

Fallout Equestria: Starlight

Chapter 35: Endgame, Part 1

You see, Nightmare Moon, when those Elements are ignited by the... the spark, that resides in the heart of us all, it creates the sixth element: the element of... magic!

Truth. The coldest and most difficult of all things. Truth is the end, the beginning, the middle. Truth is all. All is truth. There is nothing more. The cold, hard, truth of it is... we all fail.

Failure is inevitable. It is *expected*. I have failed more times than I can count. That is the honest truth. The truth we tell ourselves when we are alone. The truth we hide behind falsehood for the sake of others.

In the very end of things, we all face the truth. That we are not as strong as we think we are, that the cold grasp of death eventually takes us all. That no matter our successes, in the end we are failures.

What comes next is my ultimate testament to failure. My hidden truth. The truth that I can never accept, that I turn away from even when I wake alone in the middle of the night. That I am merely a vessel, a soul without guidance.

That I am not a pony.

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“Ooh! New friends, new friends!” the pink alicorn exclaimed with a bubbly demeanor that underlied her true intentions.

I grimaced. Of course she would have to show up. Laughter. The bad feel tingling at the base of my spine only intensified as I heard the pounding of hooves behind us. Something truly awful was about to happen, not just to me, but to the ponies from the *Overcast* as well.

“Heretics!” I heard Silver Sage shout, causing me to wince. “Defiling the holy place!”

“Silver Sage!” I called back, looking everywhere for Laughter’s pink form. “Take your ponies and run! It isn’t safe here!”

The unicorn stomped a hoof indignantly. “No, heathen witch! You cast your mind magic on me! I will not succumb to your – URK,” the stallion began to shout back.

My eyes widened and I turned. The pink alicorn stood next to him, her tail embedded in his chest like a blade. It withdrew slowly, the wound gushing blood as she gleefully grinned. I hadn’t even seen her move, let alone cross the clearing. The Children of the Cathedral who had been behind their leader were visibly frightened by the deadly mare.

“You talk far too much, silly pony,” the alicorn said. She placed a hoof on the dying pony’s shoulder, sending him to the ground in a heap. The pink mare turned to face the crowd of ponies that had gathered. “Now then... anypony else feel like talking up a storm at me?” Silence. She grinned wickedly. “Good. Now then, unless you want to be one of my new friends, you can get LOST!”

If the assemblage of ponies weren't scared before, they certainly were scared shitless after that. They scrambled to run away under the steely gaze of the demonic pink alicorn, who merely grinned and turned back to face us. Silver Sage lay next to her, gasping for breath.

"Please... help... help me..." I heard him say. I took a step forward, brandishing Stargazer.

"Let him go," I said angrily. "It's me you want."

The pink alicorn grinned widely, revealing far too many pearly white teeth. It was highly unnerving.

"Oh, but I was having so much fun making a new friend! He just needed to stop talking so much! I don't really like ponies who talk too much. They're just not as fun as those that stay DEAD," she said. Her tail whipped around again, drawing its tip along Sage's neck, which sliced wide open. Sage jerked once and went still in a spreading pool of blood.

"You... you fucking killed him," I growled.

"Why?" Violet said from beside me. "Why couldn't you just let him go? He wasn't harming you."

"Maybe because I like to have fun," the alicorn purred, her voice dropping from a squeak to a menacing growl. "And that's exactly what we're going to do now. Have fun. Because having fun is a part of life, Radiant Star. And you and I, we're going to have lots and lots of fun. I'm Sorrow, and I'm the worst pony you'll ever meet."

"Oh, we'll have fun alright," I replied. "Let's see how you do against the five of us." I lifted Stargazer and fired.

Violet took the hint and did the same with Thunder Flash. The shrieking whine of the Bitch joined the chorus. Magical energy fire and explosives merged together in a brilliant flash where Sorrow had been standing. When the dust cleared, there was nothing remaining.

"Woohoo!" Lilith shouted. "Got her!"

"Ooh that was fun!" a voice from my left said. I looked to the side to see Sorrow standing next to me brandishing a stick like a zebra sniper rifle. "Let's do that again!"

I jumped back, growling. Nixis and Sunshine leaped back as well, having also been next to the pink mare.

"How in the hell did you...?" I said.

Sorrow grinned her eerie grin again, baring her teeth. When nopony said anything, she frowned.

"Oh come on! You made all sorts of flashy lights and big bangs! It just looked sooo pretty!" she said.

"I can oblige," I said, lifting Stargazer again. I fired, only to hit dead air. Sorrow was now standing back on the center of the bridge.

"Whee! Can't catch me!" she chirped, bouncing in place. I growled loudly, firing again. Sorrow leaped into the air over the blast and bounded across the bridge.

“Stay still!” I shouted, trying to track the mare's erratic movements, but finding myself unable to do so. I tried to activate E.S.A.T.S., but it wouldn't lock onto the pink terror.

“No can do! Gotta catch me first!” Sorrow replied happily. She bounced past me with a grin on her face, whipping about her tail. It smacked me in the face, bashing me to the ground.

I grunted, feeling like I'd somehow been hit by a skywagon. Sorrow gleefully continued on, bouncing between blasts of silver fire and dodging vines from Sunshine Sky. Nothing seemed to touch her.

I pushed myself to my hooves, turning to get some sort of bead on the pink alicorn, but her movements were far too chaotic to even begin to try. Latching Stargazer, I opted instead to try and face her in melee combat. I lifted a hoof to strike and before I knew it a shiny red balloon was tied around my leg instead.

“What the...?” I said.

Sorrow giggled as she stopped moving, well... almost. She bounced in place, somehow avoiding even sure shots! My brain was questioning every logical law of physical existence!

“Ooh! Balloons! Don't you just love them! You'll really like that one! It's special!” She said, her voice incredibly chipper. I blinked as the balloon began tugging my leg upwards, my body following along.

“Star!” Violet shouted.

I growled under my breath as the balloon accelerated. Flaring my horn, I attempted to deflate the balloon with my telekinesis. The round red orb stayed firmly in place, however, not even making a sound as it sped ever upwards. It wouldn't deflate! I summoned my amethyst blade with my magic and tried to slash at the balloon with it. Nothing!

“Viiiiioleeeeeett!” I cried out as the world below me began to get smaller and smaller. Despite all that, I could still see the grin on Sorrow's face. Most likely because she was right next to me. I blinked. *Wait... what?!* I thought.

“Oooh you were so surprised! Were you surprised? Huh? Were ya?” she said, giggling. She danced up the air next to me, her wings pinned tightly to her side as she pranced on nothing. “I figured the best way to get rid of you was with an impenetrable balloon and I was right! Now you'll pass out and I'll go take you right to Spark!”

“Let me down!” I shouted, igniting my horn to send a blast of a telekinesis at her.

Sorrow pirouetted aside, gesturing the blast past her like a friendly passerby. She giggled.

“Silly Star,” she replied. “It doesn't quite work like that! Sparky-poo wants you bad, and I have to get you for her. That's just the way it works!”

I growled, trying to kick at the mare, missing completely with every kick. I had to be calm. There had to be some way to get loose from this thing! I blinked. *Oh, Star... you really are stupid sometimes. Teleportation, duh!* I thought, rolling my eyes. My horn flared again and I cast the spell, focusing on everything except for the balloon. I disappeared and reappeared on the other side of the pink alicorn, without the pesky balloon. The balloon went up, soaring into the stratosphere, and I grinned widely as I dropped out of the sky like

a stone. I landed near the others, nearly scaring the wits out of Violet as I hit the ground next to her.

“Star!” Violet cried out. “Are you alright?”

I groaned loudly. “Yeah, I’m fine,” I said, pushing myself to all four hooves. “I managed to get free of the balloon.”

“Cheater.”

I blinked, looking up. Sorrow was standing back on the center of the bridge. I blinked several more times. How in the hell had she done that without anypony seeing it?! It was like this pony defied all natural laws of the world! Sorrow's eyes were blazing with fury and she had a very distinct frown on her face.

“It's not fun when you cheat, you know,” she said grumpily. “Looks like we're gonna have to play one of my more fun games! I know you'll just love them. They're the good kind that when you lose the game, you die.”

Her horn ignited, and before I could call out to the others the world around us began to change and shift. Violet and my friends disappeared before my eyes, as did Sorrow.

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The bridge and surroundings were replaced by... a carnival? Lights and the sounds of circus music assaulted my senses as I tried to take in what had just happened. There was nopony in sight except for me, standing in the center of the carnival's main square. Booths devoted to various games surrounded the open area, brightly colored under flapping red awnings. At the far end of the lot, a massive circus tent sat waiting. Balloons lined the stalls, each one bearing a different cutie mark. It was downright creepy.

“What the fuck...?” I said aloud. “Hello? Is anypony out there?” No response. I grimaced, taking a step forward. “Hello?”

Again, no response. Sorrow said this was one of her games. She'd said it was a deadly game, so I needed to be careful. Several more steps forward, I found myself near one of the game stalls. It was a simple game, where a pony would throw darts at balloons on a wallboard at the back of the stall.

“Ooh I just love balloon games!” a voice from beside me exclaimed. I turned my head, seeing Sorrow standing next to me. I jumped back, hefting Stargazer into the air. Sorrow rolled her eyes. “Silly filly, you shouldn't be playing with guns like that, you'll shoot somepony's eye out! Here, let me fix that for you.” Her horn flared, and Stargazer disappeared in a flash of pink light.

“Hey!” I cried indignantly. “Give that back!”

“No can do, cranky Star! You're in my world now! We play the games by my rules!” Sorrow said, grinning widely. “I have to go check on your friends. Play some games, Radiant Star. I'll be back to play with you real soon, cross my heart, hope to fly, stick a cupcake in my eye.” She even made the hoof motions. I blinked as she disappeared before my eyes.

“Sorrow!” I shouted. “Get back here!!! Leave my friends alone!!!”

No response. Of course not. What game was she playing? All she was doing was delaying us. Was that her intent? I wasn't sure. I turned What was she doing to my friends? Were they stuck in this place too? I

silently vowed to find out and break out of this illusion. I started trotting away from the balloon game stall, heading towards the largest structure I could see, which was the circus tent at the far end of the carnival. It loomed over everything, so obviously it had to be important, right?

I found myself at the entrance to the tent a lot faster than my gait could account for. I pushed aside the drapes covering the opening, grimacing. The inside of the circus tent was set up like a typical three ring circus. Large animal cages sat at the back of the tent, empty and cold. The bleachers were about the same, no pony sitting in them. A thin layer of dust covered everything, like it hadn't been touched in centuries. I was about to leave when a spotlight flared to life, highlighting something in the middle of the tent. It gleamed brightly in the center ring. *It couldn't be...* I thought as I edged closer. It looked like the last piece of the shard, but why would Sorrow have it? Isn't it supposed to be with Spark? My mind reeled trying to process this as I got closer to the ring.

In the center ring was a pedestal, a glass case sitting on the top. Inside of it was a pulsing purple shard of crystal. It was the final piece of the shard! I moved to pull the case away to take it. Despite the fact that Stargazer was sent... somewhere, I could still recover the shard and hope for the best. As I was reaching for the case, a surge of alarm in the back of my mind urged me to move. I ducked and rolled just as a pink form slammed down into the ground where I had been standing. Sorrow's eyes flared as the poofy mass of her hair collapsed to hang limply from her head.

"You didn't even try any of the fun games, did you?" she snarled. "Just had to go and ruin the fun. Your friends are all enjoying their games, but not you. I should have known you'd fuck everything up!!" I glared back at her, pushing myself to my hooves.

"I'm sorry, but you have something that belongs to me," I said. "Now get out of my way, release my friends, and get bent!"

Sorrow sneered. "I don't think so," she replied. Her horn flared and a spotlight crashed into the pedestal behind her, crushing it into flinders. "We still have so much more fun things to do." She cocked her head, a sick and twisted grin appearing on her face. "I know! We're in a circus, so you're gonna put on a show! You're the main attraction!"

"What," I said flatly.

Sorrow grinned, igniting her horn. She teleported away, reappearing in a flash of light on the ringleader's podium. Strangely enough, she wore a top hat, a cloak, and a fake mustache. She cackled with glee as she reared up on her back legs.

"Fillies and gentlecolts! I give to you the Scourge of Chicacolt, the Mauler of Manehattan, the one, the only Ministry Mare!!!" she called out.

A spotlight appeared out of nowhere centered on me. I heard cheering and boos. I blinked again. Sitting on the bleachers now were large groups of shadowy creatures. Each one had dotted red eyes, all staring at me.

Sorrow grinned, waving a hoof. "And performing tonight with our lovely assistant is a menagerie of mischief-making mammals! And to be clear, there's no escaping, so if you would maestro... lower the cage please!" A massive energy cage appeared out of nowhere, encasing the entire set of rings. My eyes widened as Sorrow disappeared again in a flash of pink light.

“Sorrow!” I roared. “Get back here and face me!”

“Sorry, Ministry Mare,” the alicorn's voice echoed from all around me. “But this will be fun, you'll see! Now... let the games... begin!!”

A roar drew my attention back to my surroundings. At the far end of the last ring stood what appeared to some form of large feline, except it was... wrong. Its body was distorted, its eyes a deep red, and its coat a dark shadowy black. It opened its mouth, revealing a shiny row of gleaming teeth. It jumped off of its podium, stalking forward at me. I grimaced, flaring my horn to call my amethyst blade into existence.

“Alright then,” I said. “If that's the way you want to play, let's play.”

The feline creature responded by leaping at me, its teeth bared and claws extended. I jumped to the side, dodging as best as I could while slashing wildly with my blade. I struck the beast, the amethyst sinking into its hide as it hit the ground. It snarled loudly, turning to face me. It was like my attack hadn't even fazed it. I grumbled, recalling the shard, which erupted from the monster's side with a loud ***slorp***. I blinked. The feline beast, giving me no warning whatsoever, charged forward.

