

## **HURRICANE FLUTTERSHY**

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Note: Unless specifically indicated otherwise, all mentions of ponies in this episode refer to pegasi.

### **Prologue**

*(Opening shot: fade in to a patch of tranquil daytime sky and tilt down to follow Rainbow Dash's swooping, looping descent toward the town square. A close-up reveals a pair of saddlebags on her back.)*

**Rainbow:** Calling all pegasus ponies! *(tossing notices from the bags)* Meeting tonight!

*(They flutter to the ground, where assorted ponies give them a look; one lands in front of Derpy Hooves, another on Fluttershy's head. When the latter pulls it off and reads, the contents send her into a panic and a full-speed retreat. She takes cover behind a barrel, near two violet-eyed mares who are perusing their own copies. On the left is Cloudchaser: spiky, white/light-blue mane/tail striped similar to a raccoon's tail; mane carelessly tied back in a big loose ponytail, shooting-star cutie mark. Flitter stands on the right: light blue-green mane/tail, the former held back with a large pink bow, cutie mark of several dragonflies. Their coats are nearly the same shade of light blue-violet, Flitter's being a bit lighter.)*

**Flitter:** *(reading)* "Mandatory meeting for all Ponyville pegasi." *(Fluttershy zips away.)*

**Rainbow:** Library tonight! Be cool or be mule!

*(Pulling the bags off her back, she dumps the rest of her load over the street. Quite a few of them end up piled on and around a bucktoothed mule; Rainbow swings down to him.)*

**Rainbow:** No offense. *(She flies off.)*

**Mule:** None taken.

*(Dissolve to the exterior of the library, with a sizable crowd on its way in through the front door. Night has fallen, and all the windows glow with light; Rainbow greets the arrivals at the step.)*

**Rainbow:** All right, go on in. Find a seat.

*(After they have all done so, she glances in to do a quick head count—and is not entirely pleased with the result, judging from her exasperated groan. She flies away from the door and fixes her attention on a particular tree.)*

**Rainbow:** You too, Fluttershy.

*(Two slightly surprised blue-green eyes wink into existence on the trunk, which splits around its circumference at about a pony's shoulder height. Fluttershy stands up, the top section balanced on her head and the "stump" around her body lifted clear to expose her hooves.)*

**Rainbow:** *(pushing her toward library)* Come on, let's go.

*(Fade to black.)*

## OPENING THEME

### Act One

*(Opening shot: an old black-and-white film leader is displayed against the black screen, counting down to the start of the picture. It gives way to a rearing pony silhouette against a starry white field as the soundtrack comes on: bright, dramatic, a bit cheesy, marred by static due to the film's age. The picture quality has suffered as well, with plenty of scratches and spots. From here, dissolve to a pencil drawing of a cloud above a patch of ground; it rains, the sun comes out, and plants grow as two ponies hover overhead. The overall effect is similar to a cheaply made educational film from the 1950s.)*

**Announcer:** Every living thing depends on the life-giving nourishment of rainwater.

*(Cut to a map of Equestria, including Cloudsdale; gray clouds pop out from here and drift over various locations to shower them.)*

**Announcer:** And it is up to Cloudsdale to provide rain-filled clouds to every corner of Equestria.

*(Cut to an earth pony silhouette; three thought bubbles with question marks appear around it. These change to display a fire hydrant, watering can, and faucet.)*

**Announcer:** But how, one pony might ask, does Cloudsdale gather all this extra water?

*(The screen goes blank on the end of this, after which a crudely drawn tornado spins up from the center and a thunderclap is heard.)*

**Announcer:** Tornado power!

*(A circle of ponies is seen flying in formation.)*

**Announcer:** That's right. Pegasi-driven tornado power.

*(They do so over a pond, from which a tornado forms and extends up through their center.)*

**Announcer:** A team of pegasi combine their wing power to create a jumbo tornado... *(Tilt up; water shoots upward from its top.)* ...powerful enough to pull water out of the local reservoir... *(Again; the water reaches Cloudsdale.)* ...and funnel it all the way up to Cloudsdale.

*(The screen goes blank; now wings appear, one by one, to form an inverted triangle.)*

**Announcer:** Remember, pegasi.

*(Zoom out; many more wings appear as well as the camera zooms out. The number 800 superimposes itself, and Cloudsdale begins pumping out drenching clouds.)*

**Announcer:** Your jumbo tornado must reach a minimum of eight hundred wing power to lift that water up to Cloudsdale.

*(An earth pony thinks hard, a “?” balloon appearing overhead.)*

**Announcer:** So the next time you're wondering, “Where does all that extra rainwater come from?”, just remember—

*(The presentation comes to an abrupt end when the film skips and burns away, leaving only a harsh square of white light from the projector. A confusion of voices is heard; cut to the library's darkened reading room, where the film had been running on a screen set up in here. Once the lights come up, the camera cuts to Spike at the projector and zooms in slowly past the annoyed ponies glaring at him. Coils of film stock have sprung loose from the reels, littering the floor and winding around every part of his body.)*

**Spike:** *(shrugging)* Uh...intermission? *(Rainbow hovers in front of the screen.)*

**Rainbow:** So, here's the scoop. Cloudsdale has chosen our own Highland Reservoir as source of the rainwater they need for all of Equestria. And you know what that means. It means it's up to Ponyville's pegasi to bring that water up to Cloudsdale. *(Excited murmuring from the crowd; Fluttershy, out of her tree disguise, registers unease.)* Not only that...

*(She pulls down a poster displaying several of the Wonderbolts in flight and Spitfire in close-up.)*

**Rainbow:** ...but Spitfire, captain of the Wonderbolts, will be here to oversee the water transfer and record our top tornado wind speed. Now last year...

