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MY LITTLE PONY 6

"The Cart Before the Ponies"

Episode 615

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**TEASER**

**SC. 1 - EXT. PONYVILLE SCHOOLHOUSE - DAY**

**SC. 2 - INT. PONYVILLE SCHOOLHOUSE - CONTINUOUS**

STUDENT PONIES are getting their books out, waiting for class to begin. SWEETIE BELLE sits next to SCOOTALOO and APPLE BLOOM. SNIPS and SNAILS are also there, among others.

MISS CHEERILEE wheels in a double-sided, reversible chalkboard. On the board is written a diagram and several equations. It looks like a difficult physics problem.

1           STUDENT PONIES  
Good morning, Miss Cheerilee!

2           MISS CHEERILEE  
Good morning everypony. I hope you brought your thinking caps because today we're going to learn about physics!

3           SCOOTALOO  
Physics?

4           MISS CHEERILEE  
Mm-hmm. Specifically, the use of force in...  
(indicating on the diagram)  
...energy conversions.

The class all share confused looks.

5           APPLE BLOOM  
The what, now?

6           MISS CHEERILEE  
In this case, using mechanical work to covert potential energy into kinetic energy.

She turns and looks out at the class. They all stare back at her blankly.

7           SWEETIE BELLE  
Um... Mrs. Cheerilee, that sounds a bit over our heads.

8 SCOOTALOO  
Yeah. Why would we even need to  
know that stuff?

9 MISS CHEERILEE  
Oh, it's very important. In fact,  
you'll most likely end up using it  
tomorrow.

10 APPLE BLOOM  
Tomorrow? What for?

With a flourish, Miss Cheerilee flips the chalkboard over to reveal a similarly physics/engineering-inspired diagram of a SOAP BOX DERBY vehicle.

11 MISS CHEERILEE  
Why, for participating in the  
APPLEWOOD DERBY!

The whole class <GASPS> in shock, then go NUTS! Hi-hooves, prancing, happy mayhem. Snails turns to Snips.

12 SNAILS  
Oh, WHEW! For a second I thought we  
were gonna have to - y'know...  
learn stuff.

Snips and Snails hi-hoof as the other students celebrate!

**END TEASER**

**MAIN TITLES**

**ACT ONE**

**SC. 3 - INT. SCHOOLHOUSE - RESUME**

Resume on the <CHEERING> Crusaders and Student Ponies.

13 SCOOTALOO  
We get to race in the Applewood  
Derby tomorrow? That's so cool!

14 APPLE BLOOM  
My family's talked about it for  
years and now I'm finally old  
enough to race!

Miss Cheerilee taps the chalk board.

15 MISS CHEERILEE  
Now hold onto your horseshoes,  
everypony. You've got a lot of work  
to do before you're ready to race.

16 SNIPS  
Yeah, but not school work, right?

Miss Cheerilee ignores Snips and pulls down a rolled up picture from the top of the chalk board. It's a blueprint-style image of a block of wood next to images of a pony (to show scale), and several tools (saw, chisel, etc.).

17 MISS CHEERILEE  
There'll be a block of applewood  
just like this one waiting for you  
at Sweet Apple Acres tomorrow and  
you've got one day to turn it into  
a race ready cart.

All the looks of excitement suddenly drop.

18 SCOOTALOO  
Oh, yeah. That is a lot of work.

19 MISS CHEERILEE  
(nods)  
Luckily, you'll each get to pick an  
older pony to help you. But chose  
wisely because they'll also have to  
ride in the cart with you during  
the race.

20 SCOOTALOO  
Hmm, I think I know just the pony  
to ask!

21 SWEETIE BELLE  
Me too!

22 APPLE BLOOM  
Me three!

The class descends into general chatter as everypony talks about who they're going to pick.

23 MISS CHEERILEE  
Just remember everypony, your cart  
has to be able to finish the race  
if you want to win one of the  
awards.

All the kids bubble with excitement as Miss Cheerilee takes a big box from her desk and opens it. <ANGELIC VOICES> Inside are a collection of SHINY BLUE RIBBONS.

24 MISS CHEERILEE (CONT'D)  
Fastest, for winning the race,  
naturally. Most Traditional, for  
the best working replica of an  
original Applewood cart. And Most  
Creative, for the cart with the  
best overall design.

The Crusaders stare at glimmering ribbons, transfixed.

25 APPLE BLOOM  
Hoo-eee! Those ribbons are the  
bee's knees.

The whole class agrees, talking excitedly amongst themselves as Miss Cheerilee flips the chalkboard back over to the side with all the equations.

