

LEGEND :

- Timeline change.
- Canon fact.

THE BATTLE FOR BREW

- Medusa gets the true Brew, Arachne unknowingly obtains a fake created by Medusa, and DWMA is under the impression Arachne has the real thing.
- Due to the mix of Arachne and Asura's madness wavelengths, as well as the snake within Marie, Stein's madness worsened and he is put under house arrest, because he is deemed dangerous and unstable.

INTERNAL INVESTIGATIONS

- Back in Death City, Maka stumbles across Crona speaking with the witch Eruka Frog and realizes he's still in league with Medusa. Conflicted on what to do, she chooses to withhold this information from Shinigami-sama in fear that Crona will receive a devastating punishment.
- Black*Star begins to fall into the madness of power that would lead him down the very same Path of the Demon that White*Star originally took. He finds out using the Enchanted Sword will slowly kill him unless he realizes how that power truly works.
 - In his pursuit for power and in an unwell mind, he recklessly challenges Kidd to a battle. Said battle ends in his defeat, unceremoniously so, and sense is, quite literally, knocked into him. Later on, he and Tsubaki leave Death City to go to Tsubaki's parents' home so that Black*Star can reflect and properly figure things out.
 - On that night, Medusa manages to get Crona out of the DWMA
 - Maka quickly realizes his absence when attempting to visit his cell and goes out to search for him with Soul. Despite their best efforts, they fail to find him and return to their apartment tired and defeated.
- Post-Battle of Brew, Shibusen is under the impression that their failure is due to a mole within their ranks. Buttataki Joe is called in from Oceania, and internal investigations commence.
 - At some point in-between the investigations and prior to the Brew mission, Justin is sent to Russia on a mission. However, on his mission, he encountered The Clown and was infected with Kishin Asura's madness.
 - Joe regains his ability to use Super Soul Perception after reconnecting with Marie, only to be lured by Justin and killed. Justin devours his soul, leaving no traces behind beyond the specific brand of cigarettes that Stein smokes as false evidence against him.

- Spirit and Sid confront Stein about the murder of Joe, seeing he is the prime suspect. However, they choose to trust him and allow him and Marie to escape and look for the true killer. There is no pursuit by Shinigami.
- One of Medusa's snakes was implanted into Marie prior to the Battle of Brew. Eruka contacts Crona and gets him to visit Marie and implant the bug on her in her coffee. He is the eventual mole that DWMA suspects.
- Joe discovers the snake within Marie, so she electrocutes it out of her with her wavelength, successfully killing "it" and the influence it would have over Stein.
 - Because of timeline changes, Medusa had long accounted for a backup plan, and implanted a snake within Spirit as well.
 - The DWMA is losing due to threats of the use of brew. However, after Medusa discovers there are more witches in Death City, she decides to bargain with Shinigami by giving him the names of the witches hiding within.
- Arisa and Risa are discovered as agents of Arachnophobia and are thoroughly interrogated. In the meantime, Kim and Jaqueline flee from Shibusen and are later found by Mosquito and recruited. While working under Arachnophobia, they are both influenced by the Morality Manipulation Machine.

THE CLOWN

- During a mission, Maka encounters one of Asura's clowns, only known as, "The Embodiment of Madness." It proves to be a sign that Asura's wavelength is beginning to take effect on the present world. As she fights with them, the Clown attempts to pull her into madness. However, it is thanks to her anti-Madness Wavelength that she and Soul defeat them.
 - This clown in particular is the same that Justin encountered in Russia that corrupted him.
 - Due to the nature of madness, the clown is later revived and can be seen by Justin's side. He and the clown are able to merge to increase his power as well.

