

## STUDENT COUNSEL

**Written by Josh Haber**

**Produced by Devon Cody**

**Story editing by Nicole Dubuc, Josh Haber**

**Supervising direction by Jim Miller**

**Directed by Denny Lu, Mike Myhre**

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

### Prologue

*(Opening shot: fade in to an expanse of meadowland outside Ponyville proper during the day. Starlight Glimmer and Trixie walk leisurely up a hill and into view, the former wearing a blue-green bracelet on one foreleg and the latter without her trademark hat and cape.)*

**Trixie:** I know how hard you've been working lately—

*(They approach the hilltop, where an afternoon teatime spread has been set up on a picnic blanket.)*

**Trixie:** —so I figured you could use a break.

*(Close-up of the goodies as she steps up to the edge; pan/tilt up slightly to frame both in time with Starlight's delighted gasp, leaving their hooves just out of view.)*

**Starlight:** Trixie, this looks amazing! But my job doesn't really seem like work.

*(A tiny, tinny chiming sound asserts itself; she lifts her leg to find that her bracelet is blinking and sounding off.)*

**Starlight:** Oh! Speaking of...

*(She is gone in a flash of teleportation, leaving the blue unicorn to boggle at the departure and sigh wearily as she seats herself on the blanket. Exerting her aura over the various components of the tea set, she pours two cups and sets out one of them for Starlight along with a sandwich on a plate. A flash of annoyance gives way to blowing on her own tea to cool it and taking a sip, and Starlight returns as quickly as she left.)*

**Starlight:** Sure, being counselor for the students at Twilight's School of Friendship is demanding, but— *(The bracelet pings again.)* —oh. One sec.

*(Away she goes with a big apologetic grin; the still-miffed Trixie sips from her cup and stirs in some sugar cubes before she pops back in.)*

**Starlight:** What was I saying? (*Flat stare from Trixie.*) Oh, right. (*She sits.*) Being able to use the experiences of my checkered past to help young students feels pretty great. (*She levitates the sandwich off her plate on the end of this.*) Oh, yum!

(*A hearty bite, and the rest is set down.*)

**Starlight:** (*mouth full*) Mmm, thanks. (*Cut to Trixie.*)

**Trixie:** (*stirring tea, gesturing with spoon*) Of course, I feel nothing but admiration for the work you do, but it is a little all-consuming, and I miss spending time with you. (*Zoom out to frame Starlight, having swallowed.*)

**Starlight:** What are you talking about? We're spending time right now.

**Trixie:** (*slightly irritated*) Well...

(*The counselor has barely enough time to float up her sandwich, take another bite, and wipe crumbs from her mouth before the new accessory does its bit once more.*)

**Starlight:** (*mouth full*) Mmm—hold that thought.

(*This time, Trixie gives voice to a frustrated little growl and chomps down a whole sandwich after she zaps away. The snack is still being savagely chewed over when Starlight returns with a contented sigh, her mouth empty.*)

**Starlight:** Sorry. I cast a spell on the door to my office— (*lifting foreleg with bracelet*) —so this bracelet goes off whenever there's a knock. Yona is having the worst time with her braids lately.

(*Her field lifts the cup and saucer prepared for her so she can have a sip of tea, then balances them both on one hoof.*)

**Starlight:** Anyway, you were saying?

(*The traveling magician answers by bringing up her own setting, guzzling the tea, and setting the cup pointedly on its saucer—all while showing off a world-class scowl. Starlight offers a weak laugh and grin, nearly sloshing the rest of her tea onto the blanket, and the view fades to black.*)

## OPENING THEME

### Act One

(*Opening shot: fade in to the exterior of the School of Friendship, zooming in slowly, then cut to Starlight seated at the desk in her office. She grins shakily as Silverstream paces behind the couch.*)

**Silverstream:** I totally respect my younger cousins' decisions to stay sea ponies— (*hovering*) —but they've never been on dry land! (*Cut to Starlight; she continues o.s.*) Preparing for a visit with them is almost as much work as the research assignment Headmare Twilight gave me on hazardous fauna of the Everfree Forest!

*(On the second half of this last sentence, Starlight tilts her head to one side and the camera cuts to her perspective of the young hippogriff settling onto the cushions and pans to the open office doors. Quite a few students have lined up in the corridor and are anxiously waiting their turn. Now Silverstream brings out a quill and notepad.)*

**Silverstream:** How would *you* describe a shower to creatures who live in water? (*Starlight's attention snaps back to her.*) So far I've got "warm" and "steamy"—actually, steam has water in it.

**Starlight:** (*leaving seat, circling to couch*) Silverstream, there are a lot of students who want to see me today. (*Silverstream gets off the couch.*)

**Silverstream:** I just need a few shower adjectives that don't rely on the wet part.

**Starlight:** (*sighing*) Well, there's "clean," "relaxing," um... (*She paces as Silverstream starts writing.*)

**Silverstream:** "Relaxing." I don't know—a nap's relaxing too. "Warm" and "clean" are okay. Wow. I have to give this some more thought.

