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MY LITTLE PONY  
Season 8

**School Raze Part I**  
Ep 825

**LOCKED SCRIPT**

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**TEASER****SC. 1 - EXT. TWILIGHT'S SCHOOL OF FRIENDSHIP - DAY**

MUFFINS flies up with a mail delivery, looking down to sort it with her hooves... So she doesn't see the school crest. She <BONKS> into it and letters go flying everywhere.

1                   MUFFINS  
Oops.

But BELOW, COZY GLOW (wearing a SASH (or bracelet) with a special SCHOOL CREST PIN on it) is waiting with a BASKET. She flies/runs to catch all the letters in it.

2                   COZY GLOW  
Thank you for the mail delivery,  
Muffins! Have a wonderful day!

Muffins smiles.

**SC. 2 - INT. TWILIGHT'S SCHOOL - VARIOUS LOCATIONS -- CONT.**

QUICK BEATS as we follow Cozy through the school. She walks through the **HALLWAY**, mail basket balanced on her back.

She spots an empty JUICE BOTTLE with a straw on the ground. <HUMMING>, she flies over, picks it up between her hooves and puts it in a trash can, separating the bottle and straw into RECYCLE and TRASH.

Rounding a corner, she spots a young ND PONY that looks lost, consulting a map.

3                   COZY GLOW  
You're new here, right?

The student nods and Cozy smiles widely, showing off her Pin.

4                   COZY GLOW (CONT'D)  
I'm Cozy Glow, Professor Sparkle's  
Friendship Assistant. Welcome to  
our school! Your first class is  
just down that hall.

The Pony beams at Cozy and scampers off.

Cozy enters the **LIBRARY**, where SILVERSTREAM does homework, deep in concentration. Cozy leans over her shoulder to look--

5 COZY GLOW (CONT'D)  
A seven letter word for teamwork...  
Have you tried synergy?

Silverstream beams--

6 SILVERSTREAM  
That's it! Thanks, Cozy!

7 COZY GLOW  
What are friends for?

**SC. 3 - INT. TWILIGHT'S SCHOOL - HEADMARE'S OFFICE - SOON**

TWILIGHT, busy with books and papers, looks up as Cozy sets the mail basket on her desk.

8 COZY GLOW  
Good morning, Professor Sparkle!

9 TWILIGHT SPARKLE  
The mail's here already? What time is it?  
(stressed, realizing)  
I'm late for my class's field trip to Cloudsdale!

But before she can bolt, Cozy smiles reassuringly.

10 COZY GLOW  
Don't worry! I asked Professor Rainbow Dash to cover for you.

11 TWILIGHT SPARKLE  
And she said yes?

12 COZY GLOW  
Uh huh! I told her how busy you are, and how much your loyalty meant to her.  
(gestures to her work)  
I also color-coded your teaching schedule by friendship element, and cataloged all the magical artifacts in the school.  
(then, shy)  
I hope that's okay...

13 TWILIGHT SPARKLE  
Okay? Cozy, that's amazing! You're like my right hoof pony. I don't know what I'd do without you.

Cozy blushes adorably.

14 COZY GLOW  
It's like you taught me-- helping  
is what friendship's all about.

Twilight smiles back.

15 TWILIGHT SPARKLE  
Exactly. And hopefully my class is  
learning that on their field trip  
right now.

16 COZY GLOW  
I think I heard they might do some  
sight-seeing first.

**SC. 4 - EXT. CLOUDSDALE - SAME TIME**

RAINBOW DASH gestures grandly to the WEATHER FACTORY.

17 RAINBOW DASH  
Tada! The Pegasus Weather Factory!  
Every drop of rain or flake of snow  
from Cloudsdale comes from there!

18 OCELLUS / GALLUS / PONY STUDENTS  
(O.S.)  
Whoaaa.

19 RAINBOW DASH  
I know, right?

But as Dash turns to face the students, she realizes they are  
looking the OPPOSITE WAY - staring out at the amazing view.

20 RAINBOW DASH (CONT'D)  
Hey! The cool stuff's over here!

YONA, OCELLUS, GALLUS, a few PONY STUDENTS and STARLIGHT  
(horn glowing) stand on a cloud. Ocellus bounces on it.

21 OCELLUS  
Wow. I've never stood on a cloud  
before.

22 STARLIGHT GLIMMER  
You can't, normally. But for our  
trip, I cast a spell that lets us  
walk like Pegasi.

Gallus hangs over the side of the cloud like a daredevil.

23 GALLUS  
Hey Yona! Come check out this view.  
Unless you're too scared...

Yona draws herself up defiantly.