OPERATION: CAPTURE BABA YAGA'S CASTLE

- Medusa allows herself to be captured by Shibusen, and requests to negotiate with Shinigami-sama. In return, she offers the true Brew along with the location of Arachnophobia's base, Baba Yaga Castle, as well as the means to infiltrate it.
 - She requests that specific members be attributed to the infiltration mission. Due to Black*Star's time spent in Japan with Tsubaki's family, he is unavailable for the mission, with Ox and Kilik taking his place.
 - By Shinigami's orders, Kidd and the Thompson sisters are recruited onto the mission in order to keep an eye on Medusa. In secret, Shinigami gives him the

true Brew, aware that he will most likely use it to connect one of his Lines of Sanzu.

- Medusa guides the operation and leads them disguised as arachnophobia agents into the castle while Azusa oversees the mission using her thousand-mile eyes.
 - Liz and Patti sneak in, although they are intercepted by Giriko. However, they drug him, leaving him out of commission for the entirety of the mission.
 - The students are given instruction by Medusa to take out two of the 8 demon tool locks, as her own affiliates will dispose of the other 6.
 - Ox ends up finding Kim and Jaqueline, but upon being stabbed by Kim he realizes they fell under the control of the Morality Manipulation Machine.
 - Black*Star arrives out of nowhere, but is stopped and confronted by Mifune. They engage in battle, but instead of Mifune being killed, they both collapse due to the intense strain and their wounds. In a moment of strength, Mifune does all that he can to keep living for Angela's sake -- and fortunately, he holds out long enough to get medical attention with Black*Star. While they both heal post-battle and Angela is rescued, Sid suggests that Mifune be employed in Shibusen as a teacher, being paid with Angela's protection.
 - Thanks to Kim's magic, Angela will grow up without feeling the pull of magic. Although her temper may be unruly and childish, she will not be a destructive chaotic force. (Thankfully.)
 - Mifune is now employed as a teacher in Shibusen due to his fondness for the youth.
 - Despite Harvar starting a fight with the girls and considering them a lost cause, Ox was able to break through the Kim and get her and Jaqueline to return to DWMA.
 - Mosquito, Kidd, and Free engage in combat. During the battle, Kidd resorts to connecting his first Line of Sanzu, utilizing it's strength to defeat Mosquito -- though he is not killed, and manages to escape.
 - Enraged, Mosquito later confronts Noah on accounts of his identity of "Eibon" being false, intervening with Arachne's plans. Noah, however, handles the situation with ease -- he defeats Mosquito without batting much of an eye, nearly killing him before he could transform into his strongest form. By sheer luck, he survives through the final blow, breaking apart into bats and fleeing in order to heal himself. It is presumed that he later searches for Arachne.
 - Hidden in the confines of Arachnophobia's base is Kishin Asura, under Arachne's "protection." During her mission, Maka is the first to sense his madness wavelength when she draws close to the entrance of the Spider Queen's room. In shock at this discovery, the group is faced with doubts and cold feet, ultimately unsure on what to do. With conviction, Medusa

persuades them all to press on, as it is better to act before Arachne gains the upper hand.

- Medusa seeks to prevent Shinigami (as well as Shibusen) from gaining this knowledge -- if they were to gain the whereabouts of the Kishin, much less have him within their grasp, her plan would ultimately end in failure.
- Maka's main goal emphasizes rescuing Crona (something Medusa stresses, insinuating the idea that Arachne had kidnapped him). Black*Star is far too engrossed in his fight with Mifune, and by the end of it all, would be too wounded to even set foot near where the others are. Kidd's focus lies on observing Medusa, and keeping her in line if need be. Despite her best efforts, Tezca and Enrique do inform Shinigami about Asura.
 - When Black*Star arrived, alarms were set off, alerting Arachne of imminent danger. In a moment of quick thinking, Arachne convinces Asura to head for the moon, as he would surely be safe there. Although Shibusen agents give chase, their efforts prove fruitless, and they are unable to track him down.
- Maka and Soul defeat Arachne and she "explodes", leaving her soul behind. Medusa takes over her body and escapes.
 - Come to find out, the soul left behind wasn't Arachne's -- but rather, that of a silkworm witch that Arachne was marionetting and used her magic to disguise as herself. In reality, Arachne had abandoned her body to enter that of one of her servants for the sole purpose of observing the strength of Maka's anti-demon wavelength . Once she realized how powerful they were factored with how many men were killed by Black*Star alone, she considered the odds against her and chose to flee and rendezvous with the wounded Mosquito. There was no point in dying after an 800 year long rest -- and unlike Medusa, she knows when to put aside her pride.
- Noah encounters Kidd and kidnaps him, sealing him into the Book of Eibon. He leaves Patty and Liz alone and they later tell the rest of the group what happened to Kidd.
- Awakening from his post-drugged slumber, Giriko is faced with the reality that Arachne is "dead" -- or at least, so he's led to believe. He is approached by Justin, who persuades him to join Noah's gang.
 - He joins, solely under the presented assurance that he can avenge Arachne, of course.
 - Though Arachne and Mosquito wait for an extended period of time at the decided rendezvous point, Giriko never shows. Unbeknownst to them it's because the Arachnophobia agent sent to inform him was unsuccessful in waking him from his drugged slumber and died before it could report as much, but because of this