26 MISS CHEERILEE  
All right then, class. Let's sit  
back down. You've got a lot to  
learn if you want to build a  
racecart.

Everypony <GROANS>. Snips turns to Snails.

27 SNIPS  
I knew there was gonna be a catch.

CHECKERED FLAG WAVING TRANSITION TO:

**SC. 4 - EXT. PONYVILLE - LATER**

Headed home, Apple Bloom and Sweetie Belle each lug a big stack of books behind them with great effort. Sweetie Belle looks through one as they go.

28 SWEETIE BELLE  
Wow, have you seen what the carts  
used to look like in the olden  
days?

She shows Apple Bloom a picture of an "old-timey cart"  
(think: surrey with a fringe on top-style wagon).

29 APPLE BLOOM  
Yeah. I know all about them. When Ponyville started the derby, they decided to use the wood from our apple trees for the carts. The race's been a part of Sweet Apple Acres ever since.

30 SWEETIE BELLE  
I just think these old carts look so cool. But I guess you and Applejack will probably win the award for most traditional, huh?

31 APPLE BLOOM  
(nods)  
The Apples usually do, but honestly, I'd rather build the fastest cart there is and win the race!

Scotaloo whizzes by on her scooter, effortlessly dragging a stack of books tied to a wagon on the back of her scooter.

32 APPLE BLOOM (CONT'D)  
But I'm pretty sure Scoot and Rainbow Dash will take that award.

33 SCOOTALOO  
You know, I race around so much on my scooter, being the fastest isn't such a big deal. Maybe I'll try to make the wildest looking cart I can think of.

34 APPLE BLOOM  
Really?

35 SCOOTALOO  
Sure. If I win Most Creative, you can totally win the award for Fastest.

36 SWEETIE BELLE  
And I can win the award for Most Traditional!

37 APPLE BLOOM  
Sounds like we're all going to try something different. I can't wait to tell Rarity!

38 SCOOTALOO  
Let's get to it!

Scoot puts in a hoof and the others follow suit.

39 ALL  
GOOOOO CRUSADERS!!!

They gallop off as fast as they can drag their heavy books.

**SC. 5 - EXT. DASH'S CLOUD HOUSE - EST.**

Dash's voice rings out loudly.

40 RAINBOW DASH (O.S.)  
Are you kidding! Of course I'll  
help with the Applewood Derby!

**SC. 6 - INT. DASH'S CLOUD HOUSE - DAY**

RAINBOW DASH stares at Scootaloo, excited.

41 RAINBOW DASH  
I want you to have as much fun as I  
did when I was a filly.

42 SCOOTALOO  
Wait, Cloudsdale has a derby too?

43 RAINBOW DASH  
Sure! Practically every town in  
Equestria has one. I still remember  
racing my cloud cart.

**FLASHBACK:**

**SC. 7 - EXT. FIELD - CLOUDSDALE IN THE PAST - DAY**

LITTLE RAINBOW DASH races a cloud-cart-toboggan on a luge-like cloud track.

44 LITTLE RAINBOW DASH  
THIS. IS. SO. AWESOME! WHOOHOOOOO!

She loop-de-loops.

**END FLASHBACK**

**SC. 8 - INT. DASH'S CLOUD HOUSE - DAY**

RESUME ON: Scootaloo, looking wryly at Dash.

45 SCOOTALOO  
Annnnd, lemme guess... You won  
Fastest Cart.

46 RAINBOW DASH  
<PFFFT> Obviously!

47 SCOOTALOO  
So what do you say - will you help  
me make my racecart?

48 RAINBOW DASH  
Help you? I am ALL OVER IT. I've  
got tons of ideas. Let's see...  
where IS that thing?

Dash starts rummaging behind the sofa, pulling out junk.  
Scootaloo dodges random bits of bric-a-brac.

49 SCOOTALOO  
Don't worry, I've got a lot of  
ideas of my own. Um, what are you  
looking for?

50 RAINBOW DASH  
The blueprint for my Derby cart, of  
course. I'll have to change it a  
little cuz this race is on roads,  
not clouds... but trust me, your  
cart is gonna be AMAZING!

She keeps throwing stuff around.

51 SCOOTALOO  
Um, okay, Rainbow Dash, thanks!  
(to herself)  
How awesome is THIS? With Dash on  
my team, how could anything go  
wrong?

Dash tosses out something particularly bulky and Scoot has to  
move quickly to dodge it.

**SC. 9 - EXT. SWEET APPLE ACRES - DAY**

Apple Bloom talks with APPLEJACK on the porch.

