

## HONEST APPLE

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### Prologue

*(Opening shot: fade in to a close-up of a house's front door. An advertising flyer is levitated into view and attached—scissors, length of fabric, pony-shaped mannequin, all within a rough circle of stitches. Rarity walks past, Spike right behind her and carrying a stack of extras; one flutters off the top, and a longer shot frames them moving down a Ponyville street during the day.)*

**Rarity:** Oh, thank you so much for helping me with these flyers, Spike. *(He totters briefly; another one blows off.)* I am so lucky you just happened to be walking past the boutique. *(Chuckle.)*

**Spike:** *(blushing)* Uh...yeah. Right. Just happened to be walking past.

*(He laughs nervously as they approach a side entrance to Sugarcube Corner, and Rarity floats one flyer off the pile and affixes it to the adjacent window. Pinkie Pie instantly pops up behind the pane, hooves and face pressed to it.)*

**Pinkie:** *(slightly muffled by glass)* Whatcha got here? Lost dog? Balloons for sale? Guitar lessons? 'Cause I found one, I need some, and yes, I am interested!

*(The bottom half of the door flies open and she slides out on her hocks, holding an acoustic guitar and miming the sounds of an electric one with her mouth. She ends by hitting an out-of-tune chord. The overall performance startles Rarity into taking a step backward and colliding with Spike, who stumbles and lets the flyers go every which way.)*

**Rarity:** *(laughing)* No. It's a call for submissions—fashion contest I'm organizing. A showcase for aspiring young designers. *(Pinkie stands and packs the guitar away in her mane.)*

**Pinkie:** Oh, wow! What an awesome idea! *(Spike starts gathering the pages.)*

**Rarity:** Thank you! I remember how difficult it was to break into the fashion industry when I was starting out. That's why the winner of the contest will get to debut their line in the Carousel Boutique.

**Spike:** *(dreamily)* So selfless. So generous!

**Rarity:** I've also managed to get esteemed fashion critic Hoity Toity and iconic fashion photographer Photo Finish to come to Ponyville and judge the show. And... *(Excited giggle.)* ...wait until you hear who else will be a judge.

**Spike:** Countess Coloratura?

**Pinkie:** Sassy Saddles?

**Spike:** (*flyer in teeth*) Spike?

**Rarity:** (*laughing*) No! The third judge for the Carousel Boutique's *Couture du Future* Fashion Contest is none other than...

(*Applejack ambles past in the background, hauling a cart piled with apples.*)

**Rarity:** (*gesturing to her*) ...Applejack! (*Zoom in quickly on the farmer.*)

**Applejack:** What?!

**Pinkie:** What?!

**Spike:** (*spitting out flyer*) What?!

(*The unicorn beams as Applejack rolls up alongside to give her a king-size hairy eyeball.*)

**Rarity:** (*innocently*) What?

(*Fade to black.*)

## OPENING THEME

### Act One

(*Opening shot: fade in to the four.*)

**Applejack:** What?

**Rarity:** You already said that, darling.

**Applejack:** I know, but I had to say it again because that's how confused I am. You want *me* to judge a fashion show? (*Spike goes back to picking up flyers.*)

**Pinkie:** I'm sure Rarity has her reasons, and once we hear them, all of this will make sense.

**Rarity:** I admit, Applejack *is* an unorthodox choice, but that is precisely what makes her an inspired choice.

**Pinkie:** See? Now it all... (*Her brain locks up for a second.*) ...still doesn't make any sense.

**Rarity:** Hoity Toity has expertise in fabric and stitchwork, Photo Finish has an artistic eye for shapes and colors, but sometimes we designers forget about practicality. (*turning to Applejack*) That's where you come in.

**Applejack:** Uh, I think I might be a little *too* practical. (*poking at her hat*) My closet's nothin' but twenty versions of this hat.

**Rarity:** (*flipping it to one side*) Which tells me you're a pony who knows what she likes.

(*Applejack readjusts it.*) Besides, a judge must be honest, and you're the most honest pony there is. Ask anypony; they'll tell you.

**Pinkie:** Ooh, ooh! Let me try!

*(She darts away in a pink blur and accosts a passing stallion.)*

**Pinkie:** 'Scuse me. Have you ever heard of Applejack?

**Stallion:** The most honest pony there is? Sure have.

*(He goes on his way; she grins back toward her friends with the satisfaction of a point well made. Cut to Applejack and Rarity.)*

**Rarity:** See? So, what do you say?

**Applejack:** Well, if I'm bein' honest, I don't think I'm the right pony for the job. Fashion just ain't my bag of oats.

*(On the start of the next line, zoom out quickly to put Pinkie in the fore.)*

**Pinkie:** Aw, BOOOO!! *(Back to Applejack and Rarity.)*

**Rarity:** I do understand your hesitation, but before you say no...sleep on it? *(Applejack offers a humoring smile.)*

**Applejack:** Sure. I...guess I can do that for you.

*(She hurries off with her cart, and Rarity trots purposefully over to Spike and plies her horn to re-stack all the dropped flyers effortlessly. The scaly violet face breaks out in a lovestruck blush as she departs.)*

*(Wipe to a stretch of trees ready for harvest in the Sweet Apple Acres orchards. Big Macintosh is now harnessed to the cart Applejack had been pulling; she stands under one tree, and tubs have been set up at the base of another. Apple Bloom is also on hand, wearing a brown hat whose crown is hidden by an empty tub balanced atop it. The sides of the wide brim are pulled down around her ears by a pink sash that encircles the crown and is tied off under the chin. She pulls at the bow.)*

**Applejack:** Yeah, I know, Big Mac! I-I was just as surprised as you are.

*(Orange-tan rear hooves connect with the trunk, bringing down a shower of apples that Bloom completely misses despite her darting in.)*

**Applejack:** I mean— *(Chuckle; Bloom falls on her face.)* —can you imagine? Me, judgin' a fashion show?

*(Only now does she take note of the prone filly. Macintosh throws Applejack an odd look, and Bloom lifts her head, letting the tub fall free.)*

**Bloom:** I'd do it! *(standing up)* It sounds like fun, gettin' to see all those pretty outfits.

**Applejack:** *(pacing past her)* Well, you're the exception in our family, sugar cube. You know about that kinda stuff. *(Sprint to another tree.)* I'd be as useful as a burned knot on a zapplin' tree.