they have no choice but to assume he was killed by the DWMA. It's for this reason Arachne doesn't go after him, and instead retreats to an old home for both she and Mosquito to lick their wounds.

THE BIRTH OF SPARTOI

- Spartoi is formed.
 - Due to Kidd's disappearance within the Book of Eibon, Liz and Patti take up the task of wielding each other due to desperate measures.
 - Franken Stein and Marie Mjolnir return to Death City, discovering Justin in the outskirts. They interrogate him over BJ's death, and record a sample -- of course, it would prove useless, as too much white noise drowns it out.
 - Time passes and the members of Spartoi all engage in different missions.
 - Soul finally gets the 99th soul and devours "Arachne's" soul, finally becoming a Death Scythe.
 - Maka's soul is revealed to be a Grigori Soul, which is extremely rare and has the potential of flight. She and Soul get special training to use Soul's newfound Death scythe powers to allow for flight by using their Soul Resonance to manifest wings.
 - Medusa and Noah both have realized the danger that Maka poses to them with her increasing soul perception abilities. Noah dispatches Gopher to assassinate her as both a way to deal with her and taunt Kidd.
 - During their flight training, Maka and Soul are engaged by Gopher and a fight ensues. After dealing with some issue Maka kept bottled up, they gain the upper hand and manage to defeat Gopher. However, due to the fact Gopher wasn't part of Shinigami's list they don't finish them off and Gopher escapes using a page of the book of Eibon. Maka is aware she has a target on her due to her abilities now.
 - Killik, Fire, Thunder, Kim, Jaqueline and the Thompson sisters are engaged by an artificial clown created by Medusa with black blood after investigating a town where she made experiments.
 - The Townsfolk have all succumbed to madness and Killik and Kim barely make it out of there. They discover Medusa's plans and notes regarding the black blood and the purpose of Crona. Most of it is about her study in madness and how she created artificial clowns.
 - They face off against the clown, managing to defeat it but not destroy it. Medusa had planned to have it fight against them as a test. They assume

they've killed it but Medusa calls it back and instead instructs it to find Crona.

- As that goes on, Black*Star and Tsubaki head to a mission where they encounter Crona after his disappearance from the academy, however it seems madness has consumed him further and Medusa has made him forget all about Maka and the rest.
 - Medusa makes him fight Black*Star to test his progress. However, she quickly realizes Crona is nowhere near enough current Black*Star's level even after getting her artificial clown to merge with Crona. She has Eruka and Mizune assist on Crona escaping
 - However, her hiding spot is discovered by Justin who proceeds to have a battle with her. She reveals a purple clown who's sole purpose is to counterrest madness attacks after her encounter with Arachne which allows her to withstand Justin's madness attack.
 - Tezca then appears and gets both Medusa and Justin to reflect on his mirror, meaning that he can now track both of them without issue (aside from Medusa using soul protect). With his appearance and after knowing Crona has escaped, Medusa flees and so does Justin.
 - During the fight as Mizune and Eruka are helping Crona escape, Black*Star manages to capture Eruka and bring her back to the academy.
- Everyone grows restless as they search for a way to rescue Kidd. Finally, Maka is revealed to have one of the copies of the Book of Eibon she had taken out of the library due to wanting to know more about Crona and Medusa's experiments. With that, and with the help of a captured Eruka, they devise a plan to link the copy of the book with the real one in order to go in and rescue Kidd.
 - Kim, Jacqueline, Ox, and Havaar remain in Shibusen. Kim helps with the witch enchantment that would link the books alongside Risa, Arisa and Eruka. Meanwhile Killik, Fire, Thunder, Black*Star, the Thompson Sisters, Soul and Maka would go in and rescue Kidd. Blair would join as well to serve as a beacon to know the status of the team while inside the book thanks to her magic powers.