52 APPLEJACK  
I'm mighty flattered you wanna work  
with your big sis on your cart. I  
mean, the "Applewood Derby" did...

53 APPLE BLOOM  
(finishing for her)  
...start on our farm. I know.

54 APPLEJACK  
Well, I couldn't be more proud to  
help my little sister take the  
prize for "Most Traditional!"

55 APPLE BLOOM  
Actually I was kinda thinkin' of  
somethin' else... Like fastest?

Applejack looks at her sister like she sprouted another head.

56 APPLEJACK  
"Fastest?" Apple Bloom, things  
aren't like they were in the old  
days. The fastest cart now has  
gotta be sleek and modern and...

57 APPLE BLOOM  
Exactly!

58 APPLEJACK  
...not Apple at all. The Apples win  
Most Traditional. We have since the  
Derby started! Why would anypony  
want to win anything else?  
(off AB considering)  
Now, why don't you head off and get  
some chamomile vines, some hickory  
sticks, and some apple barrels and  
I'll show you what a Apple Family  
cart should look like.

Applejack starts to sketch on the barn wall with chalk as  
Apple Bloom shrugs and trots away.

59 APPLE BLOOM  
(to herself)  
I guess I do have a family  
tradition to uphold...

**SC. 10 - INT. CAROUSEL BOUTIQUE - DAY**

CLOSE ON: RARITY, very excited. In fact, OVER-excited.

60 RARITY  
...THE APPLEWOOD DERBY? Of course  
I'll help!

Widen to show Rarity trembling with excitement, as some SNOOTY PONY CUSTOMERS stare at her, a little alarmed.

61 SWEETIE BELLE  
Wow, uh, Rarity, I didn't know  
you'd be this excited!

62 RARITY  
Me? Why, I'm just itching to right  
an old wrong from long, long ago...

**FLASHBACK:**

**SC. 11 - EXT. FIELD - PONYVILLE IN THE PAST - DAY**

On a field by a checkered finish line, LITTLE RARITY stands expectantly by her tastefully designed derby cart. Big ponies tromp by and surround her. We don't see their faces.

63 RARITY (V.O.)  
I designed my own cart when I was  
just a filly, and I was positive I  
was going to win the prize for  
"Most Creative," hooves down. But I  
came in second. Second!

The ponies trot off - and they've left a '2nd Place' ribbon on Rarity's car. She's thunderstruck.

64 SWEETIE BELLE (V.O.)  
You? Second for Most Creative? To  
whom?

Little Rarity looks at a wildly tricked out cart next to hers, with a '1st Place' ribbon on it. The winning cart's creator, LITTLE DERPY, smiles proudly and buffs the cart with a cloth. Little Rarity's eyes narrow.

**END FLASHBACK**

**SC. 12 - INT. CAROUSEL BOUTIQUE - DAY**

RESUME ON: the similarly narrowed eyes of Present-Day Rarity. She starts pulling out reams of fabric.

65 RARITY  
But I learned a valuable lesson! I  
learned to know my audience, and  
the racecart audience wants BIG!  
They want BOLD!  
(MORE)

RARITY (CONT'D)  
(A sudden change to the  
shopping ponies -  
comically fierce:)  
Chop, chop, everypony out! We've  
got work to do!

Rarity practically chases her shocked SNOOTY CUSTOMERS out of  
the shop and immediately starts sketching a design.

66 RARITY (CONT'D)  
This will take all of my  
considerable skills, but I will  
fashion the biggest and boldest  
derby cart ever to win the prize  
for Most Creative!

67 SWEETIE BELLE  
Actually, I was sort of thinking of  
something more... traditional.

68 RARITY  
(sketching madly)  
Please, darling, leave tradition to  
the Apples. We're doing big and  
bold!  
(almost to herself:)  
Soon the prize for Most Creative  
will finally be in my hooves!

69 SWEETIE BELLE  
You mean MY hooves.

70 RARITY  
That's what I said - "my hooves."  
Darling, I hope you're ready to get  
an early start tomorrow.

71 SWEETIE BELLE  
Uh, how early?

**SC. 13 - EXT. FIELDS AROUND SWEET APPLE ACRES - DAWN**

Rarity trots happily up a hill as the sun just starts to peek  
over the horizon. A sleepy Sweetie Belle drags behind her,  
pulling a wagon filled with tools and design elements for her  
racecart.

72 SWEETIE BELLE  
Rarity, the sun's not even up yet!

Applejack and Rainbow Dash trot up behind her, with Apple  
Bloom and Scootaloo following.

The other young ponies are equally exhausted, both dragging similar tool wagons behind them.

