

*(Their reflections appear in five separate facets: Rarity/Fluttershy/Applejack one by one, Pinkie/Rainbow together.)*

**Rarity:** It'll feel, it'll feel, it'll feel

**All five:** It'll feel divine

***Glockenspiel in, intermittent throughout remainder of song  
Full drums out at start of next verse, leaving light percussion***

*(All scatter; cut to Applejack loading up a cart with apples inside the main barn of Sweet Apple Acres.)*

**Applejack:** Crates of apples and bales of hay  
*(Outside; now hitched to the cart, she hauls it out. Zoom out quickly to a long overhead shot.)*  
Just makes you feel at home

*(Fluttershy, in her cottage, watches as various animals hop/scurry/fly past her and Angel. His fur has de-fluffed itself after Twilight's earlier overzealous drying.)*

**Fluttershy:** Furry friends and some popinjays  
*(The birds perch on the horns of a rather irate goat; it brightens and follows her away.)*  
So she won't be alone

***Full drums in***

*(A panel showing her in close-up slides up to fill the screen, then splits vertically to show each of the others in time.)*

**All five:** And we'll make, and we'll make, and we'll make this castle a home

*(The five panels slide away to top/bottom, showing Pinkie sliding down a banister inside Sugarcube Corner and grabbing bunches of balloons along the way.)*

***Guitar/mandolin/bass out; timpani in; intensity builds***

**Pinkie:** There's nothing like balloons and confetti  
*(She dives off and plunges into a huge bunch; these float away to show her trotting across her bedroom with several tied around her midsection.)*



To greet you every time you walk through the door  
*(Opening one; she is met with a screen-filling blast of the stuff, which clears to frame Rainbow at work in her own cloud house. She grabs a Spitfire figurine from a bookshelf, then sweeps up a couple of trophies and several Wonderbolt posters.)*

**Rainbow:** She'll need this and those, posters of all my heroes  
*(Now she eyes a statue by the front door and salutes it, winking; a saddlebag on her back is loaded with the gear.)*

How could anypony awesome ever ask for more?

***Timpani out; guitar/mandolin/bass in***

*(Off she goes, the camera cutting briefly to the house's exterior as she zooms out the front door, then to Rarity's purposefully trotting hooves. Zoom out to frame all five marching along a Ponyville street with their equipment; Rarity is toting her saddlebags.)*

**All five:** And we'll make, and we'll make, and we'll make a home she'll adore

*(The camera tracks in a circular arc to stop behind the group and show them on the way to the castle, with Rainbow flying ahead. Inside, Rarity magically ties back a set of ornate curtains and strings up a banner to drape from one window to the next.)*

***Full drums/guitar/mandolin/bass out; timpani/flute/brass in; intensity builds***

**Rarity:** Bright curtains of flowing silk and lace  
*(Rainbow straightens a photo she has hung up.)*

**Rainbow:** This picture of me winning a race  
*(Pinkie puts final touches on a table loaded with cupcakes, presents, and balloons.)*

**Pinkie:** Party cannons to give her a surprise  
*(As soon as she lifts one lid, a confetti blast fills the screen; it clears to show hay bales, a tub of apples, and a barrel. A hoe and rake are thrown into view, and Applejack walks after them, spreading a line of dirt on the floor from which flowers instantly bloom.)*

**Applejack:** Hoes and rakes and some more garden supplies  
*(The bear that got its teeth brushed in the prologue happily cuddles several small animals while a bird perches on its head. It scoops Fluttershy into the embrace as well.)*

**Fluttershy:** Getting hugs from this nice, big, friendly bear  
*(Cut to a bouquet of flowers high on one wall and tilt down to Rarity, levitating a gem from a basket.)*

**Rarity:** Decorate with some gemstones bright and rare  
*(Rainbow flashes to and fro, tacking up Wonderbolt paraphernalia.)*

**Rainbow:** More of this and that  
*(Pinkie hops by, leading a line of animals in party hats and wearing several on her head and tail.)*

**Pinkie:** Don't forget the party hats  
*(Rainbow sets her Spitfire figurine on an unoccupied pedestal.)*

**Rainbow:** How could anypony awesome ask for more than that?

***Timpani/flute/brass out; guitar/mandolin/bass in  
Full drums in, then out for start of next verse***

*(She twirls blissfully away through the assemblage. Dissolve to a close-up of a barrel rolling along a hay-strewn carpet, with a fence and more bales visible behind. Applejack's hooves are on top, keeping the thing rolling; zoom out to frame her. A row of chicken coops has been set up behind the fence. She brings the barrel to a stop, and one end falls open to spill out feed which a passing pig is all too ready to devour.)*

