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MY LITTLE PONY
Season 7

Honest Apple
Ep 709

LOCKED SCRIPT

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Friendship lesson: Just because your opinion is honestly how you feel, doesn't mean you need to share it.

TEASER

SC. 1 - EXT. PONYVILLE STREET - DAY

RARITY casually walks down the street, followed by SPIKE, who is struggling with a teetering stack of flyers that is much taller than him.

1 RARITY
Thank you so much for helping me with these flyers, Spike. I'm so lucky you just happened to be walking past the boutique.

Rarity uses her MAGIC BEAM to post them on shop windows, benches, etc.

2 SPIKE
(guilty)
Yeah, right... just "happened to be walking past..." Ha-ha...

Rarity puts another flyer by the entrance to Sugarcube Corner. PINKIE PIE bursts out and jumps up to look at it.

3 PINKIE PIE
What'cha got here? "Lost dog?" "Balloons for sale?" "Guitar lessons?" 'Cause I found one, I need some, and yes, I am interested.

Pinkie Pie plays air guitar.

4 RARITY
No, it's a call for submissions for a fashion show contest I'm organizing. A showcase for aspiring young designers.

5 PINKIE PIE
Oh, wow! What an awesome idea.

In the background, we see APPLEJACK coming towards them, pulling a cart of apples.

6 RARITY
Thank you. I remember how difficult it was to break into the fashion industry when I was starting out.
(MORE)

RARITY (CONT'D)

That's why the winner of the contest will get to debut their line in the Carousel Boutique!

7 SPIKE
So selfless. So generous.

Spike is brought out of his reverie when the stack of flyers starts tipping. He moves to keep it upright, but over-corrects, and the stack tips in the opposite direction.

8 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 wait until you hear who else is going to be a judge.

Spike has finally steadied the stack.

9 SPIKE
Countess Coloratura?

10 PINKIE PIE
Sassy Saddles?

11 SPIKE
(hopeful)
Spike?

12 RARITY
No.

Just as Applejack reaches them:

13 RARITY (CONT'D)
The third judge for the Carousel Boutique's Couture du Futur Fashion Contest is none other than...
Applejack!

14 PINKIE PIE
What?!

15 SPIKE
(spilling flyers)
What?!

16 APPLEJACK
What?!

17 RARITY
(innocent)
What?

END TEASER

MAIN TITLES

ACT ONE

SC. 2 - EXT. PONYVILLE STREET - SAME

They are as we left them.

18 APPLEJACK
What?!

19 RARITY
You already said that, darling.

20 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 begins re-stacking the scattered flyers, and continues to do so through the entire scene.

21 PINKIE PIE
I'm sure Rarity has her reasons,
and once we hear them, all of this
will make sense.

22 RARITY
I admit, Applejack is an unorthodox
choice. But that's precisely what
makes her such an inspired choice.

23 PINKIE PIE
(to Applejack)
See? Now it all... still doesn't
make any sense.

24 RARITY
Hoity Toity has expertise in
fabrics and stitchwork. Photo
Finish has an artistic eye for
shapes and colors. But sometimes we
designers forget about function!
That's where you come in, my dear.

25 APPLEJACK
I think I might be a little too
"functional." My closet is nothing
but twenty versions of this hat.

26 RARITY
That tells me you're a pony who
knows what she likes.

Rarity tilts Applejack's hat in a fashionable angle.
Applejack puts it back to normal.

27 RARITY (CONT'D)
Besides, a judge must be honest,
and you're the most honest pony
there is. Ask any pony, they'll
tell you.

28 PINKIE PIE
Ooh! Let me try!

She walks up to a RANDOM PONY.