73           APPLEJACK  
Oh, apples - quit complaining. In my day, we were up even earlier!

74           RAINBOW DASH  
Hey, I'd get up in the middle of the night - if it means my cart crosses that finish line first and wins Fastest!

75           RARITY  
And my cart wins Most Creative!

76           APPLEJACK  
And my cart wins Most Traditional!  
Hoo-eee!, it's gonna be a good day!

Oblivious, the three older ponies trot up the hill, followed close behind by the Crusaders who share a shocked look.

77           SCOOTALOO  
You mean "our" carts, right?

78           RARITY  
That what we said, darling!

79           APPLEJACK  
Yep!

80           RAINBOW DASH  
Our carts!

<STING OF MUSIC> On the concerned faces of the Crusaders.

**END ACT ONE**

**ACT TWO**

**SC. 14 - EXT. FIELDS AROUND SWEET APPLE ACRES - DAWN**

Resume on the faces of the Crusaders, aghast.

81           APPLE BLOOM  
"Their" carts? It almost sounds like they're planning on building them without us.

82           SWEETIE BELLE  
I'm sure they meant "our" carts, like the team cart. Right?

83 SCOOTALOO  
Of course! I mean they're all our  
older sisters... practically. Plus  
they've all done this before. I'm  
sure they know best. Let's just  
buckle down and get to work.

Brightening, all the CMCs put their hoof in for a cheer.

84 SCOOTALOO/APPLE BLOOM/SWEETIE BELLE  
GOOOOO CRUSADERS!

Each of them turn and follow their "sister" to opposite spots  
on the empty field as we...

DISSOLVE TO:

**SC. 15 - EXT. FIELDS AROUND SWEET APPLE ACRES - LATE MORNING**

The fields are now full of other teams of older and younger  
ponies all working on their own blocks of apple wood that  
will become their cart.

**SC. 16 - EXT. FIELDS - SCOOTALOO'S PIT STOP - SAME**

Scootaloo drags a wagon load of tools to her station. She  
<PUFFS AND PANTS>, kicking hard with the wagon behind her as  
she scoots up to Dash.

85 RAINBOW DASH  
Scootaloo, where have you been?  
I've only got till noon to make the  
fastest cart ever. Let's see...

She flies around the block, consulting a paper plan.

86 SCOOTALOO  
About that. I was really thinking  
of going for the Most Creative  
prize.  
(points to scooter)  
I mean, I know all about speed  
already, so...

She's interrupted by a <SAWING SOUND> from O.S. ON: Dash, in  
safety gear (goggles, gloves etc.) sawing away at the block,  
which now looks a little cart-shaped. Shards go flying.

87 RAINBOW DASH  
(totally not listening)  
Exactly! It's all about speed.  
(MORE)

RAINBOW DASH (CONT'D)

We've gotta get across the finish line to win a prize, so we might as well get there first, right? Hey, I left a bunch of paint cans by the road. Bring them up here, would ya? Nothing as fun as painting racing stripes on the winning cart!

She goes back to <SAWING>. As Scootaloo turns and scoots off:

88 SCOOTALOO

(sighs)

Right. Fun.

**SC. 17 - EXT. FIELDS - APPLE BLOOM'S PIT STOP - SAME**

ON: Applejack intent on her work on the cart (out of frame). Apple Bloom keeps peeping over her shoulder.

89 APPLE BLOOM

Spendin' time building a cart with my big sister, why this is just terrific! Um... how can I help?

90 APPLEJACK

You can feast your eyes on... *this!*

Applejack steps away, revealing an old-fashioned stagecoach-type cart: a barely street-legal olde-timey "surrey with the fringe on top". Apple Bloom stares at it in horror.

91 APPLEJACK (CONT'D)

I mean, it ain't quite finished yet...

92 APPLE BLOOM

(relieved)

Oh, good -

93 APPLEJACK

But don't it have the makings of the best cart you ever did see?

(off Apple Bloom's troubled expression)

Is somethin' wrong, Apple Bloom?

94 APPLE BLOOM

Actually, I was kinda thinking of something a little more modern. And less rickety. With maybe a chance of winning.

95 APPLEJACK

Bless my hooves, I thought we covered this! Tradition is all that counts and who knows tradition better than Apples? No pony! That's who! So are you an Apple - or are you an Apple?

96 APPLE BLOOM

I'm an Apple. But, what if I just take off this fringe...

97 APPLEJACK

*NO - NOT THE FRINGE!*

Apple Bloom reaches up a hoof and merely touches the fringe - and the whole front of the cart falls apart with a <CRASH>!

98 APPLEJACK (CONT'D)

Why, shoot, now I've gotta start all over from scratch! And it's almost race time.