*(This little puzzler occupies her mind to the point that she does not notice Starlight ushering her out of the office until she has passed the threshold.)*

**Starlight:** Oh! Okay. Well, I'm here to help. (*waving*) My door's always open.

*(She smiles at the next pony in line, a unicorn colt, and gestures for him to follow her in, but a magic field wraps itself around every inch of him and hauls sharply backward.)*

**Trixie:** (*trotting in after Starlight*) Except for today, of course.

*(The hapless student scrambles up and toward the doors, only to have them slam shut in his face. He gives a crushed little whimper before the camera cuts to the two mares inside.)*

**Trixie:** (*excitedly*) If we leave now, we can finish everything before sundown.

**Starlight:** Trixie, I-I can't leave! It's almost spring break. (*returning to sit at desk, as Trixie glares*) Twilight and the others have already left to celebrate the Spring Solstice in Canterlot, and I have to help the students with any issues before they head home for the holiday.

*(Her bracelet chimes in time with a knock at the closed doors, one of which opens so the snubbed student can put his head in with a hopeful smile. Trixie just shoots him a nasty look and telekinetically shoves it closed, pushing him back into the corridor, and the bangle goes quiet.)*

**Trixie:** (*smiling, crossing office*) I know you're busy, but I hope you haven't forgotten about the Spring Sols-Tastic!

*(Happy singsong on these last two words; Starlight's only reply is an utterly bewildered blink.)*

**Trixie:** *(dryly)* The party Maud and Mudbriar are throwing? *(Starlight averts her eyes guiltily.)* Sunburst is coming to town? *(Uneasy tap of hoof on hoof.)* You and I promised to make the cake?

*(Only now does Starlight snap back to herself with a grin that is just a touch too casual.)*

**Starlight:** Oh, pffft! How could I possibly forget about that?

*(Another knock, another ping and blink from the bracelet, and the twice-thwarted colt opens a door and fearfully slips his head in. The borderline-rabid growl that Trixie sends his way is all the impetus he needs to cautiously withdraw and pull the door shut behind himself. Starlight's magical summons goes quiet again at his exit. Dissolve to her and Trixie walking down a Ponyville street, saddlebags on backs and Trixie still looking rather out of sorts.)*

**Trixie:** Nopony is saying your job isn't important, but plans you make with your friends are important too.

**Starlight:** *(sighing)* I-I know. I'm sorry. I shouldn't have forgotten. Obviously I need to be available to my students— *(Trixie grimaces and rolls her eyes.)* —but that doesn't mean I can't help with all the things we have to do.

**Trixie:** Good! *(Both stop.)*

**Starlight:** Great! *(Pause.)* So...what *are* all the things we have to do?

**Trixie:** Hmph!

*(She magically pops the flap on one bag, extracts a scroll, and unrolls it for a quick read.)*

**Trixie:** *(pacing ahead; Starlight follows)* Maud needs streamers for the decorations, Sunburst wants us to pick up a genuine pre-Equestrian Spring Solstice chafing dish from the antique shop...

**Starlight:** *(dryly)* Of course he does.

**Trixie:** ...Mudbriar wants a bouquet of flowering sticks, whatever that means, and I thought we were *both* looking forward to Mrs. Cake teaching us the secret recipe to her famous Spring Solstice Cake. *(She glares daggers at Starlight.)*

**Starlight:** Oh! I-I totally am. *(Chuckle.)* Buuuuut we could just buy a cake from her, right?

*(The purple eyes shrink to infuriated points as both stop and the owner turns to face the dessert heretic, having put the list away.)*

**Trixie:** *(with slowly growing anger)* We *could*, but then we'd miss out on baking *together*. *(pacing)* Plus the time I spent flattering and convincing and begging her to share the recipe would be for *nothing*. *(Stomp on this last word, then advance on Starlight.)* And we promised to *make* a cake, not *buy* a cake, and the Great and Powerful Trixie *keeps her promises!*

*(These last three words are delivered at point-blank range and one notch short of a full screech; Starlight slaps on a rattled grin.)*

**Starlight:** Okay! *(patting Trixie's shoulder, magically pulling/opening list, pacing)* Why don't we just split up these jobs? I'll get the streamers and the chafing dish, you...

*(This is as far as she gets before her jewelry issues a summons.)*

**Starlight:** *(hastily, passing list to Trixie)* ...get started on those sticks, and I'll be right back.

*(Finding herself on the receiving end of a glare that could burn through a foot of granite, she offers an embarrassed chuckle and rolls up the sheet.)*

**Starlight:** *(sliding it into her bag)* You know, why don't I just hang on to this? Wouldn't want to forget the things I just said I'd take care of. Because I am totally gonna take care of them.

*(She teleports away, leaving one thoroughly unconvinced and scowling unicorn alone in the street. Dissolve to a long shot of Rose leading Trixie past the display benches set up outside the village flower shop, then cut to the former mare scooping a hoof-load of blooms from a pot.)*

**Rose:** Could it be plum blossom?

**Trixie:** I have no idea.

*(Starlight returns in a flash, knocking her back o.s. with a scream and startling the florist into dropping the lot.)*

**Starlight:** Oops! Heh. Sorry, Rose. *(levitating several flowers, shoving them to her)* But I need a bouquet of flowering sticks, stat. *(Pan slightly back to Trixie, now upright.)*

**Trixie:** I thought *I* was getting the flowering sticks. *(Big dumb grin from Starlight.)*

**Rose:** *(pacing)* Uh, I'm still not exactly sure what they are.

**Trixie:** No one is.

**Starlight:** *(clapping hoof to forehead)* Right, got it. You get the sticks, I'll get the streamers—*(The bracelet rings in.)*—right after I take care of what I'm sure is an even smaller student problem than the last one.