29 PINKIE PIE (CONT'D)
'Scuse me. Have you ever heard of
Applejack?

30 RANDOM PONY
The most honest pony there is? Sure
have.

31 RARITY
(to Applejack)
See? So, what do you say?

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

33 PINKIE PIE
Booooooo!

34 RARITY
I understand your hesitation. But
before you say no, sleep on it?

35 APPLEJACK
Sure. I can do that for you.

Applejack heads off. Rarity notices Spike picking up the
flyers and uses her magic to help him finish.

SC. 3 - EXT. SWEET APPLE ACRES - DAY

Applejack bangs a tree trunk, knocking down apples. APPLE BLOOM (wearing a new gardening hat with a scarf that ties in a big bow around her neck) is helping by catching the falling apples in a basket.

36 APPLEJACK
I know, I was just as surprised as you are, Big Mac.

REVEAL BIG MCINTOSH, staring at her with a blank expression.

37 APPLEJACK (CONT'D)
I mean, can you imagine me judgin' a fashion show?

38 APPLE BLOOM
I'd do it! It sounds like fun getting to see all those pretty outfits.

39 APPLEJACK
Well, you're the exception in our family, sugar cube. You know about that kind of stuff. But me? I'd be as useful as a burr knot on a sapling trunk.

Applejack bangs on another tree trunk. Apple Bloom looks up to catch the apples, but the scarf part of the hat gets in the way. She misses a few of the apples, which scatter on the ground.

40 APPLEJACK (CONT'D)
(considering)
Although, Rarity did say I just had to focus on function. She already has experts for the... fashion-y stuff.
(rejecting it)
But I still wouldn't know what to say.

Applejack bangs on another tree trunk. Apple Bloom misses nearly all the apples and they scatter on the ground.

41 APPLEJACK (CONT'D)
Come on, Apple Bloom, you're doubling our work here.

42 APPLE BLOOM
Sorry. I wanted to wear a hat like yours, but it's making it harder to see.

43 APPLEJACK
That's because it's not like mine.

Applejack unties Apple Bloom's scarf and pulls it off, then sets the hat back on Apple Bloom's head like her own.

44 APPLEJACK (CONT'D)
You don't need a fancy scarf to keep your hat on. And now you can see.

Applejack then bangs on a tree trunk. The apples fall and Apple Bloom deftly catches them all in the basket.

45 APPLE BLOOM
That is a lot better. Thanks, Applejack.

46 APPLEJACK
Sure thing.
(then)
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.
(then)
Thanks for the talk, Big Mac.

Applejack leaves. Big Mac and Apple Bloom share a look, shrug, and get back to work.

SC. 4 - INT. CAROUSEL BOUTIQUE - CONTINUOUS

OPALESCENCE is sneakily stalking her TOY BIRD when Applejack bursts into the boutique, startling her. Rarity looks up from her desk, which is covered in designer portfolios.

47 APPLEJACK
Rarity, I thought about it some more and, if you still need me, I'd love to be a judge.

Rarity hugs Applejack.

48 RARITY
Oh, I just knew you'd come around!

Opal has composed herself when she's startled as the door suddenly bursts open again. We hear LOUD TECHNO MUSIC as PHOTO FINISH, carried by TWO STALLIONS, enters with her ENTOURAGE. HOITY TOITY enters behind them.

49 PHOTO FINISH
I, Photo Finish... have arrived!

50 HOITY TOITY
As has Hoity Toity.

Photo Finish gets down off the stallions and her entourage disappears. Rarity rushes over to greet them. Applejack watches as they all air kiss.

51 RARITY
Thank you both so much for doing this! It's wonderful to see you!

52 HOITY TOITY
We missed you at Miss Pommel's debut in Manehattan last week.

53 RARITY
Miss Pommel is showing? I thought she was still making costumes.

54 PHOTO FINISH
You haven't heard? Everypony who's anypony is talking about it.

Photo Finish stomps her hoof and an assistant appears with a stack of photographs. Rarity, Photo Finish, and Hoity Toity gush over the photos.

55 RARITY
Oh, my. They're absolutely stunning.

56 APPLEJACK
It sure is great to hear Miss Pommel's doing so well.

Hoity Toity and Photo Finish notice Applejack.