**Applejack:** Let's all work together  
*(She jumps off; Fluttershy flies overhead to hang a birdhouse from a crystal column.)*

**Fluttershy:** To show that we have shown  
*(Here comes Rarity, levitating a stretch of cloth.)*

**Rarity:** Princess Twilight Sparkle

***Full drums and brass in***

*(Rainbow sets up a trophy, Rarity some curtains; Applejack pushes a hay bale with her head; Pinkie leaps across, stringing up streamers.)*

**All five:** How we make, how we make, how we make this castle a home  
*(Applejack opens a barrel of apples; Rainbow dusts a Wonderbolt shield with her tail; a tray of Pinkie's cupcakes gets gem accents thanks to Rarity's magic.)*

How we make, how we make this castle a home  
*(Zoom out to frame both, then cut to the throne room, just in front of the central table with the map that sent the six friends to parts unknown in "The Cutie Map." Applejack is here, and the others join her one by one. A few wisps of hay are scattered on the floor behind them.)*

How we make, how we make this castle a home

*(A quick series of cuts picks out a sample of each pony's contribution, followed by an overhead shot of the group and slow zoom out. This shot reveals that they have all been working in the throne room, producing a haphazard and hopeless mélange of their individual tastes. Two of the six full-sized thrones have Wonderbolt shields attached, while another is draped with a patchwork quilt, and a large framed picture of the six hangs crookedly on the back wall.)*

***Song ends***

*(A stray balloon floats loose and upward, only to be punctured by a circling bird; a squirrel runs down one of the columns; and the bear pulls the lid off an apple barrel and starts gorging itself. The combined effect is to shift the five decorators from confidence to deep unease. Snap to black.)*

**Act Two**

*(Opening shot: fade in to the upper reaches of the throne room and tilt down slowly. The group comes into view on the start of the next line.)*

**Applejack:** *(uneasily)* Wow, girls. We did a...great job...together.

*(Queasy, sweaty smile and chuckle. The next three lines, all of which overlap, are no more convincing.)*

**Pinkie:** Together.

**Rainbow:** We sure did...somethin'.

**Rarity:** All together.

*(The blue flyer hunches down as one bird wings past her head and another perches on it, then eyes the creatures making their way to her. Every face has a polite, forced smile on it.)*

**Rainbow:** Fluttershy, I love that you brought soooo many animals.

*(Close-up of several trophies on a windowsill; zoom out to show Fluttershy looking at them.)*

**Fluttershy:** *(to the o.s. Rainbow)* Are these your trophies? *(The latter flies up.)*

**Rainbow:** I prefer to think of them as everypony's trophies, but with *my* name permanently etched onto them.

*(Fluttershy's smile slips a few notches. Down below, Rarity's nervous chuckle makes itself heard from behind a few hay bales, and she steps out and into view.)*

**Rarity:** My, my, Applejack. Bringing the outdoors inside, it's... *(losing steam)* ...earthy... *(She levitates the corner of a nearby quilt spread on the floor.)* ...oh, what a lovely touch!

*(Sniff the fabric. Choke back a sudden rise of gorge for a moment. Let the quilt drop.)*

**Rarity:** Are these quilts vintage?

**Applejack:** Nope, just old. *(shading eyes against a radiance shining from o.s.)* Unlike your sparkly window doohickeys which are...why, uh, they're just swell. *(Chuckle.)*

*(After she brings up that hoof, the camera cuts to the source of the light—the jewel accents on Rarity's new curtains—then back to her. Once she finishes, Pinkie zips in between the two.)*

**Pinkie:** No one's said anything about my hidden confetti cannons! *(Squeaky grin.)* Oh, right. They're hidden. *(Giggle.)*

*(The sound of a door opening is heard; cut to Spike entering. He has disposed of the pancakes he took from the breakfast table.)*

**Spike:** Hey, guys. How do my claws look? *(Zoom in quickly as he stops short, flabbergasted.)*  
*Sweet Celestia!*

*(His perspective: he has taken in the whole ghastly smorgasbord of decorating conflicts. Fluttershy flies down to join the others.)*