*(She poofs away from the shop with a weak chuckle. Trixie has almost no time to seethe over the abrupt abandonment before the sound of a weak raspberry being blown from o.s. grabs her attention. A quick pan to Rose reveals her as the culprit—using not her mouth, but a bottle of glue clamped in her teeth. The gooey stuff is matted into her coat/mane/tail, as are several loose blossoms she has been trying—and failing—to attach to a stick. She grins as best she can around the bottle as one of them slowly comes loose, earning a shrug of weary disapproval from Trixie.)*

*(Dissolve to Starlight at her office desk—saddlebags off, grinning fixedly, and facing Silverstream on the couch. Sunset is visible through the window, and the student has quill and notepad at the ready as before.)*

**Silverstream:** (*writing*) I think I have the shower thing under control— (*Close-up of Starlight; she continues o.s.*) —but I can't figure out how to describe a towel.

*(The blue eyes flick fretfully toward the window on the end of this as if to say, "I got called back in here for this?" Wipe to her approaching the sales counter in a party-supply store, bags on and a considerable amount of merchandise in teeth, hooves, and aura. The bracelet chooses this moment to page her, and she vanishes to take care of business—leaving everything she was holding to cascade over the floor, the counter, and the clerk on duty. From here, wipe to the office; she is back at her desk, bags off, and addressing Gallus and Smolder, who sit glowering on the couch with their backs to each other.)*

**Starlight:** Now, Smolder, I understand the School can be a bit drafty, but that doesn't mean you can breathe fire anywhere you want!

*(The griffon turns to the dragon without a word, picks up a book from his lap, and opens it to show that every single page has been burned to a crisp. The ashes slide free of the binding, leaving only the empty cover as Smolder smirks to herself. Wipe to Starlight in an antique shop, bags on and addressing a clerk across a sales counter.)*

**Starlight:** What do you mean, Trixie already picked up Sunburst's genuine pre-Equestrian Equinox chafing dish? That was my job! (*uncertainly*) I think...wait. (*Her magic extracts the to-do list from her bag and opens it.*) Was it?

*(Yet another call from the bracelet; she groans and lets the list drop before bailing out. Wipe to her sitting behind the office desk, which is now bristling with dirty bowls, mugs, and teacups. Head propped up on forelegs, she stares wearily across at Ocellus on the couch as the young changeling cycles through a few different forms—earth pony, dragon, bugbear.)*

**Starlight:** Ocellus, it's perfectly normal for a changeling to struggle with identity issues, but—  
**Silverstream:** (*muffled, from outside, through doors*) Counselor Starlight! (*She opens one and puts her head in.*) When you're done, I need some synonyms for the word "dry"—

*(Back to the frazzled counselor, who glances worriedly out the window and sees the sky darkening into night.)*

**Silverstream:** (*from o.s.*) —or really just help explaining the concept.

*(Wipe to the exterior of Sugarcube Corner, seen from across the street, and zoom in slowly as the front door opens. Mrs. Cake steps out and closes it behind herself; in close-up, she has barely engaged the lock before Starlight teleports in.)*

**Starlight:** Uh, wait, Mrs. Cake! (*Longer shot; she has not brought her bags.*) You can't close! Trixie and I need to learn the recipe for your Equinox Cake!

**Mrs. Cake:** Oh, it's fine, dear. (*walking off; slow pan*) Trixie was already here. I told her everything she needs to know.

**Starlight:** (*aghast*) What? (*Mrs. Cake stops.*) No! Oh...the Great and Powerful Trixie might keep her promises— (*dropping to haunches*) —but the Busy and Distracted Starlight sure doesn't. I promised to help her today, and I haven't done a single thing!

(*She drops into a miserable huddle on the cobblestones.*)

**Mrs. Cake:** Oh, that does sound hard, dear. (*The bracelet pings.*) A-And I'm not quite sure how to tell you this, but— (*whispering*) —your hoof is glowing. (*Starlight glances tiredly at it...*)

**Starlight:** Of course it is.

(*...then lets her head flop back down and teleports away. Dissolve to the desk in her now-darkened office; she pops into her chair; lifts her head, and lets her eyes pop wide open upon finding a stone-faced Trixie glaring at her from the couch. A quick burst of magic switches on an overhead lamp. The dirty dishes seen during her talk with Ocellus have been cleared away.*)

**Starlight:** Trixie? What are you doing here?

**Trixie:** It's the one place I knew I could find you.

**Starlight:** (*stepping out from behind desk*) I am so sorry about today. I'm just so—

**Trixie:** Busy. I know. Obviously your students are more important than your friends.

**Starlight:** That's not—

(*Knock; bracelet goes off; Silverstream opens a door and enters, no longer carrying her quill and pad.*)

**Silverstream:** Starlight? You have a minute?

(*The overworked counselor spares a glance for her dejected friend before answering.*)

**Starlight:** Actually, Silverstream— (*firmly*) —I don't.

(*Trixie is very much caught off guard by this declaration; cut to an equally flummoxed Silverstream.*)

**Starlight:** (*from o.s.*) Besides, I need to lock up the School for the holiday, and it's time you caught the train home. (*Back to her; circling to her chair.*) I'm sure a smart and capable student like you can figure out the solution to any problem over the break. But for now... (*levitating her bracelet off*) ...the counselor's office is closed.

