

The medical sarcophagus hummed and clicked in the darkness.

Strange displays mounted at the head of the device provided readouts in an alien script: heartbeat, respiration, brainwave activity. A pair of ventilators hissed as they fed oxygen through a myriad of tubes into the sleek metal coffin, breathing for the patient inside. Glowing alert indicators – mostly green, a few yellow – provided diagnostic information to the alien technicians that swarmed around the machine.

Months had passed since they found her, more dead than alive. Even with their advanced technology it had been a gamble to resurrect her. The damage was simply too severe to predict what might wake up when the rejuvenation process was complete.

But where meat failed, metal could redeem. For rebirth to succeed, only the tiniest bit of flesh needed to survive. Their augmentations could take care of the rest.

And now the appointed day had come. The lead technician stroked a loving hand across the polished metal surface – his sole charge since the project began – and whispered to it.

“Are you ready?”

The sarcophagus beeped.

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They wheeled her through the airlock into the operating room. It was the only room in the moonbase pressurized to standard Earth levels, to reduce the strain on her battered body. Unlike the aliens or their queen, she could not survive in a vacuum.

Yet.

The operating room lights slowly came on, revealing a stark, sterile space of steel and ceramics. A single table rose from the center of the room, a flat slab with grooves for fluid runoff along its rim. Hidden panels in the walls slowly opened, revealing a terrifying array of cybernetic augmentations – artificial organs suspended in neoprene nutrient tubes, titanium bones arranged by size, enough prosthetic limbs for a dozen ponies.

And weapons – so many weapons. An arsenal that would make Death proud.

High above the operating room floor metal shutters began to open, revealing the windows of an observation gallery. Through the thick glass the lead technician could make out the distinctive outline of their queen taking her seat. He spent a few moments arranging the sarcophagus next to the operating table, and then turned to the window.

“My queen,” he called up to her. “We are ready to begin the operation!”

“**Excellent, Doctor,**” she replied, her melodious voice echoing in their minds. “**You may**

**proceed.”**

He turned back to the table, his eyes alive with anticipation. At his command the sarcophagus opened, and his assistants transferred the pitiful, mewling thing inside to the table. He selected a variety of helpful tools – bonesaws, scalpels, sutures – from a small handcart while the others disconnected tubes and wires from the patient.

It was more art than science, what he did. The flaws of nature and evolution were varied and profound, and fixing them meant every sculpture he created was unique. They deserved no less, his children.

The operation lasted for days.

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“Rarity? Rarity, can you hear me?”

“Mmuh? Five more minutes...”

“Wake up Rarity. It’s your birthday.”

The unicorn’s eyes shot open. She was resting on a gurney in some sort of workshop. Beside her Luna, princess of the moon, stood with wide, hopeful eyes.

“The operation was a success, Rarity,” she said.

She looked down at her body. Her pristine white hide glimmered in the faint light, unmarred by any sign of the horrible trauma she had suffered. Rich purple ringlets dangled in her eyes, a sign that her mane was as luxurious as ever.

She took a trembling step off the gurney, and noticed that she felt... powerful was the only word for it. Like her limbs were coiled springs, ready to launch her into action. The world around her seemed sharper, more in-focus than before, and scents seemed clearer.

It was definitely a step up from being in the sarcophagus.

“We made some improvements, Rarity,” Luna said. “Here, take a look.” She guided the unicorn over to a full-length mirror.

The vision that greeted her was stunning. Rarity had always been a beautiful pony, but their doctor had turned her into a perfect pony. Every line of her face was pristine; her svelte body was lean, but rippled with the promise of strength. All over her body her skin was tight and smooth as a young filly’s. Her chrome wings shone with a dazzling—

Wait, wings?

She hopped back a step, startled, and her wings flared out to their full size. Chrome, and polished to a mirror-like shine, the articulated limbs looked like they had been stolen from an

angel. Every feather was its own piece, and fit with unerring perfection next to thousands of its kin. They glimmered like stars.

“Do you like them?” Luna whispered, coming to stand beside her in front of the mirror.

She couldn't answer. She was too busy staring.

“There's more,” the alicorn said. “Your bones have been replaced with advanced composites that should resist breaking under almost any strain. Most of your skeletal muscles are now electro-myomer fibers infinitely more powerful than flesh. We took out your heart and put a small fusion reactor in its place – it will need changing in about 200 years, assuming normal usage patterns.”

“Well, this is a lot to absorb,” Rarity said. “Anything else?”

“Oh yes!” Luna cried, excited. “You'll notice a variety of weapon functions in your heads-up display. Missiles, beam collimators, even a few old-fashioned cannons.” As the princess spoke various ports and panels opened in the unicorn's hide, revealing the hidden weapons she described. Most of her mass appeared to be dedicated to such instruments, it seemed.

“How European!” Rarity said, “But tell me, what happened to my horn?”

“Oh, well, that was an aesthetic decision, I'm afraid. After we replaced your brain you lost most of your magic anyway, so we figured it would just look silly.”

“Hm, I suppose. Replaced my brain, you said?”