57 PHOTO FINISH
Who is this who speaks?

58 RARITY
Oh, this is Applejack. Another one of the judges.

59 HOITY TOITY
(to Applejack)
So, judge. What do you think?

Photo Finish thrusts the photographs at Applejack. She looks at one and makes a face.

60 APPLEJACK
 (confused)
Oh, wow... that is just... wow.
These are clothes?

61 PHOTO FINISH
The photo is upside-down.

Applejack looks again and makes the same face again. The photo depicts a model surrounded by a shimmering ball.

62 APPLEJACK
This is... she looks like a disco
ball. Did they have to roll her
down the runway?
 (then)
I can't believe anypony would
actually wear this.

63 HOITY TOITY
Oh, my!

Photo Finish dramatically faints into the hooves of an assistant, who has appeared out of the blue. Rarity <LAUGHS NERVOUSLY>.

END ACT ONE

ACT TWO

SC. 5 - INT. CAROUSEL BOUTIQUE - DAY

Photo Finish's assistants are helping her up.

64 APPLEJACK
Gosh, I didn't mean to make her
faint.

65 RARITY
Don't worry about it, darling.
Happens all the time.

One of Photo Finish's assistants nod yes, this happens a lot.

66 RARITY (CONT'D)
Besides, 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 other.

As Rarity dramatically finishes up her speech, Applejack stares at her blankly. A beat.

67 APPLEJACK
I have no idea what you're talkin'
about.

68 RARITY
And that's okay!
 (announcing)
Let's go meet the designers and
help them get ready for the show!

SC. 6 - INT. CAROUSEL BOUTIQUE - WORKSHOP - LATER

The designers have taken over Rarity's workshop and are working at their stations. They are covered with fabric samples, mood boards, design sketches, etc. Rarity enters, followed by Applejack, Hoity Toity, and Photo Finish.

69 RARITY
 (sing-songy)
De-signers! Welcome!
 (then)
Today you will work on your
designs, and we judges will offer
our guidance and advice as you
prepare for tomorrow's big show!

There is EXCITED CHATTER from the three contestants. The first contestant, Lily Lace (unicorn), is sewing like a pony possessed. She is all pastels and soft loveliness, and speaks with a melodramatic tone. Her design aesthetic is delicate and flowing, with layered fabrics making for a larger-than-life dramatic style.

70 RARITY (CONT'D)
Lily Lace, tell us about your
inspiration.

Lily Lace continues feverishly sewing as she speaks.

71 LILY LACE
You guys. This morning on my way
here? I heard a bird singing
lit'rally the most beautiful song I
had 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.

72 HOITY TOITY
Powerful, yet at the same time
fragile and delicate.

Rarity nods her approval. Applejack takes the comments in.

73 RARITY
Next up, meet Starstreak.

STARSTREAK is an earth pony with a short spiky red mane and a soft English accent. His style is avant-garde art student. TRIPPY SPACE MUSIC plays. He sketches elaborate shapes and shows them to the judges.

74 STARSTREAK
I'm not interested in what's already been done, only what will exist in the future.

Hoity Toity and Photo Finish nod knowingly.

75 HOITY TOITY
Tomorrow's fashion belongs to those who hear it coming.

Applejack looks at the sketches, confused, as the others cross away.

The third contestant is a pegasus, Inky Rose. She is pale with jet-black mane and tail, and a black rose cutie mark. She speaks like a female Batman. Her aesthetic is all black, all the time.

76 INKY ROSE
I'm Inky Rose.

They wait for her to continue speaking, but that's it. Finally:

77 PHOTO FINISH
You have a very focused vision. A strong sense of what you want is good.

Rarity turns to Applejack.

78 RARITY
Applejack, you've been rather quiet. What do you think?

79 APPLEJACK
Well, it's a lot of black. It's kind of... depressing.

Inky flies up to the fabric shelves and drags another bolt of fabric down. It's a slightly lighter black.