**Rarity:** *(trying not to panic)* Oh, Spike! Are you and Twilight done already? *(Back to him.)*

**Spike:** Don't worry. I ordered her the Super Deluxe Mane Blowout. She'll be a while. *(walking a little farther in)* Man, this place looks *terrible!*

*(Terrified glances pass between the five pairs of equine eyes, followed by a unison sigh of relief.)*

**Fluttershy:** Thank goodness somepony said something.

**Rainbow:** It's pretty bad, right?

**Applejack:** This place looks like a mishmash of knickknacks.

**Rarity:** Mmm...I suppose it is a little cluttered. *(Pinkie pops up.)*

**Pinkie:** What are you guys talking about? *(capering about)* I think it looks super-fun!

*(One of her hidden confetti cannons chooses this moment to fire off, starting the animals into a ground/air-based stampede that brings down trophies, upsets an apple tub, and reduces several hay bales to a mountain of loose straws. Pinkie gallops through the maelstrom, now wearing a party hat.)*

**Pinkie:** Whee!

**Fluttershy:** *(to animals)* Oh...oh, no...please don't do that... um, if you all just take a deep breath and calm down...

*(A column thuds to the ground, barely missing her, and two cute little baby chipmunks leap onto a curtain and start trying to climb it.)*

**Rarity:** No! That bunting is embroidered by hoof! Don't you move one more paw!

*(Back to them on the end of this; they release their grip just enough to let gravity pull them down, shredding the opulent fabric. The designer's last good nerve goes snap.)*

**Rarity:** *EVERYPONY STOP!!*

*(Animals skid to a halt, as does Pinkie, and within moments the tumult has completely died out—except for one curtain rod that clatters to the floor. The party pony gets herself standing upright in short order.)*

**Pinkie:** Okay, now it's a mess.

*(A confetti cannon discharges from somewhere behind her, and Rainbow hovers over the scene.)*

**Rainbow:** What are we gonna do?

**Spike:** I don't know! But Twilight's blowout won't take *that* long! If she was avoiding the castle before— *(Eyes widen/dilate with fear.)* —she'll never set hoof in here now!

**Rainbow:** Come on, guys! We gotta do something! Twilight's counting on us!

**Rarity:** Spike, you've got to get back to that spa and stall her! Whatever you do, don't let her come home!

**Spike:** Like, forever? But we live here.

**Rarity:** Uh, yes. Well, uh, maybe you can manage until... *(smiling alluringly)* ...sunset-ish?

*(That smile, and the batted eyelashes she directs at the little dragon, are enough to win him over. He smiles soppily, floating off the ground with pink hearts drifting and popping around him.)*

**Spike:** Anything for you, Rarity. *(Now he floats backward and o.s.)*

**Applejack:** *(to the others)* Okay, we all agree the castle is too cluttered, right? So why doesn't everypony take one of their own decorations out, and we'll see how it looks?

**Fluttershy, Pinkie, Rainbow:** *(nodding)* Mmm-hmm!/Uh-huh!

*(Dissolve to Twilight—fully cleaned up, sitting contentedly and facing a mirror, the hood of a salon-style hair dryer lowered over her mane. The image of the spa's hot tub is visible behind hers in the glass, and Spike's hustles into view as well.)*

**Twilight:** Spike! You're back!

*(Longer shot of her; Lotus does a bit of hoof touch-up with an emery board, then steps away with the item in her teeth. Twilight sits on a floor cushion.)*

**Twilight:** How do I look?

*(Her friend lifts the hood away as the camera zooms in to a close-up. Most of the striped dark blue mane has been rearranged into an artfully messy style that tumbles around her horn and sweeps back from her forehead, but the portion running down her neck has been left as is. Spike grins broadly.)*

**Spike:** Great!

**Twilight:** *(toying with her bangs)* And more importantly, how does the castle look? *(They slide down over her eyes. He thinks fast.)*

**Spike:** Great. *(Panicked grin.)*

**Twilight:** *(standing up, crossing room)* I can't wait to go home and see it!

**Spike:** Great!...I mean, no!

*(He pulls on her tail to stop her, gets a concerned purple-eyed glance, and lets go.)*

**Spike:** I mean, uh... *(She resumes walking.)* ...I'm not quite ready to go yet. *(Chuckle.)* Uh, why don't we have a massage? *(reaching o.s., grabbing a brochure)* I was really hoping to get, uh... *(pointing at one entry)* ...uh, this thingie!