Luna nodded. “Meat-based brains are so inefficient. You have an advanced hyper-threaded crystal-lattice processor now. It's not only more powerful, but also let us remove some of your silly inhibitions about killing!”

Rarity scoffed. “Dear, believe me, I had no such inhibitions left for those dastards who abandoned me.” She paused. “Still, I do feel more... hm, free? Yes, more free now.”

“All part of the program!” Luna said. “Oh, I almost forgot, your hoofblades!”

A pair of wicked, curved scythes extended from her hooves as Luna spoke, nearly tripping her before they folded neatly along her fetlocks. They gave her forelegs the impression of a praying mantis waiting to strike.

“Oh ho!” Rarity said as she recovered her balance. “These look like fun!”

“They are! But don't just take my word for it, try them out yourself!” Luna gestured toward a nearby technician.

“Don't mind if I do!” she shouted, rearing up on her hind legs before the startled alien. The scythes extended to their full length, and flashed as she brought them down in a wicked arc on

his helpless body.

“Wahaha!” she yelled. “Oh yes! These are amazing, Luna!” Her hooves flew up and down, cleaving the helpless technician into pieces. “It’s like butter! They’re going through him like butter! Oh god, Luna, it’s better than sex! You have to try this! Yes! Oh, yes! Yes...” she slowly trailed off as she noticed everyone in the room, including Luna, was staring at her in horror.

“Er... is something wrong?” she asked meekly.

“I meant... I meant the target dummy,” Luna said, her hoof still in the air, pointing at the object next to the dead technician. It appeared to be a pony-shaped mannequin, with bulls-eyes drawn on the head and torso.

“Ohh... OH! The target dummy! Of course!” Rarity took a step back and slapped a hoof to her head, her face flushing with embarrassment. “Oh dear. Well, don’t I just feel like a silly filly right now.” She looked down at the fallen alien.

“And you!” she cried, grabbing his severed head. “You poor dear! I am sooo sorry about all this. I promise... Ew! Oh, it’s dripping! Luna, it’s dripping! Ew, ew, ew...” She set the head down on the rest of the corpse, and gave it a light pat. “There, all better. So sorry, again.”

Luna cleared her throat. “Well, this is a good opportunity to point out that your fur has a non-stick Teflon coating now.” She walked up to Rarity and wiped a hoof across her chest. “See? The blood and gore come right off!”

Rarity perked up. “How marvelous! Now when I’m out in the rain with Applejack, I don’t have to worry about my coat getting dirty!” She paused, then added, “And when I *murder* Applejack, it won’t get dirty either!”

“That’s the spirit!” Luna said. “So, want to get started?”

“Not just yet, I’m afraid. There’s something I’ve been putting off for far too long.”

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“Hello, Luxury Lotus Spa? Is that you, Aloe? Yes, this is Rarity! Eeeee! I know, I know, I thought I was dead too! Oh, I have so much catch up on! Uh huh... uh huh... well, how about Tuesday? At least three hours I’d say, this moon dust gets just everywhere, and I do mean everywhere. Will Fluttershy be there? Oh, oh dear. A wood chipper? Well, I always said those spells were dangerous. Mhm... okay, I’ll see you then! Tell Lotus I said ‘hi!’ Taaaa!”

**Michael Bay Presents:**  
**My Little Pony: Friendship is Magic: Revenge of the Unicorn God Slayer: Part 3: Flight of the Cyber-Pegasus:**

# Part 1

Nearly the entire town of Ponyville turned out for the dedication ceremony.

After rebuilding the Town Hall (again), the surviving members of the city council decided it would be appropriate to commission a statue honoring the brave heroes who died fighting the alien menace. Although thousands of ponies fell in the two conflicts, the sacrifices of three in particular were deemed vital enough to the defeat of the alien hordes that a special monument was appropriate.

A sea of pastel colors filled the town square. Ponies from as far away as Canterlot came to pay tribute to the three brave mares whose likenesses were about to be unveiled. As their closest friend and leader of the resistance forces, Twilight Sparkle was asked to provide some short remarks. She nervously approached the wooden lectern on stage, her notes hovering in the air before her.

“Friends, family, distinguished guests, thank you all for coming,” she began. “When I was told that the town was preparing a monument to the brave ponies who saved us from the alien hordes, I was of course honored and humbled. Even afterwards, when it was pointed out that the statues were of the dead ponies and not myself, I was still pleased.” The crowd clapped appreciatively.

“Rainbow Dash was the first to fall,” she continued. Behind her ponies pulled a tarp away from the leftmost stone statue, revealing a granite sculpture of a heroic pegasus in flight. It bore only a passing resemblance to the mare, but the expression on its stone face – self-confident enthusiasm – was instantly recognizable. “She died the way she would have wanted to: flying.”

The crowd cheered again. A faint voice near the stage could be heard yelling, “Aw yeah!”

“Fluttershy overcame her own fears, and valiantly offered herself as a test pony for a dangerous spell that might have won the war for us overnight,” Twilight said. The shroud on the rightmost statue was whisked away, revealing a meek-looking pegasus gazing up at the heavens. “She knew what she was doing was dangerous, but volunteered anyway.” She paused and shuffled her notes. “I mean it. She knew it was dangerous. I warned her. Anyone who tells you different is lying.” She glared at the crowd for a moment, and then nodded.