*(She bucks it; as before, little sister manages not to catch a single apple in the tub that she has returned to her head.)*

**Applejack:** *(thoughtfully)* Although, Rarity did say I just had to focus on practicality. *(pacing)* She already has experts for the...uh, fashion-y stuff. Eh, but I still wouldn't know what to say.

*(Having wound up at yet another tree, she gives it what for. Bloom shifts her position to try for a catch, but snags a hoof in her hat's bow and ends up face down. The tub slides off her head and flips over, leaving apples to bounce off the upturned bottom and hit the grass.)*

**Applejack:** Come on, Apple Bloom! You're doublin' our workload here! *(Bloom stands up.)*

**Bloom:** Sorry. *(She raises one corner of her brim.)* I wanted to wear a signature hat like yours, but... *(Let go; it droops over her eyes.)* ...it's makin' it harder to see.

**Applejack:** That's because it's not like mine.

*(Snagging one loop of the bow in her teeth, she pulls the full length away with one toss of her head. Now freed from its tension, Bloom's headwear snaps into shape as a cowboy hat whose brim curves up on each side to accommodate her ears.)*

**Bloom:** You don't need a fancy scarf to keep your hat on. *(She flips it farther back on the red-maned head.)* Now you can see.

*(Older sister gallops to a tree and bucks it; younger skids into view, empty tub balanced atop her rearranged hat, and catches every apple.)*

**Bloom:** Wow! That *is* a lot better. Thanks, Applejack!

**Applejack:** Sure thing. *(Her eyes pop.)* You know what? I *am* gonna help Rarity judge her show! I think my sensible "everypony" take on fashion is exactly what the pony community needs!

*(Wipe to the ground-floor showroom of the Carousel Boutique. Rarity looks through an album of sketches as Applejack opens the door, jingling the bell above it.)*

**Applejack:** Rarity, I thought about it some more, and if you still need me— *(crossing to her)* —I'd love to be a judge.

*(The proprietor drops to her haunches and claps her hooves with an ecstatic squeal, then stands and hurries to Applejack.)*

**Rarity:** I just knew you'd come around!

*(They embrace just before a gray hoof plants itself in view very close to the camera, which is at ground level for the moment. From here, cut to Photo Finish, standing atop a small platform slung on two poles whose ends rest across the backs of two pegasus stallions—one gray, one tan. Two of her outlandishly dressed attendant mares stand a short distance back.)*

**Photo:** I, Photo Finish, have arrived! (*Hoity Toity walks in the open door.*)

**Hoity:** As has Hoity Toity! (*Rarity gasps happily as Photo hops down to her.*)

**Rarity:** It's wonderful to see you!

*(She kisses Photo's cheeks three times—right, left, right—with the latter saying “Kiss!” on each—and Hoity joins them.)*

**Rarity:** Thank you both so much for doing this.

*(She and Hoity kiss each other's cheeks three times—right, left, right.)*

**Hoity:** We missed you at Miss Pommel's debut in Manehattan last week.

**Rarity:** Miss Pommel is showing? I thought she was still making costumes.

**Photo:** You haven't heard? Everypony who's anypony is talking about it!

*(Coco Pommel, that is. Two claps of the pale blue hooves bring a flunky on the hop, offering a sheaf of pictures from which Rarity takes the top three in her magic. Hoity moves in for a look.)*

**Rarity:** Oh, my! They're absolutely stunning! (*Applejack crosses to them.*)

**Applejack:** It sure is great to hear Miss Pommel is doin' so well.

*(Hoity props his mirrored sunglasses skeptically on his forehead, revealing pale brown eyes—eyes that had been blue during his appearance in “Suited for Success.”)*

**Photo:** Who is this who speaks?

**Rarity:** Oh! Uh, this is Applejack, another one of the judges. (*Hoity crosses to Applejack, shades down again.*)

**Hoity:** (*holding up a photo*) So, Judge, what do you think?

*(The swift shift in the apple expert's features eloquently speaks to her sudden total confusion.)*

**Applejack:** Oh...wow. Uh...that is just...wow. These are clothes?

*(In less than a twinkling, Photo whisks to the dandified stallion's side and lifts her own magenta lenses to scope out the picture. Her eyes, previously hidden, are a deep blue-violet. After a hard glare, she snaps the sunglasses back into place.)*

**Photo:** The photo is upside down!

*(Cut to a close-up of the image in question, which is indeed turned end-for-end: a light blue earth pony whose long, upward-flowing mane is two shades of blonde. The pale blue-green eyes are marked with heavy mascara and darker blue shadow, gold sandals cover all four hooves, and the body is covered by a giant, glittering disco ball. Laser beams shine from somewhere behind her. A flick of Photo's hoof puts the picture right side up; back to Applejack on the start of the*

*next line.)*

**Applejack:** *(hesitantly)* This is... *(scoffing)* ...she looks like a disco ball! *(laughing, wiping tears from eyes)* D-Did they have to roll her down the runway? *(Louder laughter; Rarity tries to wave her off.)* I can't believe anypony would actually wear this! Am I right?