*(Next sheet: a small picture representing a city, with a bar graph displayed above it.)*

**Rainbow:** ...Fillydelphia broke the wind speed record with a top speed of nine hundred and ten wing power. But I think we can do better.

*(Next sheet: same as the previous, but a village has been added, topped with a taller graph.)*

**Rainbow:** I think we can get a top speed over a thousand! *(More murmurs; more unease from Fluttershy.)* If each and every pony trains and trains hard to get their wing power numbers up!

*(A cough is heard from somewhere in the crowd; she points in its general direction.)*

**Rainbow:** That coughing better be from a popcorn kernel, Thunderlane!

*(Cut to a dark gray stallion with two-tone light gray mane/tail, the former cut in a Mohawk, and light brown eyes. His neighbors aim reproving/hostile looks at him; he grins sheepishly and throws a few shifty glances back.)*

**Rainbow:** *(from o.s.)* Nopony's getting sick on my watch! *(Back to her.)* So, are we gonna train hard?

**Crowd:** YEAH!!

**Rainbow:** Are we gonna be strong?

**Crowd:** YEAH!! *(Fluttershy looks nervously about.)*

**Rainbow:** Are we gonna be fast?

**Crowd:** YEAH!!

*(The yellow pegasus is absent from this shot, but a tilt down to ground level reveals her huddled on the floorboards, covering her eyes. Now the boss goes nose to nose with Bulk Biceps, seen in close-up: an overmuscled white stallion sporting a buzz-cut blond mane, crazed red eyes, a barbell cutie mark, a gold earring, and tiny wings that are laughably out of proportion to the rest of him.)*

**Rainbow:** Record-smashing fast?

**Bulk:** YEAH!!

*(She backs off before his yell. Cut to an extreme close-up of her at the screen/board and zoom out.)*

**Rainbow:** Who's with me?

*(Every single equine in the place, judging from the crowd response. She grins at the effect of her pep talk, but lets it turn into a grimace upon noticing an empty patch of floor where Fluttershy had been standing.)*

**Rainbow:** *(softly)* Fluttershy!

*(Dissolve to a running track that has been set up in the meadowlands outside Ponyville proper. It*

*is daytime. Several ponies are engaged in various exercises, and Rainbow—wearing a baseball cap and whistle—walks past a few who are limbering up.)*

**Rainbow:** Stretch those glutes, Flitter!...Nice flexibility, Cloudchaser!...A little too much flexibility, Blossomforth...Uh, somepony give Blossomforth a hoof...Let's see some faster trotting, Thunderlane!...Good pace, Silverspeed!

*(Blossomforth, a blue-eyed, gray-white mare with birdcatcher spots, a green/pink-striped mane/tail, and a flower cutie mark, has somehow wound up with one foreleg folded up behind her shoulders. Thunderlane's cutie mark, previously covered by his wings, is now seen as a lightning bolt issuing from a gray cloud. Rainbow blows her whistle as one pony lifts a barbell with wings alone.)*

**Rainbow:** Keep it up! We're gonna need all the wing power we can get to break that record!

**Bulk:** *(pumping a hoof)* YEAH!! *(He snorts out steam.)*

**Rainbow:** Good work, everypony! *(sighing, to herself; zoom in)* Everypony except Fluttershy.

*(The big lunk's gesture has shown the tips of his hooves to be the same blond color as his mane. Dissolve to the exterior of Fluttershy's cottage; Rainbow knocks at the front door.)*

**Rainbow:** Fluttershy, I know you're in there! You're avoiding tornado duty and I want to know why! Fluttershy, open—

*(The door swings open just enough to give her a view of one blue-green eye and a sliver of face that is covered with nasty red spots. Fluttershy soon steps out, dressed in a bathrobe and sporting a healthy crop of pustules. She puts on her best "sick" expression and voice, both of which are far-from convincing.)*

**Fluttershy:** Ah-choo. Hi, Rainbow Dash. *(Cough.)*

**Rainbow:** Fluttershy, what happened to you?

**Fluttershy:** Oh, I... *(Sniffle.)* I think I have... *(Cough.)* ...the pony pox. *(slumping against doorframe)* I'm sorry. I really, really wanted to come to Training Day today... *(She collapses with a sigh, then stands up.)* ...but this pony pox has really knocked me for a loop. Ah-choo. *(Back up; cough.)*

*(Inside, the coach leans through for a closer look.)*

**Rainbow:** Oh, you poor thing! You know, there's only one cure for pony pox. *(Close-up of Fluttershy.)*

**Fluttershy:** *(nodding)* I know. Plenty of bed—

*(A hard bolt of water comes down over her, eliciting a sputtering cry and leaving her with a faceful of red ink dribbles—the spots were painted on. Zoom out to frame Rainbow hovering nearby and holding a now-empty bucket.)*

**Rainbow:** Cold water! (*Cut to Fluttershy's hooves; she continues o.s.*) Those pony pox are clearing right up.

*(The dripping malingerer pulls in a soft gasp at having been bowled out so easily; the last of the ink is dripping off her hooves.)*

**Fluttershy:** You know, all of a sudden I'm...I'm starting to feel better. I... (*backing up*) ...I'll just get out of these robes and... (*She tumbles to the floor.*) Ow! Oh, my wing. Oh, ow. It's hurt. I guess I can't fly after—

*(For the record, she is doing an even worse job of faking this injury than she was with the pony pox. The farce ends when Rainbow blows her whistle directly into Fluttershy's face, scaring her out of the robe with a scream; cut to her, now hovering near the ceiling.)*

**Rainbow:** (*from o.s.*) Messed-up wing, huh? (*Fluttershy smiles, shrugs, and descends to her.*) Stop horsing around, Fluttershy. We've got a lot of training to do. Come on, now. (*laying a foreleg over Fluttershy's shoulders*) What's going on?