“And Rarity!” Twilight half-turned, tossing a hoof up to the center statue as its cover was removed, revealing a gorgeous unicorn, her features perfectly proportioned. She stood on her rear legs, her hooves reaching up to the sky as if to grasp the sun.

“Rarity, the Spirit of Generosity, who gave her own life so the rest of us could live!” The lavender unicorn paused for a moment, her throat tightening. Not a few eyes in the crowd began to water. “She was the greatest of us! Her bravery was more than Rainbow Dash or Fluttershy’s – she was... she was the only one of them I really loved.” She broke off with a sob.

“What the fuck, Twilight,” Rainbow Dash called from the side of the stage. “I’m right fucking here, you know!”

Twilight paid her no heed. She fell to her knees in tears. Friends, neighbors and even strangers left the crowd to join and comfort her. The rest slowly dispersed, and life in Ponyville went on.

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Rarity's first flight was memorable.

Most young pegasi, when learning to fly, ran down hills with their wings spread. If they ran fast enough the air would gently lift them, and they could float the rest of the way to the ground. It was a safe, enjoyable tradition passed down from sire to colt, dam to filly, with every generation.

Although the moon had hills, of a sort, Rarity did not bother with them. Nor did she bother with her wings -- as the moon had no atmosphere to speak of they served no purpose other than to look pretty. She was fine with that.

Instead small ion thrusters emerged from recessed compartments in her ribcage, located where a normal pony's lungs would be hiding. They accepted telemetry data from her on-board navigation system, cross-checked the lunar gravitation and magnetic fields, and tilted into proper firing positions.

Rarity left the surface of the moon at several times the speed of sound, if such a thing had any meaning in a vacuum. The twin ion thrusters, fed by the fusion heart burning in her chest, glowed like stars. She was travelling nearly 25 miles per second when she reached the Equestrian atmosphere.

Now her wings did come in useful. They stretched out to their full length and began to catch the stray gas molecules that composed the upper atmosphere. Ponies on the ground, 100 miles below her, might have been able to see a faint glow similar to the aurora, if its gentle light were not drowned out by the sun.

Her course took her nearly a quarter of the way around the planet. As she descended the air grew thicker, and her wings began to heat as they shed more and more of her velocity. Around the point of maximum deceleration a sun-like corona enveloped her streaking form and lit a burning trail through the heavens. The sky across entire continents trembled as she passed overhead.

Her body still glowed when she finally landed, spilling heat and light like a steel ingot just removed from a forge. The grass beneath her feet blackened and burst into flames as she passed; puddles, graced by her hooves, exploded into steam. Flames licked the air around her mane, and slowly grew dimmer as she cooled.

She had considered, during the several-hour flight from the moon, simply landing in Ponyville and obliterating the town. It had a certain poetic finality: an exclamation point that emphasized

her hatred for the place and simultaneously ended it.

But in her heart (or fusion reactor, if you prefer), Rarity was an artist, and revenge was an art form. She wanted to make a statement. She wanted her friends to know why she was killing them.

Also, there was the spa to consider.

So instead she landed a few hours outside of town, near a rough biker bar that catered to the wrong type of crowd. Garishly dressed prostitute ponies gathered in twos and threes outside, whistling to leather-clad stallions passing through the cracked glass door. A long row of motorcycles was parked out front, around which lounged several rough, smoking biker ponies adorned with tattoos and exotic piercings.

Rarity did not stop at the bar because she had to. None of the swill it served was appropriate for a refined unicorn. Her taste in drinks did not run to beer, much less the cheap piss that was to be found inside. What the crowd lacked in taste it made up for in smell.

No, Rarity did not have to stop at the bar. She *wanted* to.

“Ahem, pardon me sir,” she said to a hulking, rust-brown stallion with a spiked black mane. He was half-perched atop a monstrous chrome bike, speaking in low tones to a pair of street mares when she approached. A shiny leather vest and chaps stretched painfully to accommodate his frame. Fetlock-high boots studded with silver rivets protected all four hooves.

He turned to stare at her. The two mares took in her chrome wings, gorgeous looks and flawless coat. Their eyes narrowed.

“I’m so sorry,” she continued, “but I was just passing by and I couldn’t help but notice your... well, shall we say, your costume.” She ran a hoof down the leather vest. “And since I needed a ride, I figured you would be a good pony to ask for a favor.”

“Huh?” he said.

“I’m not being clear, am I?” she said. “Let’s try smaller words: I need your clothes, your boots, and your motorcycle.”

He was silent for a moment, then snorted. The snorts built into guffaws, then outright laughter. The mares began to laugh as well, clutching each other to stay upright as their bodies shook. Finally the stallion recovered, stepped fully off the motorcycle to tower over her, and responded.

“You forgot to say ‘please.’”

Just under one minute later Rarity sped away from the bar on her new motorcycle, heading down the road to Ponyville. Behind her a shivering, naked, crying biker pony huddled next to the burning remains of his clothes and boots. The street mares, being prudent, watched the



spectacle from inside the bar with the rest of the crowd.