80 INKY ROSE
How's this?

81 HOITY TOITY
Makes a world of difference!

82 APPLEJACK
Maybe to fashion experts like you,
but to ponies like me it's still
black. And I'm not sure how you
wear singing birds or the future.

The ponies all look at each other. Lily Lace starts sewing a little less enthusiastically, Starstreak slowly sketches, and Inky Rose drags the fabric roll back to the shelf. Hoity Toity and Photo Finish brush past Applejack. Applejack turns to Rarity.

83 APPLEJACK (CONT'D)
I don't think they liked what I had
to say.

84 RARITY
Well, it's why you're here. Fashion
needs a healthy dose of
practicality now and then, and I'm
counting on you to give that to
them honestly.

Applejack smiles, reassured.

DISSOLVE TO:

SC. 7 - INT. CAROUSEL BOUTIQUE - WORKSHOP - LATER

The designers have made progress on their designs. Inky Rose puts a black denim outfit on a table, then starts hammering nails into it and ripping the fabric.

85 APPLEJACK
Are you puttin' holes in the
clothes... on purpose?!

86 INKY ROSE
It's to create a distressed look.

87 APPLEJACK
More like an "old and tattered"
look. 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.

Inky Rose looks to Rarity.

88 RARITY
Okay, yes, it's not a very practical choice. Fashionable, but not practical.

Applejack smiles at Rarity when a large piece of floating fabric catches her eye. The fabric gently lands on the back of a pony-shaped designer's dummy by Lily Lace. The judges watch as Lily grabs another piece in her mouth and tosses it up in the air, then another, then another. They all flutter onto the dummy, creating a layered ruffled look with a long train.

89 PHOTO FINISH
Simply stunning.

Photo Finish gestures to her assistants, who clap for her.

90 APPLEJACK
It looks pretty, but that is a lot of fabric. With the way it drags behind, it'll be covered in dirt in no time.

Lily stops smiling. Photo Finish gestures to her assistants, who stop clapping. Applejack turns to Rarity.

91 APPLEJACK (CONT'D)
Thank goodness I'm here. Otherwise we'd've had holes in clothes and dirty dresses.

Hoity Toity and Photo Finish exchange a disdainful look. A worried Rarity notices, then watches Applejack cross over to Starstreak, who stands next to a MODEL who has a wild, unkempt mane that covers her eyes. Rarity catches up.

92 RARITY
Of course, no look is complete without mane and make-up!

93 APPLEJACK
So when are you gonna do her mane?

Starstreak looks offended.

94 STARSTREAK
It's already done.

Rarity quickly steps in.

95 RARITY
You know what? I think we've given the designers enough guidance for today. Let's let them finish their work.

Rarity ushers Applejack to the door, followed by Hoity Toity and Photo Finish.

96 APPLEJACK
(calling back)
Can't wait to see what you do for the big show tomorrow!

The designers GRUMBLE as Rarity smiles nervously.

SC. 8 - EXT. SUGAR CUBE CORNER - LATER THAT DAY

Pinkie Pie is practicing playing guitar. She gently plucks one string and lets it RING, then another and lets it RING. Applejack walks past.

97 PINKIE PIE
Hey, Applejack. On your way home? How'd the first day of the contest go?

98 APPLEJACK
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 things!

Applejack continues on, heading home. Pinkie Pie calmly strikes another string, again letting it RING. She stops when she sees Rarity coming her way.

99 PINKIE PIE
Hey, Rarity. Applejack says the contest is going great! Good thing she's there, huh?

100 RARITY
(weary)
Yes. Of course. Some of her thoughts are tough pills to swallow, but hopefully her candor will help the designers achieve the best designs possible.