“Um... shit,” I said, turning tail and running from the giant shadow feline. “Um... shit shit shit! Good kitty?!”

I ran as hard as I could before I realized that I didn't have much space to really run in. The wall of energy that was surrounding the rings was *shrinking*! I grimaced as I stopped in my tracks. I turned back to see the shadow feline continuing to chase after me. I flared my horn, coming up with the only spell I could think of. In a flash of light, I disappeared and reappeared on the far end of the ring just as the shadowy creature leaped into the air. It struck the wall with a blaze of fire, disintegrating instantly. I blinked.

“Really don't want to touch that,” I said, before realizing that despite the apparent death of the shadow cat, the walls were still shrinking. I wouldn't have much choice sooner or later. *Teleportation works here*, I thought. *That must mean that Sorrow hadn't anticipated my abilities too well, either that or she's actively toying with me. I wonder if I can teleport beyond the walls.* I ignited my horn, hoping for the best. I cast the spell, disappearing again and reappearing outside the circus tent. I grinned widely. I'd done it! Of course, I still needed to...

“Hold it,” a voice said, cutting through my inner monologue. My eyes lifted to see Sorrow, standing down the far end of the aisles leading up to the circus tent. She looked *pissed*. “You're not playing the games right, Radiant Star.”

I smiled coyly, sticking my tongue out. “Don't care,” I said. “I'm through playing your stupid games, Sorrow. Come here and fight me like an alicorn.” I summoned my blade once more, the amethyst shards floating in the air around me. “Or are you that much of a chicken?”

“I'm NOT A CHICKEN!!” Sorrow roared. Her eyes glowed brightly for a brief moment before returning to their normal dull blue color. She grunted. Something was really off with her. What was it? When she'd first appeared she had been slightly insane, bouncy and bubbly. Now... I couldn't place a hoof on it. It was almost like she really was upset that we weren't playing the games. After several awkward moments of silence, she finally spoke. “Fine. You want to play with Sorrow? We'll play. I would have liked to have played the more fun games first, but I guess we can progress right to the fighty one. I warn you, Radiant Star... I'm a lot stronger than the others.”

"The others all said that," I mused. "And I beat them all just the same. You're the only one that's left. So let's do this already. I've got places to be and a Wasteland to save."

Sorrow chuckled, her mane suddenly deflating from the insane mess it was to a limp noodle-y like manner. Her eyes flashed and suddenly she was gone. I blinked as she reappeared next to me, her tail whipping around like it had a mind of its own. She drew the tip of it along my side, lacerating my flesh and catching on the bone of my shoulder. I screamed, pain shooting through my side as the tip of her tail dug in. I jumped back, twirling one of the shards of my blade around to slash back at Sorrow, but she wasn't there.

"Going to have to do better than that to catch me!" She echoed cheerfully, her voice sounding all around me. I growled, feeling the blood trickling down my shoulder. It burned like wildfire, but I didn't have much time to consider just how much it hurt before Sorrow reappeared behind me. I ducked, barely missing a strike from her deadly tail. I pushed myself into a roll as the other alicorn struck again, hitting the ground hard. I stopped, blinking when I got back to my hooves and found myself staring into a cannon painted an incongruous powder blue.

"What the..." I started to say before the device lit off and sent a blast of fire right at me. It struck me in the chest, sending me flying right through several of the game stalls and into a foal-sized pool that had been set up for some sort of fishing game. I groaned as I pushed myself out of the pool, feeling wet and pained. I looked down at my chest, my coat marred and blackened slightly from the explosive blast.

"Party cannon, kaboom!" Sorrow snarled as she appeared in front of me. Two more of the cannon devices slammed into the ground on each side of her, pointed straight at me.

I jumped back and raised my alicorn shield as they fired. The cannon fire slammed into the purple barrier, rocking me into the back of the stall and over into the next one. Dismissing the shield, I jumped up to my hooves and re-summoned my blade. I swung wildly with the full blade, striking at Sorrow... or what I thought was Sorrow. The form of the pink alicorn deflated instantly after being hit. I growled loudly. Sorrow bounced in place just outside the game stall, beaming. I turned towards her, glaring.

"This is fun!" she said. "More fun than I've had in a long time! You're funny, Radiant Star!"

"And you're sick in the head," I snarled, readying my blade. "Now hold still!" I hurtled the shards across the aisle at her.

"Nope!" Sorrow chortled, dodging my attacks with practiced ease. She giggled loudly as she landed on top of one of the game stalls. "Besides... I'm not sick. Or am I? Ohmygosh am I sick? I don't feel sick. I'm not all green and bleeeehhhh."

"It was an expression," I deadpanned. "You're mentally sick... or something. I don't know what yet."

"Silly filly. I'm not mentally sick," Sorrow replied. "Those ponies that wanted to see graphic depictions of foalbirth... now those ponies are sick!"

"I... What...?" I replied, feeling very confused at what was going on.

Sorrow took the opportunity to leap off the stall at me, her tail whipping around to strike me again. I yelped as I jumped back, bringing up my blade to try and block. The shards and Sorrow's tail met in a clash of sparks, forcing me back up the path. I didn't even want to begin to figure out how her tail had sparked. In fact, I didn't want to try and figure out how she did half the things she was capable of doing, I just needed to get her off

guard long enough to cast my memory spell.

“Look out below!” I heard Sorrow shout, her horn flaring with wild, unbridled magic. She cackled madly. I looked up to see a giant confetti bomb falling from the sky. My eyes widened.

“What the fuck?!” I cried out, leaping sideways into a nearby food stall, one appropriately titled 'Gummy Shakes'. Images of vacant eyed toothless alligators peered out at me from every surface. I scrambled to my hooves to push over to the next stall, using my blade to cut through the tarps that separated them. I pushed through as the bomb struck the ground and exploded. I was thrown forward, landing on my rump in the next aisle over. I grunted loudly in pain as I flopped over. Every inch of my body screamed in pain, every muscle fighting to keep moving.

I stood, feeling my bones cry out in protest. Sorrow's laughter came from all around me. She was everywhere! This world, whatever it was... it was her making, just like Avarice had created her own little crystal prison. There had to be a way out! I had to find it if I had any hope of surviving against Sorrow. She was simply far too powerful and unpredictable here. I flared my horn, gathering the magic needed for a teleport. I reappeared back in the main square of the carnival. Sorrow was nowhere to be seen, but I could still hear her laughing. I didn't have much time.

“Now... there has to be a way out of here,” I mused to myself. “This place had an entrance, it's gotta have an exit.”

I frantically looked up and down each aisle I could see, finally resting my gaze on a massive gate sitting at the opposite end of the carnival from the circus tent. *There!* I thought, charging down the aisle towards it. I cleared the carnival stalls, screeching to a halt as Sorrow appeared in front of the gate. She looked less than thrilled.

“Trying to leave already?” She snarled under her breath.

“Sorry, Sorrow,” I growled. “But it's time for the party to be over.”

Sorrow roared loudly at the top of her lungs. “The party is NEVER over!!” she cried out angrily, stomping her hooves like a filly throwing a tantrum. “And once Sparky-warky has her way, it'll never end! I'll be able to throw parties for everypony in Equestria! And they'll all be happy FOREVER!!!”

“No, Sorrow. They won't,” I said calmly. “If Spark wins, we all lose. You know that. I know that. Let this go, and we'll stop Spark.”

“No!” Sorrow barked. “I won't let you ruin this!”

She leaped into the air, bringing her scary as hell tail to bear. I two-stepped to the side, doing my best to try and keep away from the deadly appendage. Sorrow responded to my dodge by pulling another one of those cannons from her mane and firing it at me. I yelped loudly as I threw up another alicorn shield. The blast rocked me back, but thankfully the shield held. I dropped the shield, using the explosion-y mist as cover to break for the gate. I knew if I made it through that I could get out of here and stop Sorrow on my terms, not hers. The pink alicorn charged through the fog left by the cannon blast, snarling loudly as I made it to the gate. I pushed my telekinesis into overdrive, shattering the gate completely. I leaped through, hoping it would lead me back to where I was before.

I landed in sunlight. I blinked, looking back. The world that Sorrow had created was neatly contained

in a black sphere hovering over the bridge. My friends were nowhere to be seen, presumably still contained in their own little world. Luckily for me, Stargazer lay just beyond the sphere. I grimaced, formulating a plan to counterattack. I knew I had to be fast, to catch Sorrow off guard.

I barely had a moment to prepare before Sorrow came barreling out of the sphere herself, her rage beginning to clearly show in her appearance. It was something that struck me as odd about her, but the angrier she became, the more feral she looked. I wrote this off as one more thing that would forever confuse me about Laughter.

I jumped back, ready for the pink mare as she touched ground. I made my move, launching into a charge. Sorrow's eyes widened as I slammed into her, rocking her off her hooves and to the ground. She yelped, hitting the ground hard. Without even thinking, I lowered my head, feeling the magic surging off of it to cast the memory spell. The tips of our horns touched, and the world fell away into oblivion.

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I blinked, taking in the soft light of the room I was sitting in. The sounds of raucous laughter and foals playing filled my ears as I took in my surroundings. Lightly blue painted walls, signs with words on them like **WTSD Victims** and **Burn Ward** caught my attention. I finally looked down, seeing the foals that were playing before me. They were barely old enough to be out of diapers, but every one of them had something wrong with them. A bandage here, a cast there. There was even one filly with bandages obscuring what looked like harsh burns all over her body. It was... scary to witness something so innocent be hurt in such a way. It reminded me of Starry Night and Lightning Chaser. I almost cried.

And yet... none of these youngsters were crying. None of them were lamenting their bad fortune, or angry over the state of their lives. They were *laughing*, *playing*, and *loving* life. And at the center of it all, a platter of cupcakes precariously balanced on her nose, was Pinkie Pie.

“Alright, kids! It's time for Auntie Pinkie's Super Special Cupcake Surprise!” she called out as she bounced the platter of cupcakes onto a nearby table. They landed with impeccable precision, not even jarring a single one of the tasty treats.

The kids shouted happily, swarming over to the pink mare to get a cupcake. Pinkie giggled profusely as she passed them out. A glance at the back of the room revealed two other ponies in the room, both wearing uniforms that marked them as Ministry employees for the Ministry of Morale. Unicorn mare and pegasus stallion. Huh. Interesting.

“Thanks, Auntie Pinkie!”

“Yeah, you're the best!”

“I love this cupcake!”

The foals continued to lavish the pink mare with praise. Pinkie grinned widely, taking in the foal's appreciation with glee. She broke out a trombone, playing loudly for the kids while they bounced around in time with the beat. It was amazing to see how much happiness existed in that room of broken dreams. I couldn't imagine actually having been there. Finally, the unicorn mare in the back of the room trotted through the sea of foals, stopping by her boss' side.

“We just got word, Miss Pinkie,” the mare said. “We need to go.”

Pinkie nodded silently before turning to the foals. "Auntie Pinkie has to go now, my little ponies!" she chirped happily, instantly capturing the attention of every pony in the room. "Now I know things seem bad, but your mommies and daddies all love you very much, and you're gonna get to see them soon! That's a Pinkie Promise from yours truly!" She did the motions of the Pinkie Promise. "All of you be real good and remember what I always say!"

"Smile, smile, smile!" the assembled crowd of foals replied in unison.

"That's right! Because all we really ever need is smile from our happy friends!" Pinkie said with a grin. "Bye now, kids! Bye!"

She began trotting after the unicorn mare towards the door. I followed, certain that there was more to this than what I had just seen. The pegasus stallion propped open the door and the three ponies stepped out into the hall. As soon as she was out of the children's view, Pinkie's mane deflated and her eyes became cold and serious.

"Ma'am," the unicorn mare said. "The transmission came in a few seconds ago. One of the ponies we implanted at Four Stars was found dead in his apartment this morning. It's a safe bet to say that they were involved in it. They're onto us."

"Thank you, Pumpkin," Pinkie replied coolly as they made their way to the elevator. "It's just as I predicted. Those Four Stars ponies are up to no good. We're going to need to put together a raid. Contact Bon Bon at the home office. She'll know what to do."

"You want to raid Four Stars?" the stallion replied incredulously.

Pinkie nodded, stepping into the elevator and pressing the buttons to make it go down.

"They're bad ponies," she said. "We need to stop them from hurting Equestria. I have to... I have to try..."

"Try to do what?" the stallion asked.

Pinkie opened her mouth to reply, but closed it without saying a word. The elevator stopped with a lurch. "You two go on ahead and get the skywagon ready," she said. "I have something else to do here before I leave."

"But ma'am, we're supposed to be your security detail," the mare said. "What if something were to happen to you? Pinkie... I just don't want you..."

"I'll be fine, Pumpkin. This is personal business," Pinkie replied venomously.

The unicorn mare gulped loudly, but nodded. She motioned to the stallion and they trotted on ahead. Pinkie Pie stopped in the hallway, turned right at me and smiled. Her mane bubbled back up into its normal poofiness. I blinked.

"Don't tell me..." I said aloud. "You can see me."

"Yup!" Pinkie Pie chirped. I groaned. "I remember you too. You showed up in my mirror once!"

I sighed, remembering that strange memory orb that Pinkie had been able to see me in. I really, really would never understand how she did things like this.

“It's because Pinkie is more in tune with her Element,” a voice said, almost reading my mind. I looked up to see a gorgeous pink alicorn standing next to her. “Hello, Pinkie dear. It's so wonderful to see you.”

“Laffy!” Pinkie cried out, jumping up to give the spirit of Laughter a great big hug.

“Laffy?” I replied, holding a hoof in front of my face to hide a giggle. I earned myself a sharp glare from the spirit.

“As I was saying,” she said. “Pinkie here is more in tune with her Element because she understands Laughter like nopony else. She was... special to me.”

“Aww thanks Laffy!” Pinkie said. She grinned widely and then suddenly frowned. “If you're here... that means...”