*(Her jocularly throws an offended fright into both out-of-towners.)*

**Hoity:** *(to Photo, propping sunglasses up)* Oh, my!

**Photo:** *(hoof to forehead)* I faint!

*(Down she goes; an attendant catches her. Zoom in slowly on Applejack and Rarity; Hoity has his shades down again.)*

**Rarity:** *(laughing weakly)* So funny.

*(Not according to the stallion's frosty stare. She clears her throat before the view fades to black.)*

## Act Two

*(Opening shot: fade in to the showroom. The attendant is fanning Photo's face with a hoof in an attempt to revive her.)*

**Applejack:** *(to Rarity)* Oh, gosh. I didn't mean to make her faint.

**Rarity:** *(trying to play it off)* Oh, don't worry about it, darling. Uh, it happens all the time.

*(Cut to the photographer, who gets to her hooves and adjusts her eyewear as the attendant gives an "A-OK" nod. A quizzical glance sends the latter mare hustling away.)*

**Rarity:** *(from o.s.)* Besides— *(Back to her and Applejack.)* —that dress did look a bit like a disco ball. Although, Miss Pommel is making the point that no matter what we wear, it is a costume of some kind or another.

**Applejack:** *(completely lost)* I have no idea what you're talkin' about.

**Rarity:** And that's okay. Let's go meet the designers and help them get ready for the show!

*(All four move out. Wipe to Rarity's upper-story workspace/living quarters; the furniture has been cleared out and three workstations have been set up here, each consisting of a mannequin and a table with a sewing machine. A fourth, unused mannequin stands at far left. Behind the left station is Lily Lace, a pale yellow unicorn mare with a long flowing mane/tail in even paler violet. Center is Starstreak: dark tan earth pony stallion, small triangular sunglasses with deep pink lenses, two-tone pink mane with added blue streaks done in a cross between a pompadour and a Mohawk, only a small tuft of tail. Right is Inky Rose: tall, light grayish-blue pegasus mare, two-tone dark gray mane in two braids, tail hidden by the camera angle. Of the three, only Starstreak has left his mannequin completely bare. Rarity steps into view in the fore.)*

**Rarity:** Designers, welcome! *(Cut to her, Applejack, Hoity, and Photo all up here.)* Today you will work on your designs, and we judges will offer our guidance and advice as you prepare for tomorrow's big show.

*(Cut to the three designers and zoom in as they talk among themselves, then cut to just behind Lace's table. She wears light pink shoes and a long, loose dress of translucent, light blue fabric. Her eyes are pale blue, and she bears a cutie mark of a heart outlined in lace with an extra length trailing from the bottom. Rarity steps up.)*

**Rarity:** Lily Lace, tell us about your inspiration.

*(Lace moves to her mannequin, gowned in translucent yellow-green fabric with an opaque yellow over-skirt. Her voice is the super-concentrated essence of Valley Girl.)*

**Lace:** You guys, this morning on my way here, I heard a bird singing literally the most beautiful song I'd ever heard. And I wanted to capture not so much the bird's song exactly, but more like how the wind carried the bird's song.

*(Applejack is the only one of the four observers to show any lack of comprehension.)*

**Hoity:** Powerful, yet at the same time fragile and delicate. *(He, Rarity, and Photo move on.)*

**Applejack:** Uh...huh?

*(The trio reaches Starstreak's table, where he is plying a pencil in his mouth to finish a sketch. White shirt with multicolored patches on the collar and long blue-violet foreleg sleeves; cutie mark of a blue star overlaid on a magenta lightning bolt and small pink triangle. The eyes behind the lenses are bright green.)*

**Rarity:** Next up, meet Starstreak.

*(He drops the pencil and addresses them in a scornful British accent.)*

**Starstreak:** I'm not interested in what's already been done, only what will exist—in the future!

*(He snatches the drawing up in his mouth for all to see: a highly stylized image of a pony, all sharp lines and angles.)*

**Hoity:** Mmm. Tomorrow's fashion belongs to those who hear it coming.

*(As the three in the know move on, pan to a well and truly befuddled Applejack hanging back. She puts a hoof to her chin for a bit of hard thought, then gives it up and follows them. Now Inky gets the attention. Violet-tinged blue eyes with dark gray shadow and black liner; long, loose tail; short-sleeved button-down shirt/skirt in dark gray/black shades with a spiderweb motif; black bat-shaped clips securing her braids; cutie mark of a dark gray flower bloom dripping*

*black ink. The mannequin alongside her is dressed in a sleeveless dark gray coat with attached hood, over a long-sleeved top in a slightly lighter hue. She speaks in a low, throaty monotone.)*

**Inky:** I am Inky Rose.

*(Applejack joins the gathering, but no more words are immediately forthcoming for some seconds. Photo breaks the silence.)*

**Photo:** You have a very focused vision! A strong sense of what you want! It's good!

**Rarity:** Applejack, you've been rather quiet. What do you think?

*(The green eyes narrow; cut to her perspective of the outfit and zoom in.)*

**Applejack:** Well...it's a lot of black. *(Back to the four.)* It's kinda...depressing.

*(The others aim puzzled eyes her way, but Inky takes one long, wing-assisted bound away and returns with her teeth clamped around a length of cloth in a third shade of dark gray. She drapes it over the rear half of her mannequin.)*

**Inky:** How's this?

**Hoity:** Makes a world of difference!

**Applejack:** *(stepping forward)* Maybe to fashion experts like you, but to ponies like me, it's still black. *(The others gasp, shocked; Inky's head droops.)* And I'm not sure how you wear singin' birds or the future.