101 PINKIE PIE
You seem a little stressed.
(offers guitar)
Wanna try? Music is very relaxing!

102 RARITY
Sure.

To Pinkie Pie's surprise, Rarity STRUMS WILDLY, creating a LOUD SOUND, then composes herself.

103 RARITY (CONT'D)
Ah, much better. Alright, busy day tomorrow. Off to get supplies.

Rarity goes off. Pinkie Pie turns her attention back to her guitar, pauses, then begins playing wildly, making LOUD SOUNDS and loving it.

DISSOLVE TO:

SC. 9 - INT. CAROUSEL BOUTIQUE - WORKSHOP - THE NEXT DAY

Rarity enters the workshop. The three designers are already there working. Rarity notices Applejack is already there.

104 RARITY
(steeling herself)
Today is a fresh start.
(then, calling out)
Good morning, everypony! Time for final adjustments before the show!

They go to Inky Rose. One of her outfits is a simple black piece with an elaborate row of small buttons running down the side then up over the back.

105 HOITY TOITY
If buttons could convey sadness, you've done it.

106 APPLEJACK
To me, they convey waking up an hour early just to button them all! And that's if you could reach most of 'em.

Inky Rose pops most of the buttons off, leaving just four running down the neckline and turning the piece into a boring shawl.

107 INKY ROSE
Is this better?

108 APPLEJACK
There ya go. Now when it's cold,
you just slide it on and you're
set. Like a poncho.

109 HOITY TOITY
(dismayed)
"Poncho."

Inky Rose looks at it, unsatisfied.

The judges move on to Lily Lace's station. She is frantically attaching tiny feathers to a hat.

110 LILY LACE
I attached each feather
individually. It took me for-
lit'rally-ever. I was up all
night...

Lily Lace attaches another feather. Hoity Toity notices:

111 HOITY TOITY
Oh, you used hoof-crossed double-
over stitches! They're perfect!

That was the last feather. Lily Lace sets the hat on a dummy's head, satisfied.

112 APPLEJACK
Who cares if it's stitched
perfectly? You don't need feathers
on your head.

They all react to Applejack. She takes the hat and starts taking the feathers off it.

113 APPLEJACK (CONT'D)
My little sister tried to add some
flair to her hat, and guess what it
got her? An extra hour of work
pickin' apples off the ground.

Applejack takes the last feather off the hat and sets it back on the dummy. Hoity Toity and Photo Finish look aghast. Lily Lace looks unhappily at her hat.

They move on to Starstreak's station. He has a partially-constructed outfit on a model dummy.

114 PHOTO FINISH
A good start, but it needs more.

Photo Finish sorts through a pile of similar-looking belts.

115 PHOTO FINISH (CONT'D)
No... No... No... No... Yes!

She holds one up. Hoity Toity holds up another. They look the exact same.

116 HOITY TOITY
I'd go with this one.

117 PHOTO FINISH
No! This one!

Applejack laughs.

118 PHOTO FINISH (CONT'D)
Is something funny?

119 APPLEJACK
What? Oh, no. It's just... I mean,
those belts look the same.

Photo Finish and Hoity Toity hold the two belts side by side.

120 HOITY TOITY
That one completely changes the
look.
(holds out his belt)
This one compliments it.

121 APPLEJACK
You're kidding, right?

Photo Finish and Hoity Toity glare at her. Rarity has noticed the commotion and hurries over. Lily Lace and Inky Rose follow.

122 RARITY
Is everything okay?

123 APPLEJACK
(sarcastic)
They're having a heated debate
about those two belts.

124 RARITY
Oooh, both good choices.

Applejack is incredulous.

125 APPLEJACK
No! There is no choice! They're the
exact same belt! This is
ridiculous! Fashion is so silly!

Everypony <GASPS>!! They all look at Applejack, stunned.
Finally:

126 RARITY
You don't mean that.

127 APPLEJACK
I do. I do mean it. Fashion is
silly. I'm sorry, but that's what I
think.

A BEAT as this sinks in with the designers and judges.