99 APPLE BLOOM

Oh! So, maybe we can redesign it then... just a little?

100 APPLEJACK

No time! And who'd want to redesign something that's already perfect?

Applejack goes back to work as Apple Bloom looks on and <SIGHS>.

101 APPLE BLOOM

(to herself)

Right. Perfect.

**SC. 18 - EXT. FIELDS - SWEETIE BELLE'S PIT STOP - SAME**

Sweetie Belle stands with a clipboard. Rarity is maniacally hard at work at something under a big bulky cloth.

102 SWEETIE BELLE

Okay, so I sketched out some of my ideas. How about a nice yellow fringe on top?

103 RARITY

Oh-ho, darling, fringe is not exactly big. And that yellow is the least bold color I can imagine.

104 SWEETIE BELLE  
Well, it doesn't have to be yellow.  
But I really do love the old-timey  
style. Like this!

She shows Rarity her clipboard. ON: a picture of a cart, a little like Applejack's but of Sweetie Belle's own design. Rarity grabs tools and gets back to work behind the cloth.

105 RARITY  
Sweetie Belle, "Old-Timey" is just  
another word for passé! Remember,  
BIG and BOLD! I do have a  
reputation to uphold! It was one  
thing to lose as a filly, but can  
you imagine if I didn't win Most  
Creative now? Ponies might stop  
buying my couture!

106 SWEETIE BELLE  
But we're supposed to be doing this  
together!

107 RARITY  
Of course we are, darling. In fact,  
we just finished! *Voila!*  
(she LAUGHS MANIACALLY,  
like Dr. Frankenstein)

Rarity whips the cloth off. The cart is extremely avant garde: part swan boat with wings and a giant head, part a sculptural fantasia, with swooping pillars like Disney Hall. Sweetie Belle stares, stunned.

108 RARITY (CONT'D)  
I know. You're speechless.

She flips a lever, and the swan wings start to <FLAP>.

109 RARITY (CONT'D)  
If that isn't big and bold, I don't  
know what is. Isn't it wonderful?

<HUMMING HAPPILY>, she goes back to work.

110 SWEETIE BELLE  
(sighs)  
Right. Wonderful.

Sweetie Belle trots away to...

**SC. 19 - EXT. FIELD CENTER - CONTINUOUS**

Sweetie looks out as all the other ponies happily put the finishing touches on their carts. Apple Bloom walks up.

111       APPLE BLOOM  
Hey, Crusader - how's it goin'?

112       SWEETIE BELLE  
(sigh)  
Rarity's definitely made the biggest, boldest cart anypony's ever seen.

She points over at the swan-winged monstrosity.

113       APPLE BLOOM  
Wow. Well, Applejack's built something so traditional it's practically an antique.

Apple Bloom points over to her sister and their old-timey cart as Scootaloo scoots up.

114       SCOOTALOO  
No matter what I say, there's no talking Rainbow Dash out of making the fastest cart in Equestria.

The three of them look across the field toward their "sisters" putting the finishing touches on the carts.

115       SWEETIE BELLE  
Doesn't look like any of us ended up with what we wanted.

116       APPLE BLOOM  
But I'm sure our older sisters know what they're doing, right?

117       SCOOT/SWEETIE BELLE  
(hesitant)  
Right.

118       APPLE BLOOM  
And even if our carts aren't exactly what we had in mind, it'll still be fun to drive them to the finish line.

119       SWEETIE BELLE  
Sure. The race is the best part!

120 APPLE BLOOM  
Yeah. CMCs behind the wheels!

They all <CHEER> AS O.S. a <CLOCK BONGS>. They look off in the distance at the Ponyville clock as the hands move to noon - the time begins to strike!

121 MISS CHEERILEE (O.S.)  
*Derby Racers, to the starting line!*  
*Derby Racers, to the starting line!*

A <ROLLING AND RACING SOUND> and a CLOUD OF DUST as Scootaloo, Sweetie Belle, and Apple Bloom's carts roll up-- with Rainbow Dash, Rarity, and Applejack behind the wheels! (wearing helmets and seatbelts).

122 RAINBOW DASH  
The race is about to start,  
Scootaloo. You better shake a leg  
if you want a ride in the winning  
cart.

With that, Dash pedals off toward the starting line.

123 RARITY  
You too, Sweetie Belle. There's  
only one seat left aboard this  
Creative masterpiece and it's just  
for you.

Rarity takes off after Dash. Applejack starts peddling her rickety cart after them.