*(The Princess leans down for a good close look.)*

**Twilight:** The Extra-Strength Hot Stone Deep Tissue Massage?

*(Turning the brochure around, he sees just how far he has put his scaly little foot in it and swallows hard.)*

**Spike:** *(small voice)* Yep. *(Twilight straightens up; Lotus approaches.)*

**Twilight:** *(to her)* I think I'll just have a traditional massage. *(Lotus nods and heads off.)* But you go for it.

*(A new female voice cuts in; during the next line, cut to the speaker—Aloe—at the door.)*

**Aloe:** Did somepony order massages?

*(A crash from o.s. forces her to throw up a foreleg, and a few bits of rubble hit the floor nearby. Zoom out to reveal that Bulk Biceps has smashed through the wall, dressed in a sleeveless light blue jersey and a headband in a style similar to the white ones worn by Aloe and Lotus. The collar of his jersey resembles the ones around their necks and has a pink gem set into it.)*

**Bulk:** YEAH!! *(Spike stands frozen with terror.)* Let's do this, little dragon!

*(He leaps over said dragon's head on the end of this, turning 180 degree and landing to plant his forelegs on either side, and scoops Spike up in a flex of his massive chest muscles. Bulk trots back the way he came in, but instead of using either the door or the hole he made, he bashes through the wall a second time to wreck even more of the masonry.)*

**Aloe:** Oh, I hate it when he does that. *(to the passing Twilight)* Come with me, Princess.

*(As she follows, the view dissolves to a close-up of Rarity in the throne room, looking uncertainly toward the ceiling. A vexed Applejack leans in toward her.)*

**Applejack:** Come on, Rarity. *(as Fluttershy/Rainbow gather in)* Everypony has taken somethin' out, except you. *(Pinkie joins them, having shed her party hat.)*

**Rarity:** *(whining a bit)* Oh, I know. I simply can't decide.

*(Rainbow flies up to the picture of the six friends.)*

**Rainbow:** How about this?

**Rarity:** *No! Not that! Anything but that!* *(Cut to a bunch of flowers; zoom out to frame Rainbow hovering near them.)*

**Rainbow:** *(gesturing at them)* How about these?

**Rarity:** *(from o.s.)* Oh, but those brighten up the whole room! *(Back to her, Fluttershy, and Pinkie.)* They're my favorite accent!

**Rainbow:** *(flying to a window)* Then let's lose the curtains! *(trying to pull them down)* The room wouldn't need brightening if they weren't making it so dark!

**Rarity:** Not them! They're my favorite too! (*The daredevil swoops down and growls in her face.*)

**Rainbow:** They can't all be your favorite! (*Fly to the picture.*) Okay, I'm taking down the portrait. We already know what we look like.

(*Down it comes, carried out into the corridor. Groaning disgustedly, the prissy unicorn walks over to the thrones.*)

**Rarity:** Well, the room still looks a little bit cluttered, doesn't it?

(*Her perspective: a couple of Wonderbolt posters high on the far wall.*)

**Rarity:** (*very snippy, floating them away*) Perhaps I'll take down a poster or two— (*The doorway; Rainbow, returning, gapes as they float out and she continues o.s.*) —only to be helpful, of course!

(*That earns her a glare from the airborne pony.*)

**Applejack:** Okay, everypony calm down. I'm sure we can find a way to remove the clutter together. (*She smiles on this last word; Rarity leans in, smiling nastily.*)

**Rarity:** You're absolutely right, dear.

(*And with that, she gets her magic going to remove the stack of "vintage" quilts, much to their owner's consternation.*)

**Applejack:** Hey! Those are my warmin' quilts!

(*Cut to the door on the end of this; Rainbow assists in this bit of cleanup by bucking the lot out of the throne room. She then drops to the floor next to Rarity.*)

**Rainbow, Rarity:** (*trading a high five*) Together!

(*The sound of a popping balloon comes through clearly in the quiet. Cut to a couple of them meeting their end at the beaks of two birds.*)

**Pinkie:** (*from o.s.*) Fluttershy— (*Cut to these two, Fluttershy not looking too sympathetic.*) —tell your birds to stop pecking at my balloons!