128 HOITY TOITY
Well, I never would have come if I
knew we were going to be insulted.

He walks off. Photo Finish stomps her hooves. Her ENTOURAGE
appears out of nowhere.

129 PHOTO FINISH
We go!

Her stallions whisk her away.

130 RARITY
No, please! Come back!

The three contestants share a look.

131 STARSTREAK
If they're out, I'm out too. I
didn't get into fashion to design
boring, utilitarian clothes.

132 LILY LACE
I want to create elegance and
drama?
(re: boring hat)
And this is lit'rally the opposite
of... I mean, I can't even...

133 INKY ROSE
Yeah, no.

The three of them walk off, leaving Applejack and Rarity.
Rarity glares at Applejack.

134 APPLEJACK
What? I was just bein' honest!

END ACT TWO

ACT THREE

SC. 10 - EXT. CAROUSEL BOUTIQUE/FASHION SHOW STAGE - MOMENTS LATER

The stage and lights for the show are being erected. TWO CONSTRUCTION PONIES wearing hard hats and bright safety vests GRUNT and struggle as they pull a rope to lift a large light.

Rarity storms outside.

135 RARITY
Stop everything! There's no show!
Take it all down!

The construction ponies <GROAN> and begin slowly easing the light back down to the ground. Pinkie Pie, who has overheard, comes over to Rarity.

136 PINKIE PIE
Rarity, what's going on? I was just walking by and not trying to get a sneak peek of the show, and I couldn't help but hear the commotion. Is everything okay?

137 RARITY
No! It is the opposite of okay. The judges have quit, the designers have dropped out, the show is cancelled! All my good intentions, squashed!

Rarity whirls on Applejack, who has just exited the boutique.

138 RARITY (CONT'D)
And it's all Applejack's fault!

139 APPLEJACK
Why are you mad at me? I was just sayin' what I thought. And isn't that why you wanted me to be a judge? For my honesty?

140 RARITY
Of course. But you said fashion is silly!

141 APPLEJACK
But it's my opinion. I'm not gonna lie.

142 RARITY
Come with me!

Rarity stomps out. Pinkie whispers to Applejack:

143 PINKIE PIE
She seems really mad. I'd listen.

SC. 11 - EXT. HOUSE - LATER

Rarity knocks on the door. A moment later STRAWBERRY SUNRISE answers the door, eating strawberries.

144 STRAWBERRY SUNRISE
Oh, Rarity. What a nice surprise.

145 RARITY
Strawberry Sunrise, this is Applejack. Can you tell her how you feel about apples?

146 STRAWBERRY SUNRISE
Don't like 'em.

Applejack looks taken aback.

147 APPLEJACK
What? Why? They're crunchy, they're sweet, they're delicious.

148 STRAWBERRY SUNRISE
They're not strawberries.

149 APPLEJACK
You're right. They're better than strawberries.

150 STRAWBERRY SUNRISE
Only if by "better" you mean "better at being disgusting."

Applejack gets in Strawberry's face.

151 APPLEJACK
You'd better apologize!

152 STRAWBERRY SUNRISE
Oh, I'm sorry... that you actually bite into those tasteless, mealy, worm-filled things.

153 APPLEJACK
What?!

Applejack's face gets red as an apple. Rarity gets in between them.

154 RARITY
Applejack! Why are you so angry?
It's just Strawberry's honest
opinion. What's wrong with that?

155 APPLEJACK
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
it--
(realizing)
--Ooooooh. Oh, boy.

156 RARITY
Mmm-hmm. Doesn't feel so good, does
it?

157 APPLEJACK
No. No it does not.

Applejack takes a deep breath.

158 APPLEJACK (CONT'D)
I am so sorry, Rarity. I got so
carried away with bein' honest, I
guess I didn't think about how I
was makin' others feel. I feel like
a rotten apple.