*(That comment stops Lace and Starstreak cold and leads them to stare dejectedly down at their work; pan quickly to Inky, who yanks the added cloth away and lets it crumple on the floor. A look passes between Hoity and Photo, and they walk away from Applejack and Rarity.)*

**Applejack:** I don't think they liked what I had to say.

**Rarity:** *(brightly)* Ah, well, that's why you're here. Fashion needs a healthy dose of practicality now and then.

*(She adds a reassuring wink that brings a smile to the birdcatcher-spotted face. Wipe to the three contenders back at work; Inky and Lace have changed the outfits on their mannequins, and Starstreak stands in the center of the floor, touching up the artfully disheveled, two-tone violet mane of a light blue-violet earth pony mare serving as a model. The head of his mannequin is just visible over hers, and an edge of collar fabric indicates that he has actually taken the trouble to dress it. Inky has nailed a pair of stockings to the surface of her table, and after a final tap from the hammer in her mouth, she drops the tool and bites down on the cloth instead. One good pull rips long furrows in both stockings, a move that surprises and irks Applejack when she approaches the table.)*

**Applejack:** Are you puttin' holes in the clothes? On purpose?

**Inky:** It's to create a distressed look.



**Applejack:** More like an old and tattered look. (*Across the room, Rarity's eyes pop.*) When a pony's old clothes get holes in 'em, they don't want to go to the store to buy *new* clothes with holes in 'em. (*Rarity steps over and hastily nudges her aside.*)

**Rarity:** Okay, yes. Not a very practical choice. Fashionable, but not practical.

(*Applejack smiles at having her opinion backed up. Now Lace floats a layer onto the skirt of a high-collared, short-sleeved dress rendered in pale blue and green, then adds a translucent one on top of that. Hoity and Photo are looking on.*)

**Photo:** Simply stunning! (*Here come Applejack and Rarity.*)

**Applejack:** Sure, it looks pretty— (*lifting skirt*) —but that's a lot of fabric. (*Close-up of it; she continues o.s.*) With the way it drags behind— (*Zoom out to frame her.*) —it'll be covered in dirt in no time. (*smiling, to Rarity*) Thank goodness I'm here. Otherwise we'd have had holes in clothes and dirty dresses.

(*What she does have, but fails to notice, is one dismayed white unicorn. Lace whimpers softly at having her craft so bluntly savaged. Cut to a close-up of Starstreak patting a lock of his model's mane into "place," then zoom out to frame Applejack watching. A soft grunt of disapproval causes Rarity to react as if the roof were about to cave in.*)

**Rarity:** (*galloping to them*) But of course, no look is complete without mane and makeup.

**Applejack:** (*to Starstreak*) So, uh, when are you gonna do her mane? (*The model's eyes bug out.*)

**Starstreak:** (*scoffing*) It's already been done.

(*Rarity cuts Applejack off before she can offer any response.*)

**Rarity:** You know what? Uh, I think we've given the designers enough guidance for today. Let's, uh, let them finish their work.

(*With a visibly strained grin, she leads the farmer and the two fashion mavens toward the door.*)

**Applejack:** (*calling over shoulder*) Uh, can't wait to see what y'all do for the big show tomorrow!

(*The three ticked-off designers launch into a round of disparaging comments, not even waiting until Rarity is out of earshot. She manages a weak laugh, lets it trail off into a sigh, and exits, using her magic to pull the door shut behind her.*)

(*Wipe to Pinkie sitting on the steps outside the front door of Sugarcube Corner. It is now later in the day, and she discordantly strums on the guitar she used in the prologue as Applejack trots into view.*)

**Pinkie:** Hey, Applejack! On your way home? How'd the first day of the contest go?

**Applejack:** Heh! Great! At first I didn't think I'd be much help, but thank goodness I signed on. Without me, they'd be doin' all kinds of crazy fashion-y things! (*She leaves; Pinkie strums*)

*again.)*

**Pinkie:** Hey, Rarity! *(Here comes the unicorn, in worse spirits.)* Applejack says the contest is going great. Good thing she's there, huh?

**Rarity:** *(woodenly)* Yes, of course. Some of her thoughts are tough to swallow, but hopefully her candor will help the designers achieve the best designs possible. *(Pinkie leans over to her.)*

**Pinkie:** You seem a little stressed.

*(Cut to a point between them; she holds her guitar into view.)*

**Pinkie:** *(from o.s.)* Want to try? *(She leans in and runs a hoof over the strings.)* Music is very relaxing. *(Rarity floats it to herself.)*

**Rarity:** Sure. *(Stand up on hind legs.)* Hmm...

*(As the pink pony backs up, the white one proceeds to scrub at the strings with unexpected ferocity and aplomb. A high-speed electric guitar riff issues from the instrument, backed with bass and drums, and flames blaze up behind Rarity until the moment she lets go and puts it into a hover again. She drops back to all fours with a relaxed sigh.)*

**Rarity:** Much better.

*(Across the way, Pinkie has been stunned into complete silence by the rock spectacle, her mane/tail blown back at two different angles. The guitar is maneuvered back into her grip, a tendril of smoke curling up from the body; she blows this away as Rarity walks placidly by.)*

*(Dissolve to the exterior of the Carousel Boutique, in the early hours of the next morning. Zoom in slowly as she, Applejack, Hoity, and Photo approach the front door, then cut to them walking through the showroom and pan to Rarity out front. She pulls a deep breath in through her nose and lets it out through her mouth.)*

**Rarity:** *(to herself)* I can meet my goals. Today is a fresh start!

*(In the upstairs workspace, the designers' touch-ups to their outfits are interrupted by the opening of the door and her arrival.)*

**Rarity:** Good morning, everypony! *(walking in; the others follow)* Time for final adjustments before the show!

*(Cut to a close-up of the second outfit that Inky had been working on the previous day: a long, high-collared coat in two different black/gray shades, with closures and accents consisting of short violet straps buttoned at both ends. Hoity leans in close and raises his sunglasses.)*

**Hoity:** If buttons could convey sadness— *(Stand; shades down.)* —you've done it. *(Inky smiles.)*

**Applejack:** To me, they convey wakin' up an hour early just to button 'em all! And that's if you could reach most of 'em.