“Yes, Pinkie. It means exactly what you think,” Laughter said. “I'm so sorry, my dear.”

“What is she talking about?” I asked.

Laughter grimaced. “Pinkie, I need you to freeze for a moment. You mustn't hear what I am to tell this mare,” she said. Pinkie Pie saluted, suddenly freezing in place. Laughter turned to me. “Tomorrow is the day the world ends. The day that my bearer dies, and I become a dormant spirit. Waiting to be awakened.”

“And you can't tell her?” I said. “Warn her?”

“Pinkie... already knows enough, I think. For me to warn her in such a fashion would be to break several laws of time and space,” Laughter said. “The war, the end of the war, no matter how violent it was, had to happen. It always did, it always will. There is no changing that.”

“So you just have to... watch your bearer die?” I said, suddenly feeling very small in this conversation.

“The pain that it will cause to me is greater than any amount of pain I've ever endured, Radiant Star. Part of the joy of Laughter is learning to share it with others. Pinkie shared it with everyone, no matter who they were,” she said. “But Pinkie's legacy lives on in the hearts of ponies everywhere. I can see it even in the hearts of those living in the Wasteland. The virtues are there, they only need stoked by a fire, by the spark that ignites the passion to live by their rules.”

“The Elements of Harmony,” I said.

Laughter nodded. “Do you know why the Elements of Harmony are so important, Radiant Star?” she asked. I shook my head. “They're not important because of some fancy pieces of jewelry, or the stones set inside them. They're important because of what they represent. Friendship. Giving of one's self. Being honest and true. Being kind and loving. Loyal to the very end. Laughing and living, loving and laughing some more. These are the tenets that all ponies seek in their hearts, whether they know it or not. All that remains is to give them a chance to find them. To find the spark that lies deep down inside their soul.”

“Like Spark,” I said.

"Like Spark," she said. "She thought she could control the Elements, force her will upon them, damage them as she was damaged. I warn you, Star. Her corruption runs deep. You will have to reach very far down to find the mare beneath the hate and rage to save her."

"I'll do it. I'll do whatever it takes to save her," I said.

Laughter chuckled. "I hope that you succeed," she said. "However, as Honesty told you... you will need to seal Spark in order to reach that mare. In order to save her. I know that you know what that entails, right?"

"I... I do," I said with a grimace. "I don't agree with it though. There has to be another way."

"I wish that there was," Laughter replied. "There very well may be. I do not know for sure."

"So... you'll help me, right? Disperse your physical form?" I said, narrowing my gaze at the pink mare.

"Of course," Laughter said. "I will do what I can. You will still need to face my physical form, but I think you'll find that she'll be a lot more amenable to your demands."

"What does that mean?" I said, cocking my head.

"It means that you shouldn't run into too many problems defeating her," Laughter said. "Once you disperse me, it will be over. Spark's hold on the Elements will not remain. All that will be left is dealing with Spark herself."

"And what about you?" I asked. "What will you do?"

"There is... another Bearer out there for me. She is smart, and joyful, and while she cannot replace Pinkie Pie in my heart, she will do great things for the Wasteland. In fact she already has," Laughter said. I blinked.

"It sounds like you know who it is already," I said. "None of the others seemed to even know that much, only that there was a new Bearer." Laughter nodded in reply. "Who...? Who is it?"

"I believe her name is Ditzzy Doo," Laughter said, putting a hoof up to her chin.

My eyes widened. "Wait... Ditzzy Doo, as in the author of the *Wasteland Survival Guide* Ditzzy Doo?" I asked. Laughter nodded again. "Wow... she's the new Element of Laughter? That's..."

"A great tide of change is coming upon this world, Radiant Star. The new Bearers of Harmony will usher in an age of peace and serenity, free from the oppression of the Wasteland, and free of the radiation that has plagued the land so," Laughter replied.

"Spark doesn't know about the new Bearers does she?" I said.

Laughter's gaze narrowed at me. "No, she doesn't," she said. "She's become blinded, thinking only of herself. Her corruption has become compulsion. When she took control of us, we were unable to even talk about the Bearers. Spark prohibited any discussion of Bearers, new or old. Twilight was her Bearer, and Twilight betrayed her. That's all she cared about."

"Twilight sealed her away because she became dangerous, but even Twilight must have known the Elements could select new Bearers," I said, mostly aloud to myself than to anypony else. "Wait... if you know about Ditzzy, why don't you get her involved? Or the other Bearers for that matter?"

"The others are not Bearers yet," Laughter said. "They are going to be, but in order for the magic of Harmony to function, all six must be present."

"They don't know who all the Bearers are?" I said, cocking my head.

"Generosity and Magic are unaccounted for," Laughter replied with a nod. "Until all six join together, we cannot go to them."

"And if Spark's plan succeeds..." I started to say, my eyes widening.

"Exactly," Laughter said, a grimace on her face.

"-- and then I said, oatmeal, are you crazy?!" Pinkie Pie suddenly blurted out before I could say anything else. She looked up at us and her eyes widened. She grinned sheepishly. "Sorry, I got bored being all frozen so I told myself a story that I finished right when I unfroze!"

Laughter chuckled softly. "Oh, Pinkie," she said. "I am certainly going to miss you greatly."

"Oh? Where are you going?" Pinkie said happily.

"Somewhere far, my old friend," Laughter said. "But not too far. I will always be with you, Pinkie Pie. In my heart, you will always remain. As it is for all of our friends." She looked back up at me, narrowing her gaze. "It is time for you to go now. Find Spark. Save her. Return the wayward spirit of Magic to her senses. Her time to shine is coming soon, and she will be needed for the change to come ahead."

I nodded slowly as the world around me faded to black.

ooooOOOOooooOOOOoooo

My eyes opened, a groan escaping from my mouth as I forced myself to a standing position. Across from me was the stirring form of Sorrow. Beyond her, the sphere that led to that strange nonsensical carnival world. There was no sign of my friends, but deep down I knew they had to be okay. Sorrow's eyes finally opened and she stood. Her mane was no longer a rat's nest. It now hung limply along her neck. The color of her coat, mane, and tail were all muted, the glow of the crystal on her chest diminished slightly. Her gaze narrowed at me.

"You severed the connection," she said. I blinked. Of course she would know about what I did. I had expected it. "I can no longer feel the spirit of Laughter."

"So what are you now, then?" I asked, smiling smugly at the broken spirit-golem.

Sorrow glared at me. "I am perfection. A slice of the perfection that was part of the Element of Laughter," she said. I noticed that her voice had changed too. It no longer held the bubbly quality that she had before I cast the memory spell. "Perfection that will hold the Wasteland in awe as they serve their new queens."

"I don't think so, Sorrow," I replied. "You won't be the queen of anything. Now... let's release my

friends. I have a feeling I can free them now.”

I flared my horn, sending a telekinetic blast past the pink alicorn. It landed squarely on the sphere sitting on the center of the bridge, the black sphere glowing with purple energy. It dissipated into nothingness, revealing my friends. They were sitting in the middle of the bridge, looking very confused. I fought the urge to snicker at Violet. My marefriend was wearing a rainbow colored wig and had clown makeup on. She was on her hooves immediately, eyes wide.

“Star? What the hell happened?” she said.

“You were all stuck in Sorrow's little mind-fuck game,” I said, motioning at the pink alicorn, who was glaring at me silently. “Don't worry though, I've got this.”

Sorrow snarled, igniting her horn, sending a blast of energy at me. I jumped to the side, dodging the blast with ease. Sorrow responded by charging at me. I had expected her to be right next to me with her insane speed, but instead she moved at a normal speed. I blinked. Something *had* happened to her when I'd severed her connection.

“I'm going to get you for that!” Sorrow roared, her tail whipping about in a furious strike.

I jumped back, barely missing getting sliced by the dangerous appendage. I grinned. With her speed reduced, I had the upper hoof in the battle now. I summoned my magical blade, splitting it into five whirling shards. Sorrow swung her tail around again, meeting the hard amethyst of one of the shards in a crude block.

“What's the matter, Sorrow? You're not moving so fast now,” I teased, further enraging the pink alicorn.

“Shut up!” she shouted, her horn pushing out enough energy to knock me flying with another telekinetic blast.

I threw up my alicorn shield, easily dissipating the energy.

“Why? This is so much more fun, don't you think?” I said, adding a light chuckle to the mix.

Sorrow's face exploded with anger. *Good, keep goading her into giving herself up*, I thought. *I just have to get Stargazer and then I can end this*. The pink alicorn launched across the distance between us, resorting to hoof strikes and attempts at biting, all of which fell short of my dodging. I kept moving away from her, keeping her at hoof's length at all times.

“STOP FUCKING MOVING!!!” Sorrow screeched.

I grinned, flaring my horn. I grabbed Stargazer from just below me and laughed as it floated up into the air.

“Okay, I'll stop,” I said, dropping into E.S.A.T.S., hoping and praying to Luna that this would work. I was elated when the targeting spell came up and was able to actually target her. I queued up every shot available and released the spell. Stargazer's barrels flared to life and blue light poured from it, slamming into the alicorn with intense force. Sorrow went flying back, hitting the ground hard with a ***thud***. As she struggled to get up, I noticed the crystal on her chest was pulsing. The gem exploded, incinerating the alicorn's body in a flash of blue. I blinked. I'd done it! I beat her!

"Hmm... it's too bad that party ended like it did, I was hoping to have a little more fun," a voice whispered in my ear. I whirled around, seeing nothing. I blinked. "Good luck, Radiant Star... you're gonna need it." The voice stopped, and I stood there, jaw open.

"Star...?" I heard a voice from behind me say. I turned to see Violet standing there. The others were behind her, looking equally confused. I again fought back the urge to laugh once I got a better look at them. In addition to Violet's rainbow wig, Nixis had a balloon animal hat, Lilith's wing blades were painted a bright pink, much to her chagrin, and Sunshine Sky's horn had a blinking light up attachment on it. I slumped to my haunches, the urge to guffaw winning over everything else at that moment.

"Pfffttwahahaha!" I chortled. "Look... Look at you guys!!"

Violet grimaced. "We know," she said, rolling her eyes. "We look ridiculous."

Tears of laughter in my eyes, I finally fought down the urge to continue laughing.

"And here I was worried you'd die or something in there!" I laughed.

"I don't get it. What's so funny?" Nixis asked.

"Star! Cut it out! We've got someplace to be, remember?" Violet snarled.

I sighed happily, picking myself up from my haunches. "I know, I know," I said, clearing the last of my laughter tears from my eyes with a fetlock. "First things first, though."

I trotted over to the center of the bridge where Sorrow's carnival prison sphere had been. I grinned at what I saw. Lying in the center was the final piece of the shard, the one that Spark had been assumed she already had. I lifted it, opening up the casing on Stargazer where the star-crystal was mounted. In a flash of purple light it absorbed the rest of the shard, looking finally complete. The crystal itself mirrored Twilight's cutie mark, it's six-pointed star containing five colored six-pointed stars on its inner radius. Each smaller star was a color that represented that Element of Harmony.

"Wow..." Violet said, trotting up next to me. "Sorrow had the final piece?"

"Yes... I wonder if Spark intentionally gave it to her or not," I said aloud. "Regardless, it's mine now. There's just one more thing left to do before we get going."

"What's that?" Violet asked. I smiled softly, trotting back to the other side of the bridge where Silver Sage's body lay. I picked up the body in my magic and began walking over to the remains of the *Overcast*. There was nopony in sight, but I was certain we were still being watched by the Children of the Cathedral. I lifted a hoof and knocked on the open hull, making a loud banging sound. A unicorn mare and a stallion appeared, looking deathly frightened of me.

"Go away!"

"Yeah, go away. You can do whatever you want!"

I lifted a hoof slowly. "I've come to return Silver Sage's body to you. He deserves to be buried amongst his own," I said. "I would not be who I am if I did not do at least that much. We apologize for the trouble we've brought you. I will leave him right here and we will be on our way."

I stepped back, allowing the two ponies room to step out and collect Silver Sage. As expected, the mare and stallion popped out, their horns lighting up as they picked up the dead unicorn's body. They just as quickly retreated inside. I turned back to the others and trotted back to Violet. I smiled softly, pulling out a scrap of cloth. I wiped the makeup away from her face and removed the rainbow wig with a flash of my horn.

"Thanks," she said.

"No problem, sweetie. It looked lovely, though," I replied. "Now then. Let's get going. We've got a world to save."

"Sounds... epic when you say it like that," Lilith said, grinning.

I trotted back onto the bridge, staring down the double doors that sat at the end. The others filed up on each side of me. I started forward, determined and ready. Somewhere ahead, lay Spark and Lucky and the end of all of this. I had to be ready. The crystal shard power source was finished. Twilight had said I would need it to defeat Spark. I had to wonder just what she meant by that. Would I have to perform that spell?

I pulled away from my meandering thoughts long enough to ignite my horn and force open the double doors. The hallway that lay ahead was dusty and dank, filled with rubble and debris. It extended deep inside the Cathedral. It was hard to believe that this place had once been the center of a major slaver organization. I took a step inside, the musky scent of wet assaulting my senses as I continued forward. The hallway continued for quite a while, the crunch of rocks beneath our hooves and feet the only noises we could hear.

The end of the hall opened up into a massive open room. I realized that I'd seen the hall before. It was the old throne room that Twilight had cast the original sealing spell in. Torn banners lined the walls, not those belonging to old Equestria but the symbols of Red Eye. Pillars lay haphazardly all over the room, broken and dusted. Several tunnels extended off from the sides and back of the hall. I had expected to see Spark lounging on the throne, but she wasn't there.

She'll be down in the deepest parts of the Cathedral, not the throne room, a voice in the back of my mind piped up. I blinked. It sounded like...

Twilight? I thought, looking up and down the debris. *Is that you?*

Yes, Star. It's me, she replied. I blinked again.