(*It lands on her desk, and Silverstream backs up into the corridor and gently pulls the door closed after herself.*)

**Starlight:** (*smiling*) I have a cake to bake.

*(The blue face matches the pinkish-violet one in its happy expression. Dissolve to a slow pan across the forest clearing in which the entrance to Maud Pie's subterranean home is situated. Balloons have been tied to the mailbox at the head of the front walk leading to it, and another bunch stands up from the opening itself amid a spill of warm light. Cut to a loaded refreshment table within the underground chamber; a severely misshapen three-tiered cake is dropped onto it, knocking the punchbowl aside. It is ineptly frosted and decorated so that the lower two tiers resemble a flowery meadow, while the uppermost is a blue sky filled with clouds. Starlight and Sunburst eye it from opposite sides—the former smiling, the latter troubled—and the camera zooms out to frame Pinkie Pie's sister Maud, her main squeeze Mudbriar, and Trixie. Sunburst touches a protrusion on the cake and instantly draws his hoof back.)*

**Sunburst:** Yow! *(Close-up; he rubs/sucks at the pricked spot.)* Is this cake supposed to be so sharp? *(Trixie gives him a threatening growl; he smiles hastily.)* I mean, it looks really...i-interesting? *(She backs off.)*

**Mudbriar:** *(from o.s.)* Technically... *(Cut to him and Maud.)* ...it's not symmetrical or aesthetically pleasing

*(Comes now a choked little noise of purest vexation; cut to Starlight/Trixie, the latter ready to jump across the table and throttle him.)*

**Starlight:** *(throwing foreleg across Trixie's shoulders to calm her)* Maybe it's not the best cake, but we made it together, and that's what counts. *(Trixie smiles.)*

**Maud:** I'm glad you brought it, and everything else.

*(Zoom out quickly to frame the entire chamber for a moment, showing the assorted decorations set up on both banks of the river that runs through it, then cut back to the couple.)*

**Maud:** I'm very excited. This is going to be the most perfect party ever.

**Trixie:** *(to Starlight, levitating a plate/spoon, serving herself from a tray)* And with all of your students home for the holiday, I won't have to worry about you being summoned to your office in the middle of it.

**Starlight:** *(nodding/winking, floating up a cup)* Mmm-hmm. Nothing is gonna take me away from this party.

**Young male voice:** *(panicked)* Hello? Starlight?

*(The interruption comes just as she is taking a drink, which she proceeds to spit all over the floor. Trixie keeps her own mouthful of food behind her teeth as the speaker flies into view—Silverstream's brother Terramar, introduced in "Surf and/or Turf," in hippogriff form. He stops in a hover above the water.)*

**Terramar:** Starlight?

**Maud:** Sorry, this is a private cavern.

**Terramar:** Is Starlight here? I was told she'd be here! *(Starlight steps up, leaving her cup behind.)*



**Starlight:** What's wrong?

**Terramar:** I'm Terramar, Silverstream's brother. I've been looking all over for you. Silverstream is missing!

*(Starlight voices a stunned gasp, while behind her Trixie nonchalantly resumes chowing down. Fade to black.)*

## Act Two

*(Opening shot: fade in to an overhead shot of the tableau and zoom in slowly.)*

**Starlight:** I don't understand. Silverstream didn't come home?

**Terramar:** *(shaking head)* Mmm-mmm. I was supposed to meet her at the Mount Aeris train station, but she never showed up.

**Sunburst:** It's a long way between Ponyville and Mount Aeris. She could be anywhere.

**Terramar:** Our parents are leading teams of hippogriffs and sea ponies, searching the land and sea between here and our home. They sent me to check the School.

**Starlight:** But the School's closed. All the students are gone.

**Terramar:** *(landing)* Are you sure? I know she had a big project due for Twilight. Uh, do you think she might have stayed to finish it?

**Starlight:** She never told me about a project.

**Trixie:** *(setting plate/spoon aside)* Well, to be fair, you closed your office the last time she came by.

**Starlight:** *(irked)* Really?

*(Recall, though, that Silverstream did in fact mention this assignment at the start of Act One. Trixie offers up a chagrined half-laugh as Starlight glares at her and Terramar gets his dander even farther up.)*

**Terramar:** What kind of counselor turns away a student with a problem? *(Starlight, deflated, lets her head droop as Trixie strides up.)*

**Trixie:** The kind with too much on her plate. Starlight has always gone out of her way for her students— *(Grateful smile from Starlight.)* —and I mean “always.” *(The smile fades at this dig.)*

**Starlight:** Except apparently when it matters. This is all my fault! *(to the other ponies)* You all go back to the party. Terramar and I will check the School. *(to him)* We'll find your sister.