**Fluttershy:** Well, you see, uh, well...oh, Rainbow Dash! (*hugging one blue foreleg*) I just can't do it! I can't fly!

**Rainbow:** (*lifting off o.s.*) What are you talking about? (*swooping down past Fluttershy*) Just last week you went into that wicked nosedive to save that falling baby bird right before it hit the ground.

**Fluttershy:** But that was different. That was an emergency. This whole tornado thing—it's more like a performance, and you know how I hate performing in front of others. Don't you remember flight camp? (*walking away from Rainbow*) I couldn't gallop hard or fly fast, not with everypony looking at me.

*(Head-on view of her; the focus is on Rainbow in the background.)*

**Rainbow:** It wasn't that bad. (*Focus shifts to Fluttershy.*)

**Fluttershy:** You're right, Rainbow Dash. (*A wavering dissolve begins.*) It wasn't bad.

*(The view resolves into the two as fillies, standing on a cloud along with a coach stallion in red shirt and cap, whistle around neck. Both have their cutie marks, indicating that this flashback takes place sometime after "The Cutie Mark Chronicles." Filly Fluttershy stands nervously at the edge.)*

**Fluttershy:** (*voice over*) It was horrible!

*(With the wind picking up, the yellow flyer can only manage a few stammering whimpers as she looks down, the camera cutting briefly to the vertigo-inducing drop before her and back again. At the end of this drop is a large cloud marked by a ring of indeterminate smudges that can only be other colts and fillies. Her pupils/irises contract to terror-stricken points before the coach boots her off the cloud. She flails crazily in midair, gravity being asleep at the switch for the moment, and comes out in a spreadeagle position with her wings locked tight to her flanks.)*

*Down she goes, slap into the center of the cloud and the other youngsters.)*

**Fluttershy:** (voice over) All the other foals used to tease me... *(The wisps clear.)* ...a lot!

**Foals:** (mockingly) Fluttershy, Fluttershy, Fluttershy can't hardly fly!

*(Filly Fluttershy squeezes her eyes shut and mashes her front hooves into her ears to block out the repeating taunt. Wavering dissolve back to the present; now she has knelt before Rainbow and reached up to grab the master flyer's shoulders.)*

**Fluttershy:** Oh, I just can't risk that sort of humiliation again! *(Rainbow pushes her back.)*

**Rainbow:** Suck it up, Fluttershy! This is no time for... *(gentler tone)* ...I mean...confidence or no confidence... *(Zoom in slowly.)* ...I'm gonna need every pegasus to break the record, including you. I need every ounce of wing power I can get.

*(She reaches out to lift Fluttershy's chin, but the latter pushes the foreleg away.)*

**Fluttershy:** Oh...I-I don't think so, Rainbow Dash. *(Rainbow sighs and flies toward the door.)*

**Rainbow:** Thanks anyway. *(Close-up of her dejected face.)*

**Fluttershy:** (from o.s.) Wait! *(Zoom out to frame both; Rainbow stops.)* I'll do it.

*(The blue pegasus zips back to her, instantly all smiles.)*

**Rainbow:** You will?

**Fluttershy:** I will.

**Rainbow:** You're game?

**Fluttershy:** I'm game.

*(Now Rainbow is so elated that she grabs Fluttershy up and swoops her all around the cottage.)*

**Rainbow:** All right!

*(Once the victory lap stops, the camera zooms in to a close-up of Fluttershy's forced half-grin/half-grimace. Snap to black.)*

## Act Two

*(Opening shot: fade in to the running track during the day. Several ponies are gathered at one end of the infield, Twilight Sparkle and Spike near the middle, and another group watches at the outer edge. From this distance, Twilight has what appears to be a four-bladed desk fan set up on the grass; Cloudchaser and Flitter are nearby, watching. In close-up, the device is revealed to have a small gauge mounted at its base. The unicorn gives the blades a spin as Spike jots in a notepad and the two watchers step closer.)*

**Cloudchaser:** (pointing) What exactly does this machine do?

**Twilight:** (*proudly*) This is an anemometer. (*Close-up of the blades, tilting down; she continues o.s.*) It measures your accelerative velocity and translates it into wing power... (*Cut to the confounded pair.*) ...thus gauging your cumulative H<sub>2</sub>O anti-gravitational potential.

(*The tech-savvy unicorn beams at her own brilliance and taps her front hooves together.*)

**Twilight:** Any other questions?

**Flitter:** Yeah. (*She and Cloudchaser turn to Spike.*) What exactly does this machine do?

**Spike:** (*a bit irritated*) It tells you how fast you're flying and how strong your wings are.

(*A general "oh, now I get it" reaction from the crowd leaves Twilight fuming to herself, plain English having won the day over jargon. There comes a distant cough—Thunderlane's, judging from the sound of it—and the unicorn looks over the others' heads. A can of disinfectant spray floats up under her control and out toward the noise.*)

**Twilight:** Is that you again, Thunderlane? (*Cut to him; she continues o.s. while spraying him.*) Please! We need to have a germ-free environment! (*It floats back.*)

**Thunderlane:** It wasn't me! (*pointing to Blossomforth*) It was Blossomforth! (*Rainbow arrives.*)

**Rainbow:** Don't worry, Twilight. Thunderlane's just cooking up an excuse to spend Tornado Day in bed. (*pointing toward him*) Why don't you get over here and be our first test flyer, Thunderlane?