There was nothing wrong, to Rarity, with being slow and deliberate when wreaking vengeance upon one's foes. Crimes against fashion, however, had to be dealt with on the spot.

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"General, I think I liked this room better when we used it for storage."

The decorated pony at the head of the situation room took the comment in stride. "Yes ma'am. Again, I apologize for interrupting your dinner. If I'd known you were having company over, I would have--"

"Thank you, general, that will do," Celestia interrupted. "Let's just get started."

The graying military pony took a sip from a glass of water, and turned slightly to indicate the large projection screen at the front of the room. A picture of a seedy biker bar surrounded by detectives, constables and guards filled the frame.

"Earlier today we received a report of an attack at a watering hole a few hours south of Ponyville. According to witnesses, a partially robotic pegasus brutally assaulted an innocent pony and stole his motorcycle."

"A... partially robotic pegasus?"

"Yes ma'am."

"I... you know what? Fine. Why not. What else?"

The general hit a button on his remote. A new picture flashed onto the screen: a smokey contrail against an orange sky.

"There have also been reports from around the world of a small, fast-moving meteorite that appears to have landed in the vicinity of this same bar, shortly before the alleged assault took place."

There was silence around the table. The military and civilian ponies on either side stared at the projection screens, then at the princess.

"General, I'm confused," said an oily-looking bureaucrat pony seated to the princess's left. "After the last invasion, we spent hundreds of billions of bits on your 'Space-Based Early Warning Pony.'" He pointed to an adjacent screen at the head of the room, which displayed a lonely pegasus in a space suit floating against a black, star-speckled background.

"Yes, and we do appreciate your continued support for that program."

"The thing is, general, at the time you promised it would detect and prevent alien invasions."

"I recall saying it would *help* detect and prevent invasions, yes."

"And did it do that for us this time?" the bureaucrat asked.

"Not yet, no."

"Not yet? You think there's a chance it still might?"

"Gentleponies," Celestia broke in, "I appreciate the opportunity to discuss military appropriations, but we have more pressing matters to deal with at the moment. General, please continue."

"Yes ma'am, thank you." The general shot a smug glance at the bureaucrat, then returned his attention to the projection screens.

Suddenly, there was a huge explosion!... on the screen.

"General, what was that?" Celestia asked after the glare from the projection died down.

"We're not honestly sure, ma'am," he said. "We've been monitoring a large number of seemingly random explosions around the world. They don't appear to have any connection with the plot, and we're checking to see if any other summer blockbusters are filming today."

The ponies around the table mumbled quietly, nodding.

"Very good, general. Back to this robotic pegasus, then."

"Yes ma'am. We've increased security at various vital installations around the kingdom," he said. "The palace, the city approaches, Air Force Stables and the like. If this cybernetic pony comes near, we'll put an end to it."

"And how will we do that?" the bureaucrat asked. "With our 'advanced spear technology?' How well did that work last time?"

The general's ears tilted back to lie against his head as he glared at the other pony. "It worked better than spending all our money on social projects, didn't it? How many aliens did schools and universal health care stop?"

The two might have come to blows had not Celestia intervened. The faint throb of an impending migraine nestled into her skull just behind her horn.

"Councilor, general, let's not lose sight of the real problem," she said. "This... robotic pony needs to be found and stopped. Where did you say it was last seen?"

"It was headed to Ponyville, your majesty," the general responded.

"I see. Have we sent any forces there to protect our citizens?"

“No ma’am. We’re confident the special forces ponies already stationed there will be able to take care of this incursion without outside assistance.”

“Special forces ponies?” Celestia tilted her head in confusion. “Oh dear lord, general, please tell me you don’t mean...”

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Rainbow Dash was enjoying her customary mid-afternoon nap when the loud rip of a motorcycle engine intruded upon Ponyville’s bucolic silence.

She was splayed out atop a low-hanging cloud in a position that would have been considered obscene if anyone were able to see it from the ground. A more responsible pony might have saved the nap until after the day’s weather business was done, but Rainbow Dash had long since honed her procrastination skills to a razor edge. With the cottony fluff of the cloud cradling her, and the warm gentle sun toasting her belly, there was simply no chance of returning to work any time soon.

The roaring motorcycle shattered her pleasant, sun-and-cloud-and-Soarin-filled dream. She rolled to the edge of the cloud, prepared to give the inconsiderate biker a piece of her mind, but froze when the rider came into view.

“Rarity?” Her mouth formed the shape of the word, but no sound emerged, so stunned was she. The motorcycle passed clean beneath the cloud and continued down the road to Ponyville, sending tiny animals running for cover along the way.

“H-hey, wait!” She dove off the cloud, her wings snapping open to catch the air in pursuit of the fashionista. “Rarity! Wait!” Ahead of her the motorcycle pulled to a stop.

The cyan pegasus soared to a halt next to the bike. She opened her mouth to speak when she caught the chrome wings, and her thought processes tumbled to a halt.