*(Many dirty looks come her way, and Inky starts pulling the buttons off with her teeth and spitting them to the floor near her hooves. A close-up of this spot and a dissolve turn the scatter into a sizable pile, and she strips off the very last button and lets it drop. Now the garment has gone from a coat to an open cloak fastened at the neck.)*

**Inky:** *(acidly)* Is this better?

**Applejack:** Heh. There you go! Now when it's cold, you just slide it on you and you're set, like a poncho. *(She walks off proudly.)*

**Hoity:** Um...poncho?

*(He says this word as if he has never heard it before in his life. Next Applejack moves toward Lace's station; close-up of the latter, sweating buckets as she ever so carefully levitates a feather down to tuck in among the others that adorn a hat she is making. A needle and thread move in after it to apply a stitch in just the right place, after which she turns to Applejack and Hoity.)*

**Lace:** I attached each feather individually. *(Laugh; float it onto a mannequin.)* It took me for-literally-ever. *(Hoity scrutinizes it in close-up.)*

**Hoity:** Ohhh! You used hoof-cross double overstitches! *(Laugh.)* They're perfect! *(Pan to Applejack on the next line.)*

**Applejack:** Who cares if it's stitched perfectly? You don't need feathers on your head!

*(With that, she snags the hat's brim in her teeth, pulls the whole thing off the mannequin, and shakes it vigorously. Feathers fly everywhere as Rarity, Hoity, Lace, and Photo cry out in despair; but it does nothing to stop the farmer from stripping the hat clean except for a couple tucked into the band.)*

**Applejack:** My little sister tried to add some flair to her hat, and guess what it got her? *(Close-up of the hat; she brushes the last ones off and continues o.s.)* An extra hour of work pickin' apples off the ground.

*(An expert flick of her head scales the denuded chapeau across the room to land on the mannequin's head. Applejack walks off confidently, not seeing the queasy expression on Lace's face or the disbelief of the other three observers. Now Starstreak tweaks the outfit on his mannequin—a sleeveless, short white/gray dress with red/yellow panels and a squarish gold collar—and stands proudly by it as Applejack, Hoity, and Photo give it a look-see.)*

**Photo:** A good start, but... *(Stomp.)* ...it needs more!

*(She crosses to a basket filled with accessories, picks up a flowered belt, and promptly tosses it over her shoulder.)*

**Photo:** No. *(Another.)* No.

*(Cut to an overhead light; this particular reject lands around it.)*

**Photo:** *(from o.s.)* No.

*(The next belt lodges itself in Hoity's mane—chain links, buckle marked with a lightning bolt—and he pulls it down for a puzzled glance. Now she draws one identical to it and smiles.)*

**Photo:** Yes!

**Hoity:** *(crossing to her, holding up the one he “caught”)* I'd go with...this one.

**Photo:** *(brandishing hers)* No! This one!

*(The face-off is interrupted by laughter from the o.s. Applejack; cut to face her, them and Starstreak. Even though sunglasses completely hide two of the three pairs of eyes before her, there is no mistaking the sheer venom in their glares.)*

**Photo:** Something is funny?

**Applejack:** What? Oh, no. Uh, it's just, I mean, those belts look the same.

**Hoity:** *(eyeing Photo's)* Oh, that one completely changes the look. *(holding his up)* This one complements it! *(Applejack stares levelly.)*

**Applejack:** You're kiddin', right? *(Rarity hurries over.)*

**Rarity:** Is everything okay?

**Applejack:** They're havin' a heated debate about those two belts.

*(Close-up: the fashion-conscious unicorn studies the objects of contention.)*

**Rarity:** Ooh! Both good choices.

**Applejack:** *(from o.s.)* No! *(Cut to her, stomping for emphasis.)* There is no choice! They're the exact same belt! *(Scoff.)* This is so silly! Fashion is ridiculous!

*(The other six occupants of the room gasp as one, aghast; Hoity and Photo have put down the belts they favored.)*

**Rarity:** You don't mean that.

**Applejack:** I do! I'm sorry, but that's my honest opinion.

**Hoity:** Well, I never would've come if I knew we were going to be insulted! *(He heads for the door.)*

**Photo:** *(stomping)* We go!

*(Rarity scrambles to intercept Hoity, but soon has to shift gears as Photo is carried out on her stallion-carried platform, attendants close behind.)*

**Rarity:** No! Please, come back! *(She hurries out.)*

**Starstreak:** If they're out, I'm out too. *(walking out)* I didn't get into fashion to design boring, utilitarian clothes. *(Lace holds up her stripped hat.)*

**Lace:** I want to create elegance and drama, and this is literally the opposite of— *(gagging, tossing it away)* —I mean—I can't even! *(Exit; Inky stares Rarity down.)*

**Inky:** Yeah. No.

*(The hooves on the ends of the long legs carry her toward the door. Cut to an overhead shot of the room, Rarity moving hesitantly after her with a crushed whimper; then to a point just outside the room. The camera points in at the two locals, and Rarity trains a teary-eyed look of mingled confusion and anger toward Applejack before sobbing and hurrying off after the departing delegation.)*