24 YONA  
Yona not scared.

Yona starts toward Gallus... And then suddenly, the clouds under her feet GIVE WAY! SHE FALLS THROUGH!

25 YONA (CONT'D)  
NOW YONA SCAAAAARED!

As the others gape --

**END TEASER**

**MAIN TITLES**

**ACT ONE**

**SC. 5 - EXT. CLOUDSDALE / MID AIR - RESUME**

Yona plummets through the clouds - and suddenly, the students and teachers do too! NOTE: Starlight's horn NO LONGER GLOWS.

26 STUDENTS / STARLIGHT / RAINBOW DASH  
<yells / startle>

Rainbow Dash, Gallus, a PEGASUS STUDENT, and Ocellus catch themselves with their wings, flapping, but the others still fall - including Starlight!

27 RAINBOW DASH  
C'mon! We gotta catch them!

Rainbow Dash streaks down to catch Starlight. Ocellus, Gallus, and the Pegasus dive and follow, catching Yona and the other students.

28 GALLUS  
Gotcha!

Yona has her hooves over her eyes, <SCARED>.

29 OCELLUS  
It's okay, Yona! You like flying,  
remember?

30 YONA  
Flying. But not falling!

Starlight is shaken as Dash carries her to safe ground.

31 STARLIGHT GLIMMER  
I don't understand! It's like my  
spell stopped working! That's  
never happened before!

OFF their looks of concern...

**SC 6. - INT. TWILIGHT'S SCHOOL - HEADMARE'S OFFICE - SOON**

Cozy Glow is helping Twilight file papers as Rainbow Dash and Starlight burst in, blurting all at once:

32 STARLIGHT GLIMMER / RAINBOW DASH  
We have an emergency. / The  
students dropped out of the sky!

33 TWILIGHT SPARKLE  
Wait, slow down. What happened?

34 STARLIGHT GLIMMER  
I cast a spell for our field trip  
to Cloudsdale. But my magic just...  
failed!

35 RAINBOW DASH  
We barely caught everypony in time!

Twilight looks shaken/relieved.

36 TWILIGHT SPARKLE  
I'm glad you're all okay. But I'm  
sure it's nothing to worry about,  
Starlight. Maybe you did your spell  
wrong. Let's take a look.

As Twilight speaks, her horn glows and she selects a SPELLBOOK from her shelf. Suddenly, her horn stops glowing, and the book falls on the floor. Twilight gapes.

37 TWILIGHT SPARKLE (CONT'D)  
I... Didn't drop that book.

38 STARLIGHT GLIMMER  
(dry)  
Maybe you did your spell wrong?

Twilight is still gaping when there's a <THUMP> at the door.

39 RARITY (O.S.)  
OWWWW!

Fluttershy pushes open the door to Twilight's office. Rarity rubs her nose in pain.

40 FLUTTERSHY  
Rarity ran into the door.

41 RARITY  
My magic is GONE! I even had to use my hooves to coif my tail!

Rarity shows her tail - which has a horrible knot of ribbon around it, with frizzy hair sticking out everywhere.

42 RAINBOW DASH  
Still think there's nothing to worry about?

Twilight is obviously concerned as she looks at her friends.

43 TWILIGHT SPARKLE  
This doesn't make any sense. Magic can't just disappear. Something has to be causing this...

44 STARLIGHT GLIMMER  
Or somepony.

Cozy tentatively speaks up--

45 COZY GLOW  
Um... Didn't we learn in class about a creature that eats magic? Tir...Something.

Fluttershy gasps, as she makes the connection.

46 FLUTTERSHY  
Tirek!

47 RAINBOW DASH  
Isn't he trapped in Tartarus?

48 TWILIGHT SPARKLE  
Yes. But I wonder--

Spike bursts in, <HICCUPPING> SMOKE uncontrollably.

49 TWILIGHT SPARKLE (CONT'D)  
Spike? What's wrong?

Spike <HICCUPS HARDER> gestures to his throat. Rarity gives him a PAT ON THE BACK, and Spike <FIRE BURPS> up a scroll.

50 SPIKE  
Whew. Thanks. I've never had a  
letter get stuck before.

Spike unrolls the scroll and his eyes go wide.

51 SPIKE (CONT'D)  
It's from Princess Celestia. We've  
all been called to an emergency  
meeting in Canterlot! Look!

Twilight uses her MAGIC to levitate the scroll over and looks  
at it. Then her magic FLICKERS and the scroll drops.

52 TWILIGHT SPARKLE  
Pretty sure I know what it's about.

Off everypony's concerned looks.

**SC. 7 - INT. CANTERLOT - CELESTIA'S THRONE ROOM - LATER**

The MANE 6, Spike, Starlight, and PRINCESS CADANCE face  
CELESTIA and LUNA, who look grave.