(*Cut back to him on the end of this; shooting Blossomforth a dirty look, he flies off. A feather falls off one wing as the latter coughs a bit. Thunderlane touches down at the starting line, drops into a crouch, and gets his wings cranked up; when he rockets ahead, the anemometer spins wildly in his wake. Twilight leans down to check the gauge after it has stopped.*)

**Twilight:** We have nine-point-three wing power! (*He takes a bow for the appreciative crowd.*)

**Bulk:** YEAH!! (*Spike takes notes.*)

**Rainbow:** Not bad, not bad.

(*She flies to the line and cracks every joint and feather in her body to loosen up and takes off, shedding the cap and whistle. The anemometer spins nearly fast enough to lift off on its own, Spike fights to hang on to his notepad, and every pony and dragon in the area can barely hold his/her position in the gale-force winds. The sole exception is Fluttershy, who is steadily pushed backward and eventually thrown clear of the ground. Once things have calmed down, Twilight straightens up with her mane in total disarray.*)

**Twilight:** Sixteen-point-five wing power! (*Cut to the crowd; wild cheers erupt.*)

**Rainbow:** (*from o.s.*) Now listen up!

(*Cut to her hovering above them, with cap and whistle back in place.*)

**Rainbow:** If each of you can get your numbers up to at least ten-point-oh wing power by the end of the week... (*Pan across them; she continues o.s.*) ...we'll no doubt set a new tornado speed



record! *(Back to her.)* We'll be number one!

*(The cheering group flies off in all directions, exposing a huddled Fluttershy on the grass. Zoom in on her, then cut to the fired-up team and their coach hovering in the sky. Fluttershy tries a couple of half-hearted flaps as their shadows pass around her.)*

*(Dissolve to a close-up of the anemometer; one mare flies past, and the camera zooms out to frame a properly groomed Twilight and Spike at their posts by the track. Rainbow watches with a critical eye as the unicorn smiles at the gauge's reading. A partial dissolve superimposes the notepad over the scene; as Spike jots down readings, the speed trials continue and the view behind it dissolves to a line of ponies advancing toward the track. The dissolve now completes itself and the pad fades from view; Fluttershy, last in line, runs into the stallion in front of her and topples backward. This one nearly maxes out the scale on his run, and Spike gives Rainbow a smug look when he shows her the list. A close-up of the page shows a value of 11.0 recorded next to a silhouette of his head—with Fluttershy's immediately below it.)*

**Rainbow:** *(from o.s.)* Impressive. *(Tilt down to Fluttershy's line.)* Fluttershy! Your turn!

*(Back to her, blowing the whistle and clapping her front hooves. The weak flyer slouches up to the line, her face telegraphing reluctance all over Equestria, and immediately gets a bad case of the shakes. As the others step a bit closer to the edge of the track and one filly eagerly gets her wings going, Fluttershy takes a deep breath and lifts off. The fact that she actually has some forward momentum comes as a happy surprise, but Cloudchaser and Flitter ruin the moment by pointing and laughing. Extreme close-up of the former's mouth, panning to the latter's and cutting to Fluttershy on the next line.)*

**Foals:** *(Fluttershy's memory)* Fluttershy, Fluttershy, Fluttershy can't hardly fly!

*(Panic takes hold and she slows to a glide just before reaching the anemometer. The blades turn only slowly for a few seconds; Twilight checks the gauge, but says nothing when Rainbow leans expectantly toward her. Cut to Fluttershy, who has touched down a bit farther along the track, facing away from the two. The next three lines are whispered.)*

**Twilight:** *(from o.s.)* Tell her. *(Others gather in.)*

**Rainbow:** *(from o.s.)* No, you tell her!

**Twilight:** *(from o.s.)* No, you! *(They look toward Fluttershy.)*

**Rainbow:** *(normal volume)* Um...great job, Fluttershy! You measured, uh...uh...

*(Cut to the worried flyer.)*

**Rainbow:** *(from o.s.)* ...point-five. Heh. *(Fluttershy smiles; cut to the pair, hunched down together.)*

**Spike:** *(from o.s., disdainfully)* Point-five? *(Pan to him, quill behind ear.)* Isn't that like...like, less than one?

*(Twilight whacks him upside the head, knocking the quill loose.)*

**Spike:** Ow!

*(The rest of the bunch slowly disperses as Fluttershy's eyes shrink to points and the taunt plays in her mind again.)*

**Foals:** *(Fluttershy's memory)* Fluttershy, Fluttershy, Fluttershy can't hardly fly!

*(During the previous line, the camera cuts to an extreme close-up of one ear and zooms out to frame her petrified face and the other ponies arrayed behind her. The chant repeats and overlaps on itself while the camera tracks around her in a tight circle, the background going red and manifesting dozens of pairs of staring eyes that gather to form a tunnel. A sinister basso begins to laugh under the chant. When she can take no more of this horror, she gallops off; the track backdrop re-establishes itself and she races between Cloudchaser and Flitter, sobbing at every step with her mane blowing back over her face.)*

*(Pan back to Twilight, Rainbow, and Spike.)*

**Rainbow:** Fluttershy, wait! *(She flies off and catches up.)* So some punks poked a little fun at you when you got stage fright. *(She stops; Fluttershy gallops on.)* Big deal. You aren't gonna go quit just because of that, are you?