**Applejack:** *(calling after her)* What? I was just bein' honest!

*(The unicorn's aura pulls the door shut, the view fading to black at the same time.)*

### Act Three

*(Opening shot: fade in to a section of the lawn just outside the Carousel Boutique. A short plank platform has been built near the door, projecting outward from it as a stub of a runway, and a rough framework has lengths of drapery hanging from its beams. Two construction worker stallions stand on the platform, straining mightily at the rope clamped in their teeth, and a third walks by with hammer in mouth and tool-filled saddlebags across his back. Rarity races into view among the mess.)*

**Rarity:** *Stop everything!*

*(They do so. Zoom in quickly on her, eyes brimming and mascara running.)*

**Rarity:** There is no show! Take it all down!

*(She gallops away, only for Pinkie to hop into view and cut her off. The pink party pony no longer carries the guitar she was picking at in Act Two and has tamed her mane/tail, and the white one's eyes are dry and clean in an instant.)*

**Pinkie:** Rarity, what's going on? Is everything okay?

**Rarity:** No! It is the opposite of okay! *(pacing)* The judges have quit, the designers have dropped out, the show is canceled! All my good intentions squashed!

*(She plops down to her haunches, fresh tears pooling in the vivid blue eyes, and sobs quietly. Meanwhile, Applejack picks her way through the job site and past the workers enjoying a midmorning snack and finds those eyes—once again dry—boring into her.)*

**Rarity:** *(pointing)* And it's all Applejack's fault!

**Applejack:** Why are you mad at me? *(crossing to her)* I was just sayin' what I thought. And isn't that why you wanted me to be a judge—for my honesty?

**Rarity:** Of course! But you said fashion is ridiculous!

**Applejack:** But it's my opinion, and I'm not gonna lie! *(Rarity sputters a bit before continuing.)*

**Rarity:** *(beckoning)* Come with me!

*(She sets off, one steamed apple farmer close behind. Cut to a close-up of a door; which Rarity reaches into view to knock, then to a longer shot. The two mares have reached a house, and the door is opened by Strawberry Sunrise, a smiling pegasus mare who is chewing a mouthful of something. She has a light yellow coat, bright green eyes, and a curly red mane/tail. During the next line, she leans slightly out through the doorway to expose her cutie mark as a trio of strawberries backed by a rising sun.)*

**Strawberry:** Mmmm! *(Swallow.)* Oh! *(Giggle.)* Rarity! Oh, what a nice surprise!

**Rarity:** Hello, Strawberry Sunrise. *(nodding toward Applejack)* This is Applejack. I was wondering if you could tell her how you feel about apples.

**Strawberry:** *(shaking head, but still smiling)* Don't like 'em.

**Applejack:** What?!? Why? They're crunchy, they're sweet, they're delicious.

**Strawberry:** *(giggling, holding up a berry)* They're not strawberries. *(Down the hatch, then a smug grin.)*

**Applejack:** You're right. *(stepping closer; Rarity backs off)* Apples are better than strawberries. *(Strawberry's smile fades.)*

**Strawberry:** Only if by "better," you mean "better at being disgusting."

**Applejack:** *(sputtering indignantly)* You'd better apologize!

**Strawberry:** Oh, I'm sorry—that you actually bite into those tasteless, mealy, worm-filled things.

*(She ends this line with a fake smile and a sarcastic little whine, then hardens her face into a look of clear disdain for the farmer's wares and slams the door.)*

**Applejack:** *What?!?!?*

*(Her whole face goes as red as Strawberry's mane, a growl of purest fury building in her throat, but Rarity throws out a foreleg to stop her from doing anything stupid. Applejack's complexion returns to normal.)*

**Rarity:** *(pointedly)* Applejack, why are you so angry? It's just Strawberry's honest opinion. What's wrong with that?

**Applejack:** *(gesturing toward Strawberry's house)* Well, that's fine if she doesn't like 'em, but if she knew how hard we work to make our apples perfect, maybe she wouldn't be so mean about—

*(The rest of her rant gets slashed off as a revelation thunders through her mind; the green eyes pop to the size of softballs.)*

**Applejack:** Ohhhhh! *(deflated)* Oh, boy.

**Rarity:** *(nodding)* Mmm-hmm! Doesn't feel so good, does it?

**Applejack:** Nope. No, it does not at all. *(Sigh.)* I am so sorry, Rarity. *(scuffing a hoof on the dirt)* I got so carried away with bein' honest, I guess I didn't think about how I was makin' others feel. *(Sigh again.)* I'm a real rotten Apple.

*(Those same green eyes fill with regretful tears, but Rarity just gives her an understanding smile.)*

**Rarity:** I appreciate that, Applejack. That means a lot. I just wish you'd realized it before you ruined the fashion show.