53 CELESTIA  
Throughout our city, ponies have  
been reporting tales of their magic  
failing. Spells going wrong,  
potions not working...

Twilight and her friends exchange worried looks.

54 LUNA  
Even raising the moon has become  
difficult. Have you heard of  
similar troubles in Ponyville?

55 TWILIGHT SPARKLE  
We experienced it first hoof.

Princess Cadance nods in concern.

56 CADANCE  
It's the same in my kingdom. The  
Crystal Heart seems safe for now,  
but I worry if this continues.

The royal sisters look to each other, grim. Suddenly, TWO  
PALACE GUARDS lead in an exhausted COURIER PONY. He bows.

57 COURIER  
Letter for the Princesses, from  
Starswirl the Bearded.

58 SPIKE  
Guess I'm not the only one having  
problems with my magical mailbox.

Spike hits his chest on "mailbox", then takes the letter and  
brings it to Celestia, unrolling it for her to read.

59 CELESTIA  
It is even more terrible than we  
feared. Magic is disappearing all  
across Equestria.

The gathered ponies react in <HORROR> to the news.

60 CELESTIA (CONT'D)  
(reading the letter)  
Starswirl believes the power will  
drain from our land in three days.  
First, unicorn magic and spells  
will fail.

61 STARLIGHT GLIMMER  
That's what's happening now!

62 CELESTIA  
On the second day, creatures will  
lose their magic abilities.

63 FLUTTERSHY  
Oh no!

64 CELESTIA  
And finally, magical artifacts will  
stop working. When the sun sets on  
the third day, the magic in our  
world will be gone... Forever.

65 CADANCE  
But why is this happening now?  
What caused it?

66 LUNA  
That's the worst part. We have no  
idea.

Twilight frowns, then offers--

67 TWILIGHT SPARKLE  
Has anypony checked on Tirek?

68 PINKIE PIE  
You mean the big red scary centaur  
who eats magic? Why would we want  
to...Ohhhh. Right.

Celestia looks thoughtful.

69 CELESTIA  
If he has found some way to escape his prison, or work from within it, he could be responsible for this...

70 LUNA  
It's the best explanation so far. Somepony should investigate.

71 TWILIGHT SPARKLE  
We'll go.

72 RARITY  
Oh, no. Not without us you wo--  
Wait. Did you say "we"?

Twilight nods, a little self-deprecating:

73 TWILIGHT SPARKLE  
I've finally learned that it's okay to count on your friends for help.  
(then)  
Um...You do want to come, right?

74 RAINBOW DASH  
Uh, DUH!

Twilight's friends share a grin.

Celestia gestures to Luna and Cadance and tells Twilight:

75 CELESTIA  
Thank you all. We will search for ways to protect Equestria in your absence.

76 LUNA  
Be careful--Tartarus has changed since you were there. It now holds many dangerous creatures, and you won't be able to rely on magic.

77 APPLEJACK  
With her friends by her side, she won't have to.

#### SC. 8 - EXT. TWILIGHT'S SCHOOL - NEXT DAY

Starlight walks Twilight out toward the school gates, where Rarity, Applejack, Pinkie Pie, Fluttershy and Rainbow Dash are waiting, wearing travel saddle bags.

78 TWILIGHT SPARKLE  
Okay. I left you my lesson plan,  
all my student files, and my  
annotated syllabus notes. If  
anything goes wrong, get Celestia.

79 STARLIGHT GLIMMER  
Got it.

Starlight nods confidently. Twilight nods back, then  
hesitates, caves to the stress, and turns back.

80 TWILIGHT SPARKLE  
Maybe I should just close the  
school and send the students home.

Starlight blocks her way and shoves her forward again.

81 STARLIGHT GLIMMER  
<amused sigh> Would you go save  
Equestria already?

Spike runs up with a PACKED TRAVEL BAG.

82 SPIKE  
Okay! Cozy packed us all up for a  
trip to bad guy central.

Cozy trots in with a picnic basket.

83 COZY GLOW  
Don't forget the sandwiches! I  
marked whose is whose just in case.  
Starlight can't stand mustard.

She dimples to Starlight. Starlight smiles.

84 STARLIGHT GLIMMER  
That's so sweet of you, Cozy. But  
Twilight has asked me to stay here  
to run the school.

Cozy looks surprised, but tries to cover it.

85 COZY GLOW  
Oh. I thought that after what  
happened last time...

86 SPIKE  
Once you survive Discord, anything  
else is a piece of cake.

87 TWILIGHT SPARKLE  
Plus she'll have you to help her.

Cozy turns up the charm to 11.