*(Close-up of Fluttershy on the end of this line; she stops, back to the camera, then turns to face it. Tears are pouring from the blue-green eyes.)*

**Fluttershy:** *(sobbing)* Yes!

**Rainbow:** But I need you!

**Fluttershy:** I'm sorry, Rainbow Dash. I just... *(galloping away)* ...don't have the courage right now.

*(As she races across the meadow, the coach sinks to the ground and extends a forlorn foreleg after her, the camera zooming out slowly. Turning around, Rainbow kicks up a little dirt and plods toward the track.)*

*(Dissolve to a close-up of a stream bend as a squirrel jumps down into view and across a few lily pads, then tilt up. A small island marked by an old and twisted tree sits in the middle of the waterway; the squirrel hops over to it and along the edge. It is now later in the day, and quite a few other animals have gathered near the tree. The tardy squirrel moves in for a closer look; cut to just behind it and zoom in on a whimpering, inconsolable Fluttershy lying by the tree roots dead ahead. She is face down in the grass, with the critters ranged around her and her rabbit Angel combing out her mane.)*

*(A poke at one hind leg brings her head up, exposing a face streaked with tears and spotted with loose blades of grass, and the squirrel brings an acorn from its bulging cheeks and offers it up.)*

*Fluttershy snuffles and smiles, the vegetation falling away from her face.)*

**Fluttershy:** Aw— *(Cut to it; she pats the head and continues o.s.)* —thank you, but I’m afraid a couple of little acorns won’t solve my big flying problem.

*(Cut to Angel, now on top of her head. He points in another direction, from which a quack is heard, and Fluttershy looks over here. Zoom out to frame a duck and its two young nearby.)*

**Fluttershy:** I tried, but...oh, you should’ve seen those ponies laughing at me!

*(Close-up of two birds as they flutter down and each get a hank of her mane in their beaks to pull her up. Zoom out to frame her on the start of the next line; Angel is pushing her head up from behind.)*

**Fluttershy:** I know it’s important to have confidence in myself.

*(A badger standing on a tree root lets her have a piece of its mind.)*

**Fluttershy:** Yes, yes. *(Cut to it; she continues o.s.)* I do remember. The river was swelling... *(More chatter; it flops on its back.)* ...and you were scared. *(It sits up and talks again.)* Yes.

*(Cut to her.)*

**Fluttershy:** I did tell you to never give up... *(pulling at face)* ...and to believe in yourself.

*(Now it all falls together, her eyes widening as the camera pans slightly to frame Angel and company behind her. It takes her only another split second to find her nerve.)*

**Fluttershy:** You’re right, my friends. *(Cut to several of them; she continues o.s.)* I shouldn’t give up. *(Back to her; she rises into a hover.)* I will get my confidence up and show everypony that I am a good flyer!

*(The camera cuts briefly to the animals and back during this line, after which she launches herself straight up and breaks through the tree’s foliage to hover in clear sky.)*

**Fluttershy:** A great flyer!

*(The crowd cheers her on as best it can. Cut to a long shot of her above the island and zoom out slowly, then dissolve to a close-up of her hooves trotting in place on the grass. Each foreleg now bears a red/white striped sweatband, each hind one a white leg warmer with red trim at the lower edge. A longer shot frames her and several animals by the stream; she has also donned a red/white-striped headband, and Angel wears a coach’s cap and whistle.)*

*(At the white rabbit’s whistle, the yellow trainee lifts off and starts into a pass over the others, who don masks in the likenesses of other ponies at the tryouts. Fluttershy panics and claps her*

*hooves over her eyes while sailing o.s.; a crash, and the camera pans ahead to show her now embedded in the tree she has just hit. As soon as she takes in the scope of her blunder, her eyes shrink to points and she covers them again.)*

*(Close-up of a mouse being lifted into view, then zoom out. It is standing on Fluttershy's back as she does push-ups using her wings and the other animals watch. As soon as they clap on their masks, she loses her cool and hits the ground. The next shot frames a section of rope being stretched taut, with a red pennant attached to it, and a cut to one end shows a butterfly pulling at full strength. The rope extends over a mud pit; pan to Fluttershy, flapping and straining mightily on the other end. When she sees the masked observers before her, she stops pulling and instantly gets yanked backwards into the mud. From here on in, all observing animals wear the masks.)*

*(Now, cleaned up again, she leans down to Angel with a fiercely determined look. At his whistle, she lifts off and zooms ahead past the crowd and a dandelion with a full head of seeds—only one of which flutters loose from her passage. She does push-ups again with the mouse on her back, this time in a puddle of water; although she silently cries out, she keeps her wings pumping. To the tug-of-war again, set up in the grass rather than the mud pit; now, though, it takes three butterflies rather than one to drag her over the centerline.)*

*(Her next dandelion speed trial blows all the seeds loose, and when the push-ups resume, there are two mice and a squirrel on her back. Also, she is now using only one feather on each wing to support their weight and hers. A tear starts to run from one eye as one mouse unmask—and then it sucks itself right back up where it came from as she grimaces with pain and determination. The fierce look gives way to a huge grin. Back to the tug-of-war; now she swiftly yanks the rope to her side, sending a small flock of butterflies winging away from the other. A few small thuds mark their impact with an o.s. tree, prompting her to fly up and look worriedly after them—only to find both the insects and several birds cheering her success. Fluttershy beams and blushes at the response.)*

*(One more speed trial strips the seeds off an entire patch of dandelions, and a grinning Angel pops up to root her on. Cut to an extreme close-up of one seed floating past the trainee's identical grin and zoom out. She does one lazy twirl amid the scatter of drifting seeds, smiles gratefully down at the unmasked animals, and silhouettes herself against the sun with one foreleg extended in a dramatic pose.)*

*(Dissolve to a knot of ponies standing alongside the track. Flitter zooms past them, Twilight, Rainbow, and Spike for another speed run.)*