THE BOOK OF EIBON

- Book of Eibon start:
 - During his time of imprisonment in the Book of Eibon, Kidd would be tortured by Gopher through ridiculous means. Dissatisfied with Gopher's defilement of a "prized collection", he throws Kidd into the deepest chapter of the book, where he is confronted by the Ancient One of Power.

- Inside the book, Spartoi arrives and meets Index who, in a way, is a fragment of Eibon's soul and the one truly in charge of the book's power. It tells them their friend lies in the deepest part of the book and to get to him they must go through the seven chapters. They agree, and so Index guides them to the first.
 - The first chapter is Lust and forces the Spartoi party to transform into the opposite gender as well as alters their personality. Immediately after they have an encounter with a Succubus, but thanks to Blair's seductive prowess the demoness proves to be no worry at all.
 - As they progress to the next chapter, Gluttony, they realize some of them haven't changed back. It is revealed that due to how sins work, those that are the guiltiest of the sin in question will be the last to revert. In this case, Tsubaki and Liz are the last to turn back (not counting Blair).
 - They face off against a monster without much issue.
 - Maka and Soul get separated from the group and they find themselves in the Envy chapter while the rest advance to Wrath where they encounter Excalibur
 - In Envy, Maka gets heavily affected and begins to doubt her own abilities to the point that, once she and Soul advance to Sloth, she feels like she is slowing him down and asks to be left behind.
 - It is in the Sloth chapter however that they are confronted by Giriko who seeks revenge for the "death" of Arachne
 - Maka snaps out of her depression and manages to fight back alongside Soul. thanks to his Death Scythe powers he plays "adagio of the soul" - which forces Giriko to stop moving and allows them to deal a finishing blow.
 - Despite their momentary victory, Giriko appears behind them once more, revealing that his previous body had been long dead, and he had used it to make a golem. This new one, however, was the body of one of his sons, with the embryo aged up by BREW.
 - At one point however, Giriko laughs at them for thinking he had died because his body exploded and taunts them by saying no one ever dies like that. Maka replies saying Arachne did and Giriko realizes she is still alive. He is quick to ditch the fight, despite his burning bloodlust, solely to find Arachne. Another golem is left in his place to continue said fight. Maka and Soul manage to defeat it by exploding the soul inside, leaving them with the belief that Giriko is dead.
 - Back with the others, they advance from the wrath chapter into the pride one. Excalibur offers his help to find Kidd and escape the book. Liz decides to wield him, but due to her

pride she instead decides to get rid of the holy weapon by throwing him through a dimensional crack and everyone is left wondering how they'll reach Kidd now.