“Rainbow Dash?” Rarity said, her eyes wide. “I thought you were dead?”

“I thought *you* were dead! And where did you get those wings?”

“Oh, these things?” She stretched the wings out to their full extent, a thousand metal feathers catching the late afternoon sun like diamonds. “Just a little something I picked up. As to the dead thing, I asked first!”

Rainbow Dash stared at the wings, her jaw slack. After several seconds Rarity’s comment broke through the mental fog.

“Oh, well, uh, I got better!” She scratched at her mane with a hoof. Rarity remained silent, her eyes narrowing slightly.

“I mean, Twilight brought me back!” she continued. “Something about secret alien

technology.”

Rarity bristled. “They brought you back to life, but not me?”

“Twilight wanted to,” Rainbow Dash blurted. “But there was only enough for one of us!”

Rarity stomped a hoof. “Why didn’t they use it on me, then? I sacrificed myself so they could escape, and this is how they repay me?”

“Oh, about that... apparently there was a focus group.”

“A focus group? To see which of us to bring back?”

Rainbow Dash nodded. “Yeah. Twilight said I tested better with the target demographic.”

“The target demo-- what target demographic?! Morons? The blind? Didn’t they ask who was more fabulous?!” she cried.

“No, they... um...”

“What? What?!”

“Well, they asked who should be in the next movie.”

Rarity was apoplectic. Targeting reticles appeared in her vision superimposed over Rainbow Dash’s head and heart. Weapon safeties disengaged. Readouts displaying ammunition loads, minimum arming distances and error probabilities (all nearly zero, at this range) scrolled across the bottom of her eyesight.

“Er, Rarity? Are you okay?” Rainbow Dash asked. The white pegasus was staring at her with an unusual degree of intensity.

“I’m... fine,” she said through tightly clenched teeth. “Just fine.” She took a deep breath, mentally banishing the combat displays. Rainbow Dash was not one of the ponies who killed her, after all.

“Darling, I’m heading to the spa for a bit,” she said. “But if you should happen to see Applejack, Pinkie Pie or Twilight Sparkle, please let them know I am looking for them. We have... important business to discuss. Yes, important business.”

“Uh, yeah, sure,” Rainbow Dash replied. “Right away! Heh heh.” She gave Rarity the widest, most genuine grin she could manage.

Rarity gave her a final, unnerving look, then climbed back on the motorcycle and sped off without a second glance. After her heart calmed back to a more normal rhythm, Rainbow Dash took to the air, seeking out her friends.

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Twilight Sparkle was deep in some book or other when Rainbow Dash crashed through the library's front door. This was not an unusual occurrence at the library, so Twilight finished the page she was on before looking up.

"Scootaloo's not here, Dash," she started. "I don't know where... Er, is something wrong?" The cyan pegasus had slammed the door shut behind her, and was leaning against it with all her weight. Her breath came in short, frantic gasps.

"Twilight! Rarity's back!"

Twilight blinked.

"She's back, and I think she wants to kill you!" Rainbow Dash continued. She moved to a window and peered out of it, poking her head just far enough above the sill to see outside.

"What?"

"I just saw her ride into town on a motorcycle! She said she needed to see you, Pinkie and Applejack about something important!"

"Why would she want to kill... oh, right." Twilight jumped to her feet. "We've got to run! To Canterlot!"

"She said she was going to the spa," Rainbow Dash said. "Knowing her she'll be there for a few hours. We can stop by Pinkie and AJ's houses and—"

"There's no time!" Twilight interrupted. She cantered in a panicked circle. "Everypony for themselves!"

"Twilight, calm down. She's the Spirit of Generosity, right? Maybe if we talk to her she'll forgive you?"

"You don't understand!" Twilight ran up to Rainbow Dash and put her hooves on the pegasus's shoulders. "We didn't just kill her, we shot the entire second movie without her! She'll never forgive that!"

Dash went pale. "Ohmygosh, she did mention the focus group... we need to warn the others!"

"No! No! No time! Run!" Twilight cried, and burst out the door. A few seconds later Rainbow Dash saw her run past the window, her mane flapping in the wind.

Rainbow Dash sighed and trotted after the frantic unicorn. Applejack and Pinkie Pie were big fillies and could take care of themselves – Twilight Sparkle, on the other hand, was doomed without assistance.

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The Books and Branches library was missing its proprietor when Rarity arrived.

She knocked, because she was polite, and pushed open the front door, expecting to see her friend Twilight Sparkle buried in some book or other in the main room. Instead the foyer was empty. A quick check of the kitchen and the upstairs loft suggested the lavender unicorn was not home.

A fluttering whisper caught her mechanically augmented ear. She turned just in time to see Owlowicious fly in an open window and perch on a wooden stand next to Twilight's writing desk.

"Owlowicious!" she cried. "How marvelous to see you again! Oh, I can't believe it's been so long." She trotted over to the bird and lightly scratched at the feathers covering his chest. He preened under the attention.

"Tell me, have you seen Twilight?" she asked. "It's very important I speak with her."

"Who?"

"Twilight, Twilight Sparkle? Your mistress?"

"Who?"