*(She plods off toward the Carousel Boutique, leaving Applejack to drop her head. It snaps up again almost immediately, showing a determined smile under now-dry eyes.)*

*(Wipe to Photo being carried through the Ponyville streets on her platform. The sky has darkened to sunset, and Hoity is riding shotgun. Close-up of the pair.)*

**Hoity:** *(appreciatively)* I need to get some of these.

**Photo:** It's the only way to travel!

*(They abruptly find their motion reversed and greatly accelerated, and they pivot to face forward. A longer shot reveals that Applejack has taken the place of the two steeds and is galloping like sixty.)*

**Photo:** What are you doing?!?

**Hoity:** *(pointing in their original direction)* Canterlot is that way.

**Applejack:** Yep, but you're not goin' back to Canterlot yet.

*(She sprints o.s. Wipe to Inky, Lace, and Starstreak trudging gloomily down another street. They stop short after a few steps; cut to Applejack going full throttle, the platform off her back.)*

**Applejack:** Hey!

**Lace:** *(scoffing)* What is she— *(Gag.)*

**Starstreak:** I don't know.

**Inky:** Run.

*(They peel out, but Applejack keeps pace and produces/twirls a lasso. Dissolve to the Carousel Boutique and its half-finished runway; the work crew has grown from two to six, including Hard Hat, the expert builder Pinkie called in during "Fluttershy Leans In." Zoom in slowly.)*

**Applejack:** *(voice over, sighing)* Listen, y'all.

*(Cut to the upper-story room; she is addressing the designers, Hoity, and Photo.)*

**Applejack:** *(pacing)* I thought I was just bein' honest when I said all those things. But somepony helped me realize I was actually bein' hurtful. So for that, I apologize.

**Photo:** *(stomping)* So! You don't think fashion is ridiculous?

**Applejack:** Uh...well, I, uh...I still don't understand it— *(Cut to the three contenders in close-up; she continues o.s.)* —but I appreciate how much it means to y'all, and how much hard

work you put into it.

*(Lace and Starstreak shift to smiles, while the eyebrows on Inky's impassive face lift ever so slightly. Back to Applejack; she crosses to Hoity.)*

**Applejack:** I also know this contest is important to Rarity. So what do you say?

*(Hopeful green eyes move from one to another for a long moment before Hoity speaks up.)*

**Hoity:** *(to designers)* Well, I'd hate to have come all this way here and not see what you can do.

**Starstreak:** If they're judging, we're in.

**Lace:** Under one condition, literally.

**Applejack:** Anything.

**Inky:** Untie us?

*(A zoom out from their faces explains this request—the rope Applejack broke out while chasing them is looped around all three, earning her a strange look from Photo. Cut to the exterior of the building; three of the workers are lowering a spotlight with a rope in their teeth and Hard supervising. Once it touches the ground, he gives them an all-clear grin and they drop the line; one pumps a hoof in triumph while the other two trade a high five. Applejack crosses to them.)*

**Applejack:** Show's back on, fellers!

*(She responds to their round of groans by snatching the dropped rope in her jaws and throwing her legs in gear. The spotlight is rapidly hoisted up to the top of a wrought-iron pole and tied off.)*

**Applejack:** Ahhh...

*(She walks away. Cut to Starstreak hard at work upstairs; a length of fabric jams in his sewing machine, but he gets a surprise in the form of her arrival and a couple of mouth-powered tugs as the material. This is enough to clear the snarl, and the needle begins to cycle again. Starstreak gives her a relieved smile, which she barely has time to return before being dragged bodily o.s. by the cloth still in her teeth. A yell of surprise floats back across the room, and in no time flat she has become Equestria's strangest-looking mummy. Nothing of her is visible except her tail, the end of her mane, and a face with two woozily spinning eyes. Both of them share a laugh once she regains her senses.)*

*(A pair of shears snips its way across the screen; behind it, wipe to a fully unwrapped Applejack looking over an assortment of pendant necklaces spread out on Inky's table as the pegasus looks on. The mannequin has been dressed in its first Act Two ensemble of sleeveless hooded coat and long-sleeved top. Applejack snags one necklace in her teeth and presents it for inspection.)*

**Inky:** *(shaking head)* Uh-uh.



*(The farmer returns to the table, ponders the others carefully, and selects a different one.)*

**Inky:** *(nodding, smiling)* Uh-huh.

*(Applejack returns the smile. Now a length of fabric is pulled past the screen; behind its trailing edge, wipe to Lace using her magic to do some detail work on a gown—with Applejack on model duty, her hat off and her mane tied back in a loose bun. This garment is along the same lines of her second Act Two offering, in pale shades of pink/blue/green and with touches of translucent material at hem and collar. Lace fluffs the voluminous skirt, and Applejack smiles.)*

*(Dissolve to a worried Rarity walking across the grounds of the Carousel Boutique. Pinkie hops merrily alongside, but lands to grab Rarity's cheeks and throw a foreleg around her shoulders on the start of the following.)*

**Pinkie:** *(rapid fire)* And then Applejack found me and told me to distract you for an hour—  
*(Rarity's perspective: extreme close-up.)* —but the hour's up! Ta-da!

*(She darts away. Behind her, the runway has been completed and trimmed in fabric; it juts out from a canopy that frames the front door, and a spotlight hangs from a pole on either side. Applejack stands out front, hat on, dress off, mane back to its usual style, and both out-of-town fashion experts and all three designers are here as well. Back to Rarity, who stumbles back a step out of undiluted shock.)*

**Rarity:** B-But...but...how? *(Cut to all but Applejack; she continues o.s.)* They were all leaving.  
*(Zoom out/tilt up to frame the upper story.)* This was all coming down.