*(She offers an encouraging smile and a hoof, the latter of which he grips with noticeable uncertainty, and the two vanish in a burst of magic.)*

**Maud:** I should've known it couldn't last. *(Close-up.)* Party perfection is more of a Pinkie thing.

**Mudbriar:** *(from o.s., disapprovingly)* Mmm.

*(Pan to him on the start of the next line, standing to her other side and examining the branch to which Rose was sloppily gluing flowers in Act One.)*

**Mudbriar:** I wasn't going to say anything— *(pulling one loose, glue and all)* —but these flowers are just glued on, so technically, it wasn't perfect already.

*(A cocked eyebrow from Maud, a “now is not the time” glare from Sunburst; an openly hostile gritting of teeth from Trixie. The expert on all things plant-based hastily puts the remains of the “flowering stick” on the nearest table.)*

**Mudbriar:** But that's probably not important.

*(Wipe to the courtyard on the School grounds; Starlight and Terramar materialize here, release their grip, and turn to survey opposite halves as the camera zooms out quickly. No sign of any living thing that bears even the slightest resemblance to a student.)*

**Starlight:** You check the grounds, and I'll look inside.

*(Legs and wings kick into gear. Wipe to just inside the closed doors of her office as her magic throws them open so she can look in.)*

**Starlight:** Silverstream?

*(Nothing doing here either; after a step to the couch and a fast look around, she teleports away. Cut to within some cylindrical metal enclosure, the camera aimed at one open end; she zaps in here, head and forelegs stuck tight.)*

**Starlight:** *(reverberating)* Hel-looooo?

*(A longer shot of the area establishes it as Pinkie's classroom, equipped with a kitchen and pantry that were not seen in earlier appearances. Starlight has fetched up half-stuck inside the ace baker's party cannon; she pulls herself free and poofs out. Her next several moves carry her from place to place in the School library: the balcony, onto one of the shelves so that she knocks a couple of books loose, the middle of a study area.)*

**Starlight:** ANYCREATURE?

*(Still no response. Out in the courtyard, Terramar—now a sea pony—puts his head up from a stream that runs through the area and spits out a mouthful of water as Starlight pops back in.)*

**Terramar:** She's not down here.

**Starlight:** I don't see her anywhere. *(He climbs onto the bank and transforms.)*

**Terramar:** Did you check her room?

*(A “why didn't I think of that?” expression slams itself onto the unicorn's face, and both go from here to there in a flash. Silverstream's dormitory room is dark save for the moonlight entering through the half-drawn curtains and a lit lantern that stands on one of two book-cluttered desks.)*

*Notes are tucked in among the pages, taped to walls and bulletin boards, and scattered across the floor, and discarded paper and scrolls have filled a trashcan to overflowing and spilled over the side. Terramar turns his attention to the desks, Starlight to a pair of bunk beds.)*

**Starlight:** Well... *(Cut to her, magically stripping the top bunk.)* ...she's not here.

**Terramar:** *(from o.s. below)* No, she isn't. *(Cut to him, taking an open book from the desks.)* But look at this!

*(Climbing down, Starlight finds herself looking at a pair of pages filled with measurement and anatomical diagrams of...)*

**Starlight:** A cockatrice?

**Terramar:** Could that be what her project was on?

*(He closes the book, returns it to the desk, and points toward the wall. On the start of the next line, cut to his perspective of one taped-up sheet—a map of a trail through heavily forested terrain. Three items have been added in red ink: a sketch of the beast's chicken-like head, an X on one spot in the trail, and an arc connecting the two. Zoom in slowly.)*

**Terramar:** You don't think she went into the Everfree Forest to find a cockatrice by herself, do you? *(Back to him and Starlight on the end of this.)*

**Starlight:** I don't know, but I'm going to find out.

*(She teleports out by herself, leaving him to pick up the book and stare confusedly at the spot she had occupied. A few seconds later, she returns with an abashed giggle and remembers to take him with her this time. Wipe to the exterior of the Castle and School of Friendship as Trixie gallops into view, wearing her hat and cape for the first time this episode. Maud, Mudbriar, and Sunburst follow her toward the School, but the sudden magical return of Starlight and Terramar result in a six-way collision that dumps them all onto the turf. They get back to all fours during the following exchange; Terramar is no longer carrying the book he snagged from Silverstream's room.)*

**Starlight:** Uh, what are you all doing here?

**Sunburst:** We came to help.

**Trixie:** We couldn't let you handle this alone.

**Mudbriar:** Technically, she wasn't alone. *(Annoyed glares from Maud/Sunburst/Trixie; he relents and smiles.)* But we wanted to help anyway.

**Starlight:** Thanks—all of you. But the students are my responsibility. I'm the one who didn't do my job when it actually mattered.

**Trixie:** *(reluctantly)* I might share a bit of the blame for pressuring you into leaving work early.

**Starlight:** But...I don't want to ruin your party.

**Maud:** We can still have a party. *(Pause.)* A search party.

**Terramar:** Can we talk about all this later? Silverstream might be in the Everfree Forest alone!

*(Sunburst and Trixie gasp, while Maud and Mudbriar remain impassive as always.)*

**Starlight:** We think she went in to do research on cockatrices. *(Profile close-up of Sunburst.)*

**Sunburst:** What?! The gaze of the cockatrice is known to petrify any who dare to cross its path, *and* the reptilian birds are elusive and solitary! W-W-Where would we even start? *(Zoom out to frame Trixie.)*

**Trixie:** I have a lot of experience telling ponies that I have experience with the dangerous creatures of Everfree Forest. Follow me!