88 COZY GLOW  
Oh golly, yes! I promise I'll be  
the best assistant ever!  
(to Starlight)  
C'mon! We can start working on your  
substitute Headmare plans right  
now, if you like.

Starlight is a bit surprised by Cozy's enthusiasm. Twilight makes a "go ahead" gesture and smiles.

89 STARLIGHT GLIMMER  
Wow. Uh, okay.

Cozy leads Starlight away. Twilight waves and says through her teeth to Spike.

90 TWILIGHT SPARKLE  
See? Nothing to worry about.  
(then)  
Tell me there's nothing to worry  
about.

Spike face-palms.

**END OF ACT ONE**

**ACT TWO**

**SC. 9 - INT. TWILIGHT'S SCHOOL - MAIN HALL - NEXT MORNING**

Cozy Glow stands at the podium on the stage, now wearing her School Crest badge in a headband ALMOST like a tiara. STUDENTS file into the school, looking confused. An EASEL (covered in a sheet) stands up near Cozy.

91 STUDENTS  
Why is there an assembly? / What's  
going on? / What's Cozy doing?

Cozy <KNOCKS> her hoof on the podium and beams to the crowd. They quiet. She reassuringly tells them--

92 COZY GLOW  
Good morning, friendship students!  
I know we're all sad Professor  
Sparkle is away...But don't worry,  
because she left me in charge, to  
do things just the way she would!

ANGLE on the YOUNG SIX (GALLUS, OCELLUS, YONA, SILVERSTREAM, SANDBAR, and SMOLDER), surprised. Gallus pipes up:

93           GALLUS  
I thought Starlight Glimmer was  
gonna be temporary headmare.

Cozy makes a cute pouty face and produces a letter.

94           COZY GLOW  
She was. But she left me this note:  
(reads from a note)  
I have to go. Twilight needs my  
help. I know the school is in good  
hooves with you, Cozy.  
(then)  
Isn't that sweet? We won't let  
Starlight down, will we?

The students all shake their heads, warming to Cozy... But the Young 6 aren't convinced.

95           STUDENTS  
<uh uh. Nope. walla>

96           SMOLDER  
It's just kinda weird, isn't it?

97           COZY GLOW  
I don't know what you mean.

98           SMOLDER  
Like... Why'd she change her mind?  
And why did Starlight write a note,  
instead of say goodbye to us  
herself? It doesn't make any sense.

The students <MURMUR> uneasily. But Cozy <GIGGLES>.

99           COZY GLOW  
Oh, Smolder. You forget - we're not  
scheming dragons. We're ponies.  
(sweet pouty)  
Sounds like somecreature needs to  
do a little extra friendship  
homework!

The pony students give a little <LAUGH>, reassured. Smolder crosses her arms and burns. Yona glares and steps forward.

100          YONA  
Yak not pony either. If Smolder  
get homework, Yona get homework.

101           OCELLUS / SANDBAR  
Me too. / I'm in.

102           SILVERSTREAM  
Yeah! Homework party!

Gallus rolls his eyes and reluctantly joins in.

103           GALLUS  
Fine.

Cozy looks at the Young Six, surprised by their unity.

104           COZY GLOW  
What loyalty! Professor Rainbow  
Dash would be so proud. You are  
such good friends.  
          (to all the students)  
You all are! And I'm grateful.  
Because it will be awfully hard  
running a whole school alone! Can  
I count on each of you to help me?

105           STUDENTS (EXCEPT YOUNG SIX)  
<agreement!>

Cozy beams and wipes an eye, moved.

106           COZY GLOW  
Thank you so much! It's just like  
our professors taught us- together,  
we can get through anything.

**SC. 10 - EXT. ROAD TO TARTARUS - DAY - SAME TIME**

BUGS <BUZZ> around Rarity's head. Annoyed, she tries to swat  
at one, and only manages to smack herself.

107           RARITY  
I have had it with these horrible  
flies! <sob> I miss my magic.

WIDE - the Mane 6 and Spike are on their journey, and they  
look tired, sore, and not happy.

108           TWILIGHT SPARKLE  
Have you tried using your tail to  
shoo them away?

109           RARITY  
Bite your tongue! It's for  
decorative purposes only.

110 PINKIE PIE  
Hey, I didn't know we packed green  
cupcakes!

Pinkie pulls a DISGUSTING, MOLDY CUPCAKE out of a saddle bag.

111 FLUTTERSHY  
We didn't. They must have gone bad  
without magic to keep them cold.

112 RAINBOW DASH  
Magic this, magic that. We don't  
need magic to go on a little hike!

<CRACKA BOOM!> Lightning splits the sky, and a DELUGE hits  
the Mane 6. They hurry under a tree for cover.