How... how am I hearing you? I thought. Why was Twilight so loud in the back of my mind? I thought I had to go to the library to hear her, so why could I hear her clear as day? It didn't make any sense.

It's the proximity to Spark. The connection between us is strengthening thanks to her, Twilight said. *I thought that you might need a little help.*

Well... I certainly appreciate it, I thought back. I smiled. I was pleased for some reason, to have Twilight there with me. I was going to need all the help I could get against Spark.

Star... we need to talk, Twilight said. *You're so close now to her. You need to consider what you are going to do about Spark.*

I know what I'm going to do, Twilight, I thought. *I'm going to save her. We've discussed this already.*

Star, you have to at least consider the prospect that Spark might not be worth saving, Twilight replied.

I grimaced, ignoring Twilight. I needed to do this my way. Doubt crept into the back of my mind. What if Twilight was right? What if the only option I had was to seal Spark?

“What are we looking for exactly?” Sunshine interjected into my conversation, her eyes wide as she looked around. Nixis loped past her, placing two paws on the ground and closing his eyes.

“Stairs. Some way to go down,” I said. “Spark's down below us somewhere, I just know it.”

“I'm not seeing any stairs around this room, Star,” Violet said.

I grimaced, trotting up to the two ancient thrones that made up the majority of the room. Red Eye's symbol had been painted over them, or rather what was left of them. Half of the second throne was destroyed, the rubble lying on the ground next to it. I sighed in frustration.

“Well, looks like we just need to keep moving then,” I said finally. “There's gotta be some stairs around here somewhere.”

“Agreed,” Nixis replied. “I'm definitely getting the sense that there is a large expanse of tunnels below us, but the stone won't tell me much more than that.”

“Uhh, guys?” Lilith said as she pointed down at tunnels that branched out from the throne room. “Not to burst our bubble or anything, but which way do we go?”

I trotted back down the steps from the two thrones, a frown on my face.

The tunnel at the back, Star... I can feel Spark, Twilight responded in the back of my mind.

“I have a strong feeling we need to head forward,” I said, pointing at the tunnel that was sitting just beyond the thrones. It was the same one Twilight had pointed out. “That one.”

The others nodded and we made our way over to the tunnel. The inside of it was just like the previous tunnel, dank and smelly. The walls had been covered in metal, bent and twisted by the damage that had been done to the place. The tunnel wound along for several feet before opening up into a slightly wider hall. Suits of pony armor lined the walls, looking as pristine as they were on the day they were first placed there. I narrowed my gaze at them as we passed by.

“Somepony's been busy,” Violet whispered.

“Yeah,” Sunshine added. “Still kind of creepy.”

“Very creepy,” Lilith chimed in.

“Shh,” I whispered. “Everypony calm down. There's nothing here. Just a bunch of old pieces of armor on display.”

A clanking sound stopped me in my tracks. My head turned back to see one of the suits of armor stepping off its pedestal. Red eyes glared out from underneath its helmet. My eyes widened as lights began to

appear on my E.F.S.

“Umm... Star, I'm pretty sure that pieces of armor don't just get up like that,” Lilith said.

I gulped, nodding. Another suit of armor joined the one behind us, and then another. Clanking sounds rang out down the hallway from in front of me as well as three more of the suits of armor appeared. Violet floated out Thunder Flash, sending a blast of silver fire down the hall at the first of the suits. It struck it squarely on the head, the helmet exploding in a shower of sparks. The suit of armor fell limply to the ground, revealing that its body was robotic. One of the robots behind its fallen brethren lifted its hoof, firing a stream of red that would have cut us in two, if not for Lilith's armor. The black mare shielded us with a wing, deflecting the red beam away into the cold metalwork of the hallway.

“Robots. Why did it have to be robots?” I mused as I lifted Stargazer, dropping into E.S.A.T.S. Releasing the spell, my queued shots exploded in the tiny hallway, tearing the robotic suits of armor in front of me to pieces. They sparked and shorted as I started to move forward. “Everypony, keep moving forward! Don't let them surround you!”

“Star!” Violet shouted, pointing with her hoof.

I looked forward, glowering. The tunnel was narrowing down some, putting us dangerously close together. All around us the robotic suits of armor were coming to life, stepping off their pedestals to attack. I grunted as several of them tried to restrain me. My horn flared, sending them flying back into the walls, shattering them into pieces. More of the things were attempting to hold down Lilith, but a flurry of the black mare's wings swiftly sliced them in half. Nixis used his bulk to block the attacks of robot suits, while Sunshine and Violet fired back at the ones to our rear. I moved forward, keeping my horn lit to smash apart any of the suits in front of us. After several agonizing minutes of chaotic battle, I pushed out into the next room. The others flopped next to me.

My eyes widened as I took in the size of the next room. The room itself was huge, appearing to be some sort of hangar-like structure. Ponequins lay overturned on the ground on each side of the room. It looked like it may have been used for the slaver's troops to train in or something. Banners bearing Red Eye's symbol adorned the walls, while the floor in the middle of it was completely gone. A massive hole instead sat in the center of the room, punching down all the way to the next level. I could see tunnel entrances down in the darkness, made accessible by the gaping maw above them. Everything was covered in a white flimsy dust, including the ceiling. My E.F.S. showed red everywhere, but I'd become pretty accustomed to that since being in Everfree.

“Wow... talk about your ancient history,” Sunshine mused. “This place is nuts.”

“Tell me about it,” I said, pointing to the hole in the center of the room. “Looks like we found our way down, though. Sunshine, see what you can do about making a way for us to get down there. Violet, you're with me. Nixis, you and Lilith watch our back. I've got a very bad feeling about this place, and I can't seem to shake it.” Sunshine nodded, trotting over to the edge of the hole. Her horn flashed as she started to cast spell after spell, weaving a staircase of vines that extended deep down into the chasm.

I trotted off to the side, inspecting one of the ponequins. I placed my hoof on it, trying to wipe away the dust. Instead, my hoof stuck to it. I blinked, trying to pull my hoof away. I was stuck! My eyes narrowed at the ponequin and my horn flared, ripping the thing away from me as hard as I could. The white flimsy dust that everything had been covered in came away on my hoof instead, draped over like threads of fabric. I blinked.

“Umm... guys, this isn't dust,” I said, backing up next to Violet.

A chittering sound came from the ponequin as its neck burst open, revealing a large creature I'd definitely seen before. A star spider, a really big one too. It had twelve legs and was drooling rainbow spittle as it popped out of the ponequin, leaving a shattered shell behind it.

"Star spiders!" Violet cried out, lifting Thunder Flash. The star spider hissed, leaping into the air at my marefriend.

"Oh no, not today, buster!" I shouted, flaring my horn. Stargazer came up in a flash, searing the engorged beast with a blast of blue light. More hissing noises revealed several more of the creatures hiding amidst the fallen ponequin dolls. I grimaced. We didn't have any more of that silly plant to lure them away again. We needed to run, get below ground where we could hopefully block off a tunnel or something.

Nixis roared, slicing open three of the spiders that had appeared behind him and Lilith, while the black mare herself was using her wing blades to kill two more. Violet fired wildly at the walls, screeching noises resulting from the beam rifle's blasts. Five really big ones skittered along towards Sunshine, the pink unicorn yelping loudly as they spat rainbow goop at her. I growled, flaring my horn and putting up a shield that was instantly dissolved by the goop, but thankfully prevented it from hitting Sunshine.

"Sunshine, get us down, now!" I shouted. "Everypony else, follow her! I'm going to hold them off!"

I lifted Stargazer, dropping into E.S.A.T.S. I queued up every shot I could, letting the spell release as my gun's barrels sped up. Blazing blue light struck the five large taint spiders, disintegrating them into nothingness. Sunshine rushed back over to the hole, her horn flaring manically as she struggled to cast her vine spells.

Lilith growled as she sliced into several more taint spiders. "We don't have time for that! Nixis, you grab Violet. I got Sunshine!" she shouted, taking wing.

She reached out, latching onto the pink mare while Nixis loped over and casually picked up Violet like she was a filly. I watched as Nixis dove down the side of the hole, Violet clinging to his back like a cape as he used his claws to slow their descent. I swore I could hear her screaming all the way down. I growled, lifting Stargazer and sending blasts of blue into three more of the spider-things. Not only were the ones here bigger, but there were more of the damn things too!

I edged closer to the hole and jumped back into the air, spreading my wings slightly enough to glide down. As I lowered into the hole I fired dozens of times at the rock and metal that comprised the sides of the chasm. Debris went flying everywhere, causing whatever was holding everything up to shake loudly. Pieces of rock fell from above, hitting star spiders and turning them into rainbow paste. I landed on the ground below, grunting loudly. Nixis stood at the entrance to another tunnel, his claws pressed against the stone. Violet and Sunshine stood next to him, while Lilith watched their backs. I galloped up to join them.

"I think perhaps now is the time for a tactical retreat," I said urgently.

Nixis nodded and pointed down the hall. "This way, then. We'll collapse the tunnel behind us," he said.

"What?! That's crazy! How are we supposed to get back out of there?" Violet said, her eyes widening.

"There is another way out," Nixis replied.

"How do you know that?!" Violet shouted.

"The stone is finally giving up some secrets," Nixis said. "Trust me." We shared a glance for a moment and I nodded. Nixis was right. His knowledge of the stonework of this place was proving to be highly valuable. I did trust him.

"Nixis is right," I said. "We don't have the time to argue about this. Those things will be down here any minute." Violet grunted, but sighed and trotted down the tunnel after Sunshine and Lilith. I looked back at Nixis. "I hope you know what you're doing."

"I'm confident, Star," he said. "I'll bring down the tunnel once I'm inside. You go on and catch up to the others."

I grimaced, nodding. I charged into the tunnel, followed closely by the hellhound. Nixis stopped and reached out with both claws, embedding them into the sides of the tunnel. He roared loudly, bringing rocks and debris down in front of him with practiced ease. Dust reached my nostrils, forcing me to sneeze. Nixis smiled as he admired his work, the tunnel now closed off from any outside interference.

"Wow," I said.

Nixis loped up to me, a toothy grin on his face. "I thought I told you to catch up to the others," he said.

"I wanted to make sure you'd be alright," I replied.

Nixis nodded, passing by me. I walked behind him, stuck in my thoughts for a moment. Every second I was getting closer to Spark. Every second was one fewer until I was going to be in her presence, and I still had no real clue on how I was going to get through to her once I saw her. Shaking my thoughts away, I continued forward.

Eventually we caught up with the others. They hadn't gone far. The tunnel we found ourselves went on for quite a while, and we were forced to light our horns up to be able to see. The tunnel wound downwards, depositing us into a maintenance shaft that held metal stairs. I looked up, seeing that the stairs thankfully kept going.

Twilight? I said in the back of my mind.

Star, I heard Twilight's voice reply. You're going to want to go down. Spark's close. I can feel her now. She knows you're here... I'm sure of it. Hurry...

"Looks like down," I said aloud. The others nodded and I took the first step down onto the stairs. Cautiously we made our way down, deeper and deeper. The stairs ended at a landing that led us into a much larger hallway that looked to be in far better shape than the tunnels above us had been. It seemed that not everything had been completely destroyed during the battle with the Enclave. As we walked, my PipBuck chimed, indicating that we had found **Stable 101**. At the far end of the hall and down a large set of stairs was the traditional massive gear shaped door. The numbers **101** were faded, but still visible. The door was slid to the side of the opening, revealing another tunnel beyond.

"Is this it?" Violet pondered. "Is this where Spark is?"

"I don't know for sure, but we're going to find out," I said, stepping inside the Stable.

The musky scent of rotting flesh assaulted my nose as I moved forward. The main hallway had become decrepit in its disuse since Red Eye's forces had been cleared out of here. The walls were a mottled brown, instead of gray, which gave me great concern. The floor was grated and I could hear the plinking of water below us. At the intersection we stopped. To our left was what appeared to be biological refuse. A sign above a door at the far end of that hall had the words **RESEARCH** on it, but I couldn't read the rest of it through a thick coat of gore and chunks. I grimaced.

"I really don't like this place," Sunshine said softly. "It's really creepy."

"I agree with Sunshine," Lilith replied. "Something about this place is really off... aside from the Raider Chic decoration."

"Just stick together," I said. "We're getting closer, I can... I can feel it." I realized that I could. Spark was here, somewhere. I could feel her. We were nearing her location. I trotted down the hall aimlessly, looking for anything that would tell us where to go next. The walls began to get worse as I made my way closer to the Research doors. They were now a dark brown. I could see and smell foul smelling liquids staining the floor in the corners.

"Ugh... Luna, what is that smell?" Violet gagged.

I crinkled my nose as well. Lilith was right about one thing. Something was way off about this place. The door beyond the next one was open already. Whatever had been in the next room had left it in hellish conditions. I nearly retched. Pieces of body parts were scattered about the room, along with massive glass tubes that contained floating bodies. They were misshapen, deformed, and most certainly dead. Some of the tubes were broken open, their liquids spilled onto the floor below and the helpless occupant dangling outwards. My eyes widened as I recognized the fluid. It was shimmering with a rainbow color I knew all too well.

Get out, now, Star! Twilight screamed in the back of my head. *Get out of this place!*

"What the fuck...?" Lilith said as she trotted past me inside. She stepped up next to one of the sealed tubes. "What the hell is this shit?"

"Lilith, step back right now please," I said urgently.

Lilith grimaced. "It's fine, Star. I'm not gonna go near any of that stuff. I know what taint is now, remember?" she said.

I glared at her. There was something seriously wrong with this place. Twilight's panic aside, we needed to get out of here!

"Lilith, I don't think this is the time," I said. "This is clearly not the place for us to be. We should go. Something isn't right here."

"Fine, alright alright," Lilith said, rolling her eyes and trotting back over to me.