124 APPLEJACK  
Whoa, ponies! Wait for me! This  
traditional cart handles at the  
exact perfect pace. Slow!  
(shouting back over her  
shoulder)  
And I got the passenger seat all  
warmed up for you, Apple Bloom!

The Crusaders stare as their sisters peddle off.

125 APPLE BLOOM  
Passenger seat?

The Crusaders exchange distraught looks as we...

**END ACT TWO**

**ACT THREE**

**SC. 20 - EXT. FIELDS - STARTING LINE - DAY**

The three shocked Crusaders watch as Derby carts pull up to the starting line, each one with a young pony in the driver's seat and an older pony in the passenger seat.

Mrs. Cheerilee looks oddly at Dash, Applejack, and Rarity driving up alongside the others with no young ponies aboard.

126       MISS CHEERILEE  
Um... Aren't you all missing  
somepony?

127       APPLEJACK  
They'll be along.

Cheerilee leans in, speaking low to the three of them.

128       MISS CHEERILEE  
And, ah... usually the younger  
ponies drive the carts.

129       RARITY  
(loudly)  
Darling, do these look like a  
"usual" carts to you?

Applejack, Dash, and Rarity all beam with pride. Cheerilee gives them an odd look.

ANGLE ON: The Crusaders.

130       SCOOTALOO  
They're the only older ponies  
driving!

131       SWEETIE BELLE  
First they built the carts - now  
they're gonna drive them?

132       APPLE BLOOM  
I know they were all excited to  
help, but I don't think they're  
really helping any more.

133       SCOOTALOO  
We better hurry if we want to be  
part of this race at all!

The Crusaders rush to the starting line. Tension as they hop into the passenger seats of their older "sisters'" carts.  
(\*NOTE: everypony in a racecart wears a seatbelt and helmet.)

ON: Miss Cheerilee who looks at them and shrugs, then whips out a trumpet and plays a quick <FANFARE A LA THE CALL AT THE START OF THE KENTUCKY DERBY>.

QUICK CUTS: the three older ponies eye their competition as they get ready to take the racecourse.

134 MISS CHEERILEE  
*Racers, on your marks...  
Get set... GO!*

**SC. 21 - EXT. TRACK - DAY**

A racing flag flaps across CAM. Resume: the race is underway!

Cross cut between the three carts as they start off from the farm, following the steep, curving racetrack toward town-- the Crusaders still in the passenger seats. ON: Sweetie Belle, mane blown back as she rides along.

135 SWEETIE BELLE  
*AAAAH!*

ON: Scootaloo, holding on for dear life:

136 SCOOTALOO  
*AAAAHHHH!*

ON: the freaked-out face of Apple Bloom:

137 APPLE BLOOM  
*AAAAHH... can't we go any faster?*

PULL WIDE: to show Apple Bloom is simply annoyed that the cart is going at a snail's pace as other pony racers either HONK to pass or zoom by, leaving them in the dust.

138 APPLEJACK  
*Faster? Don't be silly, this is perfect!*

**SONG BEGINS: "GIDDY UP, DERBY RACERS!"**

In the drivers' seats, Dash, Rarity, and Applejack race down the track, steering their carts down switchback curves through the streets of Ponyville (think: Gran Prix).

Thus begins a fast-paced, heart-pounding RACING SONG (think the "Speed Racer" theme - especially the jacked-up techno version from the movie by Ali Dee and the DeeKompressors).

Cross-cut Rarity, Applejack, and Rainbow Dash as they drive the carts...

...with the Crusaders in the passenger seats, who chime in with opposing verses.

Miss Cheerilee and some of the Student Ponies, dressed as cheerleaders, line the streets to cheer on the racers. Other Spectator ponies cheer from the sidelines as the carts speed by, sometimes splashing the spectators with mud.

139 MISS CHEERILEE / CHEERLEADER PONIES  
*Giddy-up, Derby Racers!*  
*Giddy-up, Derby Racers!*  
*Giddy-up, Derby Racers - GO GO GO!*

140 APPLEJACK  
*Check me out: racin' the Derby!*  
*Check out my old-fashioned cart!*

141 RARITY  
*Check me out: racing the Derby*  
*in my original work of art!*

142 RAINBOW DASH  
*Check me out: faster than ever,*  
*Nobody's catching me now!*

Split Screen of the three Crusaders, their expressions running from frustration to terror:

143 SCOOTALOO/APPLE BLOOM/SWEETIE BELLE  
*Let me out! I'd do it over -*  
*if only I knew how!*

144 MISS CHEERILEE / CHEERLEADER PONIES  
*Giddy-up, Derby Racers!*  
*Giddy-up, Derby Racers!*  
*Giddy-up, Derby Racers - GO GO GO!*

Syncopation, aaaaand... a RAP BREAK!