113 RARITY  
You were saying?

114 APPLEJACK  
We just need to think more like  
Earth ponies, y'all. Here.

Applejack pulls a squirt-bottle of SALVE out of her pack.

115 APPLEJACK (CONT'D)  
Granny's Apple Core No Bite No  
More. That'll keep the flies off.

Applejack squeezes a squirt of BROWN MUD on each pony.  
Pinkie sniffs hers.

116 PINKIE PIE  
Ooh, it smells just like it looks!

Fluttershy points to some BLUEBERRY BUSHES nearby.

117 FLUTTERSHY  
And even if our food's spoiled,  
these blueberries are still good to  
eat.

118 SPIKE  
Too bad we can't do anything about  
the rainstorm.

119 RAINBOW DASH  
Leave that to me!

Dash flies out in the rain, then ZOOMS back, shoving a small  
CLOUD (enough to shield the M6 and Spike) in front of her.  
She stands under it, dry, as though it's an umbrella.

Twilight smiles to her friends, who are adapting--

120 TWILIGHT SPARKLE  
I think we have all the magic we  
need right here.  
(then)  
Not that I don't want to get it  
back. Let's go!

And they hurry off under Dash's cloud.

**SC. 11 - INT. TWILIGHT'S SCHOOL - HALLWAY - NIGHT**

Sandbar makes his way through the hall as other pony STUDENTS walk through the hallways, happy, chatting.

121 FIRST PONY STUDENT  
Cozy Glow baked our class cupcakes  
today!

Another Pony holds up her hoof - it has a braided friendship bracelet around it.

122 SECOND PONY STUDENT  
And she made all of us friendship  
bracelets!

123 THIRD PONY STUDENT  
She's the nicest pony I've ever  
met. I'm SO glad she's Headmare.

Sandbar overhears and can't help but chime in--

124 SANDBAR  
Um, TEMPORARY Headmare, right guys?

125 FIRST PONY STUDENT  
Of course! But if Twilight takes  
her time coming back, I won't mind.

The ponies share a <LAUGH> and walk off, leaving a frowning Sandbar. He enters the LIBRARY door...

**SC. 12 - INT. TWILIGHT'S SCHOOL - LIBRARY - CONTINUOUS**

Not many ponies are inside. Sandbar makes his way to a secluded corner...

Where the rest of the Young Six are waiting, comfy on pillows, with books open and snacks out.

126 SILVERSTREAM  
Finally! We thought you forgot  
about study club!

127 SANDBAR  
Sorry I'm late. Cozy Glow gave our  
class tickets to a Sapphire Shores  
concert in Ponyville tonight.

128 GALLUS  
You get the feeling Cozy's trying  
too hard to make us like her?

129 OCELLUS  
Or maybe she just wants to help us  
keep our minds off of how scary it  
is that magic's disappearing.

130 SMOLDER  
I don't trust her. What's she up  
to behind those big eyes and bouncy  
curls?

Yona notices something around the corner.

131 YONA  
And why Cozy Pony in catacombs so  
late at night?

The others peer out to see Cozy stepping out of the fateful  
DRAIN ACCESS (Ep. 822). She moves toward the library's exit.  
Gallus beckons to the others--

132 GALLUS  
Let's go ask her.

### **SC. 13 - EXT. TARTARUS ENTRANCE - SECOND SUNSET**

A massive ROCK DOOR with ARCANE SYMBOLS is set in the side of  
a mountain - the ENTRANCE to TARTARUS. A MAGIC SEAL, like a  
LOCK, glows on the door.

133 TWILIGHT SPARKLE  
This is the only door to Tartarus.  
The good news is, the seal isn't  
broken, so we know Tirek didn't  
escape...

134 APPLEJACK  
Lemmie guess. Ya got bad news too.

Twilight nods with a sigh.

135 TWILIGHT SPARKLE  
The last time I was here, I had to use magic to get in...And according to Starswirl, all unicorn magic was gone by yesterday's sunset.

136 RAINBOW DASH  
Maybe he was wrong!

Twilight tries to power up her horn - but it only FLICKERS and then goes out. She looks disconsolate.

137 PINKIE PIE  
Don't worry, Twilight. I got this!

Pinkie zips OS and back ON dressed as a PIZZA DELIVERY PONY. She <KNOCKS> on the door.

138 PINKIE PIE (CONT'D)  
Free pizza delivery!

Nothing happens. Pinkie shrugs.

139 PINKIE PIE (CONT'D)  
Always worked before. Oh well.

She takes a BITE of the pizza.