*(She zips away; Starlight can only offer the others a hopelessly confused shrug and gallop after her. Terramar goes airborne to follow, and the remaining three start their legs moving. Wipe to the group charging into the Everfree Forest and stopping at a fork in the path; Trixie glances one way, then the other before speaking.)*

**Trixie:** The Great and Directionally Astute Trixie says we go left!

*(She indicates her choice with a confidently pointing hoof, and the crew moves on. Cut to an extreme close-up of another spot on the path as her hooves step into view and pause, then zoom out to frame them all. A trail branches away from the one they have been following.)*

**Trixie:** *(pointing along it)* This way!

*(Off they go; after a few hundred more yards, she waves them to a stop, sniffs deeply of the air, and licks a hoof to hold up and gauge the wind direction. A nod, a gesture to show the next heading, and they are on the go. Cut to a close-up of Terramar, now shivering with fear as he flies, and tilt down to Maud and Mudbriar, the latter having screwed a jeweler's loupe into his eye socket so he can examine a leafy twig he has picked up. Wipe to the rescue party trekking through yet another stretch of the forest, Mudbriar no longer using the loupe or carrying the specimen. They pass o.s., but return the way they came after a second or two...then forward again...and next Trixie throws herself onto her belly so she can lap up a bit of dirt from the trail. This is worked back and forth in her jaws and spat out in due time, and she points out another direction and stands to lead them on. They arrive at the very first fork and stop.)*

**Maud:** Weren't we just here?

**Starlight:** Trixie, do you have any idea how to find a cockatrice?

**Trixie:** No. But usually when there's a dangerous creature in the forest I don't want to meet, this is how I meet them.

**Sunburst:** We might need a more concrete plan. *(Terramar pulls out the book from Silverstream's room and starts to read.)*

**Trixie:** Hmph! Suit yourself.

**Terramar:** Um, according to Silverstream's research, the cockatrice prefers rocky terrain and ample shade.

**Trixie:** *(sweetly sardonic tone)* Rocks and shade. Hm. I can't imagine where we'll find *that* in a forest.

**Maud:** Actually, rocks aren't the most hospitable environment for shade trees.

**Mudbriar:** Technically, pine trees like *Pinus cembra* or *Pinus sylvestris* can grow from narrow crevasses or cracks in a rocky rhizosphere.

**Maud:** *(to him)* You complete me. *(He smiles.)*

**Starlight:** *(pointing to one side)* There's some pine trees over there!

*(Twenty hooves and two wings double-time it in that direction. Dissolve to a stony plain in which a dozen or more cockatrices have gathered—some on the unforgiving ground itself, others on the ledges of a pine-dotted ridge. Hisses and clucks rise from the magical half-breeds before one lets go with a grating cry and the camera tilts up. One by one, Trixie and company—all hunched down as far as they can go—peek out over the edge of a promontory that stands high above the plain. All keep their voices down until/unless otherwise noted.)*

**Starlight:** *(to Sunburst)* I thought you said they were solitary!

**Sunburst:** They are! This must be some kind of migration!

**Terramar:** *(shuddering)* At least there's no sign of Silverstream. I can't imagine getting caught in the middle of that flock.

**Trixie:** It's just lucky we're all over here and they're all over there.

*(A grating, feral roar puts the lie to her words, and a glance back along the promontory tells them that one of the monsters has them cornered. They slowly rise to all fours, Terramar no longer carrying the book; cut to Maud/Mudbriar/Trixie.)*

**Mudbriar:** *(normal volume)* Technically—

**Trixie:** Don't even say it!

**Starlight:** *(from o.s.)* Whatever you do— *(Pan to her and Sunburst, both covering eyes with a hoof.)* —don't look at them.

*(She addresses herself to the now-hovering Terramar; tilt up to him on the next line.)*

**Starlight:** Their gaze can turn you to stone.

**Terramar:** *(shading his eyes)* So what do we do?

*(Here come not one, not two, but three of them. Sunburst is the first to lose his nerve.)*

**Sunburst:** RUUUUUNNNNN!!

*(All but Starlight immediately begin flying/galloping back down the promontory, but she holds her ground until the last possible second to act as a decoy. She teleports away when the cockatrices are almost on her, confusing one to the point that it veers in the wrong direction. The other two set after the fleeing ponies and hippogriff as the view fades to black.)*

### Act Three

*(Opening shot: fade in to a very long shot of the cockatrices' gathering plain, now seen as the floor of a broad gorge. One harries Terramar as he flies for his life, while two more stay after the other five. Profile close-up of Sunburst, eyes shut tight.)*

**Sunburst:** HEEEEELLLLLP!!

*(An impact with a tree trunk stops him dead; he falls to his haunches, moaning woozily and rubbing his head. A good hard shake of the brain bucket restores enough of his sense to let him stagger up to his hooves and back up—just in time to avoid being hit by Starlight when she pops in.)*

**Starlight:** Sunburst!

*(Eyes still closed, he screams in fright and fires off a beam from his horn; she matches his yell and hits the deck, the spell missing her head by mere inches.)*

**Starlight:** Stop! It's me! *(He looks her straight on.)*

**Sunburst:** S-Starlight! I'm so sorry! *(helping her up)* We have to get out of here!

**Starlight:** I know. Hang on!

*(She teleports him and herself back to that first fork in the trail, and four very worried eyes take in the scenery at high speed.)*