*(Ground level again; she crosses to the group.)*

**Lace:** You can thank Applejack. She literally did it all by herself.

**Applejack:** *(to her)* I don't think that word means what you think it means. *(to Rarity)* But I *did* bust my tail because I know how much this means to you. *(Rarity tears up.)*

**Rarity:** Ohhhh... *(Foreleg around Applejack's shoulders.)* ...thank you, Applejack. *(Photo pops up in the fore, standing on her hind legs.)*

**Photo:** We start now!

*(A camera flash fills the screen as she drops back to all fours. When it clears, the grounds are packed with ponies and the hour has shifted into nighttime. The two pole-mounted spotlights shine brightly on the runway, and other beams flash and rove across the throng as still more new arrivals crowd in. Applejack and Rarity stand side by side near the building end of the runway.)*

**Rarity:** First up, Lily Lace!

*(Zoom out quickly on this line to an overhead shot that frames a light yellow earth pony mare stepping onto the runway. She is wearing the gown that Applejack modeled for Lace, and her two-tone light blue mane is gathered in loose waves and accented with a flower. She stops on the*

*circular platform at the end of the path and turns to present herself in profile; a flash, and her image is caught in a photograph, which falls away to show her in Lace's first dress in yellow and yellow-green. She poses again, this time with an alluring grin, and gets her picture taken again. This too drops out of sight; now she wears Lace's second dress in pale blue/green and the feathered hat—now fully repaired—and does a quick, haughty turn before a third picture is snapped. When this one falls out of sight, the view has shifted back to Applejack and Rarity alongside the runway.)*

**Rarity:** Starstreak!

*(Zoom out quickly. The blue-violet mare who had been getting a cosmetic touch-up from him is now on the far end of the runway, sporting a more neatly combed mane/tail and his white/gray/gold/colored geometric outfit from Act Two. A flash puts it on film, and the photo slides away to show her now in a sleeveless white/violet number whose sash, headdress, and shoes resemble exposed crystal facets. The picture is taken and pulled away; next she swivels imperiously in a long sleeveless coat over a pair of close-fitting pants, the whole done in assorted pale greens.)*

*(This photo drops out of sight to frame the building end of the runway again, where a dour-faced earth pony stallion strides out in Inky's long coat with all the buttons and straps restored. The coat is pale gray, the mane/tail dark blue with the former chin-length and swept down one side of the head.)*

**Rarity:** Inky Rose!

*(This model stops to have his picture taken, and it slides away to put him on the far-end platform. He has changed into her sleeveless coat and long-sleeved top; the hood of the former is up, spiderweb detailing has been added around the hem, and the sleeves and front of the latter are freshly ripped. He tosses his head, exposing the necklace chosen by Applejack around his throat, and another photo is snapped and slid out of sight. His third outfit consists of a long-sleeved jacket in dark gray, with a plethora of buckle/strap closures and a spiked collar. One front hoof plants itself out in front, the head turns back, and the flash goes off once more.)*

*(When this last photo slides down, the view has again moved back to the building end of the runway. The three designers stand on it, looking gratefully down at Applejack, Rarity, Hoity, and Photo.)*

**Rarity:** And now it's time to vote. I am drawn to the beauty and drama of fashion, and nopony does drama better than Lily Lace! So I vote for her.

**Lace:** It means so much to me. *(Laugh.)* I literally can't even. *(Gag, then smile.)*

**Hoity:** Simplicity is the keynote of true elegance. That is why I vote for Inky Rose.

*(The pegasus designer's eyes show genuine emotion for the first time since her arrival, popping wide open.)*

**Inky:** *(hesitantly)* You've...made me so...happy?

*(She does her best to grin, but the end result suggests that she is badly out of practice at it.)*

**Photo:** Fashion is the art! I, Photo Finish, vote for Starstreak!

**Starstreak:** Wonderful to hear, darling. *(Rarity/Hoity/Photo turn to Applejack.)*

**Rarity:** Well, it all comes down to you, Applejack.

**Pinkie:** *(from o.s.)* Can you believe it?

*(Cut to her and Bloom on the other side of the runway. Bloom is no longer wearing the cowboy hat she sported in the orchard during Act One and has put her bow back on.)*

**Pinkie:** After everything that's happened, Applejack is the deciding vote! *(An excited screech; she pounds her front hooves on the surface.)* This is so exciting!

*(She props cheeks on hooves and makes a tiny funny excited noise.)*

**Rarity:** *(nervously)* Well, Applejack? *(Zoom in on the blonde, inhaling sharply with eyes darting about.)*

**Applejack:** Uh...

*(She trails off into an uneasy chuckle and a stammering fit, her face betraying the immense pressure that has just settled at the forefront of her mind. Dissolve to the ground-floor showroom of the Carousel Boutique; the two mares stand at the center of the floor, surrounded by empty wheeled racks.)*

**Rarity:** *(pointing out one at a time, moving to each with Applejack)* Lily Lace's clothes go here, Inky Rose's will go there, and Starstreak's there.

**Applejack:** Sorry, but I couldn't pick just one. They all did great, and in my opinion, they all deserved to win.

**Rarity:** And I agree.

*(They stop before a mannequin garbed in a short-sleeved dress, foreleg boots, and wide-brimmed, feathered hat hung with bells. The entire ensemble is a riot of greens and browns.)*

**Rarity:** I told you your perspective would be beneficial. *(Close-up of Applejack.)*

**Applejack:** Is, uh, this one of your new designs, Rarity? *(scratching head, fumbling for words)* It's, uh...uh, the form is...reminiscent of, uh...I mean, it conjures up images of...uh...well, uh, I-I mean—

*(Zoom out to frame both again. The dress hem, not seen in the previous shot, is adorned with bells to match the hat.)*

**Rarity:** Oh, that! *(laughing)* No, I totally messed that one up. It's ghastly! Horrid! Absolutely

terrible!

**Applejack:** (*chuckling*) Oh, thank goodness! 'Cause in my honest opinion— (*deadpan*) —it's awful.

*(Worried green eyes and mildly shocked blue ones stare straight into each other for a silent moment, but the tension swiftly breaks with a round of hearty laughter over having found a bit of common ground.)*

**Rarity:** (*still laughing*) Oh, when you're right, you're right.

**Applejack:** (*ditto*) I am relieved!

*(Fade to black.)*