140 APPLEJACK  
Did any of y'all pack something that could help?

The ponies all rummage in their bags. Rarity produces an EYE MASK, CURLERS, and PERFUME.

141 RARITY  
These all do magic, but not the kind we're looking for, I'm afraid.

Spike, looking through Twilight's bag, brightens as he pulls out an ANCIENT LOOKING KEY.

142 SPIKE  
How about this!

143 TWILIGHT SPARKLE  
The Key of Unfettered Entrance!  
Where did you find this, Spike?

144 SPIKE  
In your bag! Cozy Glow must have packed it for you.

145 TWILIGHT SPARKLE  
She really did think of everything!

146 FLUTTERSHY  
What does it do?

147 TWILIGHT SPARKLE  
It can magically open any door.  
And since artifacts like this  
haven't lost their power yet...

Twilight puts the key in the magical lock. The KEY glows,  
and the lock opens. Then the key <SHATTERS> into pieces.

148 TWILIGHT SPARKLE (CONT'D)  
I guess it only works once.

The door to Tartarus <CREAKS> open! Twilight and her friends  
enter. Behind them, the door <SLAMS> ominously shut.

#### **SC. 14 - INT. TARTARUS - CONTINUOUS**

But as the friends move away from the door, they immediately  
come face-to-face with a COCKATRICE in a JAIL CELL!

149 APPLEJACK  
Aaah! Cockatrice!

150 RARITY  
Do something, Fluttershy!

151 RAINBOW DASH  
Don't look at it! It'll turn you  
to stone!

Everypony looks away but Pinkie, who bounces experimentally.

152 PINKIE PIE  
I don't feel like stone. Unless  
it's really bouncy stone.

Fluttershy steps forward to the Cockatrice, who now looks  
more sad than menacing. She meets his gaze.

153 FLUTTERSHY  
I think he lost his magic too.

The Cockatrice nods sadly. Fluttershy pats his shoulder  
through the bars.

154 FLUTTERSHY (CONT'D)  
All the creatures here must have.

Fluttershy gestures - there are several cells of MONSTERS lining the walls - and they all slump inside, looking depressed and not very scary.

155 TWILIGHT SPARKLE  
Starswirl said that would happen on the second day.

Spike looks at the creatures, empathetic.

156 SPIKE  
I know it should make me feel safer, but...It just makes me sad.  
(determined)  
We gotta fix this!

Twilight nods, sharing his resolve, and the group moves further into Tartarus.

**SC. 15 - INT. SCHOOL HALLWAY - SAME TIME**

Cozy trots down the corridor, headed for Twilight's office.

The Young Six follow behind her. Yona accidentally trips, but before she can fall, the others grab her.

The Y6 duck behind a statue/plant/cover as Cozy moves to Twilight's office door.

157 SILVERSTREAM  
She's just--

The others all SHUSH Silverstream, who continues, sotto:

158 SILVERSTREAM (CONT'D)  
She's just going to Twilight's office. Why are we sneaking around after her and whispering?

But as the door opens, the other Y6 gape at what they see OS.

159 OCELLUS  
That's why.

REVEAL - Cozy looks shocked as CHANCELLOR NEIGHSAY of the EEA steps out of Twilight's office. He eyes her coldly.

160 NEIGHSAY  
I am Chancellor Neighsay of the Equestria Education Association. Where is Princess Twilight?

161 COZY GLOW  
Oh, golly! She's away on a quest.  
I'm watching the school for her.

162 NEIGHSAY  
Magic is failing across our land,  
and she left a foal in charge of  
this... facility?

163 COZY GLOW  
Yes sir! Is there anything I can do  
for you?

ANGLE - the YOUNG SIX huddle in their hiding place, shocked to hear:

164 NEIGHSAY  
That won't be necessary. Twilight's  
folly stops here. As of now, I am  
Headstallion. And I have quite a  
few changes to make.

Neighsay looks determined...And Cozy looks worried.

**END OF ACT TWO**

**ACT THREE**

**SC. 16 - INT. TARTARUS - SAME TIME**

Twilight leads Spike and the rest of the Mane 6 through Tartarus - passing sad, powered-down REUSE MONSTERS in cages.

165 PINKIE PIE  
If all these monsters lost their  
magic, then getting past Cerberus  
should be easy-peasy.

Spike looks at something OS and shakes his head.

166 SPIKE  
More like hardy-wardy...

REVEAL - CERBERUS, the three-headed dog, is chasing his tail in huge circles, all three heads <SNAPPING> at it.

His bounding arcs bring him toward the Mane 6... He's about to trample them in his enthusiasm!