**Twilight:** *(checking anemometer)* That's wonderful, Flitter. Much better than yesterday.

**Rainbow:** This is crazy awesome! We're gonna smash that record!

*(A squirrel chitters, points, and nudges at Twilight's leg.)*

**Spike:** What did he say?

**Twilight:** Do I look like I speak squirrel? *(It carries on.)*

**Spike:** *(shielding eyes, peering into distance)* What's that?

*(The two mares follow his gaze. "That" is Fluttershy, flying in with the sun at her back and her training crew running/flying to keep pace. She has removed her workout gear, Angel has shed his cap and whistle, and the entourage passes all the ponies and settles down behind the starting line. Angel and a ferret massage her forelegs as she glares resolutely ahead; after they have backed off, she starts her engines and barrels ahead, flapping as if her life depended on it. The anemometer spins at a lively clip—but a close-up of the gauge shows that the needle has topped out barely halfway to the first mark.)*

**Fluttershy:** *(from o.s.)* Two-point-three? *(shocked)* Two-point-three? *(Cut to frame her backing away from it.)* That has to be some kind of mistake! I worked so hard!

**Twilight:** Fluttershy... *(Close-up of Fluttershy, tears in eyes; Twilight continues o.s., lifting her head.)* ...that's a huge improvement!

**Rainbow:** *(nudging her)* You did awesome, Fluttershy!

*(Zoom out on the start of the previous line to frame Rainbow hovering behind.)*

**Fluttershy:** No, I didn't! *(backing away a bit)* I thought I'd gotten over my nerves, but they still got the best of me! There's no way I'll fly with ten-point-oh wing power tomorrow! *(Rainbow drops next to her.)*

**Rainbow:** So you won't fly with ten-point-oh wing power. *(nudging her)* Every bit counts.

**Fluttershy:** *(bitterly)* How would you feel if everypony else was flying with ten-point-oh wing power and you were flying with two-point-five?

**Spike:** *(checking notepad)* Actually, it was only two-point-three and— *(Twilight whacks him in the head.)* Ow!

*(The hit leaves his head spines slightly askew, and she gives him a "zip it" gesture. Rainbow pulls her cap off uncertainly.)*

**Rainbow:** Well, uh...I'd feel, um...

**Fluttershy:** Exactly! Humiliated! *(sobbing, walking off)* I'm sorry, Rainbow Dash. I just can't do it!

*(The walk has turned into a trot by this point; all the animals chase after her.)*

**Spike:** It's okay, Rainbow Dash. You still got plenty of wing power for your tornado. You'll be able to lift tons of water up to Cloudsdale!

*(The end of this is accompanied by an upward-pointing finger. Deciding that this attempt at encouragement is getting absolutely nowhere, Twilight magically hoists him up by the raised digit and exits. Rainbow puts her cap back on with a weary sigh; cut to a long shot of her and zoom out slowly as other ponies fly past behind her.)*

**Rainbow:** If only there was a way to lift Fluttershy out of the dumps.

*(Snap to black.)*

### Act Three

*(Opening shot: fade in to a large, stone-lined pond—the Highland Reservoir—situated well outside Ponyville. It is daybreak, and Twilight, Rainbow, and Spike are gathered at the edge, along with a much larger version of the track anemometer. A long line of ponies stretches back toward the village. Tilt up quickly into the sky to frame Cloudsdale floating high above, with a tiny speck emerging to hurtle downward. It resolves into Spitfire; cut to ground level as she lands and the crowd cheers. Zoom out to put Rainbow in the fore, cap in hooves and a nervous smile on her face. She puts it back on, rearranges her demeanor for business, and lifts off to hover above the crew.)*

**Rainbow:** Are we ready to do this?

**Crowd:** YEAH!!

*(Twilight adds her voice to the multitude, and Rainbow lands as Spike comes running with his notepad. Close-up of her, about to blow the whistle until the dragon shoves the papers into view to stop her.)*

**Spike:** *(from o.s.)* Look!

*(A close-up of the page and tilt down shows a list of ponies' heads, all of which are checked off except for one—Thunderlane, marked with an X. Rainbow's mouth is left in view.)*

**Rainbow:** Lazy Thunderlane! *(Cut to her.)* Where is he? He's been trying to get out of tornado duty the whole time with his fake coughing and all. *(eyeing the line)* Rumble, where's your lazy brother?

*(On the end of this, pan away from and stop on a light gray colt with a short, swept-back, two-tone dark gray mane/tail. His eyes are violet, and he has no cutie mark.)*

**Rumble:** He's got the feather flu. He's down at Ponyville Hospital.

*(Spike holds up his pad, flipped to a different page that shows every pony but one X'ed.)*

**Spike:** But he's not the only one.

*(The news flash drops a very large monkey wrench into Rainbow's brain. Dissolve to a close-up of an abacus.)*

**Twilight:** *(from o.s., magically sliding beads)* Let's see. With those eight sick pegasi out with the feather flu... *(She straightens up into view with a gasp.)* ...oh, no!

*(Rainbow rushes up beside her, having ditched her cap and whistle for a pair of goggles propped on her forehead.)*

**Rainbow:** Oh, no! Don't tell me we won't be able to break the wind speed record.

**Twilight:** No.

**Rainbow:** *(toppling backward, relieved)* Phew!

**Twilight:** You might not have enough wing power to create a tornado powerful enough to lift the water to Cloudsdale!

*(Tilt up quickly to the sky city on the end of this, then cut back to the trio.)*

**Spike:** *(resignedly)* Well, should we pack up?

*(Rainbow glances toward the line, all of whose members are at a loss; pan from them to Spitfire, who checks a wristwatch on her foreleg with visible impatience. Long pause.)*

**Rainbow:** No! Of course not! *(pulling goggles over eyes)* Forget the record. *(flying up)* Cloudsdale still needs water!