The room shook as she stopped next to me, a groan and a grunt echoing from deep inside the room. I lifted Stargazer as something big and dripping with taint burst out of one of the dead bodies in the room. It was bipedal and not even pony-like in nature. In fact I think it might have been a minotaur or a griffon once. It had no eyes, and yet I felt its glare of hatred upon me. It roared, flinging a pile of the stuff my way. I growled, lifting my shield and trying to force the door closed. It wouldn't close properly! The ball of tainted rubble

shattered on my shield, sizzling loudly.

“Everyone, back the way we came!” I shouted. I fired a blast from Stargazer at the monster, hitting it square in the face. It roared loudly, charging through the blast like it was nothing. It struck my shield hard, rocking me back. I hit the ground with a grunt, my shield spell dropping in a flash. Violet fired a stream of silver at the taint-dripping monster from behind me, hitting it in the chest. It fell backwards to the ground.

“Star!” Violet cried out.

I scrambled to my hooves as a ball of taint hit the ground in front of me. I jumped back, lifting Stargazer again. Before I could get another shot off, I felt myself yanked back, a soft green glow surrounding me. I realized why a second later when another monster shot up through the grated floor, roaring loudly. Rainbow colored liquid seeped up from where the creature had appeared.

“Shit!” I shouted as Violet pulled me along. The others were ahead of her. More and more of the rainbow colored liquid bubbled up from the grates. Several more of the taint-dripping beasts burst out of the walls, roaring and snarling. Violet dropped me to my hooves, looking up at me for guidance. I grimaced, flaring my horn and sending a wave of telekinesis down the hall, knocking back the taint beasts for a brief moment. It didn't take them long to get back up.

“We need to find a way out of here,” Violet said.

I growled, nodding. I stomped a hoof, lifting Stargazer.

“Hurry up and head down the central hall. There's gotta be a set of stairs or something,” I said, blasting another one of the taint monsters down. “Sunshine! Can you slow these things down any?”

“I can try,” the pink mare replied, her horn igniting as she tried to summon her magical vines. As soon as they touched the rainbow colored liquid however, the vines withered and died. Sunshine frowned. “No can do. The taint is killing them.”

“Best option is to run, and run fast,” Lilith said, a killer gleam in her eye. The Bitch whined at her side, and she turned to throw Nixis a wink. “I'm gonna take down *this* tunnel!”

My eyes widened and I nodded. “Everypony keep going!” I called back.

Nixis and Sunshine pushed onward, making it to the intersection while Violet and I stuck close behind Lilith. The black pegasus grinned widely as she aimed.

“Eat this!” she shouted, unleashing a missile from the Bitch. The projectile hit the ceiling above the taint monsters, exploding in shards of flaming stone wreckage. I quickly lifted my shield, preventing any of the debris from hitting us. The ceiling itself caved in, landing on the taint beasts. Rainbow liquid splashed everywhere. I was thanking my lucky stars that nopony had been hit by it.

“Star!” I heard Sunshine shout. I turned, my eyes going wide in horror. More of the taint things were at the other end of the hallway. They were closing in to where Nixis stood. The hellhound pulled in a massive breath and snarled, roaring a challenge at them. I galloped towards the intersection, followed by Violet and Lilith. Nixis placed his claws on each side of the tunnel, intending to try and bring this one down as well.

He never got that far. One of the monsters, a griffon thing with bladed arms, burst out from the wall next

to the hellhound. With a gurgling shriek the thing brought down one of its arm blades down on Nixis. Nixis tried to dodge, but didn't make it clear. He screamed as his left arm was separated at the elbow. I shouted, reaching out with my magic to yank him back away from a second attack. The bladed monster was met by the combined firepower of Stargazer and Thunder Flash, sending it flying back into its brethren.

"Nixis!" Violet called out, dropping her fire and letting her horn's magic doing its best to scan the hellhound's arm.

Nixis howled in pain, blood streaming from his stump. A set of bandages worked its way out from Violet's saddlebags, wrapping cleanly around the wound. A syringe of Med-X floated out as well, calming Nixis' cries for the moment.

I grimaced. On either side of us, more of the taint monsters appeared, despite being blocked off from one side. They simply siphoned through the cracks and reformed on the other side! I growled under my breath. There was little in the way out of this. I blinked, realizing something.

"It's all one creature," I said aloud. The taint monsters weren't individual creatures, they were all connected by the taint itself. This whole floor was the home of one massive beastie, one that was hungry for pony, and now hellhound, blood. The area around us roared, and I grimaced. "Everyone, stay calm. We need to keep moving. If we stay here, we'll die."

"But what about Nixis?" Violet said angrily. Her eyes were red and puffy.

"Carry him along, we're not leaving him behind!" I replied.

Violet responded by flaring her horn, lifting the hellhound in the air. We pushed down the hallway, the very floor beneath us churning and rumbling as we ran. Reaching out with my magic, I cast Shining Armor's shield spell just as a claw made of taint emerged from below. It hit the shield with a sizzle and a pop, splashing against the wall.

"Everyone stay in the shield and look for an exit!"

"Over here!" I heard Sunshine shout.

I followed her waving motions, seeing a pair of blue bars of light framing a massive set of stairs that led further down. We barreled down them, the rusted steps groaning under our weight. We hit the first landing and I stopped, looking back up. Another claw, this time much bigger, had formed out of the taint and was getting closer to the stairwell. I heard the thing roar and howl as it tried to reach outside of the hallway.

It stopped. A sizzling sound echoed down the stairwell, the taint splashing against some invisible barrier at the top of the stairs. The creature, whatever it was, roared again in pain. Several times it tried to slam at the entrance to the stairwell, each time getting rebuffed by whatever was rejecting it. I blinked.

"What the...?" I said aloud. A tap on my shoulder told me I didn't have much time to process what was going on. We continued down the stairwell, only stopping again when we reached the bottom. A massive vault door sat off to the side from another hallway, this one thankfully constructed of solid stonework. Violet set Nixis down, frantically removing the filthy bandage from the injured hellhound. Nixis groaned slightly.

"Shit... this is bad," Violet said.

I sat down next to her while Sunshine and Lilith kept a close eye on the stairwell above. “Is he alright?” I said, my eyes drawn to the wound. It was grossly black, despite the bleeding having stopped.

“Other than losing an arm and a lot of blood,” Violet said. “I’m not sure if there’s any more –” Violet’s sentence was cut off as Nixis’ arm spasmed, a growth of flesh expelling from the blackened wound. It grew until it turned into a tentacle, wrapping around my marefriend.

“Violet!” I shouted. I reacted with my magic, grabbing a hold of the offending appendage and forcing it to let go of my love. There was only one reason for a reaction like that. Taint. It had seeped into the wound and was causing a mutation. Nixis howled as I held the tentacle out. There was only one pony here that may have any sort of clue what to do. “Sunshine! We need you here!”

“What’s wrong – oh,” Sunshine said as she saw the slimy tentacle. “Umm... shit. That doesn’t look so good.”

“He’s got some taint in the wound,” I said. “I need you to cast a taint cleansing spell.”

Sunshine’s eyes widened. “But I... I’ve never been able to really cast one of those! I failed most of my magic exams back at Tenpony!” she said. “All I’m good for is my earth magic!”

“Do you know the spell or don’t you?!” I asked frantically. Sunshine nodded in reply. “Then you’ve got to try. You can do it, I know you can!”

Sunshine grimaced, but nodded. She trotted over to Nixis’ side and ignited her horn. The tentacle writhed, pulling out of my magical grasp. It lashed out, slapping the pink mare across the face and knocking her back.

“Sunshine!” I shouted, turning back to Nixis, taking a hit to my chest from the slimy appendage. I fell back, grunting as I felt the tentacle wrap itself around my leg. It lifted me into the air as it grew larger. “Sunshine... little help here!”

The pink mare was back on her hooves, her horn blasting with light. “I’m trying! I can’t do this!” she cried.

I growled, trying to use my magic to grab the tentacle and free myself. It was resisting all of my attempts however, almost like the taint was increasing Nixis’ resistance to magic in general.

“If you don’t we’re going to have to cut it off, and that won’t be pretty,” Violet said.

Nixis looked horrified at his own arm. I don’t think he really even understood what was going on. Sunshine furrowed her brow and nodded.

“A fair warning... this might be painful,” she said as she cast the spell. She grunted loudly, pouring more and more magic into the spell. Suddenly, a soft light washed over the hellhound’s arm, rippling across his entire body. Nixis’ eyes shot open, the canine howling in pain as the spell did its work. After several antagonizing moments, the light drifted away, revealing the stump of his arm. The tentacle lay writhing and dying below him. Sunshine grunted, slumping to her haunches. She panted hard.

“You... you did it,” I said, blinking.

Sunshine nodded, smiling weakly. Violet was right there, using her magic to send a blaze of fire into the wound, cauterizing it. Nixis howled under the pain. Finally, Violet's horn cut off. The hellhound breathed a sigh of relief after the green mare injected another Med-X into him. Violet lifted a good set of bandages, wrapping them around the stump until it was completely covered. Several long minutes passed of silence as Nixis rested.

"Is he going to be okay?" I said.

Violet nodded. "It seems like Sunshine's spell got rid of all of the taint," she said, her horn flaring as she scanned the arm. The hellhound lay there unconscious for the most part. "He should be alright now."

"Do we have any Hydra?" Sunshine said quietly. "I mean... that might help regenerate the limb..." Her mane was ragged and her cheeks flushed from the intensity of the spell she had just cast. Violet shook her head, her expression grave.

"No. I generally don't use that stuff on principle," she said. "Hydra's bad shit. Highly addictive. Besides... we don't have the other part of the arm to even try re-attaching it."

Sunshine nodded, sighing as she rested her head back.

"It wouldn't have been worth re-attaching anyways," I said softly. "Not with that taint all over it. It would have been way worse."

"What in the hell was that thing anyways?" Lilith said. "It's not following us, that's for damn sure."

"I think it was some sort of giant creature," I said. "A giant... taint monster."

"So why isn't it coming after us? Pretty sure we pissed it off something fierce," Sunshine asked, grunting as she rested on her side.

"I don't think it can," I said. "It hit some sort of barrier when it tried to chase us into the stairwell. I think whatever testing was being done there was setup to prevent against anything getting loose."

"I don't even want to know what they were testing up there," Lilith said, turning to sit down next to Nixis. "What about this old dog? Is he going to be okay?"

"I'm confident he'll be fine," Violet said. "It's all up to him now."

So, we waited and watched. Sunshine rested near the sleeping hellhound, sipping down a potion to regain her strength. The taint removal spell had been taxing on the pink mare, I could tell. Lilith got back up and kept a close eye on the stairwell, but nothing ever came down it. Whatever had been up in that room was stuck there. I was suddenly very glad for the Wasteland overall that whoever had been up there testing with taint had the capacity to install such safeguards. After what felt like eternity, but was just twenty minutes according to my PipBuck, a grunt emitted from Nixis' mouth. His eyes fluttered open silently and he groaned.

"What... what happened...?" Nixis finally managed to whisper. His voice sounded pained, but getting stronger with each word.

"You almost lost a lot more than your arm," I said.

Nixis blanched white, groaning as he lifted his other arm. He touched the bandages cautiously and growled.

“My... arm,” he said softly.

I hung my head, closing my eyes. Nixis panted, but nodded, pushing into a sitting position. Violet lifted a healing potion to his lips, the canine drinking deeply.

“Feeling better?” Violet asked.

“I’ll be alright. Can’t count me out yet,” he said.

I stood, shaking my wings out. I trotted over to the overturned vault door, a sharp breath escaping my mouth as I looked inside. The hallway was pure stone, several torches lining the walls. It went on for quite a while. I looked up and saw that the stairwell went far up past where we had escaped from the taint beast. This place was huge! Stone and metalwork ran all the way up the shaft. I looked back to the hallway. Something... something was in the middle of it. A pony?

I felt a stirring in the back of my mind. This was familiar. Why? Why was this familiar? The pony in the hallway grinned, and my eyes widened. The black mane, the green coat. It was... it was *her*. Spark. I closed my eyes and opened them again. The pony was gone.

You saw her too, Twilight said. I grimaced.

Spark? I thought.

Of course. Star, have you thought about what we’ve talked about? You need to seal Spark away for good, Twilight said.

I’m still going to save her, Twilight. *Sealing her away is not an option*, I thought.

Star, you’re blind. Spark is dangerous. She’s going to destroy everything, Twilight replied.. I frowned.

I don’t know... I still need to try, Twilight, I thought. Twilight fell silent. I felt a hoof on my shoulder.

“Star?” Violet said. I looked down. “Are you alright?”

“I... I thought I saw something,” I said. “I don’t... I don’t know. I think we’re close to her. I keep getting these feelings, like I’ve been here before.”

“We need to rest for a bit,” Violet said. “Especially you. You’ve been pushing yourself really hard ever since Patch had the foals.”

“I know,” I said, sighing. “But I don’t have much of a choice, Violet. If Spark gets her way... she’s going to destroy the world.”

Violet grimaced. “Ten more minutes, then,” she said, turning back to the others. “Ten minutes, and then we’ll get going. Nixis, are you okay to walk on your own?”

“I believe I will be alright,” the hellhound said. “Thanks to your expert care, Violet.”.

"You're welcome," Violet said with a blush, slumping to her haunches. I trotted over and sat next to her, extending a wing over her back. She looked up and smiled. "Thanks..."

"No problem," I replied, catching Nixis' glance.

He nodded, and although his expression was pained, he was smiling. I didn't even know how he'd managed to do it. Despite everything that had happened, he was still maintaining a positive disposition.

"It's not your fault, you know," the hellhound said before I could even think it.

"Somehow... I know you're right about that," I said softly. "Doesn't make me worry about you any less, though."

"I know," Nixis said. "I know."

* * *

"This hall is creepy," Lilith said from behind Sunshine.