**Fluttershy:** I guess they must not like being scared out of their wits by exploding confetti cannons or something.

**Pinkie:** But we can't get rid of the cannons! (*smiling, shrugging*) I don't remember where I hid 'em.

(*She gets a hint when one blows its stack a few feet away.*)

**Rarity:** (*icily*) Allow me to help you. (*Cut to the exterior of the castle and zoom out slowly.*)

**Applejack:** *(from inside)* Oh, no, I'll help you.

**Rainbow:** *(from inside)* Not if I help you first!

*(Dissolve to a profile close-up of Twilight walking, slow and carefree and utterly at ease, through Ponyville. Her mane has been restored to its usual style, and she voices a blissful sigh.)*

**Twilight:** Great suggestion, Spike. *(looking behind herself)* I feel totally relaxed.

*(On the other hand, his heavy-duty massage has left him in utter agony: gingerly walking bowlegged, neck craned backward as far as it will go, tail bent at a crazy zigzag. Every step yields a loud crackling of joints and vertebrae.)*

**Spike:** Ow...ow...ow...ow...ow...ow... *(Twilight has now stopped.)*

**Twilight:** You want to hop on? Maybe I can get us to the castle faster.

*(He stops dead, managing to snap his head back to its proper orientation, and throws an unnerved glance back over his shoulder. Pan quickly in that direction and stop on the roof of the town hall, above which the sun is still riding well up in the sky. A supreme force of will allows him to un-kink his back, leaving only his tail out of kilter.)*

**Spike:** *(rubbing it)* Ow! *(catching himself, rushing up to face Twilight)* I mean...how...nice is this day! I was...hoping we could take the scenic way back.

**Twilight:** I don't know. *(His tail straightens out.)*

**Spike:** Come on. *(rubbing his back again)* Walking is good for post-massage circulation.

**Twilight:** *(skeptically, leading him away)* Really? I've never heard that theory.

*(Dissolve to an overhead shot of the two and zoom out slightly as they stop in front of some structure that is only partially in view from this angle. Twilight sighs heavily.)*

**Twilight:** I really miss this place, Spike.

*(A cut to behind them discloses the identity of "this place": the charred, slightly askew remains of the library, which Tirek destroyed in "Twilight's Kingdom.")*

**Twilight:** We had so many wonderful memories here.

**Spike:** We did, didn't we? *(He wipes away a tear.)*

**Twilight:** Oh, Spike, I'm so sorry. *(touching his chest)* Of course losing the Golden Oak Library was hard for you too.

*(They embrace, another tear oozing out of his closed eye, and she smiles after a moment.)*

**Twilight:** I've got an idea. Why don't we have the girls add some things to make the castle feel more like your home as well?

**Spike:** *(brightening)* Really?

**Twilight:** *(crouching)* Hop on!



*(He climbs onto her back, then sneaks another peek toward the town hall as she straightens up. The sun has dipped lower toward the distant mountains, but there is still a good bit of time left before it sets. Spike grimaces at the thought, only to find himself hemmed in by the wings she has spread for liftoff. Thinking fast, he grabs a feather at each wingtip and pulls with all his might; when the Princess tries to fly, she instead ends up belly-flopping back onto the ground.)*

**Twilight:** *(rubbing forehead)* Ow! What are you doing? *(Spike hops off.)*

**Spike:** I, um...I just thought of what I want. *(She stands up.)*

**Twilight:** Oh. Okay. What is it?

**Spike:** It's a...well, I wanted...it's... I kinda mean to...a bed. *(Big grin.)*

**Twilight:** I thought you said you sleep like a baby in the castle.

**Spike:** *(scoffing)* Everypony knows babies are terrible sleepers. Let's go!

*(He runs off, leaving one thoroughly confused winged unicorn to plod after him. Dissolve to just inside the doors of the throne room; Rarity telekinetically directs a Daring Do poster out and into the corridor.)*

**Rarity:** There! Now nothing is cluttering the castle.

*(Cut to her four collaborators as they gather near the map table. All of the accoutrements they added have been stripped away.)*

**Rainbow:** *(dryly)* You're right. There is literally *nothing* cluttering this castle.

*(On "nothing," cut to a long overhead shot of them, showing that the entire room has been stripped back to its pre-makeover condition. Cut back to floor level after she finishes.)*

**Fluttershy:** What do we do now?

**Rarity:** *(crossing to them)* I hate to be the bearer of more bad news— *(gesturing at a window; it is now late afternoon)* —but it's almost sunset! We don't figure this out soon, it's going to look like we didn't lift a hoof to help her! *(Cut to Rainbow, now hovering several yards up.)*

**Rainbow:** *(exasperated)* Why is this so hard? We're Twilight's best friends. This should be easy for us.

**Applejack:** She said it herself. If anypony should be able to make her feel comfortable in her new home, it's us. *(She removes her hat and holds it to her chest.)* If we can't do it...