*(Twilight and Spike hurry to their posts as she addresses the crew.)*

**Rainbow:** Okay, everypony! Let's give it all we've got!

*(Cut to them, putting their own goggles on, then pan to frame Spike stationed at an oversized alpenhorn on the start of the next line. The thing is on wheels and has a pegasus-head/wings carving set into its front.)*

**Rainbow:** *(from o.s.)* On the sound of the horn, we take off!

*(She glances down at Twilight, who flips switches on the back of the anemometer's base and then waves across the way. The number-one assistant sucks in a few bushels of air and lets them go through the horn, producing a bellowing blast that starts the ponies into the air. Rainbow watches them fall into formation and fly in a tight circle to start a tornado forming; the wind kicks up and the measuring device squeaks to life.)*

**Spike:** *(to Twilight)* You think they're gonna make it to eight hundred wing power?

**Twilight:** I sure hope so. *(Close-up of the gauge; she continues o.s. as the needle rises.)* One hundred and fifty wing power! *(Back to her.)* Two hundred and fifty wing power!

*(Inside the whirlwind, the flyers keep up the pace as Rainbow darts among them. Extreme close-up of the needle as it ticks past 500.)*

**Twilight:** *(from o.s.)* Five hundred wing power!

*(The water surface is now doing the cha-cha, with droplets springing up from the surface due to the pressure differential. Now the wind is so strong that Twilight has to grab one end of the anemometer's base to keep from being swept away; Spike digs his claws into the other, scoring the metal.)*

**Twilight:** Seven hundred and fifty wing power!

**Fluttershy:** *(from o.s.)* Twilight! *(Cut to her, hunkered down amid the gales.)*

**Twilight:** *(from o.s.)* Fluttershy! *(She is pushed back.)* What are you doing here?

*(The faulty yellow flyer ducks to avoid an uprooted tree.)*

**Fluttershy:** *(while being pushed back again)* I figured, if I couldn't help Rainbow Dash with the tornado... *(walking forward on forelegs)* ...the least I could do was offer moral support!

*(Close-up of Twilight.)*

**Twilight:** She could sure use it... *(Zoom out; Fluttershy has now reached her.)* ...considering eight pegasi are sick with the feather flu!

**Fluttershy:** Oh, no! That's terrible news!

*(Now the funnel cloud is really grooving and the water responds, a column slowly rising out of the Reservoir. One pony falters and is thrown backwards, knocking into others and setting off a chain reaction of collisions that causes the entire affair to disintegrate in seconds. The water splashes back into the Reservoir, and Twilight, Fluttershy, and Spike all duck as Rainbow shoots past. A thud and grunt from o.s.; cut to her, face slammed into a tree trunk. Two circular chunks of wood fall away to expose her eyes, which bug all the way through the trunk as the rest of her crumples to the ground. Twilight and Fluttershy gallop over.)*

**Twilight:** Are you okay?

**Rainbow:** *(muffled, trying to pull loose)* I'm fine!

**Twilight:** Oh, you were so close to the eight-hundred-wing-power minimum. I'm sorry, Rainbow Dash.

*(She pouts to herself as the multicolored motorhead yanks free of the trunk and shakes her head clear. The goggles have come off.)*

**Rainbow:** We've got to try again! *(She takes off.)*

**Twilight:** *(telekinetically pulling her back by the tail)* But you've pushed your crew to their limit already! *(Rainbow hits the ground with a yelp.)* If you break apart again, somepony could get hurt!

*(Close-up of Rainbow on the end of this; a violet foreleg points across, and she follows it with her eyes. Pan to show ponies standing, sitting, lying all around and a couple in the water; some have clearly fared better than others.)*

**Twilight:** *(from o.s.)* You should quit! It's not safe! *(Back to the pair; Rainbow knocks Twilight back.)*



**Rainbow:** No! One more time! I gotta know we gave it our all! If I'm going down, I'm going down flying! *(She lifts off and addresses the crowd.)* Come on, ponies! Let's make this happen!

*(The crowd voices its hearty agreement...)*

**Bulk:** YEAH!!

*(...and the horn sounds off again. Spike watches with combined wonder and glee as the shadows glide over him and the squad quickly falls in. Close-up of the anemometer vanes as they start to turn, then tilt down to Twilight and Spike at the gauge on the start of the next line. Fluttershy continues to abstain.)*

**Twilight:** Okay, here we go. *(Needle moves; she calls overhead.)* One hundred wing power!

*(Extreme close-up of the display, now ticking up to 200.)*

**Twilight:** *(from o.s.)* Two hundred! *(It rises to...)* Five hundred!

*(Within the tornado, Rainbow moves through the circling flyers; all have their goggles back on.)*

**Rainbow:** Stay in position! Flap those wings! FASTER!! *(Ground level; Twilight looks up, shielding her eyes.)*

**Twilight:** Seven hundred!

*(The whirlwind continues to churn above the Reservoir. Another close-up of the gauge, with the needle hovering at 750.)*

**Twilight:** *(from o.s.)* Seven hundred and fifty wing power!

*(Fluttershy is flung backward by the maelstrom, slamming against the base and pinning Spike to it; Angel is clinging to her mane.)*

**Spike:** *(rubbing his head)* They fell apart right after this!

**Fluttershy:** Oh, I'm too nervous to look! *(She covers her eyes; cut to inside.)*

**Rainbow:** Come on...just a little harder...

*(Close-up of the water surface. As before, small droplets pop upward and a large mass begins to rise.)*

**Rainbow:** *(from o.s.)* I can see the water trying to funnel through! *(The gauge, now just below 800.)*

**Twilight:** *(from o.s.)* Seven-ninety-five! *(Cut to her.)* They are so close! *(Pan to frame Fluttershy as well; she has peeled away from Spike.)* Fluttershy, they need you up there!