- As this goes on, Kidd speaks with the Ancient One of Power, who informs him of Shinigami's Eight Warlords. As Kidd pushes for answers, he is corrupted by the Ancient One and thrown into the Madness of Order.
 - As it was in the nature of the Ancient one to give power to those that seek it, he invites Black*Star to the final chapter where Kidd is. It is there that he confronts Kidd and becomes corrupted as well, all thanks to accepting the same power.
 - Once both of them talk things out and Kidd realizes how stupid the absolute order truly was, Black*Star promises to help him reach the world he wants and to use the power he gains for that. The Ancient one of power is satisfied with both their answers, and allows them to escape the book to join the others who were fighting Noah.
- Meanwhile, outside of the Book of Eibon, Stein, Marie, Sid and Nygus are enroute to Noah's base.
 - Tezca offers to enter the base first, but is attacked by Noah's Hellworms. He fakes his own death in order to track Justin after the battle.
 - When summoning his Manticore to ward off Shibusen's forces, Spartoi sees this as an opening to escape the Book of Eibon.
 - Enraged by seeing their instructors so brutally harmed, Black*Star and Kidd take down the Manticore, before Spartoi faces Noah.
 - By connecting his second Line of Sanzu, Kidd utilizes his Resonance to use the attack of Parent's Seven Rays, successfully destroying Greed Noah.
 - Enraged, Gopher confiscates the Book of Eibon and flees, swearing vengeance.

MAD BLOOD

- While that whole ordeal goes down, Crona gets ever closer to being able to overpower and absorb the Kishin. He managed to fight and defeat the strongest anti-demon wavelength user and his death Weapon Tzar Pushka, encapsulating them in an orb using black blood and sealing them in madness.
 - Soul, Maka, Kim, Jacqueline and Stein are sent over to Russia to analyze the strange occurrence of the orb due to Maka's wavelength. However, upon coming into contact with the strange madness sphere the Black Blood inside Soul begins to run rampant and he is overrun by madness.
 - Stein fights to stop him using Jacqueline, but Soul's Death Scythe powers grant him an edge by using sound to spread his madness.

- While beginning to teeter between the edge of sanity and insanity, Kim and Maka throw themselves at him, using their individual wavelengths in an attempt to soothe his soul.
 - Although the Oni attempts to sway Soul into giving into his own madness by bringing up his fears and insecurities, he is able to resist the temptation, powering through it. (Although rather anticlimactically.) The Black Blood scar on his chest begins to stop oozing madness, until he returns to normal, much to everyone's relief.
- Crona continues to increase his powers until he is able to engulf an entire city in a sphere of Madness. It takes out an entire town in Ukraine.
- After properly tracking down Justin, Tezca confronts him and tries to reason with him.
 - By a stroke of luck, Tezca is able to make a breakthrough with Justin's madness, and is able to reason with him. United, they defeat the clown and flee. The clown has not been seen since then, but you can assume it regenerated at some point or another as all clowns do.
 - Justin is brought back and gives Shinigami all the information he had regarding Asura's whereabouts and Justin was given a light sentence of around a year in the dungeons
- After their stint in Russia, Crona returns home to Medusa, who greets them warmly -- an oddity in of itself.
 - While eating dinner, Crona recounts a flashback of their childhood, where Medusa persisted that they killed rabbits, with the punishment of starvation if failed.
 - While Crona is silent and lost in thoughts, Medusa reassures them, offers them praise, and even apologizes to them -- a ploy entirely to make Crona snap from an overwhelming amount of affection. Unable to deal with this, Crona kills Medusa erratically, having a mental breakdown over not being able to cope with throwing everything they love away.
 - Unbeknown to Crona, Medusa had long split a portion of her soul, leaving it within Marie Mjolnir. This would be her backup plan, as having Crona shed themselves of their final support was the last step in her Black Blood research.
 - Switching her consciousness to the shred of her soul within Marie, the Death Scythe collapsed. Using this time to her advantage, Medusa eventually smothered and overtook Marie's body. Feigning illness, she was left on bedrest, rendering her out of commission for the upcoming missions.
 - Sometime after this, Medusa manipulates her younger sister, Shaula, into giving her her body in exchange that Shaula possess a random students. Swayed through her weaknesses and finely tuned manipulation, Medusa takes control of her sister's power, adjusting her appearance as so and inheriting some of her magic prowess.