**Fluttershy:** ...then Twilight will be stuck living in a castle that just makes her feel... *(head dropping)* ...sad.

*(Cut to the corridor outside the throne room, then to a different one, then to a broad gallery; her last word reverberates clearly in each silent space. The camera then returns to an overhead shot of the five; Applejack has donned her hat again.)*

**Pinkie:** Wow, Fluttershy! I didn't know you could be loud enough to echo.

*(Fade to black.)*

### Act Three

*(Opening shot: fade to Applejack, Fluttershy, Rainbow, and Rarity doing the following, respectively. Sitting glumly on haunches behind one throne and poking listlessly at the hat lying on the floor in front of her; hunch down miserably; fly laps above the map table; pace in place.)*

**Rarity:** *(muttering to herself)* Can't believe I let go of the portrait. If it had just been me as the decorator, I would— *(A panicked Pinkie pops up in the fore.)*

**Pinkie:** What do we do, what do we do? If Twilight comes home now, she'll be like— *(to Fluttershy)* —“What did you guys do?” And we'll have to be like— *(jumping up to Rainbow)* —“Nothing!” *(upside down, to Rarity)* And then she'll be like— *(to Applejack, peeking out around throne)* —“I was counting on you! Some friends *you* are!” And we'll be like—

*(Straighten up with a scream, a sob, and a bit of hyperventilation, then flop onto her belly in close-up. Zoom out; Applejack steps over to her, the trusty brown hat back in place.)*

**Applejack:** Calm down, Pinkie! We just need to figure out what we did wrong so we can make it right.

**Rarity:** *(from o.s.)* Well, *I* didn't do anything wrong. *(Cut to her.)* I did exactly what I would do if this were my home. *(Rainbow drops toward her level.)*

**Rainbow:** But it's *not* your home. It's *Twilight's* home.

**Rarity:** *(pointedly)* Where she keeps all her *Rainbow Dash* trophies? *(Close-up of the racer.)*

**Rainbow:** Touché. *(Cut to Fluttershy during the next line.)*

**Fluttershy:** Maybe we're all a little guilty of making ourselves feel at home instead of Twilight. *(All but Applejack deflate a notch.)*

**Applejack:** Come on, y'all. *(pacing a bit)* We just need to think about Twilight. What was it she loved about livin' in the Golden Oak Library? *(Fluttershy stands up, smiling.)*

**Fluttershy:** Oh, everything. *(The others catch on to her mood.)* The books, the smell of books— *(Pinkie stands up.)* —the joy she felt from organizing books...

**Rainbow:** Remember that time I crashed into all those books attempting my Sonic Rainboom after you guys just cleaned up? *(Laugh, then sigh.)* That was good times. *(Cut to an incensed Applejack.)*

**Applejack:** Yeah, for you, maybe.

**Rarity:** *(from o.s.)* Oh, and Applejack... *(Cut to her.)* ...remember when we were stuck having a sleepover there? *(laughing a bit)* Oh, that turned out to be so much fun.

**Pinkie:** *(animatedly)* Remember the time it got blown up to smithereens?

*(They have recalled moments from “Sonic Rainboom,” “Look Before You Sleep,” and Part Two of “Twilight’s Kingdom,” in that order. Pinkie’s contribution, unfortunately, throws a brick through the vibe of warm reminiscence; it takes a couple of seconds for her to figure out her misstep.)*

**Pinkie:** Wait, no. That was the worst.

**Applejack:** *(smiling wistfully)* We had a lotta good memories there, though. That's what made the Golden Oak Library home.

*(General sounds of assent from the other four, followed by the blond mare pulling in a beaming gasp as a brainstorm strikes.)*

**Applejack:** That's it!

*(Dissolve to a store showroom full of beds, tables set with folded/rolled blankets, and display cases stocked with pillows. Talking with one of the customers is Davenport, the blue-cardigan-clad proprietor of Quills and Sofas, as seen in "Owl's Well That Ends Well"—evidently he has decided to expand his product offerings a bit. At the far end of the room are Spike, testing out a bed, and Twilight. Zoom in slowly on them.)*

**Twilight:** *(testily)* How's that one? Too soft? Too hard? Too lumpy? *(He cracks an eye open and glances at her.)*

**Spike:** Um...

*(His perspective, panning from her to the nearest window, through which the sun is now seen starting to drop behind the mountains. Back to him, now sitting up.)*

**Spike:** ...just right! I'll take it!

**Twilight:** *(smiling, relieved)* Oh, thank goodness! I thought you'd never find one you liked. Let's find a sales-pony and get outta here.