After resting for several minutes, we started to make our way down the hallway. The only logical way to go was forward. Nixis was up on his feet and moving, the stump on his arm bandaged all up. He seemed to be... normal, but I knew that he was still hurting. Med-X could only do so much for the pain after all.

Sunshine appeared to be in much better condition. Her mane was straightened back out, and her eyes no longer held that hollow magical burnout sign that usually accompanied the condition. Her ears were perked forward and alert as she trotted behind me and Violet.

I grimaced, agreeing with the black mare silently. Every hoof step I took was a pounding in my chest. Every little breath was like a freight train. The tunnel went on for what felt like forever, and yet I felt like I was coming closer and closer to the end.

"It's definitely... freaky," Sunshine interjected.

I kept moving, pushing their words out of my mind. I wasn't about to let this place get to me. I had a mission. I had to stop Spark. I was confident, I was calm... so why did it feel like that I was going to fall apart any second? What was giving me that strange feeling in my gut? What was I missing?

"Star," Violet said softly. "This tunnel..."

"Yeah..." I said. I knew exactly where this tunnel would go. Carvings in the stonework along the walls told me all I needed to know. Red Eye was clever, but he was also grandiose. This tunnel led to his haven, to his nadir, his altar. The place that I'd been dreading seeing. "Yeah, Violet... it's that."

"You really think so?" she said.

I nodded silently. My heart was now pounding loudly, drowning out my thoughts. A soft light appeared in the distance, heralding the end of the tunnel. Within minutes we pushed through its exit, stepping out from stonework tunnel onto metal catwalk. My eyes widened.

Vats. Vats filled with rainbow colored liquid. Taint. Impelled Metamorphosis Potion. I.M.P. Vats swirling with color. Metal catwalks going back and forth above them. A massive stone floor next to the vats, clean and clear of any residue.

It was just like Maripony. Just like where I'd come from. I stopped dead in my tracks, shaking violently. It was too much. Memories of Unity came rushing back. Memories of the pony I had been... no... of the thing I had been. I couldn't do it. I wanted to run, but I couldn't. I just stopped, feeling Violet's hoof on my shoulder. She was trying to comfort me but I couldn't hear her. All I could do was take in the memories and stare.

And right in the center of the insanity... was her. Spark sat calmly on the stone floor. The dark green and black alicorn looked... almost serene. Across from her was six stone tables arranged perfectly in a circle. Each table save for one had a body on it. An alicorn body. Five alicorn bodies, neatly laying under white linen sheets. In the middle of the circle was another stone table, containing several sets of glowing beakers and items.

Spark stood. My heart froze. I couldn't do this! I wasn't ready!

Star! You have to be ready! Twilight shouted in the back of my mind. She was much louder than she'd been before.

Twilight? I thought.

Star, you need to move! She's been waiting for you, Star. You need to end this, now! Twilight's voice pounded in the back of my brain. It was like... like I was back in Unity again. My Goddess giving me instructions... and I really wanted to please her. I took a step forward, ignoring Violet's concerned voice. I wanted to stop Spark. I wanted to end it. Why did I want to end it? I was supposed to be saving Spark! Twilight's voice pounded again and my thoughts fell silent, quelled by her commands. She was right. I had to end this.

Spark turned around and I stopped again. She grinned widely as her eyes found me. Her horn lit up, and she reappeared across the catwalk.

"Well, I was wondering when you'd show your face, Star," she said.

I narrowed my eyes at her. "This ends here, Spark," I said, stomping a hoof. A loud clatter rang throughout the room. I was doing it! I could do this! I had to stop her. I knew it deep down in my heart. Twilight said so. Why did I keep saying that? My head was pounding with her thoughts now. I was unable to differentiate them from my own.

"Star...?" Violet said.

I put a hoof up before she could say anything else. They couldn't help with this. This was my job. My responsibility. I needed to stop Spark. It had to be me.

"No. This is my fight, Violet," I said. "I have to stop her. I want you to stay out of this."

"How valiant of you," Spark said. "I commend you for being so noble. However, I cannot allow your friends to interfere even if they agree not to."

Her horn flared and my friends behind me disappeared. They reappeared in a cage, held solidly from the ceiling above one of the vats of taint. Violet shouted, Nixis snarled. I growled loudly, turning my attention to

Spark.

“You let them go,” I said. “Your fight is with me.”

“Indeed it is, little Star, but your friends always have a knack for getting in the way,” the other alicorn replied. “Should they attempt to free themselves, the cage will drop into the vats. I won't care one little bit. They'll make for nice alicorn slaves. Except the hellhound, of course.”

“You... you bitch,” I snarled.

“Really? Is that all you have to say? We're together again, after what felt like so long,” Spark said. “I've spent too much time in this body. Your friend Lucky, she's been fighting me ever since we left Chicacolt.”

“Good,” I spat before I could even think about what I was going to say. “I hope she kills you from the inside out.” I blinked at what I had just said. Where were these words coming from? This wasn't me...

“Ooh... saucy,” Spark said, rolling her eyes. “No such luck, Star. Your friend is on lockdown inside my mind. She's supplying the body, I'm supplying the soul. Now.... come along quietly and we can start this without issue.”

“I don't think so,” I said. “I've come to stop you, Spark. What you're doing is wrong.”

“So... not so quietly then. Fine, we'll do this the hard way,” Spark said with a grin. “You don't want to help me start a new world, so be it. I will have to force you instead.”

Her horn flared, a bolt of compressed magic soaring through the air at me. I yelped, casting a teleportation spell to escape. I reappeared on the stone floor next to the vats. Spark's magical blast turned to the left, coming back around to aim right at me.

Oh... fuck me, I thought, frowning. The bolt of magic shot down in the blink of an eye, punching through the shield I tried to hastily erect. It hit me square in the chest, sending me reeling to the ground. Pain wracked my body as I flailed on the hard stone floor. I grunted as I tried to stand, the flapping of wings the only sound I could hear over the pounding of my heart. Spark stood triumphantly in front of me, a cruel grin on her face.

“You see, Star. I am magically superior to you. I am the Element of Magic, after all,” she said. “How again did you think you were going to stop me? I'm curious.”

I narrowed my gaze at her, halfway to my hooves. Every inch of me throbbed with pain. I ignited my own magic, summoning my blade. I sent it flying towards the dark alicorn, splitting it into its five pieces. Spark looked bemused as she lifted up a shield of her own. My blades dinged off like they were nothing. They dissipated into the air.

Star! Get up! Twilight's voice echoed in the back of my mind. I groaned, trying to push my legs up at her voice. I needed to get up, I needed to stop Spark.

“Oh ho,” Spark said. “I see you learned something from fighting with Avarice. I was fairly surprised that you were able to defeat her and the other Elements. From what I'm seeing here, they should have killed you several times over. Except maybe Sorrow. She was far too random to defeat you.”

"I had help," I said, gritting my teeth as I struggled through the persistent pain. I righted myself to my hooves, glaring at her.

Spark giggled. "Yes... your oh-so-precious friendship," she replied. "It isn't going to save you this time, Star. I'm going to end you, and then I'm going to take your body for my own."

"So you do need me," I said, walking slowly in a circle. Spark mirrored my movements. I narrowed my gaze at her.

"I need your body. Not you," Spark said. "I also need the shard, but you were kind enough to bring that to me already. You can't imagine how pissed I was when I found out that Discord had scattered it into the Everfree, of all places."

"I can imagine you weren't too pleased," I said, grinning. "Too bad though, you won't be getting it." I flickered my horn, re-summoning my blade.

Spark glowered at me, her magic filling the air to bring her own magical blade into existence. With a snarl she charged, the sound of her hooves hitting the stone the only thing I could hear. I held my stance, lifting my blade at the ready. Spark's blade split apart at the last second, turning into fifteen brilliant shards of pure amethyst. I yelped, dropping my blade and jumping back to avoid getting hit by three of them. Spark stopped short, preferring to stay at a distance and as she started flinging blade shards at me.

Flaring my horn, I raised my blade back up and dispersed it, sending all five shards flying through the air. I grinned, noticing that they were roughly the same color as Spark's. I could use this to my advantage. I just had to get Spark to think I'd dismissed my blade. Dimming the magic on my horn, I struggled to keep the tenuous control over the five shards. I jumped around, dodging Spark's strikes as best as I could while maneuvering my own shards into place.

I struck, sending all five swerving in. Spark grinned, her magic extending out into a shield that stopped them cold. I growled under my breath.

"Cute trick," Spark said. "But I think I know how many shards my blade has. Besides, I can smell your magic a mile away, Star."

"Had to try," I said, narrowing my gaze at her. "You can stop this, you know. This plan of yours, to create the perfect world."

Spark chuckled lightly. "I *know* that you don't get it, Star. I can't stop this anymore," she replied. "The plan is already in motion, wheels are turning and instructions are being followed. I *will* create the perfect world. The world that will bow to me, that will give me the credit I am deserved."

"That isn't going to fix anything, Spark. You're just like Nightmare. Short-sighted, narrow," I said, my words again spilling out of my mouth without having even thought of them. It was like... like I didn't even have control of my own speech.

Spark's eyes glimmered. She must have realized something was off too.

"Interesting. This isn't like you, Radiant Star," she said. "You would never be so bold as to call me out like that. Where did this new-found confidence come from?"

“Wouldn't you like to know,” my mouth spat back. My eyes widened. What in the world was going on?

“So catty, too,” Spark replied. “Too bad I have to kill you. I kind of like this new snarky version of you.”

I blinked. Spark hadn't realized a thing. She just thought I was... acting different? I knew better, though. Those weren't my words, that wasn't me talking through my mouth.

Star, Twilight's voice echoed in the back of my mind. Star, you have to listen to me. Spark may be the Element of Magic, but even her raw power won't be enough to withstand the memory spell. I can try and give you a chance, but that's all it will be - a chance. Even I can't guarantee the effects of a memory spell.

Yes, Goddess, I thought. I blinked again. Wait... what did I just think? Where did that come from? I shook my head. I mean... alright Twilight. What am I supposed to do once I cast the memory spell?

Spark is being anchored to the soul of your friend, Lucky, Twilight said. If you can separate the two, Spark will be weakened and you can seal her away. I grimaced, but nodded anyways. I needed to seal Spark away. She was going to hurt others, to cause great damage to the world. She needed to be stopped. Spark glared at me from across the room. I heard more shouting. The others, my friends, they were trying to get my attention. I couldn't hear what they were saying though. Spark apparently could, as she shot a glare up to where they were hanging inside the cage.

“That will be enough of that,” she said, her horn flaring. A hazy purple shield popped up around the cage, cutting off the sound entirely. Spark returned her attention to me. “Now... where were we? Oh, right. You were about to die.”

A blast of magic erupted from her horn at me. I growled, lifting up my alicorn shield. The blast struck and shattered the barrier, but thankfully didn't penetrate any further. I jumped to the side, barely missed by the bolt that came next.

Breathing a huge sigh of relief, I ignited my own horn and lifted Stargazer. I fired, blue blasts of light hitting a perfectly formed purple shield that came into being around Spark. The magical energy blasts dissipated harmlessly.

“Try harder!” Spark shouted, stomping her hoof.

A surge of power erupted from her shield, slamming into me and sending me flying into one of the stone pillars. Pain shot through me, knocking Stargazer out of my magic to hit the ground with a clatter. I groaned, pushing myself to my hooves. I couldn't take much more of this abuse. I had to stop Spark. I knew I had to. But how? I looked down to Stargazer.

The shard, Star. Use the shard. Focus your magic on it, Twilight said. I blinked. Of course, the shard! Maybe I could use it to enhance my spellcasting!

I lifted Stargazer, opening the casing. The star-crystal lifted out of the gun and into my grasp. The crystal lit up in my magic, and I could feel the power contained within it. It felt like my own magic, only more so. I prodded the power and felt it ripple around my mental ‘touch’, happy to help me. Grinning, I flared my horn, the star-crystal surging into joyful life under mine. This. Was. Awesome! The power that this thing held... no wonder Spark wanted it. My magic reached out and I effortlessly flung up Shining Armor's shield spell, the purple barrier shimmering into existence as a blast of energy struck it. It bounced away and hit the

ground. I retaliated, firing a blast of my own, using the crystal shard as a focus and a power source.. The enhanced bolt struck against Spark's shield, shattering it and hitting her in shoulder. Spark snarled as she fell backwards.

“Bitch!” She cried out angrily.

I ignited my horn and sent another bolt of magic at her. Spark jumped into the air and flapped her wings, the bolt striking the ground harmlessly. I looked up to see shards of amethyst striking at my shield barrier. I hadn't even noticed them there. I had to hand it to her, Spark's mastery of multiple spells at the same time was pretty incredible. Even with the star-crystal backing me, my barrier wasn't going to be able to handle much more abuse. Surely enough, it shattered and I jumped back as several shards of glittering crystal rained down on me. Setting Stargazer to the side, I grabbed the star-crystal in my magic and took to the air myself.

Alright, Twilight. Where's my opening? How do I cast the memory spell on her? I said, hoping that the lavender mare was still listening. Spark fired several bolts of magic at me, which I maneuvered to dodge. They zoomed back around to hit me. I grunted, tucking my wings into a barrel roll as I sent my own magic out to intercept. The bolts collided in the air, exploding in a brilliant display of color.

I'm trying, Star. Patience! Spark is resisting my attempts to break through, the voice responded.

“So that's what it is,” Spark said, hovering in place above the vats. “You just had to go and involve the purple bitch, didn't you?”

“I don't know what you're talking about, *Spark*,” my mouth opened of its own volition. I hadn't even intended to respond, so why had I? It didn't make any sense!

“Well, that sure explains it,” Spark replied. “I'm surprised at you, Star. I thought you were your own mare.”

I growled under my breath. “What do you mean?”

“I mean... you're letting that purple bitch run your mouth and body right now. We can't have that,” Spark said.