**Fluttershy:** I won't make a difference!

**Twilight:** You *can* make a difference!

**Fluttershy:** My measly two-point-three wing power is still too little!

**Spike:** *(eyeing gauge)* It's sticking at seven-ninety-five! I don't know if they got any more in 'em!

**Twilight:** Do it for Equestria! Do it for Rainbow Dash!

*(Close-up of the yellow non-flyer's scrunched-up face and tight-shut, streaming eyes.)*

**Twilight:** *(from o.s.)* Do it for yourself!

*(A pair of goggles is floated over to her; Fluttershy looks at them, then toward a beseeching Twilight with the deepest trepidation, and finally forces down a gulp. Putting the goggles on, she rushes to the edge of the Reservoir and sets Angel down. The high-velocity wind instantly blows him back to hit a nearby tree, and he slides down and waves encouragement with some of the other animals. As soon as Fluttershy extends one tentative hoof over the stone lip, she is sucked into the tornado with a yelp.)*

*(Inside, she is buffeted this way and that for some moments before getting herself moving in the right direction. Rainbow looks back over her shoulder and smiles upon catching sight of her friend; close-up of the anemometer gauge, whose needle starts to shift just a bit.)*

**Twilight:** *(from o.s.)* It's moving! *(Cut to her and Spike.)* She's doing it!

*(The two winged ponies continue their maneuvering; back to the gauge and still-inching needle.)*

**Twilight:** *(from o.s.)* Seven-ninety-eight! She's surpassed her best wing power number!

*(Back to her; all smiles, on the end of this. A very different story is now unfolding within, though; one pony after another passes Fluttershy, who begins to flag badly. Her ears perk up as the all-too-familiar taunt plays in her mind and images of three heads float before her—Cloudchaser, Flitter, and a stallion.)*

**Foals:** *(Fluttershy's memory)* Fluttershy, Fluttershy, Fluttershy can't hardly fly!

*(Now on the verge of a total meltdown, with the camp mates' laughter ringing in her head, she claps hooves to eyes—then pulls them away with a sudden burst of anger.)*

**Fluttershy:** NO!!

*(The specters evaporate and she rockets ahead of the crew.)*

**Stallion:** What was that?

**Mare:** I think it was Fluttershy!

*(Extreme close-up of the gauge, zooming out slowly as the needle hits 800 to set off a beeper and flashing light set at this mark, then cut to within the cyclone. The water from the Reservoir has*

*nearly reached the top of the tornado; outside, it bursts upward to form a long, graceful arc that touches down in a large hopper at the edge of Cloudsdale. Spitfire's jaw hangs open in unadulterated disbelief as she lowers her goggles and Twilight and Spike jump happily, holding on to each other.)*

**Twilight:** She did it! She did it! They all did it!

*(They keep doing it until the last of the water has been sucked away. Spike then half-runs, half-jumps over to the horn and blows a note; the combination of his momentum and the wind causes the thing to roll away with him. In response, the tornado slowly dismantles itself, leaving a spiral of ponies to fly up and o.s.; they come down, cheering and stomping, and Rainbow joins them in short order. Her goggles are down around her neck, and she takes in the celebration for a second before looking up worriedly. Tilt up into the sky to frame Fluttershy—still flying in circles and evidently so amped up that the “stop” signal never registered with her. Only a cloud set in her way by Rainbow finally brings her to a halt.)*

**Rainbow:** Whoa, girl, take it easy!

**Fluttershy:** Wha... what? Did we do it?

**Rainbow:** Yeah! We did it! *(She hugs Fluttershy.)* You did it!

*(They trade a high five with their wings, laugh, and touch down next to Cloudchaser and Flitter. Fluttershy's goggles are now down around her neck.)*

**Flitter:** Great job, Fluttershy! That was awesome!

**Cloudchaser:** Yeah. We couldn't have done it without you. *(Pan to frame Spitfire on Rainbow's other side, goggles now on forehead.)*

**Spitfire:** Nice job, Rainbow Dash. *(nudging her chest)* You may not have set a new record, but you showed a lot of guts. *(Close-up of Rainbow.)*

**Rainbow:** Thanks! But if you want to talk guts, then you gotta give it to my number-one flyer. *(Zoom out slightly; she gestures to...)* Fluttershy!

*(The mare of the hour manages a timid half-smile, then cringes at the volume with which Rainbow delivers her next line.)*

**Rainbow:** Let's hear it for Fluttershy!

*(Close-up of Fluttershy, being tossed into the air.)*

**Crowd:** *(from o.s.)* Fluttershy, Fluttershy, Fluttershy can really fly!

*(Spike bounds merrily away, playing a small flute made from a forked tree branch. Twilight follows him, then Rainbow and Spitfire, and finally Fluttershy, smiling and waving as the cheering crowd carries her off.)*

**Fluttershy:** *(voice over; dictating)* “Dear Princess Celestia: Sometimes you can feel like what

you have to offer is too little to make a difference. But today, I learned that everypony's contribution is important—" (*Angel and the animals give her props.*) "—no matter how small." (*The procession heads down the road.*) "If you just keep your head high, do your best—" (*Tilt up into the sky.*) "—and believe in yourself, anything can happen."

*(The camera stops on Cloudsdale, whose weather machinery kicks on and begins to send out the first rain clouds of the season. Fade to black.)*