She scowled at him. "Don't play smart with me, ruffian. You know very well who I'm talking about."

"Who?"

"I know you can talk, Owlowicious!" she growled. "I was in the first movie, remember? Now, where is Twilight?"

"Who?"

"That's ENOUGH!" Her foreleg folded open along a hidden seam, wires and circuits suddenly visible beneath the false skin. Titanium bones shifted in place to allow a large-bore cannon to emerge from its concealed compartment and point directly at the owl. A series of loud clacks filled the room as hydraulic rams chambered a single high-explosive round and snapped the breech shut.

"Say 'who' again!" she shouted. "Say 'who' again. I dare you. I double-dare you, motherfucker! Say 'who' one more goddamn time!"

"..."

"..."

“...who?”

There was a flash and a bang that shattered every window in the library. A drifting pile of scorched feathers floated in the sudden silence of the room as Rarity put an end, once and for all, to the stupid owl joke.

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Applejack dropped the last of the dirty dishes into the sink to let them soak. Big Mac and Apple Bloom had already departed the kitchen for their evening chores and homework, respectively. The golden rays of the setting sun broke through the clouds to the west, and filled the kitchen with a warm light.

Finding herself with a few extra minutes, Applejack decided to indulge in one of her favorite past times -- apples. She trotted over to the pantry and picked one from each of three separate bins: a golden delicious, a red delicious, and a granny smith. With her prizes in hoof she returned to the table, arranged the fruits before her, and was about to feast when she heard heavy hoofbeats outside.

“Big Mac? That you?” she called out, looking away from the apples for a moment. There was no reply. She shrugged and turned back to the apples, again ready to partake, when the door behind her opened.

“Are you goin’ deaf, big bro--” she said as she turned, coming to an abrupt halt as she took in the shape before her.

Rarity let the door swing shut. Pleased to see she was alone with her quarry, she walked delicately up to the table with Applejack, and peered with interest at the three colorful fruits.

Applejack was not the smartest pony in Ponyville. That was Twilight Sparkle by a wide margin. However, she was possessed of a deep well of common sense and intuition. Other ponies often turned to her for level-headed advice on every topic imaginable, including apples.

Common sense told her to be careful.

“Rarity,” she began. “You’re lookin’ well.”

“Why thank you, Applejack,” Rarity said. “Just got out of the spa! But that’s not what you meant, is it? You meant I don’t look dead.”

Applejack took her time answering. “Welp, there is that,” she said. “I’m mighty glad to see you healthy an’ whole, though. I bet the others will be too.”

“Mhm, go on.”

“Maybe we should go visit them now? I’m sure Celestia’d be very happy ta see you. We could

all go down to Canterlot and meet the princesses--"

"I'm touched by your interest, Applejack," Rarity said. "But I had something I wanted to discuss with you in private."

Applejack sized Rarity up. Aside from the wings, which were baffling, and the lack of a horn, she didn't look much different than any other day after the spa. But there was something about her, some ineffable quality that screamed "predator."

"Ah'm always glad to talk, sugar," she said slowly. "What's on yer mind?"

"It's about the time I died, actually," Rarity said. "Oh, where are my manners? You were about to have these apples, weren't you? Let me help." She raised a hoof above the table. A long curved metal spike shot out from her ankle, faster than Applejack's eyes could follow. The wickedly serrated blade came down and passed, seemingly without resistance, through each of the apples, sending them rolling in halves across the table surface.

Applejack remained very still.

"I do love apples, you know. Fruit of the gods, and all that," Rarity said. She delicately speared one of the hemispheres with her blade and brought it to her lips for a nibble. The pair spent a few minutes in silence while Rarity ate. Applejack no longer felt hungry.

"So, back to the topic at hand," Rarity said. "Do you remember the last words I spoke on that alien ship, Applejack?"

Applejack shook her head.

"Are you sure? It was when I was banging on the door of the escape capsule, trying to get back inside before the ship blew up? Do you remember that?"

Applejack nodded.

"Ah, yes, I remember now," Rarity continued. "I said something along the lines of being willing to sit on your lap." She paused. "Was that such a horrible idea, Applejack? Was there some reason it wouldn't have worked?"

"Rarity, we were all so very grateful when you volunteered to leave the escape pod--"

"Can you imagine what being on that ship was like, after you three blasted away to safety?" Rarity interrupted. "I mean, at the time I was in horrible pain from burns caused by the capsule's exhaust, but I still felt rather... what's the word? Ah, betrayed. I felt betrayed, Applejack."

"Ah'm so sorry you feel that way, sugarcube," Applejack said. She glanced over her shoulder at the door, wondering if Big Mac was close enough to hear her yelling for help.

"Oh, don't be," Rarity said, waving her hoof. "Everything worked out for the best. And do stop



looking around for help -- it would never reach you in time.”

Applejack started to rise from the chair, but Rarity apparently wasn't done with the lecture. She reached out with the hoofblade and lightly pressed it against Applejack's chest, forcing her back to the seat.

“Now now, we're almost done,” she said. “I just want to imagine how things could have been. Imagine if you three had changed your mind and let me back into the escape pod. I could have sat on your lap as we escaped, and we wouldn't be having this conversation.”