159 RARITY
I appreciate that, Applejack. That
means a lot. I just wish you'd
realized it before you ruined the
fashion show!

Rarity walks off. Applejack watches her sadly walk away and
gets a determined look.

SC. 12 - EXT. PONYVILLE STREET - LATER

Photo Finish and Hoity Toity are being carried on a platform
by Photo's two stallions.

160 HOITY TOITY
(re: stallions)
I need to get some of these.

161 PHOTO FINISH
It's the only way to travel.

Suddenly they're jarred, then go in the opposite direction.
We REVEAL that Applejack is now carrying the platform.

162 PHOTO FINISH (CONT'D)
What are you doing?!

163 HOITY TOITY
Manhattan is that way.

164 APPLEJACK
You're not goin' back to Manhattan yet.

SC. 13 - EXT. PONYVILLE STREET - LATER

Lily Lace, Starstreak, and Inky Rose are walking down the street together when they see Applejack running towards them.

165 APPLEJACK
Hey!

166 LILY LACE/STARSTREAK/INKY ROSE
What is she...? / I don't know. /
Run!

They take off. Applejack chases after, herding them this way and that.

167 APPLEJACK
Wait! I just want to talk!

The three designers keep running. Applejack gets a determined look on her face and pulls out a lasso, then continues after them.

SC. 14 - INT. CAROUSEL BOUTIQUE - LATER

Applejack stands in front of Hoity Toity, Photo Finish, Lily Lace, Starstreak, and Inky Rose. Applejack looks apologetic.

171 APPLEJACK
Listen, y'all. 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.

172 PHOTO FINISH
So you don't think fashion is silly?

They all look at Applejack expectantly. She considers her words carefully.

173 APPLEJACK
Well... I... still don't understand
it, but I appreciate how much it
means to y'all, and how much hard
work you put into it. I also know
this contest is important to
Rarity. So what do you say?

Hoity Toity and Photo Finish look at each other, then at the designers.

174 HOITY TOITY
I'd hate to have come all this way
here and not see what you can do.

Lily Lace, Starstreak, and Inky Rose all look at each other.

175 STARSTREAK
If they're judging, we're in.

176 LILY LACE
Under one condition.

177 APPLEJACK
Anything.

178 INKY ROSE
Untie us.

REVEAL that the three of them are still roped together.

SC. 15 - EXT. CAROUSEL BOUTIQUE/FASHION SHOW STAGE - LATER

The stage is being disassembled. The construction forepony supervises as the three construction ponies finally get the huge light down with the rope. Applejack comes through and <WHISTLES> to get their attention. They all look at her.

179 APPLEJACK
Show's back on, fellas! You have
less than an hour to get everything
ready!

The construction ponies <GROAN>. Applejack takes the rope from them in her mouth and pulls the light back up by herself.

SC. 16 - INT. CAROUSEL BOUTIQUE - WORKSHOP - LATER

Starstreak is sewing when the fabric bunches up and jams the machine. Applejack comes over and tugs at the fabric. The sewing machine is freed and suddenly speeds up, sewing her in a cocoon of fabric. Starstreak cuts her out with scissors, and they share a laugh.

SC. 17 - INT. CAROUSEL BOUTIQUE - WORKSHOP - LATER

Inky Rose and Applejack look at a BLACK DRESS on a dressmakers dummy. Applejack holds up a TINY PINK NECKLACE in front of it. Inky Rose shakes her head "no."

Applejack holds up a BLACK NECKLACE which blends in with the dress. Inky Rose nods her head "yes." Applejack smiles.

SC. 18 - INT. CAROUSEL BOUTIQUE - DRESSING ROOM - LATER

A made-up Applejack looks uncomfortable in a flowing, overly-dramatic dress, but she grins and bears it as Lily Lace magics a section of the dress to sit just right.