**Starlight:** We can't leave. Silverstream might still be in the forest. Stay here. I'll get the others. *(Vanish.)*

**Sunburst:** Be careful!

*(He cringes a bit and worries his lower lip. Cut to an overhead shot of Trixie and Terramar in a clearing elsewhere, averting their gazes and backing toward one another as cockatrices close in from all sides, then to ground level.)*

**Terramar:** The clucking is coming from everywhere!

**Trixie:** The Great and Powerful Trixie fears no cluck!

*(A bit of horn-power brings a small sphere out from an inside pocket of her cape and smashes it against the earth, releasing a blanket of thick gray smoke. Starlight teleports into the midst of it and, after a bit of squinting to get her bearings, soon finds the pair.)*

**Starlight:** Come on!

*(All three use her arcane emergency exit an instant before the smoke clears and the beasts close the last distance, puzzled at the sudden absence of any quarry. They reappear at the fork, scaring a yelp out of the waiting Sunburst, but Starlight wastes no time in poofing out. Elsewhere, Maud has accumulated a pile of baseball-sized rocks and is bucking them at a trio of attackers, scoring no hits but making them think twice about trying to get any closer. Starlight's magic deposits her*

*squarely in the line of fire; she has only time for one sharp gasp before Maud's next shot comes her way. The unicorn's instinctive drop to the ground is the only thing that prevents her from acquiring a permanent dent in her skull; instead, the rock lands a direct hit on one cockatrice.)*

**Starlight:** *(standing, jumping to her)* Maud, we've gotta get out of here!

**Maud:** I'm not leaving him.

*(She backs off ever so slightly and gestures off one side—where Mudbriar stands petrified from end to end. As the horrible hybrids close in, Starlight gasps and teleports all three away from the scene. Wipe to the fork as they pop back in.)*

**Sunburst:** *(gasping, horrified)* Mudbriar's been turned to stone?!

**Maud:** I didn't think I could love him any more.

**Trixie:** We've got to get outta here!

**Terramar:** But we haven't found Silverstream! We can't leave yet!

*(A wave of raucous cries reaches their ears an instant before the whole airborne flock comes barreling toward them.)*

**Starlight:** Well, we can't stay here. Come on!

*(She levitates Mudbriar and peels out with the others, Terramar flying. They take cover behind a clump of bushes, letting the flock zoom past, and Starlight carefully pushes the leaves aside once the coast is clear. Or not quite, as the case may be; one cockatrice has hung back and has fixed its narrowed, glowing red eyes directly on her. She screams and throws herself backwards as it erupts through the bush, followed by a second, and a third one quickly joins the chase. The fugitives arrive at one end of a rope/plank bridge and stop short, finding that the ruins of the Castle of the Royal Pony Sisters stand beyond the other end. The glimmering boughs of the crystalline treehouse that sprouted from the Tree of Harmony spread upward and outward from within the tumbled walls.)*

**Starlight:** This way!

*(She leads the charge across the rickety span, the cockatrices in hot pursuit, and the race to the front entrance is on. A quick exertion of telekinesis throws the great doors open for the group to enter, then slams them in the flock's faces. Nothing gets through except for the sound of a few feathered reptile bodies crashing against the wood.)*

**Trixie:** Now what?

**Sunburst:** Let's hope Silverstream found a good place to hide. There could be hundreds more cockatrices on the way! If this really is a migration, it'll take a full lunar cycle to complete.

**Terramar:** Oh, I have to get word back to our parents that Silverstream could be surrounded by those terrifying birds!

**Maud:** *(stroking Mudbriar's leg)* And as handsome as Mudbriar is now, we should probably catch one of them to turn him back to normal.

**Starlight:** Ugh! This *is* all my fault! (*resolutely, stomping*) I'm never taking time off from my counseling duties again!

**Trixie:** That seems a little extreme.

**Starlight:** Really?! If I hadn't galloped off to a holiday celebration, Silverstream would be safe with her family, and you'd all be enjoying Maud's party! ( *pacing*) Instead, my student is missing, we're surrounded by a flock of petrifying chicken-snakes, *and* Maud's boyfriend was turned into a hunk of rock!

**Maud:** (*smiling, stroking Mudbriar's cheek*) You got the "hunk" part right.

**Starlight:** And to top it off, we have no idea if Silverstream even came to Everfree at all! But I have no idea where else to look!