My eyes widened. What did that mean? Spark's eyes acknowledged my own, a sharp grin emerging on her face.

“Oh ho... you didn't know? Twilight's always been a bit of a control freak. She's had her little talons locked into you for some time. I wonder for how long...”

She's lying to you, Star. Don't listen to her, Twilight said in my mind. *She's trying to put you off so she can beat you. Stop her first. I'm breaking through her mental defenses now, just keep her talking. She can't stop me. I will do my best to hold her, but it'll be up to you to cast the memory spell. It's the only way you can separate Spark from her body. Then you can seal her up and this will all be over.*

I nodded to myself, knowing in my heart and mind that Twilight was right. I had to stop Spark, but I still wasn't sure about sealing her away. There had to be another way! Regardless, I had to keep her talking, to get an opening to cast my memory spell.

“You're lying,” I said.

Spark raised an eyebrow. "You think I'm the one lying? Poor Star. I've been the one who has been the most honest with you," she said. Instead of the mocking pity I would have expected, she sounded... sad. "Twilight is the one who lied to you. This whole time, it's been her."

"Enough, Spark," I interjected angrily. "You're the liar. You told me you were there to help me, and then you tried to use my body for your own sick twisted game. I'm done with you." I couldn't tell if I was talking for myself, or for Twilight. A bit of both, I supposed.

Now, Star! Twilight's voice cried out in the back of my mind. I grinned, lifting the star-crystal. My horn ignited, forcing my magic through it as a conduit. A wave of magical power exploded from the shard, halting Spark in midair. Tendrils of energy latched onto the mare's horn, wings, and legs. Her eyes widened as I shot across the air at her.

"Gotcha," I said, grabbing onto her neck. I snarled, touching the tip of my horn to hers. Magic flowed from tip to tip as I cast the memory spell and the world itself fell away into nothingness.

ooooOOOOooooOOOOoooo

My eyes opened and I looked around. An endless rolling plains of crystal went on for miles and miles all around me. I blinked. *Did the memory spell fail?* I thought to myself. Before I could orient myself or make sense of the scene, I heard a noise. Hoof steps sounded across the sheet of crystal, clacking loudly against the hard surface. I turned about, ready to strike when I stopped.

"Hey, Star," a familiar green pony said, waving a hoof. Lucky stood across from me, looking fairly terrible as she forced a smile. Her mane was ragged and she looked deathly thin even for a spirit. Still, her eyes were bright and so was her smile.

"Lucky?" I said. "What's going on? What are you doing here? Hell, where is here, and what am I doing here?"

"This is Spark's mind," Lucky said. "I've been trapped here for quite some time."

"What?" I said.

"Spark's had me trapped here while she uses my body. One of the... consequences of allowing her to merge with me," she said. "I'm so sorry, Star. I never would have... have done it if I'd known what she'd do."

"It's alright," I said, smiling. "That's one of the reasons I'm here. If I can separate Spark from you, then your spirit will be free. Spark will lose power."

"I... I don't know, Star," Lucky replied, her eyebrow raised. "Are you sure that it will work?"

"Positive," I said. "After all, I still owe you one."

"Star..." Lucky said.

I lifted a hoof. "No, I mean it this time. A lot's changed since you last saw me. I finally get it now," I said. "You're my friend and I want to help you. Now... you say you've been trapped here?"

"Yes... she's been my guest," another voice said from behind me. I looked back to see Spark. The purple alicorn had a grin on her face. Her wings were tucked in and she looked happy as could be.

"Spark," I said venomously. "About time you showed up. It's time to end this. I'm going to cut off your connection to Lucky, and then seal you away for good."

"Is that what Twilight told you to do?" Spark spat. "Tell me, did Twilight even bother to tell you what would happen after that?" I opened my mouth to reply, but realized that she was right... Twilight had only told me it would be over. Spark grinned. "I thought so."

"I... I don't care," I said angrily. "You're going to hurt millions of ponies, Spark. I can't allow that."

"Star..." Lucky said as she trotted up next to me. "She's beyond reason. I've tried to convince her several times to stop this, but all that earned me was my indefinite stay here."

I continued glaring at Spark, who looked simply bored.

"Please. I think you misunderstand me, Star. I'm going to create a better world. Better than the Goddess could have ever hoped to achieve," she said. "Free of pain, free of suffering. Harmony to the very end. The Elements of Harmony all worshiped as they should be."

"You're talking about slavery, Spark. Plain and simple. You think that it will be free of pain? Maybe for you, but not for the ponies whose backs you will build on," I said forcefully. "You're going to enslave ponykind so that you can live forever. It's wrong. Can't you see that?"

"There's the Star I remember," Spark said, interrupting my train of thought. I cocked my head. "Can't you feel it? Twilight's presence can't reach you in this place. She doesn't know what is happening here. She's using you, Star."

I grimaced. Spark had lied to me so much, that I couldn't put any faith in anything she told me. Twilight was trying to help me make things right. She wasn't using me... was she? I looked over at Lucky. She was looking down at the ground. She sighed loudly.

"She's... she's right, Star," the green mare said. "Twilight *is* using you. Even I can see it."

"Why?" I asked, staring at both of them. I didn't understand it. Lucky wouldn't lie to me. Was she right? Was Twilight really just using me for her own twisted game? I prodded further. "Why would she do that?"

"Because Twilight also wants what I seek," Spark said. "The perfect world, the world of Equestria that was. Harmony. Except with her as the figurehead, the new Goddess."

"You can't be serious," I said. Spark scoffed, but nodded all the same. "If that's the case, then help me. Spark... you're the Element of Magic, for pony's sake. You can be so much better than this. We can stop Twilight, and you can return to sleep to wait for a new Bearer."

"Do you really think I plan to stand by and watch ponykind devolve further into bloodshed?" Spark replied. "I already had to do that once. No more. Ponykind has proven that it cannot manage itself. It needs somepony there to lead them, to guide them. The Bearers are a lost cause. The Ministry Mares proved that much to be true."

I growled under my breath. "There is hope, Spark!" I shouted, pleading with her. "Don't you see it? There is hope. It's out there, waiting for you. Ponykind can be good. I've seen it! You've seen it! There are good ponies out there, living their lives as best as they can."

"Good ponies? I think not. Even your closest of friends have skeletons in their closets that made them into terrible, pathetic creatures," Spark said.

"Don't you bring them into this," I said, glaring at her.

"Oh, I think that we shall," she said. "Your friend Lilith, once a cold-hearted killer. Now a good pony? She killed so many in her life."

"She's not that way anymore," I snarled flatly.

"No? Like the zebras say, Star, you can't change your stripes no matter how hard you try," Spark replied poignantly. "Or what about the hellhound? Does his eloquence hide the fact that he is a savage beast? Have you ever asked him what he was like before Ponyville? Do you even know?"

"Shut up," I said. "Nixis is good. He's trying to be better everyday."

"Please," Spark said. "Let's not forget your dead friend... the earth pony."

"Don't you dare say his name," I spat. Spark was really starting to piss me off now. "Don't. You. Dare."

"Touched a nerve, I see. He got his wife murdered, didn't he? By slavers he was hired to protect, no less," the dark alicorn said, licking her lips. "What was his name? Oh... right... Steeljack." I growled loudly.

"Stop it!" I shouted. "Stop it, now!" I couldn't hear these things. Not about my friends. Not about... Not about him.

"That's my point, Star. No matter what you do, ponykind will still have nothing to look back on except for the long and bloody history that's carried it to this point. The past will always haunt them, destined to repeat itself until they are all dead!" Spark snarled. Her nostrils flared.

"It doesn't matter! Don't you get it, Spark? Your past does not define you!" I protested. "Everypony deserves a second chance at happiness. Everypony deserves the chance to live!"

"I don't think so, Star," Spark said. "This world, it's too far gone for anyone to save. But I will save it. I will make sure that there is nothing but perfection!"

"Then there is no hope for you, Spark. I have to stop you," I said angrily.

"Or you could join me," Spark said, lifting a hoof. "I need your body after all. Join me, and help me make the world a better place. A perfection of pony existence."

"No," I said coldly. "You don't get it, Spark. I won't join you."

"Alas, I sort of figured that was the case," Spark said, putting her hoof down. "Your body will be mine,

Radiant Star, whether you join me willingly or not. I'll just have to take it.”

“Fat chance,” I said. “Why do you need my body anyways? What's so important about me that you can't work your stupid world domination crap with the body you have now?”

Spark tittered. “Oh, Star. I can't tell you that. That would ruin all the fun,” she said. “Now... get out of my mind. We have a fight to finish, after all.”

“Let Lucky go,” I said, stomping a hoof. “Then I'll gladly stomp your ass into the ground.”

Spark sneered at me, her black mane blowing in some non-existent breeze.

“I don't think so. Not until I have your body,” she said. I grinned, flaring my horn. Somehow, even in the middle of a magical dream sequence, my horn and magic still worked. I fired, sending a blast of telekinetic energy at Spark, who merely dodged to the side. She retaliated by firing her own blast of energy, which hit me in the chest and knocked me back to the ground. Lucky yelped and appeared next to me.

“Star! Are you alright?” she exclaimed.

I grunted, pushing myself back up to four stable hooves. Pain wracked my body. I didn't like that part. I worried about what would happen if I died in here. I nodded.

“I'm fine,” I said, igniting my horn and raising a shield spell. Another blast of energy struck it, dissipating harmlessly. “Right now, I need you to focus. We have to separate your spirit from Spark. I can't do that without your help.”

“But, Star... I...” Lucky started to say.

I growled, deflecting another blast from Spark. I returned one of my own.

“This is not the time for that!” I cried out. “Lucky. You're going to be fine. I promise you. But you have to help me. If you don't, I can't stop her, and then we're all doomed.”

Lucky looked down at the ground, but nodded.

“Alright, I'll do it,” she said, her voice filled with confidence. She trotted up next to me, her horn blazing as she cast her own shield around herself. “Spark! That's it! I'm through with being your riding mare! Get your own body!”

“That's it,” I said, grinning. “You tell her, Lucky.” I reached out with my magic, lashing at Spark with a raw wave of telekinesis.

The dark alicorn stood firm against the assault, batting away the magic like it was nothing. The dust settled and there we were. Lucky stood next to me, her horn glowing fiercely. Spark stood across the crystal clearing, her eyes dark and angry.

“So, you've made your decision then,” she said. “I had hoped for better from you, Radiant Star. You and I could have done so much together, if you'd have just let me have your body in the first place.”

I snorted. Despite every attempt, every time I'd tried to talk to her, she was still the same old Spark. She

wasn't able to be saved. I had bent my mind into circles trying to figure out another way, but I just kept coming back to the same conclusion.

I would have to seal her away for good. Spark was too dangerous, too harmful to allow to exist. She had to be sealed, and destroyed. Only then could ponykind prosper. I knew what I had to do, but I had to do it right. I had to get Lucky out of there, and then I could deal with Spark properly.

"Save your shit, Spark. We're done," I said, flaring my horn. I roared, the blast of magic erupting forth. Instead of being aimed at Spark however, I aimed at the ground.

Destruction ripped across the crystal surface, separating Lucky and me from Spark. Spark shouted, but I wasn't listening to her. I focused my magic on Lucky. Instinctively I reached out and tugged on her spirit, pulling at the bonds that held her to Spark. With a grunt, I ripped those bonds away. I felt Lucky's spirit disappear as the world below me began to shatter and break.

"No!!" Spark shouted angrily.

I grinned as I lifted into the air, watching the world that was Spark's mind crash and burn. With a flash of white light, my eyes opened.

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"Star...?"

I grunted in response, pushing myself up to my hooves shakily. I looked up, seeing Lucky standing there. I frowned when I realized that she was just a spirit again. Her shared body was nowhere to be seen. The vats of IMP sat there, swirling with rainbow colors. The bodies on the stone slabs were silent, as was the cage still containing my friends. It was as if nopony else was there. Another thing was quite odd. I could no longer feel much of Twilight's presence, but it was still there, building back up. I chalked it up to the effects of the memory spell.

"Lucky? You're..." I said.

"I know," she said, frowning. "You did it, though. You separated me from Spark."

"Thank the Goddess," I said. Another frown crossed my face when I realized that Lucky was the only one I could see. I couldn't see Spark. "Where is she?"

"I... I don't know. You don't suppose she's gone, do you?" Lucky asked.

I grimaced, shaking my head. "No... she's probably got some trick up her sleeve," I said. "First things first, though."

I looked up at the cage my friends had been trapped in. It was still wrapped in the persistent magic of Spark's shielding. With a flare of my horn I released the spell. With a second flare, I lifted the entire cage and set it down on the stone floor. The door popped open, revealing Violet. My green love sprang out of the cage and nearly bowled me over with her hug.

"Star!!!" She cried out. "Ohmygosh, are you alright? What happened out there? We couldn't hear anything after Spark..."

"It's alright, Violet. It's almost over. There's just one more thing left to take care of," I said softly.

I looked to the others. Nixis had stumbled out next to Sunshine, looking no worse for wear than he had been, while the latter had a fearful expression on her face. Lilith looked angry, but thankfully not at me.

"Where is that bitch? I owe her a little present, courtesy of The Bitch," she snarled.

I smiled, placing a hoof on her shoulder. "I am glad you all are okay," I said. I grimaced. I was afraid to tell them what I was about to do. Especially Violet. I had made my decision, and she wouldn't like it. She didn't have a choice in the matter, though. Neither did I. Violet must have known something was up, because she spoke next.

"Star? What's wrong?" she asked.

I looked away, painfully. Lucky stood nearby. Her eyes widened. She knew, too.

"Star, you can't," she said.

"Violet... whatever happens next... I want you all to stay out of it," I said. I narrowed my gaze at the mare I loved, more than anything in the world. "No matter what. I mean it."

"What are you going to do?" Violet said, her voice cracking. I couldn't take it. I couldn't look her in the eye and stay strong. I looked down at my hooves. Violet grabbed my shoulder. "Star... what are you going to do?"