SC. 20 - EXT. CAROUSEL BOUTIQUE/FASHION SHOW STAGE - LATER

Applejack, Hoity Toity, Photo Finish, Lily Lace, Starstreak, and Inky Rose watch as the construction ponies put the last nail in the stage. Rarity and Pinkie Pie arrive. Rarity looks a little exasperated as Pinkie babbles:

180 PINKIE PIE
...and then Applejack found me and
told me to distract you for an hour
but the hour's up! Ta da!

Rarity takes it all in.

181 RARITY
But... how?
(re: judges and designers)
They were all leaving...
(re: stage)
This was all coming down.

182 LILY LACE
You can thank Applejack. She
lit'rally did it all by herself.

183 APPLEJACK
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 hugs Applejack.

184 RARITY
Thank you, Applejack.

Photo Finish lit'rally gets between their hug.

185 PHOTO FINISH
We start now!

SC. 21 - EXT. FASHION SHOW STAGE - A LITTLE LATER

The LIGHTS DIM.

186 RARITY
First up, Lily Lace!

A MODEL wearing one of Lily Lace's billowing dresses struts down the catwalk. Rarity, Applejack, Hoity Toity, and Photo Finish watch from the side of the catwalk (ala "Project Runway").

When the model reaches the end of the catwalk, she strikes a pose and a CAMERA FLASHES. The "live" image of the pony is replaced with a photograph. ANOTHER CAMERA FLASH and the photograph is replaced by a different one of the same model in another one of Lily Lace's designs. The LAST CAMERA FLASH and we see Lily Lace's third design.

187 RARITY (CONT'D)
Starstreak!

Starstreak's model comes out from backstage and struts down the catwalk in one of his futuristic-looking outfits. At the end of the walkway, she poses, and another THREE CAMERA FLASHES guide us through Starstreak's looks.

188 RARITY (CONT'D)
Inky Rose!

Ink's model makes her way to the end of the catwalk, strikes her pose, and the THREE CAMERA FLASHES reveal Ink's three outfits.

189 RARITY (CONT'D)
And now it is time to vote. I am drawn to the beauty and drama of fashion, and no pony does drama better than Lily Lace. So I vote for her.

190 LILY LACE
It means soooo much to me, I can't even...

191 HOITY TOITY
Simplicity is the keynote of true elegance. That is why I vote for Inky Rose.

192 INKY ROSE
You've made me so happy.

Inky Rose cracks an awkward smile, like her face isn't used to doing it.

193 PHOTO FINISH
Fashion is art! I, Photo Finish,
vote for Starstreak!

194 STARSTREAK
Wonderful to hear, darling.

195 RARITY
It all comes down to you, Applejack.

All eyes are on Applejack.

196 PINKIE PIE (O.S.)
Can you believe it!

REVEAL Pinkie Pie with Apple Bloom and on the other side of the stage.

197 PINKIE PIE (CONT'D)
After everything that's happened,
Applejack is the deciding vote!
This is soooo excitiiiiiiing!

198 RARITY
Well, Applejack?

All attention goes back to Applejack, who smiles nervously.

SC. 22 - INT. CAROUSEL BOUTIQUE - DAY

Rarity, Spike and Applejack are in front of empty racks.

199 RARITY
Lily Lace's clothes go here, Inky
Rose's will go there, and
Starstreak's there.

Spike struggles with an armful of clothes.

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

201 RARITY
And I agreed. I told you you're
perspective would be beneficial.

Applejack notices a gaudy, tacky dress. Opal makes a face at it.

202 APPLEJACK
Is this one of your new designs,
Rarity? It's, uh... the form is
reminiscent of... I mean, it
conjures up images of... I mean...

203 RARITY
Oh, that? No, I totally messed that
one up. It's ghastly. Absolutely
terrible.

204 APPLEJACK
(relieved)
Oh, thank goodness. In my honest
opinion, it's awful.

Rarity gives Applejack a look, then starts <LAUGHING>.
Applejack joins in <LAUGHING> and we FADE OUT!

THE END