167 RAINBOW DASH  
Look out!

The Mane 6 and Spike dive to the sides.

168 FLUTTERSHY  
(determined)  
I'll talk to him.

Fluttershy flies up to a head, trying to get its attention.

169 FLUTTERSHY (CONT'D)  
Um, excuse me, puppy...

Cerberus stops - all three heads pop up to study Fluttershy.

170 FLUTTERSHY (CONT'D)  
You're a very good guard dog. But  
we were wondering if we could get  
by to check on Tirek.

In response, all three heads take turns licking Fluttershy, drenching her. She <GIGGLES>.

171 APPLEJACK  
That looks like a yes.

172 RARITY  
(calls up)  
I'll get you a towel, dear.

ANGLE - Twilight leads her friends up the path toward Tirek's cell. They find him locked up inside, TIRED, OLD, and not dangerous, but more than a bit *SILENCE OF THE LAMBS*.

173 TIREK  
The Princess of Friendship, here  
for a visit. What have I done to  
earn the honor of your company?

174 TWILIGHT SPARKLE  
We want answers, Tirek. Magic is  
disappearing from Equestria.

175 TIREK  
I know. What a waste of such  
*delicious* power. <fava bean slurp>

Twilight winces in disgust.

176 RAINBOW DASH  
You know? So you are behind this!

177 TIREK  
Silly filly. If I had all that  
magic, do you think I'd still be  
locked up in here?  
(then, crafty)  
(MORE)

TIREK (CONT'D)  
But I might know something about  
it...

The M6 share a look of surprised intrigue...

**SC. 17 - INT. TWILIGHT'S SCHOOL - TWILIGHT'S OFFICE - SAME  
TIME**

Neighsay sits at Twilight's desk. He dumps the Young Six student folders (with pictures of them on the front) into trash cans.

178 COZY GLOW  
What are you doing? Those are  
Twilight's student files.

179 NEIGHSAY  
These aren't. Not anymore. With  
Equestria under attack, ponies must  
stand together! Twilight has  
endangered us all by skipping off  
on "friendship trip," while these  
dangerous creatures run loose!

180 COZY GLOW  
<gasps> You don't think they're the  
reason magic is disappearing, do  
you?

Neighsay nods grimly.

181 NEIGHSAY  
Yes. And I came to warn Twilight.  
But since she is gone, it falls on  
me to protect you foals from those  
monsters.

I/C THE HALLWAY - the Young Six are pressed to the door,  
eavesdropping. They react in anger/shock.

182 SMOLDER / GALLUS / SILVERSTREAM /  
SANDBAR / OCELLUS / YONA  
He's blaming us?! / That's low. /  
Wait, what? / Not cool. / Oh no. /  
Yak hate false equivalencies!

Neighsay looks up, frowning. SOTTO:

183 NEIGHSAY  
Did you hear something?

184 COZY GLOW  
(sotto, re: the door)  
It sounded like it came from over  
there...

Neighsay frowns and looks around. He reaches the door, then YANKS it open with a hoof.

The Young Six, tumble in, surprised to have been discovered.

185 YOUNG SIX  
<gasps/startles>

186 NEIGHSAY  
You again, as I suspected.

Neighsay uses his SEAL AMULET -- and as in 801, it releases MAGIC CHAINS that bind the six students together.

The imprisoned young six struggle--

187 YONA / GALLUS / SILVERSTREAM / OCELLUS  
/ SMOLDER / SANBAR  
<struggling>

188 NEIGHSAY  
From now on, this school is Pony  
only. As nature intended.

#### SC. 18 - INT. TWILIGHT'S SCHOOL - STUDENT DORMS - SOON

The door to the dorm common area opens, and Neighsay leads the chained Young Six inside (Cozy is not present).

189 NEIGHSAY  
Since you refuse to explain your  
plot against Equestria and return  
the magic you stole... You will  
stay here while I summon your  
guardians to take you home.

Sandbar pushes forward in his chains, shocking the others--

190 SANDBAR  
Wait! You were right about them  
from the beginning, Chancellor. I  
see that now.

His friends gape at his vehemence in disbelief.

191 SILVERSTREAM / SMOLDER  
Sandbar? / What are you saying?

192           SANDBAR  
I don't want anything to do with  
creatures that could threaten  
Equestria!

Neighsay smiles and nods, while the other students look hurt.

193           NEIGHSAY  
Wisely put, colt. Everypony will  
come to their senses, eventually.

Neighsay uses his seal to free Sandbar. The others watch sadly as he goes, but Sandbar doesn't even look back.