Rarity pulled her blade back as she leaned forward, close enough to kiss. “I've studied the capsule designs, Applejack. The seat could have held both of us.” She climbed into Applejack's lap, curling herself around the frozen pony. “We would have been cozy, yes, but what's a little cuddling between friends? I'm sure the others would have been jealous.”

Rarity sighed. “But no, that's not what happened. Instead you three left me to die, and we find ourselves here.” She nestled into Applejack's lap, and sat silently for a few moments.

“Do you have any thoughts, Applejack? You really should say them now.” She pulled her head back to look at the other pony, who was trembling. “Nothing? Cat got your tongue?”

Applejack wheezed something unintelligible. Rarity frowned and leaned closer.

“I'm sorry, come again?”

“hvrghy...” Applejack gasped.

“Oh dear, I didn't stab you accidentally, did I?” Rarity stepped off the earth pony, checking for blood. “That wasn't part of the plan.” She paused for a moment. “Yet, anyway.”

There was no blood on Applejack, though she continued to wheeze for a bit. Finally she recovered enough breath for a single word.

“...heavy...” she rasped.

Rarity bristled. “Applejack, you should never say that to a lady. Seriously, I know you're a farmer, but that doesn't excuse basic manners.”

“No, Rarity,” Applejack managed, “ah think ah'm hurt.”

Rarity jerked back as if slapped. “What are you implying?” she cried. “I'm as svelte as any filly in this town!”

Applejack managed to stand for a moment, then promptly sank to her haunches. Her rear legs wouldn't support her weight, and her ribcage felt like it was filled with shards of broken glass.

“Rarity, ah’m serious,” her voice was softer than Fluttershy’s. “You weigh more than Big Mac.”

The cyber-pony flinched as if struck. “That.. that’s impossible! I’ve never weighed more than 300 pounds in my life!”

Applejack decided to lie down until the pain in her legs and pelvis subsided. She knew she should probably be running for help, but her legs voted not to cooperate in that effort.

Rarity didn’t notice; she was busy panicking. She pulled up various diagnostic modes in her HUD, seeking out basic specs on her new body. Something as simple as mass should have been near the top, but whoever designed the interface apparently hadn’t considered it important. She finally found the number under an appendix for use when calculating thruster fuel consumption.

1,951lbs.

The logical part of Rarity’s silicon brain told her to ignore the number. Weight was meaningless for a cybernetic organism, and besides she was just as trim and fit as before. Unless she happened to climb on top of someone, like the unfortunate Applejack, no one would ever be the wiser.

That part of her brain unfortunately lost out. The world outside of her HUD went entirely grey, leaving only the blinking mass indicator in the center of her vision. It was several minutes before Applejack’s quiet moans brought her back to reality.

By then her original plans were entirely forgotten. She fled the room by crashing through the nearest wall and jumped, her wings reaching out to catch the air and propel her into the sky. As soon as she cleared the cloud layer her thrusters engaged, and she shot back into space.

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Luna was in her office going over time cards for the latest pay period when a bawling, disheveled cybernetic pegasus crashed through the door. Behind her the corpses of several guards could be seen in the hallway.

Automated defensive systems activated the moment Rarity entered the room. Hidden turrets emerged from recessed cavities in the walls and swiveled to track the distraught pony. A high-pitched hum filled the air as powerful electromagnetic fields came online inside the railgun mechanisms. Before she was more than 20 inches past the door the first of several thousand razor-sharp tungsten-iron flechette rounds hit her chest, directly above where a normal pony’s heart would be.

Rarity didn’t notice -- her own defensive suite came online as soon as it detected the turrets’ presence. Only a few rounds managed to reach her coat before counter-battery lasers built into her shoulder acquired and engaged the left turret, their beams precisely slicing through the wires and capacitors powering it. Nanowire arrays in her hide realigned their magnetic fields as

they detected the flechette impacts, automatically hardening to a tensile strength that would make stellar core material jealous.

The second turret got off a few hundred more rounds before Rarity's electromagnetic countermeasure programs managed to infiltrate its software and disable its optical sensors. Blinded, safety restrictions forced the turret to automatically power down.

Less than a tenth of a second had passed since she broke through the door.

"Luna!" Rarity cried, coming to a crashing halt atop her desk. "Luna! I'm faaaaaat!" She finished with a wail, and broke down sobbing.

Luna, Princess of the Moon, sat with a singed time card in her hoof. Ricocheting rounds had neatly perforated every solid object in the room -- only her own magic had kept her from a similar fate. Outside, the hallway flashed with red alarm lights, and she could faintly make out the sounds of a small army moving down the corridor.

She sighed and pushed a button on her desk. The alarms went silent, and instead of an entire company of shock troops, a single alien guard entered the room, his rifle held in a low, ready position.

**"False alarm, captain,"** Luna projected, somewhat unconvincingly. **"I'll take care of it."**

The alien glanced around the shattered room, the cybernetic horror crying on Luna's desk, and the dead guards in the hallway, but managed to keep his thoughts to himself as he left. Luna made a mental note to promote him as soon as possible.