*(Davenport steps up behind her with a grin as she says this.)*

**Spike:** Sounds good to me.

*(He trails off upon seeing, through the window, the other five mares trotting/flying past with shovels carried in hooves and magic.)*

**Spike:** I...um...

*(For "um," the view cuts to Rainbow outside; she twirls her free front hoof in a "keep stalling" gesture, then flies ahead. Back to Spike, who chuckles nervously.)*

**Spike:** *(pointing out window)* ...uh, do you hear that?

*(Another chuckle; now he throws himself spreadeagle onto the mattress and pushes on one spot, making creaking noises with his mouth to simulate an obnoxious spring. A second later, he has jumped off and is crossing past a puzzled Twilight and Davenport.)*

**Spike:** Too squeaky. Better keep looking.

*(To which the Princess can only clap a front hoof to her forehead with a frustrated groan. Dissolve to a long shot of the ruined library, the other five gathered at its front door.)*

**Applejack:** *(sighing)* Maybe my plan won't work after all.

*(Head-on view; the shovels have been deposited on the ground before them, and all spirits are down in hooves. Glancing upward, Rarity begins to smile and fit a few thoughts together.)*

**Rarity:** Of course it will, darling. I can see it! You and Fluttershy stay here. Rainbow Dash and Pinkie Pie, you come with me. We're going shopping! *(trotting off)* We'll meet back at the castle.

***Same style/tempo/key as start of Act One song  
Strings out for start of verse***

*(Pinkie and Rainbow follow her out, while Applejack and Fluttershy get shovel handles in teeth. The farmer is first to put her blade into the dirt.)*

**Applejack:** It's not the things that you gather 'round  
*(Fluttershy directs a crew of burrowing animals to start digging.)*

**Fluttershy:** It's not how much you own  
*(Rarity trots out of a shop, floating a shopping bag. Behind her, Pinkie has the handles of a few more in her teeth and Rainbow flies backward out the door, chompers clamped onto many more. They get briefly stuck in the frame and need a good pull to come loose.)*

**Rarity:** The things that hold the meaning in your life  
*(All three head for the castle.)*  
Are the memories you've sown

***Strings/brass/full drums in***

*(The throne room. Pinkie dumps out several bags; Rarity, her reading glasses on, carefully runs a thread through a gemstone; Applejack brushes/blows dust off something large and woody.)*

**All five:** So we make, so we make, so we make this castle a home  
*(When the view clears, Rainbow is airborne and running a rope over a pulley mounted near the ceiling. Applejack and Pinkie bite down on the free end and pull.)*

So we make, so we make this castle a home  
*(Fluttershy and Rainbow follow suit on a second rope, with Rarity—her glasses off—watching carefully as the huge mass slowly rises.)*

So we make, so we make this castle a home

*(All five trade a round of congratulatory smiles. Cut to the star atop the castle's highest tower and tilt down slowly.)*

***Song ends***

*(When the camera reaches ground level, Twilight and Spike come into view, on their way toward the front doors. The baby dragon is carrying something. Cut to a set of closed doors within; one swings open from the other side and the Princess puts her head through.)*

**Twilight:** Hel-loooo? *(Open farther; here comes Spike, a stack of cushions in his grip.)* We're home!

*(Zoom out to frame the end of this corridor; the other five gallop/fly toward them.)*

**Other mares:** Welcome home!

*(Another corridor; Twilight walks slowly along it, the others following. Spike has put away his load.)*

**Twilight:** *(slightly crestfallen)* Oh! I, uh...love what you've done with the place. You did such a good job of... *(Close-up; she stops.)* ...preserving the integrity of the original design.

**Spike:** *(from o.s., exasperated)* Aw, come on! *(Cut to frame all seven.)* It looks exactly the same! *(to the other mares)* Do you know how hard it was to keep her from coming back here?

*(Cut to him and Rarity.)*

**Spike:** *(pulling at his cheeks)* I never want to see another dust ruffle as long as I live!

**Twilight:** *(from o.s., puzzled)* Wait. *(Cut to her.)* Keep me from coming back here?

**Rarity:** *(chuckling)* It took a teensy bit longer than we thought. *(Applejack doffs her hat and holds it to her chest.)*

**Applejack:** What really makes home feel like home isn't what it looks like. *(smiling, glancing toward others)* It's the memories you make when you're there.