- Marie Mjolnir is killed soon after to keep her from healing Stein's affinity for madness through magic means that would lead even the most skilled doctor to believe it was from natural causes.
- Meanwhile, Kidd, Liz and Patti all return to North Alaska where BREW was first hidden in search of Eibon, heart heavy with doubts regarding his father, Shinigami-sama. He enters the Magnetic Field into the snapshot of 800 years ago.
 - Successful in his mission, he encounters Eibon, who is not an illusion within the field, but instead the real thing.
 - Consulting him with dire questions, Eibon instead urges Kidd to watch how this small pocket of time repeats, questioning his belief of order -- Kidd, in return, explains that it would be unproductive and unbalanced. Pleased with this, Eibon tells him that he is not a fragment, but worthy of a Shinigami.
- As Kidd's mission goes on, Soul, Maka, Black*Star and Tsubaki head to Sea Shepherd Village to take care of a mission, alongside Hemming, and the Demon Ballista, Ahab, involving herding a sky whale.
 - As they succeed with their mission, Maka begins feeling various sensations while in the sky -- one she recognizes as the Kishin.

WAR ON THE MOON

- When the aforementioned team returns, they learn that Crona has been put on Shinigami's list, and must be eliminated.
 - Maka begins to develop her Soul Perception further to the point she is able to feel wavelengths across the entire world. She tries to focus to find Crona's but instead she ends up finding a giant surge of Madness... on the moon, and inevitably, the Kishin.
 - In a rush to inform Shinigami-sama, Maka is met with Shinigami as he has known for some time, thanks to Tezca and Justin's intel.
 - Stein suggests gathering the Death Scythes, and Shinigami cannot travel to the moon. As such, Kidd must participate in his stead, and tasks Maka with finding Crona.
 - Elsewhere, Noah (Wrath) and Gopher fly towards the moon. The Index within the Book of Eibon, now in possession of BREW, seeks to spread Eibon's knowledge.
 - Spartoi find themselves hardpressed over attempting to locate Crona, and have been to no avail.
 - During this period, those of Shibusen decide whether or not they would like to engage in the War on the Moon, and the Death Scythes are gathered in Death City to prepare.
 - Spirit meets with Maka, giving her her mother's old wedding ring -- according to the vendor who sold it to them, it's infused with magic to ward off madness and evil.

- While recounting his first meeting with Crona, Spirit clues Maka in on where they may be by pure chance: Santa Mario Novella Basilica. A final cry for help.
- In Santa Mario Novella Basilica, Crona is found sitting in one of the pews, dealing with the hallucinations of his mother speaking them.
 - With eventual luck, Maka is able to sense his soul within Italy, resulting in the members of Spartoi traveling there. Coming to the conclusion that Crona would be quickly overwhelmed and panic if met with too many people at once, Maka takes the task upon her shoulders, heading in alone. Despite Maka's dedication, Crona is far too mentally broken, even with Maka's promises, and eventually breaks down due to the trauma of killing Medusa. Leaving with the intent to obtain the Kishin's power, they flee through the use of Ragnarok's wings, despite Shibusen's attempts at grounding them.
 - After regrouping, Spartoi decides to head to the moon -- except for Kim, who has been called back to Shibusen to attend to the negotiations with Kidd. Donning their classic outfits along with a new band, they set off. Finally arriving through Maka's flying technique, Black*Star is comedically dumped into battle, easily taking care of Moonlight and his Moon Bits ability, treating them as if they are nothing. Meanwhile, Maka sticks the skies, utilizing Soul's ability of Soul Hack to take control of said Moon Bits.
 - Once their ability to regenerate is halted, various members of Spartoi begin their battle on the moon, such as Kilik, Ox Ford and Kim, who had returned with her fellow witches. Maka and Black*Star take on Kaguya, who had fused with both Moonlight and White Rabbit, and defeat her with ease due to the combination of Black*Star's brute strength and Maka's Demon Hunter.
- During this time, Stein decides to head the operation to the moon, preparing the necessary setups for the war. With their preparations complete, the first team heads towards their destination, where Asura's Clowns await their arrival.
 - Deciding to handle the situation, one of Asura's Clown Generals, Moonlight, attempts to withhold Shibusen from successfully getting to the moon. Kidd, along with various members of Shibusen's task force, HALO jump from the aircraft to face them head on. However, another General, Kaguya, confronts Kidd within the skies, and a battle ensues. Although Kaguya does well in dispelling Kidd from making contact with Moonlight, Auntie Secretary aids Kidd in breaking down her defenses. Leaping through her defensive wall with a backpack of explosives, Auntie sets them off, hoping to take down Moonlight with her.
 - Leaving the offensive stance to the other two, the third General, White Rabbit, heads out to deal with Shibusen's forces from inside of the aircraft. Disturbed by the drops in life, Akane Hoshi and Clay Seizmore assess the situation, facing him head on. It proves difficult, but Stein is quick to swoop into the situation, taking out