*(She stares forlornly at the other five. Long pause.)*

**Trixie:** (*pointing past her*) Has that always been there?

**Starlight:** (*pivoting to look*) What?

*(Now she sees the treehouse in all its scintillating splendor, a marked contrast to the overgrowth and half-crumbled structures of the surrounding courtyard.)*

**Starlight:** (*dismissively*) Oh, that's the students' treehouse. Apparently it grew from the Tree of Harmony and—

*(Her addled mind manages to put two and two and two together, and she voices a happy gasp as the result of that computation sinks in.)*

**Starlight:** Of course! That should have been the first place we looked!

*(All those who can still move under their own power promptly get it in gear, with the exception of Maud—who wraps both forelegs around the inert form of her very special somepony and begins to drag him along. Starlight's magic grips the front doorknob and turns so the group can enter; cut to a doorway inside, near a set of shelves loaded with books and knickknacks. Starlight and Terramar are first to enter, the unicorn voicing a relieved sigh as they find an intact Silverstream working at a table across this circular room. It is of medium size and has been set up as a combination study and bedroom, if the pillow and blanket hanging over a ledge at the top of a short staircase are any indication. Silverstream sits with her back to the entrance and does not even flinch as a cockatrice flies down to her, though Starlight does uncork a lung-bursting gasp.)*

**Starlight:** Silverstream, look out! (*Silverstream turns toward her, alarmed.*)

**Silverstream:** Counselor Starlight! No!

*(The creature lunges, tongue hissing and gaze burning red. As Sunburst and Trixie enter, all eyes are hastily covered and the pinkish-violet horn warms up for a spell as Silverstream throws herself in its path.)*

**Silverstream:** WAIT!!



*(Cut to Starlight's perspective. She slowly lowers the hoof she has put up and is met with the sight of a cockatrice perched on the smiling student's upraised talons. Not growling or roaring or striking or petrifying—just sitting there docilely. Back to the other four; Starlight cuts her spell and all gingerly let themselves take in this strange new development. It gets even more whacked-out when Silverstream elicits a string of happy little clucks by stroking the cockatrice's belly with a free talon.)*

**Silverstream:** This is Edith. She's helping me with my project. *(Maud drags Mudbriar into the study.)*

**Starlight:** I...don't understand.

**Silverstream:** After you encouraged me to solve my own problem, I decided to get my project done before I left. That way, I could really focus on my family during my visit. The School was closed, so I came here.

**Terramar:** Why didn't you tell anyone? Mom and Dad are worried sick!

**Silverstream:** Oh, no! I'm so sorry! Once Edith volunteered to help, I guess I lost track of time. *(smiling, scratching Edith's belly)* Cockatrices are really friendly if you know how to interact with them.

*(A bit of attention to the throat, and the animal is clucking softly away in seventh heaven.)*

**Sunburst:** I can't believe you figured out how to trigger her nesting response!

**Silverstream:** They are really fascinating creatures. Did you know that they migrate to the Everfree Forest once a year? Can you imagine what would happen if you stumbled on a whole flock of these?

*(Starlight, Sunburst, Trixie, and Terramar trade uneasy looks, her words hitting just a wee bit too close to home.)*

**Starlight:** *(grinning stupidly)* I have a few ideas.

*(They and Maud step aside to give Silverstream a good look at the immobilized Mudbriar, causing her to voice a stunned gasp. Dissolve to a long overhead shot of Maud's home and zoom in slowly; all seven are here, and Mudbriar is flesh and blood again. Edith is absent, and Trixie is no longer wearing her hat and cape.)*

**Silverstream:** *(to Mudbriar)* I'm sorry you got turned to stone looking for me. *(Close-up.)* But I'm glad Edith was able to turn you back. *(Pan to Sunburst and Trixie.)*

**Sunburst:** *(whispering, to her)* How do you tell the difference? *(A "beats me" shrug of the blue shoulders.)*

**Maud:** I have mixed feelings about it.

**Mudbriar:** Technically, I will always be a stick pony. But the experience has given me an even deeper appreciation for the density and permanence of rock.

**Maud:** *(smiling)* Swoon.

*(Pan away from them to Silverstream and Terramar on the next line.)*

**Terramar:** *(to Starlight)* Silverstream and I should get going, but...I wanted to thank you for everything you did to help find her. *(He pats Silverstream's shoulder; she beams.)*

**Starlight:** *(dejectedly)* I just wish I hadn't abandoned her in the first place.

**Trixie:** *(crossing to touch her chest)* Starlight, you didn't abandon her.

**Starlight:** I might as well have. And even though it turned out all right, things could've been a lot worse.

**Sunburst:** You can't be expected to supervise your students every second of every day.

**Starlight:** I'm not so sure.

**Silverstream:** I like that you're always available, but it kind of makes it okay to come to you with stuff that maybe isn't super-important.

**Trixie:** Of course, being a school counselor is a big responsibility, but always being at work isn't fair to anypony—*(smirking)*—especially me.

**Starlight:** *(to Silverstream)* Do you think if I had set times to see me, it might help you decide what you really need to talk about?

**Silverstream:** To be honest, you really weren't very helpful with the other stuff anyway. *(Cut to Starlight.)*

**Starlight:** Yeah, I—wait. *What?*

*(On the start of the next line, pan quickly to Trixie—now standing next to the table set with the nowhere-near-perfect cake that she and Starlight put together in Act One.)*

**Trixie:** Happy Spring Sols-Tastic, everypony! *(levitating a cake server)* Who wants a piece of Mrs. Cake's famous—

*(Close-up of the lopsided dessert on the end of this; she jabs the utensil into it, intending to cut a slice, but it proves tough enough to crush the blade into junk.)*

**Sunburst:** *(from o.s.)* Petrified dessert? *(Pan to Maud, holding up a plate, on the next line.)*

**Maud:** You had me at "petrified."

*(The blue baker laughs at her own lack of skill in the kitchen, and the other four non-stoics join in as the camera cuts to an overhead shot of the gathering. Zoom out slowly and fade to black.)*