145 RARITY  
*My cart's most original!*  
*I designed it with imagination.*

146 APPLEJACK  
*My cart's most traditional!*  
*It's simple, ain't no complication.*

147 RAINBOW DASH  
*Me? I'm on the case! The Ace!  
So give up the chase, Dash just  
ain't losing this race to home base  
Yeah, you can see it in my face!*

148 RARITY / RAINBOW DASH / APPLEJACK  
*I'm riding high, living large -  
Could this day be any better?*

Again, a split-screen of the 3 Crusaders separately.

149 SCOOTALOO/APPLE BLOOM/SWEETIE BELLE  
*Yes if we were in charge!*

150 MISS CHEERILEE / CHEERLEADER PONIES  
*Giddy-up, Derby Racers!  
Giddy-up, Derby Racers!  
Giddy-up, Derby Racers - GO GO GO!*

Rainbow Dash and Applejack cross paths via a switchback section of the track. From the passenger seat, Scootaloo calls out to Applebloom:

151 SCOOTALOO  
*Having any fun?*

152 APPLEBLOOM  
*Nope! Wish I had speed like you!*

Rarity and Applejack drive by each other in similar fashion, Sweetie Belle calling out to the others as they ride by each other on the back and forth curves of track.

153 SWEETIE BELLE  
*We're just along for the ride -  
there's nothing we can do!*

Excited, Rarity starts working the levers of the cart, flapping her swan wings harder and harder, forcing other carts to steer clear.

154 RARITY  
*Gotta get some attention if I want  
that ribbon!*

Dash looks up and spots the finish line, then peddles fast and faster, her wheels starting to come up on every turn.

155 RAINBOW DASH  
*Gotta push the limits and blow away  
the competition!*

Far behind, Applejack moseys down the track like a Sunday driver-- racecarts stacked up behind her trying to pass.

156       APPLEJACK  
*Gotta coast on through like we're  
on a cruise.*

ANGLE ON - Apple Bloom in the passenger seat, arms folded.

157       APPLE BLOOM  
*Guess I don't care since we're  
gonna lose.*

Rarity flaps her wings so hard the cart starts to lift off the ground.

158       RARITY  
*Bigger Bolder down the track.*

The cart drivers behind Applejack get frustrated and swing out to pass on the next curve.

159       APPLEJACK  
*Lovin' the view from the back of  
the pack.*

Dash bears down, her wheels coming up on the next turns as she, Rarity, and Applejack all converge (ON DIFFERENT SECTIONS OF THE TWISTING, SWITCHBACK TRACK).

PRODUCTION NOTE: In order to accomplish this I imagine the track has a clover shape to it--such that AJ could be dead last, but still converge on Rarity's middle section of track AND Dash's final section of track. This way every single cart in the race can be involved in the pile up.

160       RAINBOW DASH  
*We'll be first without a doubt!*

Scotaloo points at one of Rarity's giant swan wings sticking out from the other section of track-- right in their path!

161       SCOOTALOO  
*Unless we crash...*

ANGLE ON - Dash turning the wheel hard.

ANGLE ON - All the carts swinging wide to get around Applejack.

ANGLE ON - Rarity's swan wing lever coming off in her hooves.

162       RARITY / RAINBOW DASH / APPLEJACK  
*LOOK OUT!!!*

There's an O.S. <CRASH>.

**END SONG**

ANGLE ON - a giant pile-up of derby carts, stacked on top of each other and tangled in the bushes that line the side of the track. Everypony's clearly uninjured - but they're disgruntled, yards from the finish.

As everypony extricates themselves from the wreckage. The three older ponies look up at the remains of their carts.

163 RARITY  
My beautiful swan cart is an ugly  
duckling!

164 APPLEJACK  
And my old time cart is a rootin'-  
tootin' wreck!

Dash tries to shove her wrecked cart toward the finish.

165 RAINBOW DASH  
It still counts as a win if I push  
my cart across, right?

ANGLE ON - the Crusaders, covered in leaves, almost beside themselves in anger, until the BURST:

166 SCOOTALOO/APPLE BLOOM/SWEETIE BELLE  
**THEY'RE NOT YOUR CARTS!**

Their voices echo. Everybody stops and stares at them.

167 RARITY / RAINBOW DASH / APPLEJACK  
HUH?!?!

168 APPLE BLOOM  
We were supposed to design them.

169 SCOOTALOO  
And we were supposed to drive them.

170 SWEETIE BELLE  
The Derby was supposed to be for  
us, not the three of you! Now  
you've ruined it for everypony!

She points with a hoof. ON: all the other carts, broken down in the branches and leaves. The three older ponies survey the damage-- the situation sinking in for the first time.