White Rabbit with his Soul Force -- at the cost of madness affecting him.

- Continuing his battle with Kaguya, Kidd aligns with the various Death Scythes to take down Kaguya's personal "guards", using his own power of Madness to his advantage. Tapping into his first two Lines of Sanzu, he takes out some of the stronger Clowns with relative ease. However, Shibusen soon learns that as the Kishin's madness is infinite, the Clowns regenerate.
 - Contacted by a member of Shibusen mid-battle, Kidd is instructed to head back to Shibusen as well to handle negotiations with the Witch Order, accompanied by Kim. They seek to come to a truce, so that the witches may aid in their battle, and halt the Clown's regeneration progress. The debate ends up heated, with the new philosophy challenging the old philosophy, and Kidd ultimately leaves to allow the Witch Order time to come to a conclusion on the matter.
 - Determined, Kidd insists that the airship pushes full speed ahead towards the moon to earn the witches' trust -- while Yumi Azusa expresses worry over this ideal, the rest of the crew seems certain and on board. Persuaded by Kidd's resilience, they all agree and carry on, Kidd insistent that this will prove their point and trustworthiness. Kaguya and Moonlight continue their resistance, landing a direct hit on the airship and causing it to explode -- however, Kidd's faith in the witches pulls through, and they are given safety by Mabaa-sama. Shibusen and the witches team up, casting Soul Protect to disrupt the Clown's ability to regenerate.
 - Various members of Sparto begin their battle on the moon, such as Kilik, Ox Ford and Kim, who had returned with her fellow witches. Maka and.
- With Kaguya's defenses weakened, Stein leads Shibusen's forces towards the Clown Army, wielding Spirit, cutting them down no matter how many times they regenerate.
- However, a con existed: due to Marie's bedrest, Stein was more susceptible to madness's effects. Along with this, Medusa had taken the measures of implanting one of her snakes within Spirit during one of his attempts at wooing her, only worsening Stein's mental state. Beginning to feel as if he were totally losing himself, as does Spirit. Offering to take those affected back to Shibusen, Free (post-negotiation between Shibusen and the Witch Order) teleports Stein back at his request, where as Spirit would stay back for Maka's sake -- however, it proves fruitless. Stein succumbs to his madness, following a voice that would inevitably lead him to Medusa.