**Rarity:** So we made something that celebrates the memories we've made with you since you moved to Ponyville.

*(Cut to just inside the closed doors to the throne room. These are opened from outside by Fluttershy and Rainbow in the air, and the five on the ground walk in; Applejack has her hat on now. Twilight glances upward, her mouth falling open in stunned silence. A cut to the room proper shows that everything is as it was after the well-meaning but insensitive quintet finished pulling all their accessories out of it. However, a tilt up toward the ceiling picks out one item that was definitely not there before: a massive tree stump with roots still attached, from which strings of glowing gems in various colors hang down. The group's earlier activities now make sense—they dug up the remains of the library, trimmed down the stump, fitted it with lights, and hoisted it into place.)*

**Fluttershy:** *(flying to one string, Rainbow to another)* The ornaments on the chandelier are reminders of all the fun we've had together. *(Close-up of one stone.)*

**Pinkie:** *(from o.s., nudging it; zoom in)* That one shows your party at the Golden Oak Library welcoming you to Ponyville.

*(The touch causes an image to appear in the center: the main reading room packed with ponies, and Pinkie hopping around a perplexed Twilight—the new arrival’s party in “Mare in the Moon.” Cut to Fluttershy, flying up to a different one.)*

**Fluttershy:** *(nudging it)* The time we shared donuts after the Grand Galloping Gala.

*(Close-up of this one as she finishes, zooming in: the six in their ruined dresses, gathered around a table at Pony Joe’s donut shop and laughing along with Princess Celestia in “The Best Night Ever.” Back to ground level; Twilight boggles at the entire spectacle.)*

**Rarity:** We were hoping that being able to look at your beautiful old memories would inspire you to make new ones.

**Applejack:** And the best part of it is— *(Long shot of the room.)* —it’s made from the roots of the Golden Oak Library, so you’ll never forget where you came from.

*(Fluttershy and Rainbow fly back down, and all six who were in on this scheme cringe slightly, fearing the worst. Twilight, though, just stands and stares for a long moment before turning to face them, joyful tears brimming in the big purple eyes.)*

**Twilight:** It’s exactly what the castle needed. *(They rush together into a seven-way group hug.)* And I *am* ready to make new memories here. *(Break apart.)*

**Pinkie:** Then let’s start right now with a new-memory cake!

*(One giant grin and sprint away later, she is walking back in with a seven-tiered masterpiece on her back, each tier frosted in a different color.)*

**Pinkie:** Seven-Layer What’s-That-Flavor Mystery Surprise! *(pointing out one layer’s decorations)* These *might* be chocolate chips, or they might be super-spicy black beans!

**Twilight:** Let’s go to the dining room.

*(Cut to just inside the closed doors to this area.)*

**Twilight:** *(from outside, through door)* It’s a little sparse, but— *(Her magic opens them and the group enters.)* —at least there’s a table and chairs. *(Stop short.)* Whoa! *(Zoom out slowly.)* What happened in here?

*(As she is leading them in, she misses the enigmatic smile and cocked eyebrow on Rarity’s face. Cut to her perspective of the room—now thoroughly and tastefully decked out with banners, flowers, and glowing gem lights on the walls. A gold light fixture hangs above the table, which is laid on with an abundance of treats and sporting an ice sculpture of a unicorn.)*

**Twilight:** Last I checked, this place was empty! *(Back to the seven.)*

**Rarity:** I couldn’t help myself! *(Close-up.)* It was just begging for the personal touch! *(Pan to Applejack on the start of the next line.)*

**Applejack:** Truth be told...I couldn't either. Your kitchen might have some rustic farm décor, Twilight.

**Rainbow:** And there may or may not be some Daring Do posters up in your library.

**Fluttershy:** And some stuffed animals in your bedroom. *(The detonation of an o.s. confetti cannon shakes the entire room, accompanied by a splat.)*

**Twilight:** What was *that*?

*(Long shot of the group. This blast has reduced Pinkie's cake to mush and plastered it all over her, Applejack, the floor, and the doors.)*

**Applejack:** *(sighing wearily)* One of Pinkie Pie's confetti cannons.

**Pinkie:** Whaaaat? It's not my fault I hid them so well! *(All laugh.)*

**Applejack:** *(during laughter)* Oh, Pinkie...

*(Fade to black.)*