"Now then, what's wrong?" she asked the sobbing pegasus.

\*\*\*

"Luna, you know I deeply admire your sense of fashion and taste," Rarity said several hours after their office conversation. She lay on a plush grey couch in Luna's private quarters, her legs daintily tucked beneath her body as she watched the princess trot out of the kitchen. A bottle of champagne and a pair of glasses followed the alicorn, wrapped in a faint blue glow.

"I sense a 'but,'" Luna said. Quiet strains of jazz filled the room as she dimmed the lights to a level more conducive to her intent.

Rarity narrowed her eyes. "But," she said, "these aliens of yours, well, they are rather..." she trailed off.

"Unrefined?" Luna ventured.

Rarity tilted her head slightly. "Unrefined, yes," she allowed. "But—"

"Disturbing?"

Rarity nodded. "Certainly, however that wasn't what—"

"Idiotic?"

"Oh yes! I'm glad I'm not the only one who noticed that," Rarity said. "But more importantly, Luna, they are simply ugly." She paused and glanced at her friend, gauging her reaction. "I'm sorry you had to hear it like this."

Through an incredible feat of will Luna managed not to roll her eyes. "Rarity, they're monsters, they're supposed to be hideous. Can you imagine the reaction if I tried to invade with legions of dashing, fabulous shock troops? We'd be laughed off the planet." She hopped onto the couch next to the cyber-pony. "Now, half-glass or full?"

Rarity huffed, her chrome wings mantling slightly and filling the room with the faint sound of wind chimes. "It's quite possible to be stunning *and* ferocious, you know," she said. "I'm certain with a little work we could produce something acceptable to both of us. And a full glass please, it's been a long day."

The champagne bottle rose into the air on its own accord and topped off both glasses, which then floated to the two. Rarity grabbed the glass by the stem with her ankle; Luna simply levitated hers. They clinked the rims together in a silent toast, and each took a sip.

"So do you mind if I..." Rarity started.

"Play dress-up? No, go ahead. Just remember they have feelings too."

"Waha! Oh, thank you Luna!" She took another, longer drink from her champagne. Chemical sensors on her tongue detected the ethanol and relayed their findings to her silicon brain. Automated sub-routines slowed down the processor speed and introduced deliberate faults in logic and inhibition programs, producing the cybernetic equivalent of a buzz. A pop-up warning in her heads-up display asked if she wanted to terminate the effect, to which she happily answered no.

Luna smiled as the other pony relaxed and leaned against her. She put her glass down on the side table and tapped a button on the couch's arm. There was a click, and a disembodied voice filled the room.

"Command post, go ahead ma'am."

"I am not to be disturbed for the rest of the evening, unless one of my CCIRs are met," Luna said, speaking to the ceiling. "Do you understand?" She tried not to giggle as Rarity nuzzled her shoulder.

"Yes ma'am, CP out." Another click sounded and the connection terminated. Luna felt her mane shift as Rarity grabbed her crown in her mouth and pulled it away.

"Hey, that's an priceless heirloom." She grabbed the crown with her own mouth, provoking a

brief tug-of-war that ended in a truce of mutual nuzzles and more champagne.

Sometime later Luna set the empty bottle on the table, and glanced at Rarity. The white pony regarded her with half-lidded eyes.

“Say,” she said. “Would you like to try something a little... risque?”

Rarity arched an eyebrow.

“Bring up your physiological parameters menu,” Luna said. Rarity blinked in surprise, then assumed the distracted expression she wore when looking at her HUD.

“You are such a sweet talker,” she said dryly. “Oh my, this is a long list. What am I looking for?”

“Go to functions, then dimorphism.” There was a moment’s delay, and Rarity’s eyes grew wide as saucers.

“Luna, you little minx! Male *and* female?”

Luna blushed. “Well, I figured if we’re going to spend a billion bits on a cybernetic pony, we might as well spend a few extra million and have some fun with it.”

“I can’t fault you there, this promises to be... wait, hang on, there’s a third option?” Rarity paused, her eyes focused on something unseen. “Big Mac?”

An icy wave broke over Luna’s body. Her pupils contracted to points. “Er, that’s an experimental mode,” she said. “And frankly not one I think either of us are ready for. Why don’t you back out of that menu and we’ll—”

“Oh my god, look at it! Luna, LOOK AT IT! WAHAHA!”

“Oh Jesus, it’s... No, Rarity! Down! DOWN! Computer, emergency override, code Luna nine five, uh, alfa, oh fuck what’s the code? Computer! Emergency over--Rarity, down! NO! NOOOOOO!!!”

*Meanwhile...*

It was a boring shift for the alien guards in the hallway. As their base was on the moon and their foes had no way to reach them, this was to be expected.

A loud banging sounded through the door of the princess’s private quarters. They started in surprise, and stared at the locked portal.

“Should we...” one began.

The other shook its head. “Command said she’s not to be disturbed—”

A faint scream could be heard from inside the room.

“—for any reason,” it finished.

It was an interesting shift for the alien guards in the hallway.

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