Rarity looks at a section of her cart's swan wing, still flapping.

171 RARITY  
Yes. Well, I suppose we might have gotten a teensy bit carried away.

172 APPLEJACK  
But I thought you all wanted our help.

173 APPLE BLOOM  
We did. We wanted your help to build our carts, but we all ended up with carts that are what each of you wanted.

Sweetie Belle and Scootaloo nod.

174 RAINBOW DASH  
Why didn't you say anything?

175 SCOOTALOO  
You've all done the race before. I just figured you knew best.

Sweetie Belle looks to Rarity.

176 SWEETIE BELLE  
Plus it's hard to speak up to older ponies.

177 RARITY  
I certainly understand that, but you mustn't think older ponies automatically know best.

Dash looks at her wrecked cart.

178 RAINBOW DASH  
And we probably could have done a better job of listening to you.

179 APPLEJACK  
I guess we owe the three of you an apology.

PULL OUT ON: the pileup of carts and all the other disgruntled ponies.

180 APPLE BLOOM  
Maybe not just us.

The three older ponies look out at the mess, embarrassed. Miss Cheerilee walks up. Dash turns to Cheerilee.

181 RAINBOW DASH  
Um... How do you feel about a do  
over?

182 MISS CHEERILEE  
I think that's a wonderful idea.

One of the wheels from a wrecked cart pops off and rolls by  
in between them.

183 MISS CHEERILEE (CONT'D)  
But, maybe the older ponies should  
sit this one out.

Off Dash's apologetic look...

**SC. 22 - EXT. FIELDS AROUND SWEET APPLE ACRES - DAY**

ON: Miss Cheerilee at the starting line with her horn.

184 MISS CHEERILEE  
Well, it isn't every year I get to  
say this twice, but... *Derby  
Racers, to the starting line! Derby  
Racers, to the starting line!*

The student ponies pull up to the starting line with repaired  
carts. This time, no adult ponies drive with them.

Last of all: the Crusaders pull up. This time, they're in the  
drivers' seats. The three older ponies rush over like a pit  
crew, putting finishing touches on their revised carts. [All  
three now wear grease-stained coveralls and ball caps.]

ON: Rarity's art cart, with Scootaloo driving. The swan head  
is now painted like a bird of prey.

185 SCOOTALOO  
Thanks for helping us fix up our  
carts. Pretty creative, right?

ON: Apple Bloom behind the wheel of Dash's sleek cart, as  
Applejack adjusts its new spoiler.

186 APPLE BLOOM  
I know it's not traditional, but it  
sure looks fast, don't it?

ON: Sweetie Belle behind the wheel of the "traditional cart"  
now spruced up with fringe and yellow lace. Rarity fixes the  
last of the fringe.

187 RARITY  
You know, darling, I can't believe  
I'm saying this - but that yellow  
fringe is rather bold after all!

Crusaders look to their older 'sisters'.

188 SWEETIE BELLE  
Thanks, everypony! We couldn't have  
done it without you.

The Crusaders wave and pedal to the starting line.

189 APPLEJACK  
Yup, I sure am glad Ms. Cheerilee  
agreed to run the race over again.

190 RAINBOW DASH  
And it's probably best keeping all  
the grown ups on the sidelines, but  
what are we supposed to do now?

191 RARITY  
I think I have an idea...

CUT TO:

**SC. 23- EXT. PONYVILLE - FINISH LINE - DAY**

LATER: spectators <CHEER> as Apple Bloom leads the race  
towards the finish line while...

OFF TO THE SIDE: Rainbow Dash, Rarity, and Applejack lounge  
in beach chairs, wearing shades and drinking what is clearly  
apple cider -- like soccer moms.

192 RARITY  
Much better. Honestly, I'm not sure  
WHY we ever wanted to race those  
carts in the first place.

193 RAINBOW DASH  
Seriously! I didn't know how tense  
I was. This is the most relaxed  
I've been all day...

When she sees Scootaloo approaching the finish line, Rainbow  
Dash gives in to one last burst of aggression:

194 RAINBOW DASH (CONT'D)  
GO SCOOTALOO!!! GO!!!  
(off the looks of the  
other two:)  
(MORE)

RAINBOW DASH (CONT'D)

Er, I mean... This is the life -  
right, ponies?

She settles back into her lounge chair, flips down her  
sunglasses, and <SIGHS> happily as we...

FADE OUT.

**END**