Before I could respond, a chuckling laugh echoed from all around us. My eyes glimmered. I knew that laugh.

"Oh... wouldn't you like to know?" Spark's voice said. "Tell her, Star. Tell her how far you will go to stop me. It won't work. I am immortal, and I will not be undone so easily."

"Show yourself, Spark," I snarled, turning back towards the stone table in the center of the room. "Show yourself, and let's finish this."

"Yes... let's," Spark said, a flash of purple light emanating from one of the bodies on the slab. It's coat, once a milky white, turned a deep shade of purple while it's mane and tail turned dark black. It lifted itself off of the table and stood up. Spark shuddered as she adjusted to the body.

"How...?" I said.

Spark grinned. "I could have taken any one of these bodies," she said. "But they are only temporary. Useless in the long run. They're not your body." I took a step forward.

Violet's hoof tried to stop me.

"Star, wait!" she said. I stopped in my tracks. "We'll do this together." I shook my head in reply.

"Violet, no. I need to do this alone. I'm the only one who can stop her," I said. "Remember... whatever happens. Stay out of it."

I pulled away from my love and started forward. I couldn't look back at her, I couldn't let her see how much it hurt me to say those things, to pull away from her. I couldn't look at her, for fear that I might break down and lose myself. Lucky strode next to me as I walked to meet Spark.

"Star, you can't do this. It's insane! Don't you know what that will do to you?" Lucky said.

"I know," I said under my breath. "But it's the only way to stop her. She doesn't want to be saved. She doesn't want a second chance. She doesn't deserve one."

I agree, Twilight said in the back of my mind. *Spark has proven herself to be far too dangerous, and uncooperative. Seal her, and all of this will be over.*

I plan to, I thought in response. Spark's smug grin never left her face as I stepped up in front of her. I scowled, narrowing my eyes at the dark alicorn.

"Ready for round two, Star? I promise, I won't make this easy on you," she said jokingly.

"Star!" Lucky cried out, stomping her hoof. I raised an eyebrow at her. "Stop this! What about Violet?"

"Violet will be safe - You'll *all* be safe, once I've destroyed Spark. I have to do this."

"Yes... run along Lucky. You may have gotten your freedom, but that doesn't mean I won't destroy you," Spark snarled. "You were a means to an end that I no longer need."

Lucky glared daggers at Spark. "Try me," she said. "Star's my friend. I'm going to help her stop you, and we'll do it the right way."

I cleared my throat and lifted a hoof.

"Lucky," I said. "Do what she says. Leave this place. I'll come find you once it's all over. I promise."

The spectral mare's eyes widened. "What?!" she said. "Star, please... listen to reason!"

"Lucky!" I shouted at her. I didn't care anymore if Violet and the others saw me speaking to thin air. "Leave!" I turned back, seeing the others. They looked apprehensive. Violet had tears in her eyes. I couldn't look her straight in them. "The same goes for the rest of you! Leave, and I will take care of this! It's my responsibility!"

"Mmmm... yes, leave us, so that we can finish our playtime," Spark purred. Her horn flared and my friends disappeared in a flash of white light. Even Lucky disappeared.

I couldn't spare even a moment to try and figure out how that was possible. I turned back to Spark, snarling.

"Where did they go?" I asked.

Spark chuckled. "No worries. I just placed them further back down the tunnels. The denizens of this place will keep them busy. By the time they get back to us, we'll have ended this... one way or another," she said.

I blinked. Spark was being... noble? Was that the right word? I couldn't believe it. Shaking my head to clear my thoughts, I took a step forward.

"Fine, let's do this then, Spark," I said. "Let's end this."

Yes... let's end this, Twilight's voice ground out in the back of my mind. *Spark will rue the day she crossed Twilight Sparkle.*

I growled, flaring my horn and sending a bolt of magical energy at Spark. The dark alicorn ducked to the side, dodging with ease as she sent her own beam of magic. I lifted the star-crystal, using it as a focus to create a shield that deflected the bolt easily. My amethyst blade hummed into existence, slashing wildly at the other mare. Spark retaliated, summoning her own blade to block.

Our blades clashed, back and forth, to and fro. Flecks of magical energy ripped the air itself apart as we tried to get the better of the other. For all of our power and effort, we were evenly matched. I jumped to the side, splitting my blade up to block several of Spark's own shards. Crystal rang against crystal, screeching horrible in my ears as I continued circling and strafing. Spark wasn't letting up either, her shields just as well-timed as my own.

I was thankful for the star-crystal's power boost. The power shard was magnificent in its design. I could see why Twilight had commissioned its creation. It continually refilled my strength and magic as I fought, negating the need for any curative potions. With it, I operated purely on autopilot, like somepony else was doing the driving. I flared my wings, sending a wave of magic out that slammed hard into Spark, sending her reeling back for a brief second.

I charged in, reaching back with a hoof. I let loose, hitting Spark in the face with a hoof strike that left her face bruised and swollen. The dark alicorn jumped back, raising another shield that blocked my second attack.

"You're good," Spark admitted. "It's too bad that you haven't noticed it yet."

I flared my horn, sending a wave of magic at her. She dodged to the side easily.

"Enough talking!" I shouted, readying my magic for a counterattack. Spark merely chuckled.

"Fine, if you don't want to discuss it," she said. "You're being far more aggressive now that Twilight's got her little hooks deep inside you."

"No more lies, Spark!" I retorted. I released my magic, sending out several tendrils of telekinetic power at her. Each one latched onto her legs, grabbing her and lifting her into the air. Spark didn't fight back. She stared at me, her eyes dark.

"I see," she said. "You can't even tell can you? You can't see that she's been controlling you this whole time."

She doesn't know, Spark, I heard Twilight say, her voice coming from my mouth and echoing in my mind. *She doesn't know, and now it's far too late to convince her otherwise. Right, my little Star?*

"Yes... Goddess," I said, my mouth moving of its own accord. Yes... this was right. I was going to stop

Spark, to seal her away for good, all for the glory of my Goddess. Spark hung in midair, suspended by the magical tendrils I'd cast. She chuckled. I squeezed with one of the tendrils, interrupting her disrespectful laughter.

"Twilight, Twilight... it's so good to hear your voice," she choked out. "I never thought I'd hear that voice ever again... It's over, isn't it?"

It is. Your plans for domination are over. Let's face it, your heart was never truly in it from the start, Twilight said, her voice pounding in my head. *Star... it's time. Begin the sealing spell. You know how to do it.*

I nodded, my horn flaring as I lifted Spark over to the stone circle. I set her down carefully, using the magical energy to hold her in place. The items needed for the spell were conveniently ready for me. Spark had laid out several of each item on the stone table, needing them for the resurrection spell. I knew what I had to do.

"Spark. It is time for you to be sealed away," I said, my voice slipping into a monotone. I lifted a bottle of glowing blood from the table, splashing it on her.

"The blood of a changeling, to charge the body with the magic of form..."

Spark hissed at me. I didn't care. I only wanted to appease my Goddess. A packet of hairs shook out over her next.

"The mane hairs of a zebra, to charge the soul with the magic of life..."

Another bottle lifted, this one full of a rainbow colored liquid. I smiled at it. It was glowing and beautiful. I dumped it on Spark without hesitation.

"The essence of a rainbow, to charge the mind with the magic of clarity..."

Next came several dragon scales. They were different colors, all of them. I wondered how Spark had managed to acquire them. It was of no real matter though. They dropped onto Spark. She howled and writhed.

"Stop, Star, stop! Don't let her control you! She wants you! It's always been her!" she shouted.

I didn't hear her. I kept going through the motions, kept chanting the ancient spell.

"The scales of a dragon, to charge the horn with ancient magic..."

The scales started glowing, a soft blue color. Crackling magic began to fill the air around me. It was happening. There was only two more things left to do. My horn burst into life, connecting my magic to Spark's horn. Naturally when my Goddess had done this, she'd had the tiara, but I had the real spirit right here.

"The Element of Magic, the spark with holds together Harmony itself... to charge the life with the soul of the dead."

Spark's horn began to violently surge and glow. One more step, one more thing and Spark would be gone forever. I would no longer have to worry about anything else, anymore. I would be happy. I looked down to my sides. Yes... just one more thing.

"Star!" I heard voices and shouting from behind me. It was Violet and the others. They'd managed to

find their way back to the room. So had Lucky. They were all shouting at me. I didn't hear them. I couldn't hear them. My magic reached out, taking a hold of my wings.

That's right, Star... just one more piece. You've been very brave, little one. Now it's time for this to be over for good, Twilight said in the back of my mind.

Yes, my Goddess, I thought back. *I live to serve.*

I grasped my wings at the roots firmly with my magic, and I gritted my teeth. More shouting. I couldn't make anything out over the pounding of my heart and the pressure of my Goddess in my mind, so I ignored them.

And pulled off my wings..

****RIIIIIIIIP****

My wings ripped free of their sockets, the pain rushing up and down my body as I staggered forward. Blood poured from my sides and I dropped to my front knees. Spark looked horrified. Blood flowed from my bitten-through tongue as I painfully spoke the final words of the incantation.

"The wings of an alicorn, given freely to purge evil from the world," I said. "Blood and bone and flesh and feather, give root to my magic. Free me of this accursed spirit!!!"

Spark's body began to glow wildly, the star-crystal shooting out from my magical grasp above her. Spark snarled as her body was slowly pulled into it. She locked eyes with me, the hatred seemingly gone from them.

"I'm... I'm sorry," she said, and then she was gone. The star-crystal sat in her place, smoking. I smiled brightly. I had done well, I had managed to stop Spark. My head felt woozy. I heard more shouting, panicked shouting.

"Star!! NO!!!" Violet shouted as she was at my side in an instant. Her horn burst into furious life as she poured healing into my body.

"V-V-Violet..." I said softly, slumping to my side.

Violet's face was a mixture of rage and pain. "No, Star... no no no... don't you do this to me!" she cried out.

"It's... okay," I managed to say with a smile.

You have done well, little one, Twilight said.

Violet's eyes widened as she looked up. "Who...?" she said, before a blast of magic sent her flying away from my side. I grunted, trying to push myself up.

"Shhh.... don't move, Star," a voice said from above me.

I looked up to see... her. Twilight Sparkle, in all her glory. Her wings spread out proudly on each side, a gold crown on her head.

“Moving will only damage your body further, and I need it still for my glorious work.”

“Wh-What?” I said. I looked down at my sides, seeing the blood pouring from them. What had I done? How did...? I looked back up at Twilight, horror filling my eyes as I realized it.

Spark had been right. She was right all along.

“Yes... she was right,” Twilight said, smiling. “You were always my little Star. My pawn.”

“Get away from her you bitch!” Violet shouted. A stream of silver fire shot through the air, passing completely through Twilight's body to splash harmlessly against the far wall. Twilight grimaced, lifting a hoof. A magical shield, much more advanced than anything I could ever hope to cast cut off the others from us. Twilight smiled softly.

“There... now we have some more privacy to talk, you and I,” she said.

“Wh-Why?” I asked. My mind was racing, trying to figure out when Twilight had managed to control me. How had I not seen it? When had it happened? I managed to vocalize that question with a weak “When?”

“I needed a body. I told you once that you were to be a new Goddess, and I was right. You see, Star... I created you. You were never a real pony. I molded you out of raw I.M.P.,” she said, clearly impressed with herself. My eyes widened. I wasn't real? I had memories... but they were all hers. They were all Twilight's memories. Where did my memories go? Twilight grimaced as I shuddered. “I know you're in a lot of pain right now, but trust me. It will be all over soon. Once I take over your body for good, you will be good as new.”

“But... I... I had a choice,” I choked out.

Twilight chuckled. “Silly pony. You never had a choice at all. I created you without a choice in the matter. I was rather pleased I was able to slip you past Trixie. She was too busy worrying about the Black Book and Littlepip to realize what I had done,” she said. “I hadn't counted on being blown up, though. Alas, such is life! Now we get to make a fresh start of things.” Twilight lifted a hoof to her chin, smiling.

“Just think, Star. You get to be the new Goddess of the Wasteland. A verifiable Princess! Doesn't that make you excited!”

Footnotes:

Radiant Star: Error...

Violet Iris: Maximum Level Reached!

Nixis: Maximum Level Reached!

Sunshine Sky: Maximum Level Reached!

Lilith: Maximum Level Reached!

Author's Notes:

And... there it is. The beginning of the very end. Writing this chapter was one of the single most challenging things I've done in this story, because I had to write scenes that I'd been playing out in my mind for over a year

now. Every ounce of this was planned from the get go, and I have never been more pleased than to finally get here.

That being said, I hope that you enjoy this chapter, very much. The conclusion + epilogue will be released in 1 week's time, at the same time. I am so very, very excited to be nearly concluded with this thing. You have no idea.

This chapter was prolonged as well by a bit of tragedy on my side of things, however. See my [blog post here](#) about what happened.

Of course, you can always ask Star questions on tumblr under <http://askradiantstar.tumblr.com> I have been seriously lax in answering them lately. I almost nearly wish I could do art asks, but unfortunately my art skills are terrible. Maybe someone out there would take some pity on me and do a few?

My fic to plug for this, the first of two final fics to plug, goes out to one who needs no real introduction but I'm going to recommend it anyways, because it's brilliant. I'm talking of course, about [Heroes](#), by No_One. If you haven't actually read it, you should. It's beautiful, and well done.

My complete and utter thanks to Wirepony, McMesser, and Heartshine for sticking with me and helping me edit this beast. I look forward to working together much more in the future, and the friendships we've forged through Star's journey, well... I won't ever forget them. Ever.

I also have to thank my wife, Lucky Star, for her support. She's an incredible woman, and I love her dearly.

As always we thank Kkat, for her playground that she has so graciously given us to play in. You rock. Woo hoo.