**SC. 19 - EXT. SWEET APPLE ACRES - APPLE HOUSE - NIGHT - SOON**

An APPLE <BOUNCES> off Apple Bloom's window. Then another <ONE>. Then a handful...<BONK BONK BONK>

A sleepy APPLE BLOOM opens the window and ducks as a WATERING CAN flies over her head.

194           APPLE BLOOM  
What in tarnation?

REVEAL - Sandbar stands below her window.

195           SANDBAR  
Sorry. I ran out of apples.  
(then, urgent)  
I need the Cutie Mark Crusaders. My  
friends are in trouble. Chancellor  
Neighsay locked them up!

Apple Bloom blinks, trying to take this all in.

196           APPLE BLOOM  
Huh? I thought Cozy Glow was in  
charge.

Sanbar shakes his head with worry.

197           SANDBAR  
Not anymore. But you guys are good  
buddies. If you can convince her to  
distract Neighsay, I can break my  
friends out. Will you help me?

198           APPLE BLOOM  
Do mulberries have seeds?!  
(a beat as Sandbar  
considers)  
That's a yes.

**SC. 20 - INT. TARTARUS - SAME TIME**

The Mane Six and Spike stare at Tirek in frustration. He's playing with them, enjoying himself.

199 TWILIGHT SPARKLE  
Where's Equestria's magic going,  
Tirek? What's making it disappear?

200 TIREK  
If you let me out, I'm sure it  
would jog my memory.

Tirek leans through the bars - creepy.

201 TIREK (CONT'D)  
What do you say...I scratch your  
back, you scratch mine?

Rainbow Dash shakes her head and gets in Tirek's grill.

202 RAINBOW DASH  
How 'bout you tell us what you  
know, or you'll be stuck here  
forever, because we're out of magic  
keys and nopony can open the door?

A beat as the rest of the Mane 6 realize what this means.

203 RARITY  
Oh dear. I hadn't thought of that.

204 SPIKE  
We're just as trapped as Tirek?!

Tirek <CHUCKLES> at their panic.

205 TIREK  
What a pity. Well, for you. Sweet  
revenge for me. It seems my little  
protegee's plan worked after all.

Applejack's eyes narrow.

206 APPLEJACK  
Little protegee? Which little  
protegee?

207 TIREK  
Oh, we've never met. We're pen  
pals. Each letter had so many  
questions about draining magic.

208 PINKIE PIE  
And you answered them?!

Tirek shrugs.

209 TIREK  
I was bored. So I simply pointed my pen pal in the right direction.

210 FLUTTERSHY  
Can't you just tell us your pen pal's name? I mean, since we're stuck here anyway.

211 TIREK  
Oh, why not. The irony is too perfect. Her name is...

212 SANDBAR (PRE LAP)  
Cozy Glow!

**SC. 21 - INT. TWILIGHT'S SCHOOL - CATACOMBS - SOON**

Sandbar leads Apple Bloom, SCOOTALOO and SWEETIE BELL down one of the catacomb passages.

213 SANDBAR  
I coulda sworn I saw her come down this way when she left her office.

Sandbar looks down the branching passages ahead, then shrugs and picks one. The CMCs follow him toward it.

INSIDE THE CAVERN: A HUGE swirling ORB OF MAGIC floats in the center of the ring of artifacts (from 814): The Helm of Yksler, Knockerbocker's Shell, etc. Magic symbols and arcane script are scrawled around them, like a warding circle.

Starlight is trapped inside the magic orb, suspended like a pony in a snow globe.

214 COZY GLOW (O.S.)  
Enjoying yourself in there, Starlight?

Starlight's eyes go wide with fear and she struggles. Cozy smirks from outside the warding circle.

215 COZY GLOW (CONT'D)  
(simplers)  
I'm sorry I had to push you in, but what else could I do? You were going to ruin all my plans.  
(MORE)

COZY GLOW (CONT'D)

(then, growls)

You might get some company soon, if I can't make that annoying Neighsay BACK OFF. All this magic needs time to drain from Equestria before my vortex sucks it to another realm.

(sweet again)

Three days can sure seem like forever, huh?

Cozy paces, revealing her true evil nature at last...

216 COZY GLOW (CONT'D)

(deliciously wicked)

You know, you ponies got it all wrong. Friendship isn't magic. Friendship is POWER! And there's no better friend than Cozy Glow. With Twilight and her lackies out of my way, all of Equestria will bow to me... The future EMPRESS OF FRIENDSHIP!

She tilts her head back and <LAUGHS VILLAINOUSLY>.

ANGLE (unseen by Cozy) -- Sandbar, Apple Bloom, Scootaloo, and Sweetie Belle, who have frozen at the entrance to the chamber, gape in horror.

**END PART ONE.**