- Meanwhile, Sid prepares to enter through the moon's nose, along with Akane and Clay as backup.
 - While awaiting Sid's arrival, Noah (Wrath) and Gopher encounter Clay and Akane. Determined, Noah and Gopher head inside the moon's nose to find the Kishin -- Akane and Clay pursue, not wishing for Sid's infiltration to be interrupted.
 - Regardless, the two meet up in the center of the moon's nose, the aforementioned goal squandered. Realizing their mutual goal, they tread deeper within the moon's nose in search of the Kishin. Eventually coming to a stop, they come along the sensation of a maddening wavelength -- Asura's, where as Maka senses Crona's soul. Asura begins his approach, and thus throws those on the moon into utter madness. Maka and Soul use their Resonance attack of Soul Meditation to soothe everyone for a temporary amount of time. Determined to capture Asura within the Book of Eibon, Noah charges for him, only to be dispelled. However, this does not discourage the Index, who uses BREW to combine Noah with one of his Ant creatures.
 - Before any true damage can be done, Crona emerges from the cave, swallowing Noah and Asura whole with their Black Blood. Deeming Noah unnecessary, he is spat out -- but Crona goes on, attacking members of Shibusen with their newfound strength and maddening wavelength. In an act of desperation, Kidd requests that Free teleport those of Shibusen to safety -- although he succeeds, Kidd is transported with them by accident, leading Kidd to rush off back to the battle.
 - Meanwhile, Maka, Black*Star, and their respective partners face off against Crona. Furious, Maka attempts to break through to them, although her words fall upon deaf ears. Black*Star aids her in this fight, protecting her when necessary. Ultimately, Crona interrupts their ability to resonate, tossing their weapon partners aside -- seemingly hopeless, Spirit throws himself into the fray, allowing Maka to wield him instead, as their madness would not disrupt the wavelength between a parent and child. Finding out this information, Crona once more has a breakdown from killing Medusa, allowing Asura to take over.
 - With Kidd's eventual arrival, the main trio face the Kishin. Although the Kishin frequently throws them into

madness-based hallucinations, Soul's resonance brings those affected by it back to their rightful senses.

- Asura and Kidd face each other head on, with Kidd thrown into shock over the reality that he and Asura are related. The two, alongside Black*Star and Maka, face him head on -- however, due to the absorption of Crona, he is now gifted with Black Blood, leaving the trio's attacks almost relatively useless. Soul, with no other option, gives in to the Oni's demands, and returns to his "piano" once more, at the risk of subjecting himself to madness. Kidd, meanwhile, is in no better position, mentally struggling with the realization he must face, and the fear that comes with the possibility of ending up like Asura. However, Maka and Black*Star take control of the battle in his momentary confliction, reassuring him that he will not be like the Kishin, and giving him freedom of this temporary fear. With newfound strength, Kidd connects his third Line of Sanzu, awakening as a True Shinigami, and in the process, ending Shinigami-sama's life.
- Awakened with understanding of his power, Kidd battles Asura with his new strength alongside Maka and Black*Star. As Soul's piano playing goes on, he and Maka utilize the Black Blood, using a new technique called the Grigori Dress. It proves somewhat useless, however, as Asura overpowers them once more, egging on Kidd to use the Madness of Order to face him -- only to be disrupted by rounds of wavelength being shot into him from Earth, thanks to Azusa's precision. Multiple efforts are made against the Kishin, such as Gopher firing a blast from his own cannon at him -- the latter of which only prompts Asura into spitting out Noah's various other forms, which Gopher flees with.
- Charging towards the Kishin, Maka resonates with Soul, and makes a breakthrough -- leaving Maka and Soul to enter the Kishin's soul space. Searching for Crona's soul, they trek through the darkness, they eventually stumble upon them, where they have been dwelling on their own emotions and transgressions. Crona and Maka talk for awhile, and Crona comes to the conclusion that they must repay Maka for their kindness by sealing the Kishin with their Black Blood. While this convo ensues, the Kishin attempts to trap them, but Soul had ensured a path with others' souls to guide them out. As Soul and Maka leave,

Maka promises to come back for Crona someday. However, as they begin their escape, Asura attempts to seal them once more, to which Black*Star interrupts by charging for him.

- As the two exit, the three pairs all resonate their souls as one, Maka slices through him as they leave his body. Using BREW, Crona harnesses the Black Blood to flood and envelop the moon -- before his eventual sealing, Asura curses them, swearing that madness will return once more, and their order will be toppled. Despite Maka's fears that those on the moon were devoured by the Black Blood, Mabaa-sama pulls through, transporting those who remained back to Shibusen in the nick of time.
 - Spirit, once returned to Shibusen, would note Stein's disappearance. Tasked with finding him, he would search for his Meister, although would end up going missing along with him.
 - Soul is promoted to a proper Death Weapon, and Kidd takes up the mantle as the new Shinigami-sama, and the new God of Order.